

ROLE DESCRIPTION: INDEPENDENT GOVERNOR

The role and responsibilities of governors are detailed in the Code of Conduct which all governors are required to sign; this role description provides an overview of the role and time commitment.

The role of a governor is to contribute to the work of the Board (also referred to as the corporation), to enable it to be effective in carrying out its core functions, namely:

- Setting and communicating the college's strategy and goals
- Holding the senior leadership to account for the educational performance and quality of the college, and for the performance of staff
- Exercising effective control to ensure that funds and assets are protected, the college remains solvent and legal obligations are met.

The Role of Governors and the Board

The vision of the College (Fairer Futures Strategy) is to use the power of education to create opportunities, champion talent and build fairer futures for all.

The duties of FE Corporations are specified in the Further and Higher Education Instruments and Articles (I&A).

Collectively, individual governors contribute their professional, specialist and management skills and experience to the Board (and through its committees) in a non-executive role.

A governor is required to be as flexible as possible in the conduct of his or her responsibilities and duties, ensuring that the balance of oversight of the College and its business is seen as a positive contribution that does not interfere with the day-to-day management of the College (which is the responsibility of the CEO and Group Principal).

Governors make a vital contribution to the success of the College and Independent Governors come from a wide range of backgrounds, ensuring a balance of skills and experience appropriate to the needs of the College. The composition of the Board includes Independent Governors, Staff Governors, Student Governors, and the CEO.

Governors are also [Charity Trustees](#).

Governors have collective responsibility, but no Governor has the authority to speak or act on the Board's behalf unless specifically delegated to do so.

Governors must be free at all times to speak and act at meetings in what they believe to be the best interests of the College. They cannot be mandated by any group to express views which are not held by them personally. In other words, Governors can make a valuable contribution to the College in terms of their skills and expertise but cannot lobby on behalf of any group.

The Board is accountable to its students, to the wider community it serves, and to other stakeholders and should ensure that its decision-making processes are transparent, properly informed, rigorous, and timely.

Duties and Responsibilities of a Governor

The primary duties of governors are to play an active role in the high-level strategic planning process of the College by contributing to:

- The development and periodic review of the College's mission, vision and educational character
- The development of strategic priorities
- The setting of measurable targets to support the College's development and financial health
- Approving annual estimates of income and expenditure
- Monitoring achievement against objectives
- The development of plans to address major weaknesses

Duties also include:

- Overseeing arrangements for obtaining the views of staff and students on the determination and periodic review of the educational character and mission and oversight of its activities
- Ensuring the effective and efficient use of resources, the solvency of the institution and safeguarding its assets (including effective arrangements for internal controls, governance and management of risk)
- The appointment, grading, suspension, dismissal and determination of the pay and conditions of service of senior post holders. Setting the framework for pay and conditions of service of all other staff.
- Attending Board meetings and contributing to discussions from an individual perspective, but always with regard to the interests of the College as a whole

Other responsibilities include:

- Compliance with the Code of Conduct, Instrument and Articles (I&A), the Board's Standing Orders, Funding Rules, [Charity Law](#) and any other related governance legislation and procedures. The duties set out in the Standing Orders and Committees' Terms of Reference ensure that the Board conducts itself in an orderly, fair, open and transparent manner.
- Compliance with the [seven key principles of public office \(Nolan\)](#).
- Knowing the College through discussion with the CEO and other staff, reading relevant papers, visiting the College and participating in events and link governor visits
- Promoting the College wherever possible, acting as an ambassador, and representing the College at meetings, stakeholder events and student events.

- Acting in the best interest of the College, making balanced and informed decisions, taking appropriate advice when necessary.

Governors as Trustees

Governors are in the position of charity trustees and as such owe a fiduciary duty to the College. This means that they should show it the highest loyalty and act in good faith in its best interests. Each Governor should act honestly, diligently, and independently (subject to the provisions relating to collective responsibility). The actions of Governors should promote and protect the good reputation of the College and the trust and confidence of those with whom it deals.

Appointment

Independent Governors are appointed by the Board for a three-year term. At the expiry of his or her term of Office, an Independent Governor shall be eligible to apply to serve a further term for a maximum of three terms (nine years).

Induction, Training & Development

An induction programme, support, guidance and training are offered to all governors appropriate to their prior experience. Governors are expected to keep themselves up to date on sector developments, to identify personal development needs and attend appropriate training. Experienced Governors may be asked to help new governors understand their role including mentoring.

Meetings

The Board is responsible for strategic leadership and governors should assist the Chair in:

- ensuring that the Board maintains a strategic focus and only appropriate issues are brought to the Board.
- taking care that the business of the Board and its Committees is dealt with appropriately.
- ensuring that the business at Board meetings is conducted efficiently and effectively.
- ensuring that the views of all governors are respected and that governors work together effectively and collectively as a team.
- ensuring that the [Nolan Seven Principles of Public Life](#) (selflessness, integrity, objectivity, accountability, openness, honesty and leadership) are observed in all Board business.
- providing support and challenge to the Executive.
- respect the protocols approved by the Board.
- maintaining expected levels of attendance.

Evaluation of Performance

Governors should contribute to the business of the Board in an effective, efficient, open and transparent manner and seek ways to improve governance and personal and Board effectiveness including:

- reviewing his / her own contribution and development regularly and meeting with the Chair / Vice-Chair to discuss matters relating to attendance, performance and overall Board effectiveness.
- making an active contribution to the self-assessment of governance ensuring that the Board considers issues of diversity and that there is a process to regularly review the balance of membership of the Board with respect to the key equality strands.

Voluntary Role

Being a governor is a voluntary role; reasonable travel expenses are paid in accordance with the College's Financial Regulations.

Support for Governors

The Board has appointed a Head of Governance whose role it is to support the governance function of the College and to give advice. The Head of Governance is the key point of contact for all Governors. The Head of Governance is line managed by the Chair but works in a triumvirate closely with both the CEO and the Chair

Experience / Expertise

In seeking to fill any vacancy, the Board endeavors to maintain a balance of skills and experience amongst its membership. The following is a general specification for governors.

Key skills	Narrative
Commitment to education	Have enthusiasm and commitment to the work of the College and its Mission. Passionate about student success.
Business and Employers	An awareness of the concerns of business, employability and the skills issues of the local economy
Interpersonal and teamwork	Able to work positively with others and engage in constructive debate and challenge whilst maintaining a constructive atmosphere.
Communication and ability to influence	Able to express ideas / plans in a clear manner and to listen actively to other views. Able to communicate effectively.
Planning and organisation	Able to establish quickly an effective course of action for self and others to achieve goals that can be monitored by realistic performance targets. To be visionary for the future plans of the College. Prepare for meetings, be punctual and regular in attendance (in accordance with the attendance policy)
Drive to achieve and determination	Able to create the required energy / enthusiasm and commitment necessary to be effective and have the tenacity to overcome obstacles.
Strategic perspective	Able to develop a broad-based view of issues and events and perceive their long-term impact.
Intellectual and technical ability	Able to absorb complex information and rationalise appropriately. Able to think laterally and arrive at a pragmatic solution.
Leadership	Able to demonstrate behaviour and skills that motivate others to achieve, inspire confidence in others to achieve objectives, and respect the views of others.
Experience	Previous or current experience in a public or private sector appointment, paid or voluntary position at a senior level and / or an appreciation of issues that affect the senior management role. Expertise in a field that is of particular relevance to the oversight of the affairs of the college and in delivering the Strategic Plan (some vacancies may require specific qualifications or a particular skill or experience). Ability to demonstrate a full understanding and appreciation of the principles of governance, including collective responsibility, discharge of fiduciary duties and the Nolan Principles.
Circumstances	Available to attend scheduled meetings of the Board and its Committees and by prior arrangement, Committee meetings, ad-hoc meetings and College and student events. Respond to communications in a timely fashion.
Values	Demonstrate the College's Values. Dedicated to acting openly, honestly and with integrity.

Estimated Time Commitment

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Weekly	Ad hoc meetings / email contact
4-6 weekly	Preparing for & attending Board meetings (2 hours) eight or nine times a year plus, a strategic Awayday, Preparing for and attending Committee meetings (if appropriate) 2 hours three times a year Ad hoc meetings / Task Groups from time to time
Other	Link Governor Engagement (minimum one per term) Attendance at Student and College events. Meeting with Auditors / Inspectors if required. Staff (senior post holders) appointment and conditions of service (including grievance and dismissal) Student Appeals Review meetings with Chair / Vice Chair Mandatory Training

Approved by:

Seach & Governance Committee: 2nd May 2023

Board of Governors: 7th June 2023