

STANDING ORDERS/ GOVERNING BODY PROCEDURES

Approved by the Governing Body on 21st September 2018

INDEX

- 1. Introduction and General Duties
- 2. Membership of the Governing Body
- 3. Election of Chair and Vice Chair of the Governing Body
- 4. Appointment of Chair and Vice Chair of Committees
- 5. Convening meetings of the Governing Body and Committees
- 6. Public access to meetings
- 7. Decisions and voting
- 8. Withdrawal from meetings
- 9. Terms of reference
- 10. Publication of agendas and minutes
- 11. Attendance
- 12. Declarations of public interest
- 13. The role of the Chair
- 14. Duties and responsibilities of the Chair of the Governing Body
- 15. Duties and responsibilities of the Vice Chair of the Governing Body
- 16. Duties and responsibilities of Committee Chairmen
- 17. Procedures for the appointment of Members of the Governing Body
- 18. Procedures for the re-appointment of Members of the Governing Body
- 19. Procedures for the appointment of Members and Co-optees to Committees
- 20. Quorums
- 21. The settings of agendas for meetings of the Governing Body and its Committees
- 22. Expenses
- 23. Application of the seal
- 24. Senior Post holder appointments

- 25. Dismissal of Senior Post holders and the Special Committee
- 26. Communication with Members of the Governing Body

1. INTRODUCTION AND GENERAL DUTIES

- 1.1 These Governing Body Procedures/Standing Orders ("Orders") supplement the provisions of the Education Act 1992, ("Act") and The Further Education Corporations (former Further Education Colleges) (Replacement of Instrument and Articles of Government) order 2007 as amended by the Further and Higher Education Corporations (Former Further Education Colleges) Modification of Instrument and Articles Order 2012 ("the Instrument and Articles"). In the event of any conflict between these Standing Orders and either or both of the Act and the Instrument and Articles, the Act and the Instrument and Articles shall prevail.
- 1.2 The Governing Body will review these standing orders at least annually.
- 1.3 Every Member of the Governing Body and of its committees shall be bound by these Orders and shall be expected to adhere to the seven principles of public life as recommended by the Nolan Committee's report "Standards in Public Life". In summary, these are:
 - Selflessness
 - Integrity
 - Objectivity
 - Accountability
 - Openness
 - Honesty
 - · Leadership.

2. MEMBERSHIP OF THE GOVERNING BODY

Further to the implementation of the 2018 modified Instruments and Articles, the Governing Body has resolved that the Board will comprise 20 members as follows:

- 12 Full Governors, 3 Associate Governors, 2 elected Staff Governors, 2 elected Student Governors and the Principal.
- 2.1 The College, through its Governor Recruitment, Succession and Renewal Policy, has decided that, in most cases new Members will be elected as Associate Governors in the first instance. An extract of this policy is given at Appendix 1 to the Standing Orders.
- 2.2 The main difference between a Full Governor and an Associate Governor (AG) is that the former serves a four year term and the Associate Governor a one year term. An Associate Governor is entitled to attend and vote at all Committee meetings of which they are a member (co-optee), but not at the full Governing Body meeting until such time as they are made a Full Governor.

3. ELECTION OF CHAIR AND VICE CHAIR OF THE GOVERNING BODY

- 3.1 A new Chair/Vice-Chair shall be appointed at the first meeting following the Chair/Vice-Chair's resignation or removal from office.
- 3.2. Nominations, approved by the nominee(s) and proposed and seconded by two Members, for the position of Chair & Vice-Chair should be submitted to the Clerk, who will arrange a secret ballot in the event of there being more than one nomination to either position.
- 3.3 The Chair and Vice Chair of the Governing Body shall be appointed [and may also be removed] by the Governing Body and shall hold office for two years [or lesser period as the Governing Body may determine]. On the expiry of their term of office, such Chair or Vice-Chair shall be eligible for re-appointment.

- 3.4 The Principal, staff and student members shall be ineligible for appointment as Chair or Vice-Chair.
- 3.5 If both the Chair and Vice Chair of the Governing Body are absent from a meeting, the Members of the Governing Body who are present shall choose one of their number to act as Chair for that meeting.
- 3.6 The Chair and Vice Chair of the Governing Body may resign their respective position at any time by giving notice to the Clerk to the Governing Body.

4. APPOINTMENT OF CHAIR AND VICE CHAIR OF COMMITTEES

- 4.1 The Chair and Vice Chair (if any) of a committee shall be appointed [and may also be removed] by the committee concerned and shall hold office for up to two years or such lesser period as the committee may determine. On the expiry of their term of office, such Chair or Vice-Chair shall be eligible for re-appointment.
- 4.2 If both the Chair and Vice Chair of a committee are absent from a meeting of that committee, the Members of the committee who are present shall choose one of their number to act as Chair for that meeting.
- 4.3 The Chair and Vice Chair of a committee may resign his/her position at any time by giving notice to the Clerk to the Governing Body.

5. CONVENING MEETINGS OF THE GOVERNING BODY AND COMMITTEES

- 5.1 The Governing Body shall meet at least three times a year and shall hold such other meetings as may be necessary.
- 5.2 Committees shall comply with their Terms of Reference as approved annually by the Full Governing Body.
- 5.3 The Clerk shall ensure that all Governing Body and committee meetings are summoned with a minimum of seven days' notice to every Member of the Governing Body or committee as appropriate together with a copy of the proposed agenda and supporting documents.
- 5.4 The Chair of the Governing Body or Chair of a committee as appropriate may convene a special meeting by giving no less than seven business days' prior notice if in his/her reasonable opinion there are matters which demand urgent consideration.
- 5.5 A special meeting of the Governing Body may be called at any time by the Chair [or Vice-Chair in his/her absence] or at the request in writing to the Clerk of any five full members.
- 5.6 All meetings will begin at the appointed time subject to them being quorate and the Clerk will record those members present, informing the Chair immediately if a meeting becomes inquorate.
- 5.7 Members of SLT and College staff may be invited to attend Full Governing Body or a Committee to discuss a specific agenda item(s).

6. PUBLIC ACCESS TO MEETINGS

6.1 The Governing Body, or the Chair on its behalf, may at its discretion invite persons who are not members of the Governing Body to attend Governing Body or committee meetings or parts of meetings (other than Audit Committee). Any such invitations shall be issued through the Clerk who shall stipulate the portion of the meeting to which the person has been invited. Such persons may only speak if invited to do so by the Chair of the Governing Body or committee. The presence of such persons and the point in the meeting at which they left shall be recorded in the minutes.

6.2 Subject to the provisions of paragraph 8, Governing Body members may attend any committee meeting (other than a meeting of the Special Committee and in the case of the staff and student governors the Planning, Remuneration and Governance Committee), provided they make such a request at least 24 hours prior notification to the Clerk who will advise the Chair. Governing Body members who are not committee members may only speak if invited to do so by the Committee Chair.

7. DECISIONS AND VOTING

- 7.1 Resolutions at meetings of the Governing Body or a committee shall be passed on the basis of a majority decision taken by either those who attend and vote or by written resolution.
- 7.2 The Chair may ask for the general agreement of the meeting to a proposal but if there is dissent or if the matter is considered to be of sufficient importance, a formal vote may be taken. Members may request a formal vote on any subject. Whilst Members must abide by any decisions made by the Governing Body, they may request that their dissent be noted in the minutes.
- 7.3 Associate governors of a committee will be given full voting rights on that committee and some other Governor privileges.
- 7.4 Associate governors may attend Governing Body meetings. However they will not have voting rights and at times might be asked to withdraw.
- 7.5 All Members of the Governing Body or a committee will comply with the doctrine of collective responsibility and stand by a decision even if it was not taken unanimously.
- 7.6 In the case of an equality of votes, the Chair of the meeting shall have a second or casting vote.
- 7.7 Members of the Governing Body or a committee may vote by post or electronic means or through teleconferencing.
- 7.8 The quorum requirements for the Governing Body are as set out in the Instrument and Articles of Government and the quorum for a committee shall be as set out in its Terms of Reference.
- 7.9 Members must declare any personal interest in subjects under discussion. (See also Paragraph.12).
- 7.10 No resolution (i.e. any formal decision by the Governing Body which is recorded in the minutes) may be rescinded or varied at a subsequent meeting of the Governing Body unless its reconsideration appears as a substantive item on the agenda for that meeting together with an indication that there is a proposal to vary or rescind a previous decision.

8. WITHDRAWAL FROM MEETINGS

- 8.1 Staff governors and where applicable, the Clerk and Principal must withdraw from any part of a meeting which is discussing their own personal remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement. The meeting is then conducted as a Part 2 meeting.
- 8.2 At the discretion of governors present, Staff Governors may be asked to withdraw when discussing the appointment, remuneration, conditions of service, promotion, conduct, suspension dismissal or retirement of any member of staff senior to themselves.
- 8.3 Student Governors shall withdraw from any discussion of his/her conduct, suspension or dismissal and may be required to withdraw from discussion concerning the appointment, remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement of a member or prospective member of staff.

- 8.4 Staff and Student Governors must withdraw from that part of any meeting at which that member's reappointment or the appointment of that member's successor is to be considered.
- 8.5 At the discretion of governors present the student governors and associate members may be asked to withdraw from any discussion which may be of a sensitive commercial nature.
- 8.6 A student member who is under the age of 18 shall not vote at a meeting on any question concerning any proposal -
 - (a) for the expenditure of money by the Governing Body; or
 - (b) under which the Governing Body, or any members of the Governing Body, would enter into any contract, or would incur any debt or liability, whether immediate, contingent or otherwise.
- 8.7 Separate minutes shall be taken of those parts of meetings from which the Clerk, staff or student members have withdrawn. The Clerk, Staff, or Student members shall not be entitled to see the minute(s) or any papers relating to that part of the meeting from which they were required to withdraw.

9. TERMS OF REFERENCE

All Committees and their Members shall comply in all respects with and observe their Terms of Reference. If a Committee is doubtful over the precise scope of its authority or its remit the Chair of the Committee should raise the issue with the Chair of the Governing Body and the Clerk to the Governing Body in the first instance.

10. PUBLICATION OF AGENDAS AND MINUTES

- 10.1 Subject to paragraph 10.2, the Clerk shall ensure that copies of the agenda, minutes and papers of each meeting of the Governing Body and its Committees are available for inspection by the public during office hours in the Clerk's office. Agendas shall be available as soon as Members have received them and before the meeting. Minutes shall be available in draft form after approval by the Chair. Non-confidential papers considered at a meeting shall be made available after the meeting. A copy of the minutes of every meeting of the Governing Body and its Committees' shall be placed on the College's website for a minimum period of 12 months once signed by the Chair of the Committee.
- 10.2 The only exceptions to this are in the case of minutes and papers deemed by the Governing Body to be confidential such as:
 - 1. matters concerning individuals including staff, students and prospective governors;
 - 2. sensitive commercial or business information which would be disadvantageous to the College to release;
 - 3. negotiations with trades unions;
 - 4. legal advice on sensitive or confidential matters.

The Planning, Remuneration and Governance Committee will, by virtue of its membership, have delegated authority to consider said items and determine on a case by case basis how each matter will be managed and how the flow of information will be controlled throughout the process. The Planning, Remuneration and Governance Committee will endeavour to maintain transparency at all times by directing Committees to move part two items to part one items and into the public domain at the earliest appropriate time.

10.3 Agenda items deemed confidential by the Principal, Chair of the Governing Body or its Committees, shall form a Part Two agenda, the supporting papers for which shall be confidential unless when entering the resolution to go into Part Two agenda it is

- deemed that part or all of the Part Two discussion can move to the Part One agenda and become public knowledge.
- 10.4 Governing Body and Committee papers and minutes classed as confidential will remain confidential for a minimum of one year, subject to the Planning, Remuneration and Governance Committee, on behalf of the Governing Body, deciding that information on a particular issue can be released in less than the one year limit. Such determination will generally be in response to a specific request for access to the information.
- 10.5 At its first meeting of each academic year the Planning, Remuneration and Governance Committee will examine all Governors' papers which have been confidential for a minimum of a year and identify those items where consideration of openness and transparency and the need to maximise public availability means that they can be released for public access. The Chair of the PRG will consult with the Principal, Clerk and Chair of the relevant committee where necessary, and take legal advice if he/she determines the need to. This review of confidential items will be part of the annual schedule of business and not in response to a particular request for information.
- 10.6 There may remain a number of items which the Planning, Remuneration and Governance Committee judges still need to be classed as confidential. In making a decision for items to remain confidential the Chair will apply the criteria for confidentiality presented above. Anyone seeking information who disputes the decision of the Chair has a Right of Appeal to the Full Governing Body.

11. ATTENDANCE

- 11.1 The Clerk shall keep a record of attendance which shall be reported annually to the Governing Body and kept under review by the Planning, Remuneration and Governance Committee. Any governor who has not attended Governing Body or Committee meetings either physically or by electronic means for more than three consecutive meetings without permission of the Governing Body may be removed from office by decision of the Governing Body; the governor concerned shall be given notice in writing.
- 11.2 If at any time the Members of a Committee are satisfied that any Member of that Committee:
 - (a) has been absent from meetings of the committee for a period longer than three consecutive meetings without the permission of the committee; or
 - (b) is unable or unfit to discharge the functions of a Member of the committee, The Committee may by notice to such Member remove him/her from the committee provided that the committee shall forthwith report such removal to the Clerk to the Governing Body who, in turn, shall report accordingly to the following Governing Body meeting.

12. DECLARATIONS OF PUBLIC INTEREST

- 12.1 Without prejudice to the obligations of Members of the Governing Body under the Instrument and Articles, a Member who has any financial interest in the supply of work or goods to or for the purposes of the College, any contract or proposed contract concerning the College or any other matter relating to the College being considered by or relevant to the operation of the committee of which he/she is a Member shall:
 - (a) disclose to the Governing Body the nature and extent of his/her interest; and
 - (b) if he/she is present at any meeting at which such supply, contract or other matter is to be considered, shall not take part in the consideration or vote on any question with respect to it and shall not be counted in the quorum present at the meeting in relation to a resolution on which he/she is not entitled to vote.

- 12.2 The Clerk to the Governing Body shall maintain a register of interests disclosed by Members and such a register shall be made available for inspection by the public.
- 12.3 Members should not allow any conflict of interest to arise that might interfere, or be perceived to interfere, with the exercise of their independent judgment.
- 12.4 Members should not accept gifts, hospitality or benefits of any kind from a third party that might be seen as compromising their personal judgment, objectivity or integrity. There is a policy regarding Gifts and Hospitality and the Bribery Act which must be followed.

13. THE ROLE OF THE CHAIR

The Chair has the same legal authority as other members of the Governing Body between meetings of the Governing Body. Outside meetings, the Chair may only exercise on behalf of the Governing Body:

- (a) routine action which would not have merited discussion at a Governing Body meeting, for example, routine documents, responding to approaches by external organisations; and agreeing to detailed aspects of implementation of matters already agreed by the Governing Body and
- (b) such functions as have been specifically delegated to him/her by the Governing Body. If urgent business calling for approval of the Governing Body arises before its next scheduled meeting, the Chair is empowered to seek approval by electronic or teleconferencing means or by convening a special meeting of the Governing Body.

14. DUTIES AND RESPONSIBILITIES OF THE CHAIR OF THE GOVERNING BODY

- 14.1 To chair meetings of the Governing Body having regard to the provisions of the Instrument and Articles of Government, these Governing Body Procedures/Standing Orders and recognised best practice.
- 14.2 To call special meetings of the Governing Body if there is good cause having regard to the provisions of the Instrument and Articles of Government.
- 14.3 To determine the agenda for meetings of the Governing Body in consultation with the Principal and the Clerk having regard to decisions of the Governing Body and suggestions from individual Members.
- 14.4 If it is proposed to consider at any meeting the remuneration, conditions of service, conduct, suspension, dismissal or retirement of the Clerk, to arrange for the dispatch to members at least seven days before the meeting of a copy of the agenda item and any relevant papers.
- 14.5 To make statements on behalf of the Governing Body in accordance with the provisions of the Governing Body's Code of Conduct.
- 14.6 To collaborate with the Principal and the Clerk in the formulation of the programme for Governing Body strategic planning or training sessions.
- 14.7 To consider and approve applications from Members wishing to attend training events which have been referred to the Chair by the Clerk.
- 14.8 To undertake the annual appraisal of the Principal.
- 14.9 To undertake the annual appraisal of the Clerk to the Governing Body.
- 14.10 To exercise the responsibilities detailed in the Articles of Government with regard to the suspension and dismissal of senior post holders.

- 14.11 To attend College events as and when appropriate to present prizes/awards to students if available to do so.
- 14.12 To represent the Governing Body at local, regional and national events if available to do so and to report to the Governing Body as appropriate.
- 14.13 To regularly meet the Principal and/or the Clerk to the Governing Body, with the Vice-Chair as appropriate, to review issues impacting on the Governing Body and the College as a whole.

15. DUTIES AND RESPONSIBILITIES OF THE VICE CHAIR OF THE GOVERNING BODY

To undertake the responsibilities of the Chair in the absence of the Chair having regard to the provisions of the Instrument and Articles of Government and the role descriptions outlined above in Paragraph 14.

16. DUTIES AND RESPONSIBILITIES OF COMMITTEE CHAIRS

- 16.1 To approve agendas and draft minutes prior to their distribution to other members of the committee.
- 16.2 To be well informed concerning the policy direction of the College in relation to the matters under the committee's remit.
- 16.3 To provide advice, guidance and support to the Principal and senior post holders where appropriate.
- 16.4 To chair committee meetings, ensuring that the topics debated and any decisions made are within the remit of the committee, as specified in the terms of reference and/or delegated by the Governing Body.
- 16.5 To review regularly the effectiveness of the committee and its Terms of Reference

17. PROCEDURES FOR THE APPOINTMENT OF MEMBERS OF THE GOVERNING BODY

- 17.1 The Planning, Remuneration and Governance Committee, in accordance with its Terms of Reference, will consider all prospective appointments (other than the Principal, staff or student governors) and terms of office and will submit its advice to the Governing Body. New members will then be appointed at that or the next meeting of the Governing Body, in accordance with the procedures contained in paragraph 3 of the Instrument. New members will be given an induction and will be expected to participate in training offered by the College, including attending at least one meeting of the Curriculum and Performance Review Committee. All members will undergo a two-year appraisal with the Chair of their committee. Chairs of committees will be appraised by the Chair of the Governing Body.
- 17.2 Procedures for the recruitment of prospective Governors are set out in the Governor Recruitment and Renewal Policy (Appendix 1).
- 17.3 The Principal shall be a member of the Governing Body ex officio [unless s/he is or becomes ineligible for membership in which case s/he will be present at all Governing Body meetings except for items where he/she must withdraw].
- 17.4 The Academic and Support Staff Governors shall be nominated and elected by academic and support staff respectively through a process involving nominations to the Clerk to the Governing Body who will organise a secret electronic ballot in the event of more than one nomination. The Clerk will determine the eligibility of any nominee under the respective categories.
- 17.5 The Student Governors shall be nominated and elected by their fellow students or any student body recognized by the College.

18. PROCEDURE FOR THE RE-APPOINTMENT OF MEMBERS OF THE GOVERNING BODY

- 18.1 The Planning, Remuneration and Governance Committee will consider all prospective reappointments of Governors in accordance with its rules and will submit its advice to the Governing Body [from which part of the meeting the prospective re-appointee shall withdraw].
- 18.2 The criteria for re-appointment of a Governor for a second or further term of office will be determined by the Planning, Remuneration and Governance Committee.
- 18.3 Members who have served for eight years i.e. two consecutive four year terms as a governor will not normally serve on the Governing Body for a third four- year term of office except in exceptional circumstances and ratified by the Governing Body.
- 18.4 The College reserves the right, in exceptional circumstances, to extend the two term rule where the Planning, Remuneration and Governance Committee believe it would be in the best interests of the College to retain that Member. Any Member whose term of office is extended under this clause will be appointed on an annual basis.

19. PROCEDURES FOR THE APPOINTMENT OF GOVERNORS AND ASSOCIATE GOVERNORS TO COMMITTEES

- 19.1 The Governing Body shall decide Membership of committees after considering the advice of the Planning, Remuneration and Governance Committee and individual governors' stated preferences concerning the committees on which they wish to serve.
- 19.2 As part of its succession planning, the Governing Body has the right to appoint Associate Governors; such governors will be co-opted onto committees.
- 19.3 The Governing Body may invite associate governors, to serve on any committee except the Special Committee (see Clause 25).
- 19.4 Procedures for the recruitment of associate members to a Committee shall be determined by the Planning, Remuneration and Governance Committee.
- 19.5 Procedure for the appointment and reappointment of associate governors shall be that as for Governors as prescribed in paragraphs 17 & 18 of these standing orders.

20. QUORUMS

- 20.1 The rules regarding whether a meeting of the Governing Body is quorate are contained in paragraph 11 of the Instrument. For the current Membership of 17, excluding Associate Governors, the quorum is 6 members or 33%.
- 20.2 The Governing Body has determined the numbers required for a quorum for each of its committees as stated in the terms of reference of those committees.
- 20.3 If a Governing Body meeting is not quorate the meeting shall be terminated and the Chair shall, if s/he thinks fit, cause a special meeting to be summoned as soon as it conveniently may be. A meeting must be quorate throughout.
- 20.4 If a Committee meeting is not quorate, an informal meeting of those present may take place instead, with the approval of the Chair of that committee, but any decision taken will be taken to the Governing Body for approval.

21. THE SETTING OF AGENDAS FOR MEETINGS OF THE GOVERNING BODY AND ITS COMMITTEES

21.1 At every ordinary meeting of the Governing Body or a committee, the minutes of the last meeting shall be taken as an agenda item and, if agreed to be accurate, shall be signed by the Chair of the meeting as a true record.

- 21.2 At every ordinary meeting of the Governing Body or a committee, the matters arising from the last meeting shall be reported upon and will be: cleared, remain outstanding, or considered as an agenda item at the meeting.
- 21.3 Any Member of the Governing Body may suggest an item for inclusion on the agenda of the Governing Body or its committees. Items should normally be submitted at least 10 working days before the date of the meeting to the Clerk who will notify the Chair of the Governing Body or committee. The inclusion of any item is, however, at the discretion of the Chair of the Governing Body or committee as appropriate.
- 21.4 As the notice of meetings must be given at least seven days before the date of the meeting, any item and explanatory papers should be given to the Clerk at least ten days before the meeting.
- 21.5 Papers should state the date of the meeting for which the paper is intended and include an introduction and recommendations where appropriate.
- 21.6 The dates of the meetings are published in the calendar of governors' meetings.
- 21.7 The agenda, minutes of the previous meeting and supporting papers, will be dispatched at least seven calendar days before the date of the meeting. Papers may only be tabled at the meeting with the permission of the Chair when special circumstances may make this necessary.

22. EXPENSES

Governors may be reimbursed for expenses properly incurred in attendance at meetings and in the performance of their duties. These expenses are claimed under procedures set out in the Governors' Guide. Claim forms are available from the Clerk.

23. APPLICATION OF THE SEAL

- 23.1 The Clerk is the keeper of the seal.
- 23.2 The application of the seal of the Governing Body shall be made by the Clerk and authenticated by the signature of both the Chair and the Principal who are authorised generally or specifically by the Governing Body to act for that purpose.
- 23.3 The Clerk shall keep a record of the details of the application of the seal for reporting to the Governing Body for information.

24. SENIOR POSTHOLDER APPOINTMENTS

- 24.1 The Governing Body is responsible for the recruitment and terms and conditions of the Principal and other designated senior post holders
- 24.2 When a senior post holder post becomes vacant the Governing Body shall determine the salary and terms and conditions of the vacant post, having received advice from the Planning, Remuneration and Governance Committee. A selection panel will be appointed comprising of at least three members of the Governing Body, plus the Principal (except where the Principal's post is being considered) when the panel shall consist of 5 members of the Governing Body.
- 24.3 The selection panel shall agree the text of an advertisement and arrange for this to be placed in the national press.
- 24.4 The selection panel shall determine the arrangements for selecting applicants for interview, undertake the interviews of selected applicants and make a recommendation on appointment to the Governing Body.
- 24.5 If the selection panel is unable to agree on a recommended appointment, or, if the Governing Body does not agree the recommendation, the Governing Body may require the panel to repeat the process.

25. SENIOR POST HOLDER DISMISSALS & THE SPECIAL COMMITTEE

- 25.1 If the Chair or, in his/her absence the Vice-Chair or a majority of the members of the Governing Body, consider that it may be appropriate for the Governing Body to dismiss the holder of a senior post, then the Chair, Vice Chair or Governing Body as appropriate shall refer the matter to a Special Committee of the Governing Body which shall be convened as soon as possible to examine the case for dismissal and to make recommendations to the Governing Body.
- 25.2 The Special Committee shall be drawn from the memberships of the Planning, Remuneration and Governance Committee and shall consist of at least three members. The Chair, the Principal and the staff and student members shall not be eligible for membership of the Special Committee.

26. COMMUNICATION WITH MEMBERS OF THE GOVERNING BODY

- 26.1 Correspondence received by a Governor in their role as Governor and relating to matters of the Governing Body and College should be dealt with corporately. To this end the Governor(s) should pass on the correspondence to the Clerk within 14 days of receipt.
- 26.2 The Clerk will agree, along with the Governor(s) concerned, Chair of Governors and Principal, an appropriate collective response on behalf of the Governing Body.
- 26.3 The Clerk shall keep a record of all such correspondence and actions taken and will report on said matters at the next available relevant Committee meeting.

As part of the recruitment process, most new governors are initially elected as Associate Governors (AGs); there may be occasions where a particular skill set is needed and full governorship is offered immediately.

The term of office for an AG is for up to one year, at the end of which the appointment is automatically terminated unless the Planning, Remuneration and Governance Committee recommends to the Full Governing Body that the AG be invited to renew their appoint as an AG for another term of up one year or they are appointed as a full governor. Being an AG does not confer the automatic right to become a full governor should a vacancy arise.

There is no maximum number of terms that an AG may serve (because as an example, the AG may be needed and willing to provide on-going specialist expertise but have no wish to become a full Governor). Time spent being an AG will not be counted towards any subsequent term of office as a full governor.

The purpose of appointing new governors as AGs is:

- (i) Allows potential full governors to become familiar with the college and allows both parties to assess their suitability for this role;
- (ii) Provides a resource of potential full governors. (Full governors will be appointed according to the needs of the board rather than as 'next in the queue)
- (iii) To add expertise to a particular committee, which in this instance could mean the AG would remain an AG until such time as it was mutually agreed they would step down.

AGs are not required to undertake comprehensive governor training or assessment though may do so if they wish. AGs wishing to become full governors will be expected to communicate this wish to the Clerk, from which time they will be expected to make themselves available for an assessment interview and attend training sessions.

All Governors whether full or Associate are expected to join at least one Committee.