

# Brooklands College

## **CORPORATION STANDING ORDERS AND GOVERNING BODY PROCEDURES**

*Approved by the Governing Body on 15 December 2021*



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## **1. INTRODUCTION AND GENERAL DUTIES**

- 1.1 These Corporation 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 Corporation via the Search and Governance Committee will review these standing orders at least annually.
- 1.3 Every Member of the Corporation 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**

- 2.1 Further to the implementation of the 2018 modified Instruments and Articles, the Governing Body has resolved that the Board will comprise 18 members as follows:
- 13 Independent Governors, 2 elected Staff Governors, 2 elected Student Governors and the Principal and CEO (*ex officio*).

- 2.2 An independent Governor is normally appointed for a term of 4 years.

## **3. ELECTION OF CHAIR AND VICE CHAIR OF THE CORPORATION**

- 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 Corporation shall be appointed [and may also be removed] by the Corporation 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 and CEO, 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 Corporation are absent from a meeting, the Members of the Corporation who are present shall choose one of their number to act as Chair for that meeting subject to the conditions stated in para 3.4.
- 3.6 The Chair and Vice Chair of the Corporation may resign their respective position at any time by giving notice to the Clerk to the Corporation.

## **4. APPOINTMENT OF CHAIRS OF COMMITTEES**

- 4.1 The Chair of a committee shall be appointed [and may also be removed] by the Corporation and shall hold office for up to two years or such lesser period as the Corporation may determine.
- 4.3 On the expiry of their term of office, the Chair shall be eligible for re-appointment.
- 4.4 If the Chair of a committee is 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 subject to the same restrictions stipulated in para 3.4.
- 4.3 The Chair of a committee may resign his/her position at any time by giving notice to the Clerk to the Corporation.

## **5. CONVENING MEETINGS OF THE CORPORATION AND COMMITTEES**

- 5.1 Meetings of the Corporation and its Committees may be held in person, by video-link, on the telephone or by any simultaneous combination of these.
- 5.2 The Corporation shall meet at least three times a year and shall hold such other meetings, as deemed necessary.
- 5.3 Committees shall comply with their Terms of Reference as approved annually by the Corporation.
- 5.4 The Clerk shall ensure that all Corporation and committee meetings are summoned with a minimum of seven days' notice to every Member of the Corporation, or committee as appropriate, together with a copy of the proposed agenda and supporting documents.
- 5.5 Shorter notice of a meeting of the Corporation may be given if agreed by all independent governors less one.
- 5.6 A special meeting of the Corporation 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 independent members with a minimum of seven days' notice to every Member of the Corporation or committee as appropriate together with a copy of the proposed agenda and supporting documents.
- 5.7 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.
- 5.8 Members of the Senior Leadership Team and College staff may be invited to attend Corporation and or Committee to discuss a specific agenda item(s).

## **6. PUBLIC ACCESS TO MEETINGS**

- 6.1 The Corporation, or the Chair on its behalf, may at its discretion, invite persons who are not members of the Corporation to attend Corporation 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 Corporation 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, Corporation Members may attend any committee meeting (other than a meeting of the Special Committee or the Senior Postholders Employment & Conditions (SPEC) Committee), provided they make such a request at least 24 hours prior notification to the Clerk who will advise the Chair. Corporation members who are not committee members may only speak if invited to do so by the Committee Chair.
- 6.3 Certain meetings will be, for reasons identified in the college's policy on disclosure of confidential items considered 'Part 2' (confidential). The minutes and papers thereof will also

be considered to be confidential although their continued classification as such will be reviewed in line with the College's policy on such matters.

## **7. DECISIONS AND VOTING**

- 7.1 Resolutions at meetings of the Corporation or a committee shall be passed on the basis of a majority decision taken by either those who attend and vote (including any Governor attending remotely) 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.
- 7.5 All Members of the Corporation or a committee will comply with the doctrine of collective responsibility and stand by a decision, even if it was not taken unanimously, but members may request that their dissent on any vote is noted in the minutes.
- 7.6 In the case of an equality of votes, the Chair of the meeting shall have a second and casting vote.
- 7.8 The quorum requirements for the Corporation 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 Corporation which is recorded in the minutes) may be rescinded or varied at a subsequent meeting of the Corporation, 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 and CEO 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 Members 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 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 Corporation; or
  - (b) under which the Corporation or any members of the Corporation, 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 Corporation and the Clerk to the Corporation 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 Corporation and its Committees are available for inspection by the public during office hours in the Clerk's office. A copy of the approved minutes of every meeting of the Corporation and its Committees' shall be placed on the College's website for a minimum period of 12 months, once approved at the appropriate meeting and 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 Corporation to be confidential such as (indicative list not exhaustive):

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; and
5. Anything that pertains to possible legal action or maybe used by the college to bring and evidence such action.

The Search & Governance Committee will, by virtue of its membership, have delegated authority to consider the status of said items.

- 10.3 On a regular (annual) basis, the Clerk will conduct a review of the confidential items from the previous academic year and determine on a case by case basis how each matter will be managed and how the flow of information will be controlled and will report on this to Search and Governance Committee.
- 10.4 The Search 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.
- 10.5 Agenda items deemed confidential by the Principal and CEO, Chair of the Corporation 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.
- 10.6 Corporation and Committee papers and minutes classed as confidential will remain confidential for a minimum of one year.
- 10.8 There may remain a number of items which the Search & Governance Committee judges still need to be classed as confidential. In making a decision for items to remain confidential they will apply the criteria for confidentiality presented above in 10.2. Anyone seeking information who disputes the decision of the Chair has a Right of Appeal to the Corporation.

## **11. ATTENDANCE**

- 11.1 The Clerk shall keep a record of attendance which shall be reported annually to the Corporation and kept under review by the Search & Governance Committee. Any Governor who has not attended Corporation or Committee meetings either physically or by electronic means for more than three consecutive meetings, without prior permission of the Corporation, in exceptional circumstances may be removed from office by decision of the Corporation; 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 Corporation who, in turn, shall report accordingly to the following Corporation meeting.

- 11.3 Members may, at any time, request to undertake a period of sabbatical leave from Board membership. Requests for sabbatical should initially be made in discussion with the Chair of the Corporation and formally submitted to the Search and Governance Committee and then to the Board of the Corporation for approval.
- 11.4 Periods of sabbatical leave should normally only last for a maximum of one year, but periods of leave can be extended by approval of the Board. The remaining tenure of the Governor shall be agreed by the Chair of the Corporation prior to any sabbatical approval.
- 11.5 Members who choose to undertake a period of leave will be given the option by the Clerk to the Corporation as to whether they wish to receive ongoing communications and updates during the sabbatical period.
- 11.6 Following the completion of the approved period of sabbatical leave, the Clerk to the Corporation will arrange for the member to have a catch-up meeting to enable them to be appraised of actions and developments during their absence

## **12. DECLARATIONS OF PUBLIC INTEREST**

- 12.1 Without prejudice to the obligations of Members of the Corporation, 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 Corporation 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 Corporation 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 included in the financial regulations (which are regularly reviewed) which must be followed.

## **13. THE ROLE OF THE CHAIR**



The Chair has the same legal authority as other members of the Corporation. Between meetings of the Corporation and outside of scheduled meetings, as necessary, the Chair may exercise delegated authority under Chair's action on behalf of the Corporation for:

- (a) routine action which would not have merited discussion at a Corporation meeting, for example, routine documents, responding to approaches by external organisations; and agreeing to detailed aspects of implementation of matters already agreed by the Corporation and
- (b) such functions as have been specifically delegated to him/her by the Corporation. If urgent business calling for approval of the Corporation 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 Corporation.

#### **14. DUTIES AND RESPONSIBILITIES OF THE CHAIR OF THE CORPORATION**

- 14.1 To chair meetings of the Corporation having regard to the provisions of the Instrument and Articles of Government, these Corporation Procedures/Standing Orders and recognised best practice.
- 14.2 To call special meetings of the Corporation 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 Corporation in consultation with the Principal and CEO and the Clerk having regard to decisions of the Corporation 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 Corporation in accordance with the provisions of the Corporation's Code of Conduct.
- 14.6 To collaborate with the Principal and CEO and the Clerk in the formulation of the programme for Corporation 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 and CEO.
- 14.9 To undertake the annual appraisal of the Clerk to the Corporation
- 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 Corporation at local, regional and national events if available to do so and to report to the Corporation as appropriate.
- 14.13 Exceptionally, to act on behalf of the Corporation after consultation with the Clerk and the Principal and CEO if urgent action is required, on condition that this is recorded in writing by the Clerk and reported to the next Corporation meeting.
- 14.14 To meet regularly with the Principal and CEO and/or the Clerk to the Corporation, with the Vice-Chair as appropriate, to review issues impacting on the Corporation and the College as a whole.

## **15. DUTIES AND RESPONSIBILITIES OF THE VICE CHAIR OF THE CORPORATION**

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 CEO 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 Corporation.
- 16.5 To review regularly the effectiveness of the committee and its Terms of Reference

## **17. DUTIES AND RESPONSIBILITIES OF THE PRINCIPAL & CEO**

- 17.1 The Principal & CEO must be responsible for the executive management of the college and its day-to-day direction. S/he should understand and respect the role of the board and ensure that appropriate matters are brought to the board taking advice of the clerk and senior leadership team as necessary.

The specific responsibilities of the Principal & CEO in relation to board business must include:

- a) Ensuring that board decisions are implemented through the College's management structure.
- b) Advising the board as required.
- c) The Principal & CEO is also responsible for prompt and coherent management reports to governors on the college's activities and prospects, including the emergence of major new risks and opportunities; and for facilitating appropriate opportunities for board members to see first-hand the work of the college and meet with students and staff.) Undertake the role and responsibilities attached with being the designated Accounting Officer for Brookland's College.

## **18. PROCEDURES FOR THE APPOINTMENT OF MEMBERS OF THE CORPORATION**

- 18.1 The Search & Governance Committee, in accordance with its Terms of Reference, will consider all prospective appointments (other than the Principal and CEO, staff or student governors) and terms of office and will submit its advice to the Corporation. New members will then be appointed at that or the next meeting of the Corporation, 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 Performance and 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 Corporation.
- 18.2 Procedures for the recruitment of prospective Governors are set out in the Governor Recruitment and Renewal Policy.
- 18.3 The Principal and CEO shall be a member of the Corporation ex officio [unless s/he is or becomes ineligible for membership in which case s/he will be present at all Corporation meetings except for items where he/she must withdraw].

- 18.4 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 Corporation 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.
- 18.5 The Student Governors shall be nominated and elected by their fellow students or any student body recognized by the College or via a combination of both of these avenues of election.
- 18.6 Student Governors shall be elected for a two-year term of office. The appointment will automatically cease should they cease to be an enrolled student during this period.
- 18.7 In the absence of such an election or a student Governor(s) being appointed, the President of the Students' Union should be invited to attend meetings.

## **19. PROCEDURE FOR THE RE-APPOINTMENT OF MEMBERS OF THE CORPORATION**

- 19.1 The Search & Governance Committee will consider all prospective reappointments of Governors in accordance with its rules and will submit its advice to the Corporation [from which part of the meeting the prospective re-appointee shall withdraw].
- 19.2 The criteria for re-appointment of a Governor for a second or further term of office will be determined by the Search & Governance Committee.
- 19.3 Members who have served for eight years i.e. two consecutive four-year terms as a governor will not normally serve on the Corporation for a third four-year term of office except in exceptional circumstances and ratified by the Corporation.
- 19.4 The College reserves the right, in exceptional circumstances, to extend the two-term rule where the Search & Governance Committee believes 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.

## **20. PROCEDURES FOR THE APPOINTMENT OF GOVERNORS TO COMMITTEES**

- 20.1 The Corporation shall decide Membership of committees after considering the advice of the Search & Governance Committee (who will regularly review committee membership) and individual governors' stated preferences concerning the committees on which they wish to serve.

## **21. QUORUMS**

- 21.1 The rules regarding whether a meeting of the Corporation is quorate are contained in paragraph 11 of the Instrument.
- 21.2 The Corporation has determined the numbers required for a quorum for each of its committees as stated in the terms of reference of those committees.
- 21.3 If a Corporation 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 is convenient. A meeting must be quorate throughout.
- 21.4 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 Corporation for approval.

## **22. THE SETTING OF AGENDAS FOR MEETINGS OF THE CORPORATION AND ITS COMMITTEES**

- 22.1 At every ordinary meeting of the Corporation 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.
- 22.2 At every ordinary meeting of the Corporation 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.
- 22.3 Any Member of the Corporation 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 Corporation or committee. The inclusion of any item is, however, at the discretion of the Chair of the Corporation or committee as appropriate.
- 22.4 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.
- 22.5 Papers should state the date of the meeting for which the paper is intended and include an introduction and recommendations where appropriate.
- 22.6 The dates of the meetings are published in the calendar of governors' meetings.
- 22.7 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.

## **23. 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 appropriate policy claim forms are available from the Clerk.

## **24. APPLICATION OF THE SEAL**

- 24.1 The Clerk is the keeper of the seal.
- 24.2 The application of the seal of the Corporation shall be made by the Clerk and authenticated by the signature of both the Chair and the Principal and CEO who are authorised generally or specifically by the Corporation to act for that purpose.
- 24.3 The Clerk shall keep a record of the details of the application of the seal for reporting to the Corporation for information.

## **25. SENIOR POSTHOLDER APPOINTMENTS**

- 25.1 The Corporation is responsible for the recruitment and terms and conditions of the Principal and CEO and other designated Senior Post Holders.
- 25.2 When a Senior Post Holder post becomes vacant the Corporation shall determine the salary and terms and conditions of the vacant post, having received advice from the Senior Post Holder Employment and Conditions (SPEC) Committee. A selection panel will be appointed comprising of at least three members of the Corporation, plus the Principal and CEO (except where the Principal and CEO's post is being considered) when the panel shall consist of 5 members of the Corporation.
- 25.3 The selection panel shall agree the text of an advertisement and arrange for this to be placed in the national press.

- 25.4 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 Corporation.
- 25.5 If the selection panel is unable to agree on a recommended appointment, or, if the Corporation does not agree the recommendation, the Corporation may require the panel to repeat the process.

**26. SENIOR POST HOLDER DISMISSALS & THE SPECIAL COMMITTEE**

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

**27. COMMUNICATION WITH MEMBERS OF THE CORPORATION**

- 27.1 Correspondence received by a Governor in their role as Governor and relating to matters of the Corporation 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.
- 27.2 The Clerk will agree, along with the Governor(s) concerned, Chair of the Corporation and Principal and CEO, an appropriate collective response on behalf of the Corporation.
- 27.3 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.

**Approved 15 December 2021**