

Code of Conduct for North Kent College Corporation Member

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Code of conduct for corporation members

INTRODUCTION

This Code is intended as a guide, to indicate the standards of conduct and accountability which are expected of Corporation Members, to enable them to understand their legal and ethical duties, and to assist them both in carrying out those duties, and in managing their relationship with the Corporation and the Principal as the Chief Executive. This Code is therefore aimed at promoting effective, well- informed and accountable college governance. It is not intended to be a definitive or authoritative statement of the law or good practice.

In addition to this Code, Corporation Members are recommended to familiarise themselves with the source documents listed in **Appendix 1**.

If a Corporation Member is in doubt about the provisions of this Code or any of the source documents, the Clerk & Governance Advisor to the Corporation should be consulted and, if necessary, professional advice should be obtained. Ultimate responsibility for the appropriateness of conduct as a Corporation Member of the College and for any act or omission in that capacity, however, rests with the individual Corporation Member.

This Code applies to every committee or working party of the Corporation and to every subsidiary company or joint venture of the College to which Corporation Members may be appointed.

By accepting appointment to the Corporation, each Corporation Member agrees to abide by the provisions of this Code.

Each Corporation Member by accepting the provisions of this Code agrees that any breach of the Code by them may lead to the termination of their appointment in accordance with clause [10] of the Corporation's Instrument of Government.

INTERPRETATION

In this Code the following expressions shall have the following meanings:

- **“Accountability Agreement”** means the accountability framework document used by the DfE to set out National skills priorities as well as the essential terms and conditions that providers are required to meet in return for funds;
- **“Accountability Statement”** means the annual statement of curriculum target areas required to be signed off by the Corporation as a condition of receiving funding;

<https://www.northkent.ac.uk/documents/governance/458-2025-north-kent-college-annual-accountability-statement/file>
- **“College”** means this College;
- **“College Mission Statement”** means the statement set out at **clause 3** of this Code or such other mission statement as may be agreed by the Corporation from time to time;

“College Core Values” means those Core Values set out at **clause 3** of this Code or such other core values as may be agreed by the Corporation from time to time, for example in a Public Value Statement;
- **“Corporation”** means the college corporation which was established and designated by the Secretary of State for the purpose of conducting the College;
- **“Corporation Member”, “Chair”, “Principal” and “Clerk & Governance Advisor to the Corporation”** mean respectively the Member of the Corporation of the College, the Chair of the Corporation, the Principal/Chief Executive of the College and the Clerk & Governance Advisor to the Board of the Corporation;
- **“DfE”** means the Department for Education;
- **“Secretary of State”** means the Secretary of State for Education;
- **“Standing Orders”** means any standing orders created by the Corporation from time to time.

All other definitions have the same meanings as given in the College's Instrument and Articles of Government. Words importing one gender should be taken to import any gender.

AIMS AND VALUES

Vision and Mission

The College's Vision is to:

- ✓ Consistently be recognised as a national leading vocational centre dedicated to delivering outstanding teaching & learning;
- ✓ Deliver courses that continue to reflect local and regional industry needs and be in fields where we have a proven track record; and
- ✓ Train and educate learners who will be seen as the first choice by employers.

The College's Mission is:

We empower young people and adults with outstanding education, training, and learning experiences. Through powerful partnerships, we unlock potential, fuel ambition, and drive success - for individuals and the wider community alike.

We are proudly student centric in our ethos and ambition. We never forget that the primary purpose of the existence of ourselves as an FE College is to provide all of our students with the very best foundations and opportunities to pursue their future learning and / or careers.

We will become unashamedly the destination of choice for all students able to geographically access our provision.

In succeeding in this ambition, we will provide a continuous flow of highly trained potential employees for employers in both our local communities and beyond.

This will maintain and further enhance our high levels of employer satisfaction in each of the Sectors we serve.

We will lead by example as a corporate entity within society, considering our place in the wider environment on national and regional goals and aspirations including initiatives on sustainability and equality and diversity, through continuing the work already started with other Kent Colleges in developing county wide activities.

3 Ambitions (what we want to achieve)

Ambition 1 - Identity and Purpose

- How do we position ourselves to attract the greatest number of students ?
- How do we ensure we have developed a curriculum offer that is fit for purpose and offers the best routes for students when they eventually leave us ?

Ambition 2 - External Engagement Expectations Exceeded

- How do we continue to surprise external partners in our ambitions ?
- How do we remain at the forefront of the skills requirements in each locality ?

Ambition 3 - Staff Well Being at the Core of our Culture

- How do we attract and retain the very best staff ?
- How do we listen and support our staff to be able to perform at their very best ?

Ambition 4 - Student Engagement and Enrichment – Beyond the Classroom

- How do we ensure our students leave us as confident, highly employable individuals with a rounded set of skills ?
- How do we create memories for our students ?

Ambition 5 - Inclusive Environment that removes Barriers

- How do we adapt our way of working to ensure every student has an equal chance to succeed in their learning ?
- How do we care for our students with a range of innovative and creative strategies that bring a fresh perspective ?

Ambition 6 - Excellence in Our Delivery, Outstanding in our Outcomes

- How do we educate, motivate and inspire our students ?

- How do we achieve the highest levels of achievement for both qualification outcomes, high grades and exceptional destinations ?

The College Mission Statement, together with the corporate objectives of the College agreed by the Corporation from time to time and including those set out in its Accountability Statement, seek to encapsulate the core purposes, and aims of the College. Corporation Members should have due regard to these purposes and aims when conducting the business of the Corporation and considering the activities and proposed activities of the College.

The Corporation recognises its obligations to all those with whom it and/or the College have dealings, including students, employees, suppliers, other educational institutions, and the wider community. In particular, the Corporation is committed to:

- having close regard to the voice of the learner;
- combating any discrimination within the College on the grounds of the characteristics protected by the Equality Act 2010 (“the 2010 Act”) and promoting equality in accordance with its duty under the 2010 Act;
- upholding the principles set out in the College’s Learner Charter, copies of which are available from the Clerk & Governance Advisor to the Board;
<https://www.northkent.ac.uk/documents/student-life/609-nkc-learner-charter-2025/file>
- engaging with the community which the College serves in order to understand and meet its needs and;
- observing its duty to take reasonable steps to ensure freedom of speech for members of the College community and visiting speakers and its duty under the Counter Terrorism and Security Act 2015 to have regard to the need, when exercising its functions, to prevent people from being drawn into terrorism.

[Safeguarding](#)

The Corporation is also committed to ensuring that it conducts its business in accordance with the highest ethical standards as set out in more detail in this Code.

DUTIES

Corporation Members are in the position of charity trustees and as such owe a fiduciary duty to the College. This means that they should show it the highest loyalty and act in good faith in its best interests. Each Corporation Member should act honestly, diligently and (subject to the provisions appearing in clause 10 of this Code relating to collective responsibility) independently. The actions of Corporation Members should promote and protect the good reputation of the College and the trust and confidence of those with whom it deals.

Decisions taken by Corporation Members at meetings of the Corporation and its committees must not be for any improper purpose or personal motive. Decisions taken must always be for the benefit of the College, its students and staff and other users of the College and must be taken with a view to safeguarding public funds. Accordingly, Corporation Members must not be bound in their speaking and voting by mandates given to them by other bodies or persons (including the bodies that elected them).

Corporation Members must observe the provisions of the College’s Instrument and Articles of Government and in particular the duty to give immediate notice to the Clerk & Governance Advisor to the Board should they become disqualified from continuing to hold office and also the responsibilities given to the Corporation by the College’s Articles of Government. Those responsibilities, including a list of “*reserved*” responsibilities which are so important that they must not be delegated, are set out in **Appendix 4**.

Corporation Members should comply with the Standing Orders and terms of reference of the Corporation and its committees to ensure that the Corporation conducts itself in an orderly, fair, open, and transparent manner. Corporation Members must keep those Standing Orders and terms of reference under periodic review.

Corporation Members should also have regard to the different, but complementary, responsibilities given to the Principal as the

College's Chief Executive. The responsibilities given to the Principal by the College's Articles of Government are set out in **Appendix 4**.

Whereas it is the Corporation's function to decide strategic policy and overall direction and to monitor the performance of the Principal and any other senior post holders, it is the Principal's role to implement the Corporation's decisions, and to manage the College's affairs within the budgets and framework fixed by the Corporation. Corporation Members should work together so that the Corporation and the Principal as Chief Executive perform their respective roles effectively.

Corporation Members should refer to the Clerk & Governance Advisor to the Board for advice relating to the governance functions which are set out in **Appendix 4** and have regard to the Clerk & Governance Advisor to the Board's independent advisory role.

STATUTORY ACCOUNTABILITY —

Corporation Members are collectively responsible for ensuring that the College operates in accordance with the statutory, regulatory and public-sector accountability framework that applies to Further Education Corporations.

Public funding is provided to the College subject to conditions determined by the Secretary of State for Education and administered through the Department for Education (DfE). The College is required to comply with the terms of its Accountability Agreement and associated funding conditions, which set out the basis on which public funds are provided and the responsibilities of the Corporation in respect of their use.

Since November 2022, Further Education corporations have been classified within the central government sector. As a result, colleges and their subsidiaries operate within the public-sector financial management framework and must comply with HM Treasury's Managing Public Money and associated guidance. This framework requires public resources to be used lawfully, efficiently, economically and for proper purposes, with appropriate governance, internal control and transparency.

Although the Department for Education is the principal source of public funding, Corporation Members are responsible for ensuring the proper use of all income received by the College, regardless of source. This includes funding from higher education regulatory bodies, commercial income, partnership arrangements and any other public or private funding streams. Where the College receives higher education funding or operates within higher education regulatory arrangements, Corporation Members must ensure compliance with the applicable regulatory and contractual requirements, including those of the Office for Students (OfS) where relevant.

The Principal and Chief Executive serves as the Accounting Officer for the College and is personally responsible for:

- regularity and propriety of expenditure;
- value for money;
- financial sustainability;
- compliance with funding conditions; and
- the effective stewardship of public funds.

The Accounting Officer is accountable to Parliament for the proper use of public funds and may be required to provide evidence to Parliamentary committees, including the Public Accounts Committee, on matters relating to the College's use of public resources.

The Corporation is collectively responsible for ensuring the financial health, sustainability and lawful operation of the College. It is accountable for ensuring that the College operates in accordance with:

- education legislation;
- charity law;
- public-sector financial management requirements; and
- the general law.

Corporation Members must therefore ensure that the College maintains effective governance, internal control, risk management and assurance arrangements sufficient to meet these statutory and public accountability obligations.

PUBLIC SERVICE VALUES

Public service values are at the heart of the further education service. High standards of

personal and corporate conduct, based on the principles set out in **Appendix 2**, and the recognition that students and other users of the College's services come first, are a requirement of being a member and should underpin all decisions taken by the Board.

SKILL, CARE AND DILIGENCE

A Corporation Member should in all their work for the College exercise such skill as they possess, and such care and diligence as would be expected from a reasonable person in the circumstances. This will be particularly relevant when Corporation Members act as agents of the College, e.g. when functions are delegated to a committee of the Corporation or to the Chair. Corporation Members should be careful to act within the terms of reference of any committees on which they serve.

POWERS

Corporation Members are responsible for ensuring that all decisions taken by the Corporation are within the statutory powers conferred by Parliament, principally under sections 18 and 19 of the Further and Higher Education Act 1992, as amended. A summary of those powers is set out in Appendix 6.

In exercising those powers, Corporation Members must also have regard to:

- the Corporation's charitable objects and trustee duties;
- applicable education legislation and regulatory requirements;
- the Corporation's Instrument and Articles of Government;
- the Standing Orders and Scheme of Delegation; and
- public-sector financial management and accountability requirements.

Corporation Members must ensure that decisions are lawful, within the Corporation's authority (*intra vires*), and supported by appropriate governance and risk assessment.

Where a Corporation Member believes that a proposed decision may exceed the Corporation's statutory powers, conflict with its governing documents, or otherwise be unlawful or procedurally improper, the matter must be

raised immediately. The Member should seek advice from the **Clerk & Governance Advisor to the Board**, who is responsible for advising the Corporation on constitutional, procedural and regulatory matters.

The Corporation must not knowingly take action beyond its legal powers, and any uncertainty regarding the scope of those powers must be resolved before a decision is made.

CONFLICTS OF INTEREST

Like other persons who owe a fiduciary duty, Corporation Members should seek to avoid putting themselves in a position where there is a conflict (actual or potential) between their personal interests and their duties to the Corporation. They should not allow any conflict of interest to arise which might interfere with the exercise of their independent judgement.

Corporation Members are reminded that under the College's Instrument of Government and the Corporation Conflicts of Interest Policy <https://www.northkent.ac.uk/about-us/policies/corporate-board/123-conflict-of-interest-policy/file>

they must disclose to the Corporation any direct or indirect financial interest they have, or may have, in the supply of work to the College or the supply of goods for the purposes of the College, or in any contract or proposed contract concerning the College, or in any other matter relating to the College or any other interest of a type specified by the Corporation in any matter relating to the College, or any duty which is material and which conflicts or may conflict with the interests of the Corporation.

If an interest of any kind (including an interest of a spouse, partner, or business associate of a Corporation Member or of a close relative of the Corporation Member or their spouse, partner, or business associate) is likely or would, if publicly known, be perceived as being likely to interfere with the exercise of a Corporation Member's independent judgement, then:

- the interest, financial or otherwise, should be reported to the Clerk & Governance Advisor to the Board;
- the nature and extent of the interest should be fully disclosed to the Corporation before

the matter giving rise to the interest is considered.

If the Corporation Member concerned is present at a meeting of the Corporation, or any of its committees, at which such supply, contract or other matter constituting the interest is to be considered, they should:

- not take part in the consideration or vote on any question with respect to it and shall not be counted in the quorum for that meeting; and
- withdraw from that Corporation or committee meeting where required to do so by a majority of the Members of the Corporation or committee present at the meeting.

Where it is proposed that the Corporation should grant a member a financial interest (such as a contract for the supply of goods or services) the Corporation must observe the requirements of the Charities Act 2011. The Corporation may wish to take legal advice before granting such an interest to a member.

Corporation Members must not receive gifts, hospitality, or benefits of any kind from a third party which might be in breach of the Bribery Act 2010 and the College's anti-bribery policy [and the College's policy on receiving gifts] or be seen to compromise their personal judgement or integrity. Any offer or receipt of such gifts, hospitality or benefits should immediately be reported to, and recorded by, the Clerk & Governance Advisor to the Board.

The Clerk & Governance Advisor to the Board will maintain a Register of Corporation Members' Interests which will be open for public inspection. Corporation Members must disclose routinely to the Corporation all business interests, financial or otherwise, which they or persons associated with them may have, and the Clerk & Governance Advisor to the Board will enter such interests on the Register. Corporation Members must give sufficient details to allow the nature of the interests to be understood by enquirers. Corporation Members should inform the Clerk & Governance Advisor to the Board whenever their circumstances change, and interests are acquired or lost.

For the purposes of this **clause 9** "close relative" includes but is not limited to a father, mother,

brother, sister, child, grandchild and stepfather/mother/brother/sister/child.

If a Corporation Member is in any doubt about whether an interest should be disclosed, they should seek advice from the Clerk & Governance Advisor to the Board.

COLLECTIVE RESPONSIBILITY

The Corporation operates by Corporation Members taking majority decisions in a corporate manner at quorate meetings, including meetings held by telephone, via a virtual platform and by alternative methods such as written resolutions, in all cases only if so provided for in the Instrument and Articles. Therefore, a decision of the Corporation, even when it is not unanimous, is a decision taken by the Corporation Members collectively and each individual Corporation Member has a duty to stand by it, whether or not they were present at the meeting of the Corporation when the decision was taken.

If a Corporation Member disagrees with a decision taken by the Corporation, their first duty is to have any disagreement discussed and minuted. If the Corporation Member strongly disagrees, they should consult the Chair and, if necessary, then raise the matter with the Corporation when it next meets. If no meeting is scheduled, the Corporation Member should refer to the power of the Chair or of any Corporation Members under the College's Instrument of Government to call a special meeting and, if appropriate, exercise it, requesting the Clerk & Governance Advisor to the Board to circulate the Corporation Member's views in advance to the other Corporation Members. Alternatively, as a final resort, the Corporation Member may decide to offer their resignation from office, after consulting the Chair.

OPENNESS AND CONFIDENTIALITY

Because of the Corporation's public accountability and the importance of conducting its business openly and transparently, Corporation Members should ensure that, as a general principle, students and staff of the College have free access to information about the proceedings of the Corporation. Accordingly, agendas, minutes and other papers relating to meetings of the Corporation 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, e.g. when the Corporation considers sensitive issues or named individuals and for other good reasons. Such excluded items will be kept in a confidential folder by the Clerk & Governance Advisor to the Board and will be circulated in confidence to Corporation Members save for those Members who have a conflicting interest in the particular sensitive matter. 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 Corporation should specify how long such items should be treated as confidential or, if this is not possible, such items should be regularly reviewed to consider whether the confidential status should be removed or whether the public interest in disclosure outweighs that confidential status and the item made available for public inspection. The Corporation Members must also consider the personal data that is contained within the excluded items in accordance with the Corporation's obligations under the UK GDPR and the Data Protection Act 2018 ("Data Protection Laws") and whether or not disclosure of that personal data would be in breach of the Data Protection Laws or the rights and freedoms of the individual(s) in question. When considering such issues, the Corporation Members must also consider the College's publication scheme issued under the Freedom of Information Act 2000 and Environmental Information Regulations 2004. Nothing in this section overrides the College's obligation to disclose in response to a request received under these information law regimes (unless an appropriate exemption applies in each case).

<https://www.northkent.ac.uk/about-us/policies/data-protection-freedom-of-information/131-freedom-of-information-policy/file>

Staff and student Corporation Members have, however, 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.

It is important that the Corporation and its committees have full and frank discussions in

order to take decisions collectively. To do so, there must be trust between Corporation Members with a shared corporate responsibility for decisions. Corporation Members should keep confidential any matter which, by reason of its nature, the Chair, or members of any committee of the Corporation are satisfied should be dealt with on a confidential basis.

Corporation Members should not make statements to the press or media or at any public meeting relating to the proceedings of the Corporation or its committees without first having obtained the approval of the Chair or, in their absence, the Vice Chair. It is unethical for Corporation Members publicly to criticise, canvass or reveal the views of other Corporation Members which have been expressed at meetings of the Corporation or its committees.

COMPLAINTS

The Corporation is committed to ensuring that the College operates in an open, transparent and accountable manner. Appropriate and well-publicised procedures must be in place to address complaints from students, apprentices, employers, staff, former students and members of the public.

Under the Instrument and Articles of Government, the Corporation is responsible for establishing procedures:

- through which employees may seek redress of grievances relating to their employment;
- for handling complaints from students, apprentices, employers and third parties; and
- for maintaining an effective whistleblowing procedure.

Complaints should normally be addressed through the College's published Complaints Policy and resolved internally in accordance with its staged process. Corporation Members must ensure that complaints are handled fairly, consistently and in a timely manner.

Where a complainant remains dissatisfied after exhausting the College's internal procedures, the matter may be referred to the appropriate external body in accordance with regulatory arrangements. This may include:

- referral to the relevant public authority responsible for oversight of further education funding;
- referral to the Office of the Independent Adjudicator (OIA) in respect of higher education complaints, where applicable; or
- referral through safeguarding, whistleblowing or other statutory reporting routes, as appropriate.

The Corporation must ensure that complaints and concerns are monitored, reported appropriately, and used to inform quality improvement and governance oversight.

ATTENDANCE AT MEETINGS

A high level of attendance at meetings of the Corporation is expected so that Corporation Members can perform their functions properly.

GOVERNANCE DEVELOPMENT

The Corporation shall seek to ensure that all Corporation Members are appointed on merit, in accordance with an open selection procedure

carried out by the Corporation's Search, Governance & Remuneration Committee, and are drawn widely from the community which the College serves so as to be representative of that community. The Corporation should have regard to the provisions relating to the membership of the Corporation in the College's Instrument of Government, the need to combat discrimination and to promote equality, and the need to make available a range of necessary skills and experience to ensure that the Corporation carries out its functions under the College's Articles of Government.

Corporation Members must obtain a thorough grounding in their duties and responsibilities by participating in the College's governance induction and training programmes, including regular refresher workshops.

In order to promote more effective governance, Corporations Members are required to commission an external review of governance every three years and to carry out an annual review of the performance by the Corporation of its duties and responsibilities, as part of a continuing and critical process of self-evaluation.

Appendix 1:
List of source documents

List of Source Documents

College Constitutional and Governance Documents

- The College’s Instrument of Government.
- The College’s Articles of Government.
- The Standing Orders of the Corporation and Terms of Reference of its Committees.
- The College’s Mission Statement and Corporate Objectives.
- The College’s Strategic Plan.
- College policies applying to Corporation Members, including (but not limited to):
 - Equality, Diversity and Inclusion policies
 - Freedom of Speech policy
 - Safeguarding Children and Vulnerable Adults policy
 - Prevent Duty policy
 - Anti-Bribery policy (Bribery Act 2010)
 - Gifts and Hospitality policy
 - Whistleblowing policy
 - Complaints policy

Public Accountability and Financial Management Framework

- The Accountability Agreement (Part 1 Accountability Framework and Part 2 Annual Accountability Statement).
- HM Treasury Managing Public Money and associated guidance.
- The Department for Education Framework and Guide for External Auditors and Reporting Accountants of Colleges (2025) (as amended from time to time)

Sector Governance Codes and Standards

- The AoC Code of Good Governance for English Colleges (2024) (as amended from time to time).
- The Charity Governance Code (as amended from time to time).
- The UK Corporate Governance Code (as amended from time to time, where relevant to best practice).

- The Further Education Corporation Governance Guide published by the Department for Education (as amended from time to time).
- The Good Governance Standard for Public Services published by the Independent Commission on Good Governance in Public Services.
 - The six core principles of good governance are set out at Schedule 3.

Public Life and Ethical Standards

- The Seven Principles of Public Life established by the Committee on Standards in Public Life (Nolan Principles).
 - Extract set out at Schedule 2.

Higher Education Regulation (where applicable)

- The Office for Students (OfS) regulatory framework, including registration conditions, quality and standards requirements and funding terms where applicable.

Appendix 2:
The Seven Principles of Public Life

The following is an extract from the Second Report of the Nolan Committee on Standards in Public Life, May 1996:

SELFLESSNESS

Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, 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, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

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.

HONESTY

Holders of public office have a duty to declare any private interests relating to their public 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.

Appendix 3: Six Core Principles of Good Governance

The following is an extract from the Good Governance Standard for Public Services published by the Independent Commission on Good Governance in Public Services, January 2005:

1. Good governance means focusing on the organisation's purposes and on outcomes for citizens and service users.

- Being clear about the organisation's purposes and its intended outcomes for citizens and service users;
- Making sure that users receive a high-quality service;
- Making sure that taxpayers receive value for money.

2. Good governance means performing effectively in clearly defined functions and roles.

- Being clear about the functions of the governing body;
- Being clear about the responsibilities of the non-executives and the executive, and making sure that those responsibilities are carried out;
- Being clear about relationships between the governors and the public.

3. Good governance means promoting values for the whole organisation and demonstrating the values of good governance through behaviour.

- Putting organisational values into practice;

- Individual governors behaving in ways that uphold and exemplify effective governance.

4. Good Governance means taking informed, transparent decisions and managing risk.

- Being rigorous and transparent about how decisions are taken;
- Having and using good quality information, advice and support;
- Making sure that an effective risk management system is in operation.

5. Good governance means developing the capacity and capability of the governing body to be effective.

- Making sure that appointed and elected governors have the skills, knowledge and experience they need to perform well;
- Developing the capability of people with governance responsibilities and evaluating their performance, as individuals and as a group;
- Striking a balance, in the membership of the governing body, between continuity and renewal.

6. Good governance means engaging stakeholders and making accountability real.

- Understanding formal and informal accountability relationships;
- Taking an active and planned approach to dialogue with accountability to the public;
- Taking an active and planned approach to responsibility to staff;
- Engaging effectively.

Appendix 4:

Corporation Board (Collective Responsibilities of Corporation Members)

The Corporation is responsible for the strategic direction, governance and financial sustainability of the College.

Its principal responsibilities include:

Strategic leadership and oversight

- Determining and periodically reviewing the educational character and mission of the College.
- Overseeing the College's activities and performance.
- Approving the quality strategy and monitoring educational performance.
- Ensuring arrangements are in place to obtain and consider the views of students and staff.

Financial stewardship and resources

- Ensuring the effective and efficient use of resources.
- Ensuring the solvency of the College and safeguarding its assets.
- Approving the annual budget and financial forecasts.
- Setting the framework for staff pay and conditions.
- Determining policies relating to tuition and other fees (subject to applicable funding and regulatory requirements).

Senior leadership and governance

- Appointing, appraising, suspending or dismissing the Principal and other senior postholders.
- Appointing, appraising, suspending or dismissing the Clerk & Governance Advisor to the Board.
- Determining pay and conditions of senior postholders.
- Setting governance structures and policies.

Governance and constitutional responsibilities

- Ensuring compliance with statutory, regulatory and funding requirements.
- Maintaining effective governance, risk management and assurance arrangements.
- Approving and amending constitutional documents.

Functions which must not be delegated by the Corporation

The Corporation retains ultimate responsibility for:

- determining the educational character and mission of the College;
- approving the annual budget and financial plans;
- ensuring solvency and safeguarding assets;
- appointing the Principal and senior postholders;
- appointing the Clerk & Governance Advisor to the Board;
- modifying or revoking the Articles of Government;
- decisions relating to dismissal of senior postholders (subject to permitted committee arrangements);
- hearing appeals relating to dismissal of senior postholders (subject to permitted committee arrangements)

Principal and Chief Executive (Accounting Officer)

The Principal is responsible for the executive leadership and operational management of the College.

Key responsibilities include:

Strategic and academic leadership

- Advising the Corporation on the educational character and mission of the College.
- Implementing the strategic decisions of the Corporation.
- Determining academic and operational activities.

Financial management and resources

- Preparing annual budgets and financial plans for Corporation approval.
- Managing resources within approved budgets.
- Ensuring financial sustainability and effective internal control.
- Discharging Accounting Officer responsibilities for the proper use of public funds.

Organisational leadership

- Leading and managing staff.
- Organising and directing College operations.
- Managing staffing, including appointment and performance management (within the framework set by the Corporation).

Student management

- Maintaining student discipline.
- Exercising disciplinary powers, including suspension or expulsion, in accordance with College procedures.

Clerk & Governance Advisor to the Corporation

The Clerk is responsible for supporting effective governance and advising the Corporation on constitutional and procedural matters.

Key responsibilities include:

- Advising the Corporation on governance, constitutional and regulatory matters.
- Ensuring proper conduct of Corporation and committee business.
- Supporting the operation of the Corporation's powers and decision-making processes.
- Maintaining governance procedures and compliance.
- Providing independent professional advice on governance practice.

The Clerk acts independently of executive management when advising the Corporation.

Appendix 5:

College Funding and Accountability Framework

Further education colleges operate within a national funding and accountability framework established by the Secretary of State for Education and administered through the Department for Education (DfE).

This framework forms part of the Government's wider programme of reform to strengthen the further education and skills system, including the policy direction set out in the *Skills for Jobs* White Paper and subsequent reforms to funding, accountability and provider performance.

Accountability Agreements

All further education colleges operate under a **DfE Accountability Agreement**, which sets out the basis on which public funding is provided and the outcomes expected from that funding.

The Accountability Agreement comprises two main parts:

Part 1 – Accountability Framework

This sets out the core funding conditions and national requirements that providers must meet, including expectations relating to:

- delivery of national skills priorities;
- financial management and stewardship of public funds;
- governance and accountability;
- quality of provision and learner outcomes; and
- data, reporting and assurance requirements.

Part 2 – Annual Accountability Statement

This sets out the College's local priorities, performance commitments and planned contribution to national and regional skills needs

Purpose of the Accountability Framework

The accountability framework is designed to:

- provide clarity on expectations attached to public funding;
- strengthen accountability for outcomes and performance;

- support effective stewardship of public funds;
- ensure sound governance and financial management;
- protect the interests of learners and employers; and
- support alignment between national priorities and local provision.

The framework also aims to streamline requirements by reducing duplication and relying on published legislation, regulatory guidance and sector standards where appropriate.

Governance Responsibilities

The Accountability Agreement places specific responsibilities on the Corporation in relation to governance, financial oversight and institutional performance.

Corporation Members must ensure that the College:

- complies with funding conditions and accountability requirements;
- maintains effective governance and internal control arrangements;
- safeguards public funds and assets;
- delivers agreed outcomes and performance commitments; and
- provides accurate and timely information required for monitoring and assurance.

Corporation Members should familiarise themselves with the governance requirements set out within the Accountability Agreement and associated guidance issued by the Department for Education

Ongoing Development

The funding and accountability framework may be updated periodically to reflect policy changes, sector reform and national skills priorities. The Corporation must ensure that governance arrangements remain aligned with current requirements.

Appendix 6: Summary of the statutory powers of the Corporation

“Principal Powers”

Under section 18(1) of the Further and Higher Education Act 1992 a further education corporation may:

- provide further and higher education;
- provide secondary education suitable to the requirements of persons who have attained the age of 14 years, or provide secondary education or participate in the provision of secondary education at a school (subject to the consultation with the appropriate local education authority); and
- supply goods or services in connection with their provision of education.

“Supplementary Powers”

Under section 19 of the 1992 Act the Corporation may do anything which appears to it to be necessary or expedient for the purpose of or in connection with the exercise of any of the principal powers conferred by section 18 of the Act, including in particular the following:

- the power to acquire and dispose of land and other property;
- the power to enter into contracts, including in particular:
 - contracts for the employment of teachers and other staff for the purposes of or in connection with carrying on any activities undertaken in the exercise of the Corporation’s principal powers; and
 - contracts with respect to the carrying on by the Corporation of any such activities;
- the power to form, participate in forming or invest in a company or become a member of a charitable incorporated organisation;
- the power to borrow such sums as the Corporation thinks fit for the purposes of carrying on any activities it has power to carry on or to meet any liability transferred to it under sections 23 to 27 of the 1992 Act

(i.e. when the College achieved its corporate independence on 1 April 1993) and, in connection with such borrowing, the power to grant any mortgage, charge or other security in respect of any land or other property of the Corporation;

- power to invest any sums not immediately required for the purposes of carrying on any activities the Corporation has power to carry on;
- power to accept gifts of money, land or other property and apply it, or hold and administer it on trust for, any of those purposes;
- power to do anything incidental to the conduct of an educational institution providing further or higher education, including founding scholarships or exhibitions, making grants and giving prizes; and
- provide advice or assistance to any other person where it appears to the Corporation to be appropriate for them to do so for the purpose of or in connection with the provision of education by the other person.

The Corporation may also provide facilities of any description (including boarding accommodation and recreational facilities for students and staff and facilities to meet the needs of students having learning difficulties) which appear to be necessary or desirable for the purposes of or in connection with the carrying on of the principal powers.

I AGREE TO OBSERVE THIS CODE OF CONDUCT
TO THE BEST OF MY ABILITIES

Name of corporation member	
Signature	
Dated	

