

## **Governor Role Description**

### **Job Purpose**

The Governor's role through membership of the Board can be summarised as:

- providing the College with corporate leadership within a framework of prudent and effective controls which enables risk to be assessed and managed;
- setting the College's strategic aims, ensuring that the necessary financial and human resources are in place for the College to meet its objectives, and reviewing management performance;
- setting the College's values and standards, and ensuring that its obligations to its stakeholders and others are understood and met;
- providing sound and independent judgement in the stewardship of public funds so that a quality service may be provided and legal statutory duties can be discharged; and
- ensuring that arrangements are in place for the appointment of holders of senior posts, and providing a framework for pay and conditions of all College staff.

### **Key Requirements**

In order to discharge this role effectively, Governors are required to:

- discharge their fiduciary duty to the College by showing it the highest loyalty and acting in good faith, diligently and independently in its best interests, and with a proper view to safeguarding public funds
- not be bound in their speaking and voting by mandates given to them by other bodies or persons;
- act in such a way as to promote and protect the good reputation of the College and the trust and confidence of those with whom it deals;
- familiarise themselves with and observe the provisions of the College's Articles of Association, the College's Bye Laws and Governors' Handbook, seeking the advice of the Clerk in the event of any uncertainty;
- adhere to the Seven Principles of Public Life derived from the Nolan Report on Standards in Public Life (Appendix A);
- comply with the Requirements for Good Governance, as defined by the Independent Commission on Good Governance in Public Services;
- be aware of potential conflicts of interest and how to act when such conflict arises or threatens to arise;
- make their specialist and/or professional knowledge available to the decision-making processes of the Board and its Committees;
- understand and observe the requirements for confidentiality with respect to the governance and interests of the College;
- abide by the principle of collective responsibility of the Board;
- act as an ambassador for the College, and not compromise the good name of the College by any action;
- attend all meetings of bodies of which they are members unless there are compelling personal reasons why attendance is not possible, in which case apologies should be submitted to the Clerk in advance;
- participate in an annual review of the Board's own performance.
- attend appropriate training sessions and development events.

A Governor is required to:

- maintain a good attendance record at meetings of the Board and its committees (with a target of 100% and a minimum of 70%)
- make high quality contributions to debate and discussion,
- be thoroughly prepared for meetings,
- provide a strong level of constructive support for the College,
- demonstrate a sound understanding of the governance process, and
- develop and demonstrate a high level of team and interpersonal skills.

The Board recognises its obligations to all those with whom it and/or the College have dealings, including students, employees, suppliers, other educational institutions and the wider community. In particular, the Board is committed to combating any discrimination within the College on the grounds of race, ethnic or national origin, religion, belief, age, disability, gender or sexuality.

The Board is also committed to ensuring that it conducts its business in accordance with the highest ethical standards.

### **Person specification**

A Governor should be able to demonstrate some or all of the following:

1. an active interest in the field of education and training
2. experience in a senior management position in a medium sized organisation and/or have a full appreciation of the issues which affect the senior management role in such organisations
3. experience in a leadership role
4. willingness, to take on responsible leadership duties on behalf of the Board
5. experience and expertise in specific fields which are of current relevance to the oversight of the affairs of the College, and which are required to be represented in the membership of the Board as a whole
6. an understanding and appreciation of the principles of governance, including collective responsibility
7. sufficient availability to enable attendance at regular planned meetings of the Board and its Committees and such special meetings as may be summoned from time to time

However, candidates who may not meet some or most of the criteria listed above shall not be precluded from consideration for appointment as governors provided that they can demonstrate that they have qualities that will be of benefit to the College, particularly if such appointment would enhance the Board's diversity and address any question of under representation of certain groups.

Persons wishing to become and to remain Governors must:

1. be eligible to serve as a Governor under the terms of paragraph 24 the Articles of Association (Appendix B)
2. not be disqualified from being a charity trustee or company director
3. not have interests which conflict with the interests of the College.
4. not be members of an organisation, or participate in activities, which, in the opinion of the Board, might bring RHACC into disrepute
5. be able to sign an annual declaration of eligibility and an annual declaration of interest.

## Estimate of time commitment required

This estimate represents the minimum expected workload for a Governor over the course of one College year (1<sup>st</sup> August to 31<sup>st</sup> July). The great majority of this workload relates to meetings of the Board and its Committees, which are almost without exception held during College term time. To the extent possible, the dates of meetings for a year are agreed and communicated to all Governors by the last meeting in the preceding year. The estimates are shown as average hours per month (excluding August)

The College standard is that meeting agendas and papers are sent to Governors one week in advance of the meeting. This is intended to give Governors sufficient time to review the papers in advance of the meeting itself.

For a Governor who is a member only of the Board, the expectation (allowing for meeting preparation and attendance, but not travelling time) would be for a commitment of around four hours per month. For a Governor who is also a Committee member, this would rise to around five (+) hours per month. Both figures assume 100% attendance, but take into account only normal planned meetings. Further special meetings may be called as required, and Governors are expected to attend these whenever possible.

In addition to this basic commitment, Governors will be expected to undertake further activities, whose demands will vary according to irregular requirements as they arise. Such further activities might include:

- representing the Board at College events
- representing the Board at meetings with stakeholders
- participating in joint Governor/management Working Groups
- participating in an Ofsted or other inspection
- sitting as a member of a panel to hear a grievance, disciplinary or dismissal appeal by a member of staff
- work on special projects such as capital build, government reviews of FE/funding,
- acting as a mentor for a new Governor.

All Governors are expected on appointment to participate in an induction programme. This programme includes:

- attendance at the College to “see the College in action” and experience the different types of provision which the College offers to different types of learners (around 3 hours)
- a meeting with the Principal to review current College issues, activities and initiatives (around 1 to 1½ hours)
- a meeting with the Chair or Clerk to review the legal and regulatory environment of the College and their significance for governance, as well as the College’s Governance structure and how it should work in practice (around 1 to 1½ hours)
- a meeting with the Vice Principal and Safeguarding Lead to discuss safeguarding responsibilities and the Prevent agenda.

## Appendix A

### Standards of behaviour for those in public life

The College has expectations of the way in which people conduct themselves as Governors.

These expectations are defined in the light of the Seven Principles of Public Life (as set out by the Committee on Standards in Public Life), as follows

#### ***Selflessness***

Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other benefits for themselves, their family or their friends.

#### ***Integrity***

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

#### ***Objectivity***

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

#### ***Accountability***

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

#### ***Openness***

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

#### ***Honesty***

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

#### ***Leadership***

Holders of public office should promote and support these principles by leadership and example.

## Appendix B

### Relevant extracts from the Articles of Association regarding eligibility to be a governor

- 24.1 A person is ineligible to be a Governor as below:
- 24.1.1 No one under the age of 18 may be a Governor, except as a student governor.
  - 24.1.2 The Company Secretary/Clerk may not be a Governor.
  - 24.1.3 A person who is a member of staff of the College may not be, or continue as, a Governor, except as a staff Governor or in the capacity of Principal.
  - 24.1.4 **Article 24.1.3** above does not apply to a student who is employed by the College in connection with the student's role as an officer of a students' union.
  - 24.1.5 Subject to **Articles 24.1.6** and **24.1.7**, a person shall be disqualified from holding, or from continuing to hold, office as a member, if that person has been adjudged bankrupt or is the subject of a bankruptcy restrictions order, an interim bankruptcy restrictions order or a bankruptcy restrictions undertaking within the meaning of the Insolvency Act 1986, or if that person has made a composition of arrangement with creditors including an individual voluntary arrangement.
  - 24.1.6 Where a person is disqualified by reason of having been adjudged bankrupt or by reason of being the subject of a bankruptcy restrictions order, interim bankruptcy restrictions order or a bankruptcy restrictions undertaking, that disqualification shall cease:
    - 24.1.6.1 on that person's discharge from bankruptcy, unless the bankruptcy order has before then been annulled; or
    - 24.1.6.2 if the bankruptcy order is annulled, at the date of that annulment; or
    - 24.1.6.3 if the bankruptcy restrictions order is rescinded as a result of an application under section 375 of the Insolvency Act 1986, on the date so ordered by the court; or
    - 24.1.6.4 if the interim bankruptcy restrictions order is discharged by the court, on the date of that discharge; or
    - 24.1.6.5 if the bankruptcy restrictions undertaking is annulled, at the date of that annulment.
  - 24.1.7 Where a person is disqualified by reason of having made a composition or arrangement with creditors, including an individual voluntary arrangement, and then pays the debts in full, the disqualification shall cease on the date on which the payment is completed and in any other case it shall cease on the expiration of three years from the date on which the terms of the deed of composition, arrangement or individual voluntary arrangement are fulfilled.
  - 24.1.8 Subject to **Article 24.1.9**, a person shall be disqualified from holding, or from continuing to hold, office as a member if:
    - 24.1.8.1 within the previous five years that person has been convicted, whether in the United Kingdom or elsewhere, of any offence and has received a sentence of imprisonment, whether suspended or not, for a period of three months or more, without the option of a fine; or
    - 24.1.8.2 within the previous twenty years that person has been convicted as set out in **Article 24.1.8.1** and has received a sentence of imprisonment,

whether suspended or not, for a period of more than two and half years;  
or

24.1.8.3 that person has at any time been convicted as set out in **Article 24.1.8.1** and has received a sentence of imprisonment, whether suspended or not, of more than five years.

24.1.9 For the purpose of this regulation there shall be disregarded any conviction by or before a court outside the United Kingdom for an offence in respect of conduct which, if it had taken place in the United Kingdom, would not have constituted an offence under the law then in force anywhere in the United Kingdom.

24.1.10 Upon a Governor of the Board becoming disqualified from continuing to hold office under **Articles 24.1.5** and **24.1.8**, the Governor shall immediately give notice of that fact to the Company Secretary/Clerk.