

Background Information for Governors

Middlesbrough College values its Governors' breadth of experience and skills and recognises the contribution that Governors make to the success of the College.

The following background information has been developed to help ensure that potential Governors have a better understanding of the role, and this document is split into three sections.

1. Key Duties.
2. Outline Person Specification.
3. Responsibilities - Ten Point Guide.

A Key Duties

The duties of the Governing Body are specified in the Instrument & Articles of Government.

Governors are required to be as flexible as possible in the conduct of their responsibilities and duties, ensuring that the balance of oversight of the College and its business is seen as a positive contribution that does not impede with the day-to-day management of the College.

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 of the College's Mission, Vision and Educational Character.
 - The development of Strategic Plans and Priorities.
 - The development and monitoring of the Teaching, Learning and Assessment Strategy, which underpins the College's drive to become an outstanding provider of education and training that provides pathways to employment, Further and Higher Education.

- The setting and monitoring of measurable targets to support the College's development and revenue / capital budget.
- The setting and monitoring of achievement against Key Performance Measures (KPMs).
- The development of plans to address major weaknesses.
- Play an active role in one or more of the following, as required:
 - Overseeing the management of financial, human and physical resources.
 - Internal Audit processes.
 - The application of the Remuneration Code in respect of the defined Senior Post Holder (s) and Policy and framework for the pay and conditions of service of all other staff.
 - The recruitment of new Governors and External Members.
- Contribute to the regular monitoring of the Financial Health of the College.
- Comply with the Instrument and Articles of Government, the Governing Body's Standing Orders, Code of Conduct, Code of Governance and any other related governance policies and procedures.
- Contribute to the business of the Governing Body in an effective, efficient, open and transparent manner.
- Attend Governing Body meetings, Committee meetings, Governing Body Strategic Planning Days, Governing Body Training meetings, Employer Liaison Boards (as appropriate) and induction events as required.
- Get to know the College through discussion with the Principal / Chief Executive, Clerk to the Corporation and the staff, reading relevant papers, visiting the College and participating in events.
- Help new Governors and External Members understand their role through a mentoring process from experienced Governors.
- Act in the best interests of the College at all times.

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

Governors must be free at all times to speak and act in what they believe to be the best interests of the College. They cannot be mandated by any group to express views that 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.

B Terms of Office

Terms of Office, for individual Governors and / or External Members, are initially agreed by the Search and Governance Committee, whose role is to recommend appointment and / or re-appointment to the Governing Body.

Extract from the Standing Orders (*21 March 2019*)

- 4.8 Terms of Office for new Governors have been revised, so that there is a maximum of two terms of four years served, with a flexibility of a third term in exceptional circumstances. Each Term of Office can be up to four years, depending on the recommendation from the Search and Governance Committee.
- 4.9 Terms of Office for current Governors have been revised, so that Governors who have already served one full Term of Office as at 8 November 2011 would be eligible to serve for a further two Terms of Office once their current Term of Office has expired. Each Term of Office can be up to four years, depending on the recommendation from the Search and Governance Committee.
- 4.10 Governors who have served two or more Terms of Office as at 8 November 2011, would be eligible to serve for one final Term of Office. This last Term of Office could be up to four years, depending on the recommendation from the Search and Governance Committee.

Any extension to the Terms of Office, as detailed in point 4.8 – 4.10 would be discussed initially by the Search and Governance Committee prior to a recommendation being discussed and agreed formally by the Governing Body.

C Committee Membership

During their Term of Office, Governors and / or External Members are normally elected onto at least one committee, depending on their skills, experiences and

competencies, and this is normally discussed at interview stage and formally recommended by the Search and Governance Committee.

The Committees are as follows (*correct as of 1 August 2019*):

Committee	Notes
Appeals Committee (<i>Senior Postholders</i>)	<i>Meets as and when required.</i>
Audit and Risk	4 meetings per year.
Corporate Services	3 meetings per year.
Remuneration	1 meeting per year.
Search and Governance	3 meetings per year.
Selection (<i>Senior Posts</i>)	<i>Meets as and when required.</i>
Settlement	<i>Meets as and when required.</i>
Special	<i>Meets as and when required.</i>
Standards	3 meetings per year.

D Time Commitment

The Calendar of Meetings is agreed annually by the Governing Body well in advance, and Governors and / or External Members are expected to attend meetings of the Governing Body on a regular basis and the promotion of excellent attendance will be encouraged. The importance of attending governor meetings regularly is important to the Governing Body to ensure both quoracy and effective completion of College business.

Due to the varying commitments of Governing Body members there will be no specific targets for Committee or individuals. However, regular failure to attend will be subject to scrutiny and appropriate intervention as deemed appropriate.

Detailed below is the agreed meeting schedule (*subject to change*), along with an indication of timing for the meetings.

Meeting	Number of Meetings per Annum	Time Commitment
Ordinary Meeting of the Governing Body	4	3 hours
Strategic Meeting of the Governing Body	2	3 hours
Training Meeting of the Governing Body	1	4 hours
Audit and Risk Committee	4	2 hours
Corporate Services Committee	3	2 to 3 hours
Remuneration Committee	1	1 hour
Search and Governance Committee	3	1.5 hours
Standards Committee	3	3 hours
Total	21	-

Prospective Governors and / or External Members will also need to take into account an element of work in their own time and this will relate to reading papers and preparing for meetings. The length of time this takes will largely depend on the current knowledge of the Further Education Sector and also Middlesbrough College.

The Governing Body and all of its Committees, except the Remuneration Committee, use e-governance, and Governors / External Members will be provided with an Ipad. Training will also be given by the Clerk to the Corporation on how to access, read and annotate papers electronically through its BoardIQ Governance Platform.

E Outline Person Specification

In seeking to fill any vacancy, the Governing Body endeavours to maintain a balance of skills, experience and competencies amongst its membership, and the following pages detail an outline specification. Certain types of Governor may require additional skills.

The Governing Body, through the Search and Governance Committee, regularly undertakes a review of the skills, experiences and competencies through the use of a Skills and Competency online form which can be used individually. All forms are also collated into a matrix showing the Skills and Competency range of the whole Governing Body (and this is performed on an annual basis). The results of this are then used by the Search and Governance Committee to determine current and future Governing Body and / or Committee Membership.

The Governing Body, through the Search and Governance Committee, must ensure that it has the correct balance of skills, experiences and competencies.

As part of this process, the Clerk to the Corporation gathers relevant information from all new Governors and / or External Members through the completion of the Skills and Competency form, prior to an interview being undertaken by members of the Search and Governance Committee.

F Skills and Competency Online Form (subject to change)

The Search and Governance Committee has developed a Skills and Competency online form/questionnaire that is completed by all new and existing Governors and is used to plan future appointment / re-appointments.

The Clerk to the Corporation administers the form on behalf of the Search and Governance Committee, with up-dates provided at least annually.

Experience, skill and Competencies for all Governors

Public / Private Sector Experience	Public / Private sector/ Both	Circle appropriate
Professional Experience		
Teaching and Learning (3)		Place P next to primary experience and S next to any secondary experience
Other Education		
Finance (3)		
International (1)		
HE (1)		
People/HR		
Legal		
Facilities Management		
Other (do not add text to this box)*		
Sector Experience		
Engineering / Manufacturing		Place P next to primary experience and S next to any secondary experience
Health		
Digital		
Construction		
Service Industry		
Business and Professional		
Education		
Other (do not add text to this box*)		
Community Involvement		
Local Council		Tick all that apply currently
Equality and Inclusion		
Trade Union		
Magistrate		
Community Association		
Governor / Non Executive Director		
Church / Faith Group		
Charity / Voluntary Sector		
Other (do not add text to this box)*		
Role Type		
Senior Management		Tick current / or previous role type
Project Management		
Political		
Professional		
Education		
Other (do not add text to this box)*		

Public Profile		
Tick if Yes. Leave blank if No		Tick if currently extensively networked across the Tees Valley
Residency		
Resident of the Tees Valley		Tick if home address is in Redcar, Stockton, Middlesbrough, Darlington or Hartlepool
*Additional/Explanatory Notes		Add any relevant information (text) if you answered 'Other' in either Professional, Sector, Community, Role Type

Competencies

Governors and / or External Members will need to display a range of competencies.

The Search and Governance Committee has agreed a set of core competencies and the minimum that it would expect most, if not all, Governors and / or External Members to meet. These will be tested through the interview process.

Competencies	Requirement
Strategic Awareness.	The ability to understand the fundamental aspects of situations and put them in a wider context in order to understand the key strategic implications for the organisation. The ability to translate strategic analysis into a clear vision or direction for self, others or the organisation.
Self Confidence.	Is a belief in one's own capability to accomplish a task and select an effective approach to a task or problem. This includes confidence in one's ability as expressed in increasingly challenging circumstances and confidence in one's decisions or opinions.
Results Orientation.	A concern for the success of the organisation and progressing targets and programmes to achieve that success.
Analytical Thinking.	Is understanding a situation by breaking it apart into smaller pieces, or tracing the implications of a situation in a step-by-step way. Analytical Thinking includes organising the parts of a problem, situation, etc in a systematic way; making systematic comparisons of different features or aspects; setting priorities on a rational basis; identifying time sequences, causal relationships or If -> Then relationships.

Competencies	Requirement
Conceptual Thinking.	Is the ability to identify patterns or connections between situations that are not obviously related, and to identify key or underlying issues in complex situations. It includes using creative, conceptual or inductive reasoning.
Impact and Influence.	Implies an intention to persuade, convince, influence or impress others, in order to get them to go along with or to support the speaker's agenda. It is based on the desire to have a specific impact or effect on others where the person has his or her own agenda , a specific type of impression to make, or a course of action that he or she wants the others to adopt.
Team Leadership.	Is the intention to take a role as leader of a team or other group. It implies a desire to lead others. Team Leadership is generally, but certainly not always, shown from a position of formal authority.
Information Seeking.	Is the ability to collect and use effectively relevant information from a range of sources and through a variety of different means.

G Responsibilities – Ten Point Guide

Governors should:

1	Observe and comply with the College's Code of Conduct for Governors (the Code), which sets out in more detail the principles, responsibilities and standards of conduct expected of College Governors.
2	<p>Remember that it is their role to determine the Strategic Policy and the overall direction of the College, to oversee its activities and to monitor the performance of the Principal / Chief Executive and other Senior Postholders.</p> <p>Remember that they are accountable for the solvency of the College and for the proper use of public funds.</p> <p>Note</p> <p>The Principal / Chief Executive is responsible for implementing the Governing Body's decisions, for managing the College's affairs within the budget and frameworks fixed by the Governing Body, and for the day to day running of the College.</p>

3	Observe the provisions in the College's Instrument & Articles of Government, and in particular, discharge the responsibilities given to them by the Articles, comply with the Governing Body's Standing Orders and ensure that the Governing Body acts within the powers conferred on it by any relevant legislation.
4	<p>Show the highest loyalty to the College and act in its best interests at all times.</p> <p>This means that:</p> <ul style="list-style-type: none"> • Governing Body decisions must always be taken for the benefit of the College, its students, staff and other users and with a view to safeguarding public funds. • Governors must not be bound by any mandates given to them by other bodies. • Governors must avoid putting themselves in a position where there is an actual, potential or perceived conflict between their personal interests, including those of their family and those of College. Governors must declare any relevant interest in accordance with the provisions in the Instrument and the Code.
5	Observe the duties set out in the College's Financial Memorandum and ensure the proper use of income derived from other sources.
6	Conduct themselves in accordance with the highest ethical standards and embrace the seven principles of public life laid down by the Nolan Committee (set out overleaf).
7	Discharge their duties with skill, care and diligence.
8	Be committed to securing equality of opportunity within the College, to combating discrimination on whatever grounds and to discharging their legal duties under the relevant anti-discrimination legislation.
9	Abide by the principle of collective responsibility. Once a decision has been taken by the Governing Body, Governors have a duty to stand by it, even if they voted against the decision or were absent from the relevant meeting.
10	Ensure that the business of the Governing Body is conducted openly and transparently and that, as a general principle, students and staff have free access to information about the proceedings of the Governing Body and that confidential items are kept to a minimum.

Appendix 1

Seven Principles of Public Life

Public concern about the financial probity of members of parliament and other holders of public office led to the setting up in 1994 of the Committee on Standards in Public Life (chaired by Lord Nolan and later Lord Neill). The Committee drew up seven principles of public life as a yardstick against which public service may be measured:

- **Selflessness** Holders of public office should take decisions solely in terms of the interest of the public. They should not do so in order to gain financial or other material benefits for themselves, their families 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 influence them in the performance of their official duties.
- **Objectivity** In carrying out public business, including making public appointments, awarding contracts, and recommending individuals for rewards and benefits, holders of public office should make choices on merit alone.
- **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 this.
- **Honesty** Holders of public office have a duty to declare any private interest relating to their public office 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.