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# The Governing Body and its Committees

## Standing Orders

Approved December 2015



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## THE SIXTH FORM COLLEGE, COLCHESTER

### GOVERNING BODY

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#### STANDING ORDERS

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##### Introduction

The Standing Orders of the Governing Body are intended to cover a range of issues that will benefit the governance process. There are potential benefits to be gained by having these in place when inspection and audit take place and indicate best practice that should be followed. They reflect the seven Principles of Public Life (Nolan Committee) for those holding public office, namely:

- Selflessness
- Integrity
- Objectivity
- Accountability
- Openness
- Honesty
- Leadership

The Standing Orders should not be viewed in isolation, but should form part of the whole process of governance in line with the Governing Body's Instrument and Articles of Government, its Code of Conduct and all Governing Body policies relating to Governance.

#### **1 Quorums**

- a) The Quorum of the Governing Body and its Committees is 40% of the determined membership including current vacancies, rounded to the nearest whole number. The Governing Body has determined the membership at 20 members, with a quorum of 8.
- b) The rules of the quorum apply not only at the start of the meeting, but also at any point during the meeting when the numbers present change as a result of members arriving late, leaving early or declaring an interest. The Clerk shall keep a note of attendance, including any changes, which take place during the meeting. If a meeting becomes inquorate, the Clerk shall immediately inform the Chair.
- c) An inquorate meeting shall normally be terminated by the Chair, although it is possible to continue discussions on an informal basis. It is then open to the Chair to call a special meeting to undertake the remaining business, or to defer consideration to the next ordinary meeting.



## **2 Senior Post Holders**

- a) The Governing Body have resolved to appoint two senior post holders. For the purposes of the Articles the Principal and Clerk shall be senior post holders'

## **3 Meetings**

- a) An annual calendar of events will normally be set in the summer term and where possible meetings shall be planned ahead for the full academic year. Dates set will be subject to review if the need arises.
- b) Any individual Governor may request that an item be included on the agenda of the Governing Body or a Committee; items should normally be submitted to the Clerk at least 10 working days before the date of the meeting. The Clerk shall notify the Chair or Committee Chair and Principal of any items proposed through this route before the agenda is finalised. The Chair of the Governing Body or the Chair of the Committee shall make the final decision as to inclusion of any item on the agenda.
- c) At every ordinary meeting of the Governing Body, there shall be the opportunity for 'confidential' items to be assigned to Part B of the agenda as necessary.

## **4 Proceedings of meetings**

- a) Every question to be decided at a meeting of the Governing Body shall be decided by a majority of the votes cast by members present and entitled to vote on the question.
- b) Where, at a meeting of the Governing Body, there is an equal division of votes on a question to be decided, the Chair of the meeting shall have a second or casting vote.
- c) A member may not vote by proxy or by way of postal vote.
- d) No resolution of the members may be rescinded or varied at a subsequent meeting unless consideration of the rescission or variation is a specific item of business on the agenda for that meeting.
- e) Except as provided by procedures made pursuant to article 16 of the Articles of Government, a member of the Governing Body who is a member of staff at the institution, including the Principal, shall withdraw from that part of any meeting of the Governing Body, or any of its committees, at which staff matters relating solely to that member of the



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staff, as distinct from staff matters relating to all members of staff or all members of staff in a particular class, are to be considered;

- (f) from that part of any meeting of the Governing Body, or any of its committees, at which that member's reappointment or the appointment of that member's successor is to be considered;
- (g) from that part of any meeting of the Governing Body, or any of its committees, at which the matter under consideration concerns the pay or conditions of service of all members of staff, or all members of staff in a particular class, where the member of staff is acting as a representative (whether or not on behalf of a recognised trade union) of all members of staff or the class of staff (as the case may be); and
- (h) if so required by a resolution of the other members present, from that part of any meeting of the Governing Body or any of its committees, at which staff matters relating to any member of staff holding a post senior to that member's are to be considered, except those relating to the pay and conditions of all staff or all staff in a particular class.
- i) A Principal who has chosen not to be a member of the Governing Body shall still be entitled to attend and speak, or otherwise communicate, at all meetings of the Governing Body and any of its committees, except that the Principal shall withdraw in any case where the Principal would be required to withdraw under paragraph (5).
- j) A student member who is under the age of 18 shall not vote at a meeting of the Governing Body, or any of its committees, on any question concerning any proposal
  - for the expenditure of money by the Governing Body; or
  - 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.
- k) Except as provided by rules made under article 18 (3) of the Articles of Government relating to appeals and representations by students in disciplinary cases, a student member shall withdraw from that part of any meeting of the Governing Body or any of its committees, at which a student's conduct, suspension or expulsion is to be considered.
- l) In any case where the Governing Body, or any of its committees, is to discuss staff matters relating to a member or prospective member of staff at the institution, a student member shall—
  - take no part in the consideration or discussion of that matter and not vote on any question with respect to it; and
  - where required to do so by a majority of the members, other than student members, of the Governing Body or committee present at the meeting, withdraw from the meeting.



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### m) The Clerk—

- shall withdraw from that part of any meeting of the Governing Body, or any of its committees, at which the Clerk's remuneration, conditions of service, conduct, suspension, dismissal or retirement in the capacity of Clerk are to be considered; and
- where the Clerk is a member of staff at the institution, the Clerk shall withdraw in any case where a member of the Governing Body is required to withdraw under paragraph (5).

n) If the Clerk withdraws from a meeting, or part of a meeting, of the Governing Body under paragraph (10), the Governing Body shall appoint a person from among themselves to act as Clerk during this absence.

o) If the Clerk withdraws from a meeting, or part of a meeting, of a committee of the Governing Body, the Governing Body shall appoint a person from among themselves to act as Clerk to the committee during this absence.

## 5 **Minutes** (see appendix A - policy for the distribution of minutes and agendas)

a) Written minutes of every meeting of the Governing Body shall be prepared, and, subject to paragraph (2), at every meeting of the Governing Body, the minutes of the last meeting shall be taken as an agenda item.

b) Paragraph (1) shall not require the minutes of the last meeting to be taken as an agenda item at a special meeting, but where they are not taken, they shall be taken as an agenda item at the next meeting, which is not a special meeting.

c) Where minutes of a meeting are taken as an agenda item and agreed to be accurate, those minutes shall be signed as a true record by the Chair of the meeting.

d) Separate minutes shall be taken of those parts of meetings from which staff members, the Principal, student members or the Clerk have withdrawn from a meeting in accordance with Standing Order 3(5), (6), (8), (9) or (10) and such persons shall not be entitled to see the minutes of that part of the meeting or any papers relating to it.



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- e) Minutes should record the main points arising, should be accurate and brief as far as it is practicable and recommendations and decisions should be in emboldened type.

### **6 Written Resolutions**

The circumstances under which the 'written resolution' procedure is implemented shall relate only to items which require a 'yes' or 'no' response. This procedure will be carried out in strict accordance with Instrument 13 'Written Resolutions' of the College Instruments & Articles

### **7 Voting**

- a) Every question to be decided at a meeting shall be determined by a majority of the votes of the members present and eligible to vote on the question, with the Chair having a second or casting vote in the event of a tie. Proxy votes, or votes by way of a postal vote, for absent Governors are not permitted.
- b) Not all decisions need to be taken by formal vote. The Chair normally asks the meeting, at the conclusion of a discussion, for its agreement to the proposal in question. They would only call for a vote either if there were a clear expression or dissent, or if it were a matter of particular significance (for example, approval of the annual budget accounts).
- c) Should an individual member of the meeting request a vote on a particular issue, this must be agreed by the meeting. If a formal vote is taken, the number voting for, against or abstaining shall be recorded in the minutes. It is for the meeting to decide the circumstances in which a secret ballot shall be held or in which the names of those voting for, or against, a proposal shall be recorded. Whether or not a recorded vote has taken place, and even if a decision has been made by secret ballot, a dissenting Governor shall have the right to have, his/her disagreement recorded in the minutes, at his/her request.

### **8 Reconsideration of Resolutions**

No resolution (i.e. any formal decision by the Governing Body) of the Governors may be rescinded or varied at a subsequent meeting of the Governing Body unless its reconsideration appears on the agenda for that meeting. A Resolution cannot therefore be overturned or varied, for instance, simply as part of discussions of matters arising from previous minutes. Not only must the subject matter appear as a substantive item on the agenda, but also the fact that there is a proposal to vary or rescind a previous decision must be indicated.



## **9 Amendments to Standing Orders**

Standing Orders will be reviewed at least every two years. Should there be a need for amendment prior to such review any suggested amendment should be placed as an agenda item at a full Governing Body meeting where it may be discussed, agreed and accepted. Such amendment would form part of the formal minute.

## **10 Declaration of Personal/Other Interest**

- a) Governors must declare any financial interest, including the nature and extent of such an interest, in:
  - the supply of work or goods to or for the purposes of the College;
  - any contract or proposed contract concerning the College;
  - any other matter relating to the College.
  
- b) Governors should also declare any interest relating to:
  - any financial interest, including the nature and extent of such an interest, in the College of a connected person as specified in the Charities Act 2011 s.188 (see appendix B)
  - any non-financial personal interest of Governors, such as membership of other public bodies and institutions; trusteeship of a trust where the Governor, or other person closely connected with him/her, may be a beneficiary; or membership of a closed organisation i.e. Whether or not you are a member of an organisation, including the Free-masons, which is closed in that the objectives of the organisation or the duties, obligations or secrets imposed upon or accepted by its members, or details of the membership itself of the organisation, are protected in any way by penalties which may be imposed upon its members
  
- c) A declaration covering (a) and (b) above shall be completed on appointment, and thereafter confirmed on an annual basis and in addition, at a meeting where a matter in which the governor has an interest arises. It should, be noted that any change in circumstances should immediately be made known to the Clerk.
  
- d) The declaration of interest is normally the responsibility of the individual Governor. However, if the Clerk, on the basis of information in the Governors' register of interests, has reason to believe a Governor has a financial or personal interest that may need to be declared, he or she should draw this to the attention of the Chair and the member concerned (preferably before the meeting).



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- e) Having declared a financial or other interest, the Governor concerned may not discuss the item further, may not vote on it, and ceases to be counted towards the quorum necessary for taking a decision on the matter in question. Individual Governors may prefer to withdraw from the meeting, but are not obliged to do so except in certain circumstances set out in clause 10 of the Instrument of Government. The declaration of an interest by a Governor during the course of the meeting shall be recorded in the minutes.
- f) Every member of the Governing Body shall act in the best interests of the Governing Body and accordingly shall not be bound in speaking and voting by mandates given to him by any other body or person.

### **11 Public Access to meetings** (see appendix C - policy for public attendance)

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<sup>1</sup>. Any such invitations shall be issued through the Clerk who shall stipulate the portion of the meeting that the person may attend. Such persons may only speak if invited to do so by the Chair of the Governing Body or the Committee. The presence of such persons, and the point in the meeting at which they leave, shall be recorded in the minutes. Invitations would not normally be extended to more than two members of the public at any one time.

### **12 Appointment of Governors**

- a) The Governing Body has set up a Chairs and Search Committee, which operates, agreed procedures for the process of searching, selecting and making recommendations to the Governing Body for the appointment of Governors. The Governing Body shall not appoint any member of the Governing Body (other than as a parent, staff or student member unless it has first considered the advice of the Chairs and Search Committee. The membership and terms of reference of the Chairs and Search Committee are as agreed by the Governing Body annually. These are published on the Governors section of the College public website and are also available from the Clerk.
- b) An election process is held for the following categories of Governor, which is confirmed by the Governing Body:
  - Parent
  - Staff

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<sup>1</sup> For reasons of commercial sensitivity or to ensure the security of personal information, relating to individuals it would not be usual for members of the public to be allowed to attend committee meetings.



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- Students (Chair and Vice-Chair of the College Student Council)
- c) A register of membership shall be maintained and updated and the category of membership shall be as agreed by the Governing Body.
- d) The period of membership for all categories shall be determined by the Governing Body from time to time, currently:
- 4 years: Staff and Community members
  - 2 years: Parent member
  - 1 year: Student members
  - Whilst in post Principal will also serve as a College governor
- e) All new governors shall receive a formal letter of invitation to join the Governing Body, which they will be invited to accept in writing. As part of the procedures any newly appointed governor will either have, or be expected to apply for an enhanced disclosure from the Disclosure and Barring Service
- f) All new Governors will follow an induction process and where appropriate will be appointed a mentor. This will ensure that new members are able to undertake their governor role as effectively as possible.
- g) There shall be ongoing training and development for new and established governors to ensure that they are able to continue to develop their governance skills and abilities within the context of the College's character, mission and strategy. (See Governor Induction and Training Guidelines)

### **13 Appointment of non- Governing Body Members to committees**

- a) The Chairs and Search Committee may give consideration to non-Governor members serving on any Governing Body Committee, except the Special Committee. If this is agreed, the Committee will make a recommendation to the Governing Body for approval.
- b) The appointment of a co-opted Committee member(s) will be for one year. Co-opted members' will have full voting rights for the Committee to which they have been appointed. A Co-opted member will not normally become Chair of a Committee. However, if they are appointed as the Chair of a Committee, they will be able to attend Governing Body meetings for the purpose of reporting back on relevant Committee matters only.



**14 Appointment of Chair and Vice Chair**

- a) The Chair and Vice Chair are elected for a two-year period from the membership of the Governing Body, normally on an open ballot. Another Governor nominated by the Governing Body (not a candidate for either post) shall normally take the chair when the issue of appointment of these two posts is being considered. A proposer shall put forward a nomination to be supported by seconder, neither of whom must be the nominee. The Principal, Staff and Student Governors are ineligible for these appointments, but may nevertheless take part in the appointment process. If the Chair should resign or otherwise cease to hold office during the two-year period, then the Vice Chair shall act as Chair until the next meeting when an election shall be held. If the Vice Chair should resign or otherwise cease to hold, office during their term of office an election for a replacement shall be held at the next meeting.
- b) The Chair and Vice Chair would not normally hold office for longer than two periods (i.e. 4 years) unless it is formally approved by the Governing Body that an exception be made.

**15 Chair's Action**

- a) It will be necessary from time to time for the Chair, or the Vice Chair in his/her absence, to act on behalf of the Governing Body between meetings. The circumstances under which the Chair or Vice Chair may act will include: routine action, which would not have merited an agenda item and 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.
- b) The Chair may take action on matters that are considered too urgent to wait until the next Governing Body meeting only in circumstances where the calling of a special meeting (less than seven day notice) or written resolution (in accordance with clause 13 of the Instrument of Government) would cause a delay that would be seriously detrimental to the well-being of the College, its staff or students.
- c) The Governing Body accepts corporate responsibility for those actions taken by the Chair outside of a meeting, and within the terms of these standing orders. The Clerk must make a full record of all such Chair's action, and report them to the next meeting of the Governing Body for confirmation. If the Clerk has not been directly, involved in an action then the Chair (or Vice Chair) must ensure that she or he is given a full account of the action.



## 16 Suspension of Governors

- a) If at any time the Corporation is satisfied that it is not in the best interests of the Corporation for a member to continue in active office for any reason (including but not limited to pending the outcome of an investigation, whether internal or external) the Corporation may by notice in writing to that member suspend the member from office until further notice and, during the period of suspension, the member shall not be entitled to attend any meeting of the Corporation or its committee.
- b) While a decision to suspend a governor should not be regarded as involving any judgment on the suitability of that person to remain a member, the Governing Body will be required to treat the governor fairly and give the governor an opportunity to have their say before any decision to suspend is made. A formal oral hearing will not, however, be required, nor would there be a right to an appeal against a decision to suspend.
- c) The Governing Body has resolved that in certain prescribed circumstances they may decide to exercise their right to suspend a governor.
- d) The Governing Body have resolved that they will only suspend a governor if one or more of the following grounds apply:
  - i) the governor is paid to work at the school and is the subject of disciplinary proceedings in relation to his employment; or
  - ii) the governor is the subject of any court or tribunal proceedings, the outcome of which may be that he is disqualified from continuing to hold office as a governor; or
  - iii) the governor has acted in a way that is inconsistent with the College's ethos or has brought or is likely to bring the College or the Governing Body or his office of governor into disrepute; or
  - iv) the governor is in breach of his duty of confidentiality to the College, the staff or to the students.
- e) The Governing Body may vote to suspend a governor on any of the above grounds. The Governing Body will only vote to suspend a governor as a last resort and where applicable it will first seek to resolve any difficulties or disputes in more constructive ways.



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- f) Any motion to suspend will be specified as an agenda item of a meeting for which at least seven days notice must be given. Before the Governing Body votes to suspend a governor, the governor proposing the suspension must give their reasons for proposing the suspension. The governor who is proposed for suspension must be given the opportunity to make a statement in response before he/she withdraws from the meeting and a vote is taken. The resolution will be determined by a simple majority vote in accordance with Clause 14(1) of the Instruments.
- g) A governor who has been suspended must be given notice of any meetings and must be sent agendas, reports and papers for any meetings during their suspension.
- h) A governor who has been suspended cannot be disqualified from holding office for failure to attend meetings as defined in the Instruments & Articles of Government and Governing Body attendance policies.
- i) If a resolution is passed suspending a member, the Chair must give notice in writing to the member:
  - (i) informing the member of the resolution, its date, and the fact it was passed; and
  - (ii) removing the member from office in accordance with Clause 10(2) of the Instrument.

### **17 Expenses**

Governors may be reimbursed for expenses properly incurred in attendance at meetings external to College in the performance of their duties. These expenses are claimed under procedures issued by the Finance Department from time to time and approved by the Governing Body. Guidance notes and claim forms are available from the Clerk.

### **18 Attendance** (see appendix D– policy for governor attendance at meetings)

The Clerk shall keep a record of attendance, which shall be reported annually to the Governing Body. Any Governor who has not attended meetings for more than six consecutive months 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.

### **19 Committees of the Governing Body**

The Governing Body currently has six established Committees as follows:

- Audit Committee



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- Finance and Premises Committee
- Chairs and Search Committee
- Special Committee
- Curriculum and Standards Committee
- Personnel Committee

The quorums and memberships are included in the terms of reference of these committees, which are agreed by the Governing Body annually; copies are available from the Clerk and are also published on the Governors' section of the College Public Website. Memberships of all Committees are reviewed annually. Chairs and Vice-Chairs of all Committees are usually appointed every two years. Minutes of all Committees shall be reported to the full meetings of the Governing Body.

Where a committee ("Special Committee") is established in accordance with Article 10(2) to consider the case for dismissal of a senior postholder under Article 10(1) (a), the Special Committee shall consist of 3 members of the Governing Body. The Chair of the Governing Body, the Vice Chair, the Principal and the Staff and Students members are not eligible for membership of the Special Committee. The Governing Body has agreed rules specifying procedures for the conduct of the Special Committee, as set out in the Disciplinary Procedure for Senior Postholders.

### **20 Financial Matters**

The Governing Body shall delegate to the Finance and Premises Committee the approval of the policy by which the tuition and other fees payable to it are determined, subject to any terms and conditions attached to grants, loans or other payments paid or made by the EFA.

### **21 Application of the Seal**

The application of the Seal of the Governing Body shall be authenticated by:

- a) the signature either of the Chair or some other member authorised either generally or specially by the Governing Body to act for that purpose; and
- b) the signature of any other member.

### **22 Complaints**

A complaint against the Governing Body or an individual member of the Governing Body shall be addressed to the Clerk to the Governing Body who shall deal with the matter as appropriate. The response to such a complaint will include details of the arrangements for pursuing the matter with the EFA. A complaint against the Clerk to the Governing Body shall



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be forwarded to the Chair of the Governing Body. A copy of the complaints procedure is attached to the College Code of Conduct.



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APPENDIX A

## THE SIXTH FORM COLLEGE, COLCHESTER

### **Policy of the Governing Body for the distribution of Agendas and Minutes**

The Governing Body has determined that the agendas and minutes of its meetings and those of its committees should be distributed as follows:

#### Agendas:

1. Governing Body Agendas shall be sent to all members of the Governing Body, together with any person designated an observer, or any other person who has been invited to attend a particular meeting, at least seven calendar days before the meeting.
2. Governing Body Committees' Agendas shall be sent to all members of the Governing Body respective committee, together with any other person designated an observer on that committee, or who has been invited to attend a particular meeting, at least seven calendar days before the meeting.

Agendas shall be available for inspection as soon as they have been approved for circulation.

#### Minutes:

3. Copies of the minutes of the Governing Body and its Committee meetings shall be despatched to all members of the Governing Body, co-opted members and its designated observers with those papers circulated prior to the next meeting.
4. A copy of the 'draft unconfirmed' minutes of each Governing Body and its Committee meetings, having been agreed by the Chair of Governors or where applicable the respective Committee Chair or Vice-Chair, will be placed on the College public website for a minimum period of 12 months.
5. Copies of the agenda, minutes and papers of each meeting of the Governing Body and its Committees are available in the office of the Clerk and can be accessed by prior appointment during the normal teaching day.
6. Non-confidential papers considered at a meeting shall be available after that meeting on application to the Clerk.

#### Supporting Documents:

1. Governing Body Standing Orders



**Charities Act 2011 S. 188**

**Meaning of “connected person”**

(1) For the purposes of sections 185 and 186, the following persons are connected with a charity trustee or trustee for a charity—

- (a) a child, parent, grandchild, grandparent, brother or sister of the trustee;
- (b) the spouse or civil partner of the trustee or of any person falling within paragraph (a);
- (c) a person carrying on business in partnership with the trustee or with any person falling within paragraph (a) or (b);
- (d) an institution which is controlled—
  - (i) by the trustee or by any person falling within paragraph (a), (b) or (c), or
  - (ii) by two or more persons falling within sub-paragraph (i), when taken together.
- (e) a body corporate in which—
  - (i) the trustee or any connected person falling within any of paragraphs (a) to (c) has a substantial interest, or
  - (ii) two or more persons falling within sub-paragraph (i), when taken together, have a substantial interest.



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APPENDIX C

## THE SIXTH FORM COLLEGE, COLCHESTER

### Public Access to Meetings Statement

#### INTRODUCTION

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. This may include College staff and members of the public.

#### POLICY

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<sup>2</sup>. Any such invitations shall be issued through the Clerk who shall stipulate the portion of the meeting that the person may attend. Such persons may only speak if invited to do so by the Chair of the Governing Body or the Committee. The presence of such persons, and the point in the meeting at which they leave, shall be recorded in the minutes. Invitations would not normally be extended to more than two members of the public at any one time.

#### SUPPORTING DOCUMENTS

1. Instrument & Articles of Government
2. Minutes of the full Governing Body of the Corporation.
3. Minutes of Committee meetings of the Corporation.
4. Governing Body Standing Orders

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<sup>2</sup> For reasons of commercial sensitivity or to ensure the security of personal information, relating to individuals it would not be usual for members of the public to be allowed to attend committee meetings.



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**APPENDIX D**

**THE SIXTH FORM COLLEGE, COLCHESTER**

**GOVERNOR ATTENDANCE AT MEETINGS OF THE GOVERNING BODY**

**INTRODUCTION**

In order that the Corporation has an effective Governing Body and does not encounter problems of quoracy at meetings when decisions have to be taken, it is College policy to monitor and report annually to the Governing Body on attendance at meetings of the College's Governing Body.

**POLICY**

Should a governor fail to attend meetings of the Governing Body including committee meetings for a period of six consecutive months without valid reason being offered and apologise accepted, he/she will be asked to resign from the Governing Body. If there are exceptional, circumstances that have prevented attendance, this will be taken into consideration before such a decision is confirmed.

**GUIDELINES**

1. A record of governor attendance is incorporated in all Committee and Full Governing Body minutes.
2. The attendance of the full Governing Body is monitored and figures reported annually to the Corporation at the autumn meeting.
3. The attendance at Committee meetings is monitored and will be made available to Committee Chairpersons should they so wish.

**Supporting Documents**

1. Instrument & Articles of Government
2. Minutes of the full Governing Body of the Corporation.
3. Minutes of Committee meetings of the Governing Body
4. Governing Body Standing Orders



## POLICY FOR REVIEW OF CONFIDENTIAL PAPERS

The following is an extract from the Governor's Code of Conduct:

*Because of the Governing Body's public accountability and the importance of conducting its business openly and transparently, Governors should ensure that, as a general principle, students and staff of the College have free access to information about the proceedings of the Governing Body. Accordingly, agendas, minutes and other papers relating to meetings of the Governing Body are normally available for public inspection when they have been approved for publication by the Chair.*

There will be occasions when the record of discussions and decisions will not be made available for public inspection; for example, when the Governing Body considers sensitive issues or named individuals and for other good reasons. Such excluded items will be kept securely by the Clerk, and will be circulated in confidence to appropriate Governors.

Some confidential items are likely to be of a sensitive nature for a certain period of time only (for example information relating to a proposed commercial transaction or collaboration with another institution). The Governing Body will specify how long such items should be treated as confidential or, if this is not possible, such items should be reviewed from time to time to consider whether the confidential status should be removed or whether the public interest in disclosure outweighs the confidential status and the item made available for public inspection. When considering such issues the Governors will consider the College's publication scheme issued under the Freedom of Information Act 2000.

As a matter of course all 'confidential' items will be reviewed on an annual basis and that unless still deemed to be sensitive will then be released for public inspection.

Staff and student governors have no right of access to minutes dealing with matters in respect of which they are required to withdraw from meetings under the College's Instrument of Government.

### Supporting Documents

1. Data Protection Act 1984 and 1998
2. Data Protection and Security Policy
3. Freedom of Information Act 2000, [2005 and 2009 amendments]
4. Freedom of Information Publication Scheme



## Election of Chairman and Vice Chairman of the Governing Body

### 1. Timing

At the last meeting before the end of the term of office of the Chairman, or at the first meeting following Chairman's resignation or removal from office, the governors shall appoint a replacement from among themselves.

At the last meeting before the end of the term of office of the Vice Chairman, or at the first meeting following the Vice Chairman's resignation or removal from office, the governors shall appoint a replacement from among themselves.

### 2. Nomination Procedure

Self-nomination forms will be sent to all governors at least one month in advance of the meeting at which the election of Governing Body Chairman/Vice Chairman is due to take place. [Appendix A]

The role description for the Governing Body Chairman / Vice Chairman will be included.

A date for return of the nomination forms will be specified in order that the relevant ballot papers can be prepared.

### 3. Election of Chairman Procedure

*The clerk will take charge of proceedings:*

- Candidates will be given an opportunity to outline briefly to the other governors their case for being elected as Chairman.
- Candidates will leave the room for the vote to be conducted (including where there is only one candidate for a post).<sup>3</sup>
- The clerk will provide ballot papers (where there is only one candidate it may be agreed that votes will be cast by a show of hands).

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<sup>3</sup> It is important that nominees leave the room in order that the rest of the Governing Body has the chance to discuss the suitability of the individuals openly.



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- Subsequent to the votes being cast the ballot papers will be returned to the clerk, for counting.
- The clerk may request that a governor, not eligible to stand for election, confirms the count.
- The candidate polling the majority of votes will be duly elected.
- The result is announced to the Governing Body before the candidate/s return.
- The successful candidate will indicate, for the minutes, that they formally accept the post.

#### 4. Election of Vice Chairman Procedure

*The Chairman will take charge of proceedings:*

- Candidates will be given an opportunity to outline briefly to the other governors their case for being elected as Vice-Chairman.
- Candidates will leave the room for the vote to be conducted (including where there is only one candidate for a post).
- The clerk will provide ballot papers (where there is only one candidate it may be agreed that votes will be cast by a show of hands).
- Subsequent to the votes being cast the ballot papers will be returned to the clerk, for counting.
- The clerk may request that a governor, not eligible to stand for election, confirms the count.
- The candidate polling the majority of votes will be duly elected.
- The result is announced to the Governing Body before the candidate/s return.
- The successful candidate will indicate, for the minutes, that they formally accept the post.

#### **The following procedural points should be noted:**

- If there is only one nomination a vote must still take place and the nominated governor must leave the room.
- The Governing Body may reject all nominees if [it] chooses.



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- If no-one has been elected as Chair/Vice-Chair, at the first meeting at which nominations are called, then a further meeting date will be set specifically for the election of Chairman/Vice-Chairman.

### 5. Tied Vote

Where any vote results in a tie, the chairman (or person acting as chair for the meeting) has a casting vote. Vice-Chairman standing for election as Chairman or Vice Chairman should therefore not chair the meeting as this would give them a casting vote. The Governing Body should choose another governor to chair the meeting if the Vice-Chair is standing for election. This governor would then have the casting vote in the event of a tie.

### 6. Election in Absence

There is nothing in legislation to restrict the election of someone standing for Chair or Vice-Chair if he or she is not present at the meeting, providing that the formal nomination form (*indicating willingness to act in the capacity of .....*) has been duly completed and returned to the clerk by the specified date.



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**Appendix A**

**Nomination Form**

Dear Governor

Bi-annually the Governing Body seeks to elect a Chairman and Vice-Chairman of the Corporation. It has been agreed that the election process will commence with requests for self –nominations for either post. I am therefore writing to ask if you would like to put yourself forward for either office. I have attached the agreed role descriptions for both posts for your information.

Please find below a self-nomination form for you to complete. I would be grateful if you could return the form to me at College no later than .....in order that the agenda for the Governing Body meeting to be held on .....can be drafted.

Please note that a governor who is paid to work at the College or who is a student at the College is not eligible to be to be Chairman or Vice-Chairman of the Governing Body.

Should you have any queries regarding the procedure please do not hesitate to contact me on 07827704059 or email johnsont@colchsfc.ac.uk

Tina Johnson  
Governing Body Clerk

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I confirm that I would like to stand for election for the office of Chairman of the Governing Body for the forthcoming year and would be willing to serve in that capacity if elected.

Signed ..... Date.....

I confirm that I would like to stand for election for the office of Vice-Chairman of the Governing Body for the forthcoming year and would be willing to serve in that capacity if elected.

Signed ..... Date.....

**Please complete as appropriate and return no later than .....**