



Scarborough Sixth Form College

Corporation Standing Orders

Approved by the Corporation 27 July 2021

Scarborough Sixth Form College Standing Orders

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PART ONE

1 Introduction

1.1 Introduction

These Standing Orders are designed to provide further detail of the framework within which the Corporation of Scarborough Sixth Form College operates.

These orders do not displace or take precedence over primary legislation or the Instrument and Articles of Government, Statutory Instrument 1992 No. 1963 or any subsequent amendments made thereto. As a consequence, these orders should be read alongside both prevailing legislation and the Instrument and Articles of Government as to gain a full understanding of how the Corporation operates.

1.2 Compliance

Every member of the Corporation and of its Committees shall be bound by these Standing Orders and shall be expected to adhere to the seven principles of public life, as recommended by the Nolan Committee's report "Standards in Public Life". In summary the principles are:

- (a) **Selflessness:** holders of public office should take decisions solely in terms of public interest and not in the interests of themselves their family or friends
- (b) **Integrity:** holders of public office should not place themselves under any obligation to a third party which might influence them in the performance of their public duties
- (c) **Objectivity:** all decisions involving awarding of contracts, benefits or rewards should be made on merit
- (d) **Accountability:** holders of public office are accountable to the public for their actions and should submit themselves to the appropriate scrutiny
- (e) **Openness:** all decisions taken should be as open as possible
- (f) **Honesty:** holders of public office have a duty to declare any private interests relating to their public duty and resolve conflicts so as to protect the public interest; and
- (g) **Leadership:** holders of public office should promote and support these principles by leadership and example

PART TWO

2 Membership of the Corporation

2.1 Composition of the Corporation

The standing composition of the Corporation will be made up as follows:

- Not less than 11 Members
- 2 or 3 Student members
- 2 Parent members
- 2 Staff members – categorised as Teaching Staff and Support Staff
- 1 Member being the Principal

The Corporation will always endeavour to include a member on the board to represent the local community and where possible the preferred option will be a head teacher.

2.2 Term of office

Members will generally be appointed for a period of four years with the exception of:

- Student Member – 1 year term of office
- Parent Member – 1 or 2 year term of office

Appointments will be staggered, as far as is possible, in order to ensure a regular review of the composition of the Corporation.

2.3 Election of Chair & Vice-Chair

- i) Unless otherwise provided for in the appropriate terms of reference a Chair and Vice-Chair will be appointed by the Corporation for such term as shall not exceed the remaining period of the Chair's or Vice Chair's term of office.
- ii) A member appointed as Chair or Vice Chair of the Corporation should unless the Corporation otherwise agrees serve no more than two consecutive terms of office in such capacity.
- iii) The Clerk is responsible for ensuring that the appointment of a new Chair and Vice Chair is included on an appropriate agenda when these terms are due to end.
- iv) For both appointments the Clerk will seek seconded nominations of members willing to undertake the duties. If more than one nomination is received the Clerk will then conduct a ballot. The person appointed/elected will then be confirmed by the Corporation at its next meeting.
- v) On confirmation of the appointment of the Chair by the Corporation the Clerk will forthwith give formal notice of the appointment to the Education & Skills Funding Agency (ESFA) or such other funding agency as may have replaced the ESFA from time to time in accordance with requirements of the relevant funding agency.
- vi) The members of each of the Committees of the Corporation will appoint a Chair and Vice Chair of the Committee from its members for such term as shall not exceed the remaining period of the Chair's or Vice Chair's term of office and the Clerk is responsible for ensuring that the appointment of a new Chair and Vice Chair is included on an appropriate agenda when these terms are due to end.

- vii) Should both the Chair and Vice-Chair of the Corporation or a Committee be absent from a meeting, the members present, provided that the meeting is quorate, shall choose one of their number to act as Chair for the meeting.
- viii) The Chair or Vice-Chair of the Corporation or a Committee may resign their respective position at any time by giving notice in writing to the Clerk to the Corporation.

2.4 Appointment of Clerk

- i) The Corporation shall appoint a person to serve as Clerk to the Corporation.
- ii) The Clerk shall be entitled to attend all meetings of the Corporation (including meetings of any Committee of the Corporation) but shall withdraw from that part of any meeting at which their remuneration, conditions of service, conduct, suspension, dismissal or retirement are to be considered, in which case members of the Corporation shall appoint from their number a person to act as Clerk for the duration of such a meeting or part of a meeting.
- iii) When the office of Clerk to Corporation falls vacant the Corporation will meet to confirm the terms of the Clerk's appointment and to agree a recruitment process. This duty may not be delegated to a Committee or to the Principal. (Article 9 (e)).

2.5 Determination of membership

- i) Corporation members may resign at any time in writing to the Clerk.
- ii) If at any time the Corporation is satisfied that any member
 - has been absent from meetings without the permission of the Corporation or Committee as the case maybe for a period longer than 6 months; or
 - is unable or is unfit to discharge the duties or functions of a member;the Corporation may, by notice in writing to that member, remove them from office and thereupon their office shall become vacant
- iii) Staff and student members shall cease to hold office if their employment or student status ceases.

2.6 Filling vacancies

- i) Whenever vacancies on the Corporation rise the Search & Conduct Committee will meet to decide upon the procedure for making recommendations for replacement appointments to the Corporation taking into consideration the needs and the skills profile of the Corporation.
- ii) All applicants for a Parent Governor post will be asked to complete a standard pro-forma outlining the reasons for their application and will be asked to attend an informal interview with the Principal and the Chair of the Corporation before a recommendation on the appointment is made to the Corporation by the Search Committee.
- iii) All applicants for a Student Governor post (properly nominated and seconded by other students) will be asked to attend an informal interview with the Principal before a recommendation on the appointment is made to the Corporation by the Search Committee.

2.7 Letter of Appointment

On appointment by the Corporation new members will be sent a letter of appointment together with:

Instruments and Articles of Government	Governors DBS Policy
Corporation Standing Orders	Safe Working Practice Guidance
College Strategic Plan	Register of Interest form
Code of Conduct	Personal details form
Schedule of Business	Acceptance of Appointment form
Public Access Policy	Student Handbook
College Organisational Structure	Corporation List of Members
Data Protection Policy	

2.8 Code of Conduct

As consequence of accepting membership of the Corporation all members are expected to subscribe to the Code of Conduct adopted by the Corporation. The Code of Conduct will be reviewed annually by the Search & Conduct Committee, for approval by the Corporation.

2.9 Eligibility

Members will be asked to confirm annually that they remain eligible for membership. e.g., they are not infirm, bankrupt or otherwise disqualified from membership.

Members shall not, without the authority of the Secretary of State, take or hold any interest in any property held or used for the purpose of the institution, or receive any remuneration for their services as a member; provided that a member who is a member of staff of the College (including the Principal) may receive remuneration in that capacity.

2.10 Co-opted members

- i) A co-opted member shall be appointed by the Corporation to serve on one or more of its Committees subject to the limitation in Article 7 on the recommendation of the Search & Conduct Committee for a term not exceeding 4 years.
- ii) A co-opted member shall be eligible for re-appointment in accordance with the provisions of sub-clause i) above.
- iii) The appointment of a co-opted member may be terminated at any time prior to the expiration of the term of their appointment or re-appointment by the Corporation on the recommendation of the Search & Conduct Committee.
- iv) The appointment or re-appointment shall be subject to obtaining a satisfactory enhanced disclosure in respect of the prospective co-opted member in accordance with the College Disclosure and Barring Service Policy.
- v) Although a co-opted member is not appointed as a governor of the College by accepting appointment as a co-opted member they agree to accept and comply with the provisions of the College Code of Conduct for Governors.
- vi) A co-opted member shall be entitled to attend and vote at meetings of the Committee or Committees to which they are appointed but shall not be entitled to attend any other meeting of the Corporation or any of its other Committees save by invitation only and without any entitlement to vote.
- vii) A co-opted member shall not be entitled to chair any meeting of the Committee or Committees to which they are appointed.

PART THREE

3 Conduct of Meetings

3.1 Meetings

The Corporation will meet once per term each year (twice in the autumn term) and at such other times as may be necessary. Committees will meet at times set in the annual calendar of meetings and at such other times as may be necessary.

All meetings shall be summoned by the Clerk to the Corporation, who shall send members written notice of the meeting and a copy of the agenda at least seven clear days in advance of the meeting.

Subject to the provisions of paragraph 12(7) of the Instrument and Articles of Government any meeting of the Corporation or its Committees may take place with one or more members in attendance by means of video conferencing or otherwise provided that all the members in attendance at the meeting whether in person or virtually are able both to see and hear each other.

3.2 Arrangements for Corporation and Committee Meetings

- i) Light refreshments to be made available at all Corporation and Committee meetings.
- ii) The maximum duration for a Corporation meeting should normally not exceed 2 hours.
- iii) The maximum duration for a Committee meeting should normally not exceed 1.5 hours.

3.3 Conduct of Meetings (general)

Unless otherwise stated the rules as to conduct of meetings in the Standing Orders will apply to all meetings of the Corporation and of any Committee of the Corporation.

The principles applying to the conduct of meetings of the Corporation will be the same as those applying to a well-conducted meeting of any committee, board of directors or other similar body. Most items of business should be supported by a written report. Paragraph 14 of the Instrument of Government lays down rules on certain matters relating to the proceedings of meetings which the Corporation shall follow.

3.4 Special Meetings

A special meeting of the Corporation may be called at any time by the Chair or at the request in writing of any 5 members. Where the Chair or, in their absence, the Vice Chair so directs on the ground that there are matters demanding urgent consideration, it shall be sufficient if the written notice convening the meeting and the proposed agenda are given within such period, being less than 7 calendar days, as they specify. (*see Paragraph 12(4) of the Instrument of Government*)

3.5 Papers

Papers will, as far as is possible, be circulated with the agenda on which they appear at least seven clear working days prior to the meeting concerned so as to permit proper consideration of matters put to the members.

At Corporation meetings, Committee minutes and other Committee papers should be taken as read and should not require further presentation by the Chair of the Committee, unless there are any specific issues to be highlighted for approval by the Corporation or where further explanation is felt to be necessary. The issues should not generate full discussion at Corporation meetings (since they have been discussed in detail at Committee level) although members should ask any pertinent questions, before approval of such issues.

3.6 Quorum

The quorum for all meetings of the Corporation is to be calculated in accordance with paragraph 13.1 of the Instrument of Government (i.e. 40%).

The quorum for Committees shall be specified by the Corporation in the Terms of Reference for each Committee.

3.7 Voting

- a) Every question to be decided at a meeting of the Corporation or a Committee shall be determined by a simple majority of the votes of the members present whether in person or virtually and voting on the question provided that a quorum exists. When there is an equal division of votes the Chair of the meeting shall have a second or casting vote. All members will comply with the doctrine of collective responsibility and stand by a decision even if it was not taken unanimously.
- b) A member may not vote by proxy.
- c) 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.
- d) A student member who is under the age of 18 years shall not vote on any question concerning any proposal:
 - for the expenditure of money by the Corporation; or
 - under which the Corporation or any members of the Corporation would enter into any contract, or would incur any debt or liability (whether immediate, contingent or otherwise).

3.8 Withdrawal from Meetings

- a) Except as provided by rules made under Article 16 (1) of the Articles of Government (relating to appeals and representations about staff discipline and dismissal), a member of the Corporation who is a member of the staff of the institution shall withdraw:
 - from that part of any meeting of the Corporation or any of its Committees at which their remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement are to be considered;

- from that part of any meeting of the Corporation or any of its committees at which the appointment of their successor is to be considered;
 - from that part of any meeting of the Corporation or any of its committees at which the appointment, remuneration, conditions of service, promotion, conduct suspension, dismissal or retirement of a senior post holder are to be considered;
 - from that part of any meeting at the sole discretion of the relevant Chair, to be exercised at any time, so as to facilitate the proper conduct of the meeting.
- b) 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 Corporation or any of its Committees at which their conduct, suspension or expulsion is to be considered;
 - from that part of any meeting of the Corporation or any of its committees at which the appointment, remuneration, conditions of service, promotion, conduct suspension, dismissal or retirement of a member or prospective member of the staff of the institution, is to be considered;
 - from that part of any meeting of the Corporation, or any of its committees, at which the individual performance of a member of staff at the institution, identifiable either directly or indirectly, is likely to be considered.

3.9 Attendance

- a) The attendance of every member attending a meeting of the Corporation or Committee whether in person or virtually shall be recorded in the minutes of the meeting.
- b) A member will be recorded in the minutes of a meeting as being 'Absent' unless they notify the Clerk that their 'Apologies' should be given to the Chair.
- c) To assist the Clerk in establishing that there will be a quorum for a meeting, it is helpful if all 'Apologies' are submitted on the day preceding the meeting at the latest.
- d) If a member fails to attend any meeting for a period of 6 consecutive months whether in person or virtually the Corporation may remove that member from office.
- e) The Clerk shall monitor attendance levels at all meetings of the Corporation and Committees and submit an annual report to the Search & Conduct Committee on an exception basis only.

3.10 Access to meetings

Subject to the provisions of the Corporation's Public Access Policy all meetings of the Corporation and its Committees shall be held in private and attended by the members of the Corporation and members of the College Management Team, together with any other persons specifically invited to attend.

3.11 Declaration of Interest

A Register of Interests shall be kept in respect of members of the Corporation. It should also cover relevant interests of spouses, partners, and close relatives of the member.

The Register will be kept by the Clerk and will be updated on an annual basis. The Register will be available during normal office hours at the College to anyone wishing to inspect it by contacting the Clerk.

3.12 Agendas for meetings

- (a) The Clerk shall send written notice of a meeting of the Corporation or its Committees and a copy of the agenda at least seven calendar days in advance of the meeting in accordance with Paragraph 12 of the Instrument of Government.
- (b) The agenda shall be structured by the Clerk in consultation with the relevant Chair and the Principal, in order to clearly show the order of business and whether a matter should be treated as confidential. .
- (c) The agenda must indicate if papers are for information only or to highlight important papers for discussion at the meeting. .
- (d) Wherever practical, the Clerk shall endeavour to ensure that all written reports are circulated with the agenda. If this is not practical then the reports shall as a minimum be made available to members three calendar days before the date of the meeting.
- (e) Any member may request an item be placed on the agenda provided that written notice of the item is received by the Clerk ten calendar days in advance of the meeting.
- (f) A matter may be place on the agenda as a late item of urgent business only with the prior approval of the relevant Chair and the Clerk.

3.13 Minutes of Meetings

Following each meeting of the Corporation or its Committees the Clerk will promptly prepare draft minutes and forward these to the Chair of the meeting for agreement

It should be noted that members of the Corporation cannot, in any circumstances, take a decision which is not minuted at a properly constituted meeting.

3.14 Schedule of Meetings

The Clerk shall prepare an annual calendar of meetings and schedule of business that meets the needs of the Corporation and is based on the College planning cycle.

The schedule shall also accord with the requirements of the Corporation to publish and make returns to the relevant government agencies as required.

3.15 Publication of Minutes & Papers and Confidentiality

The Clerk shall maintain a master set of all Corporation and Committee minutes and papers and, except for confidential items, provide copies on request.

Minutes approved at meetings are to be signed at the time of approval by the Chair of the Corporation or Committee as the case maybe.

Extract from Paragraph 17 Instrument of Government

(1) Subject to paragraph (2) below the Corporation shall ensure that a copy of:

- (a) the agenda for every meeting of the Corporation*
- (b) the draft minutes of every such meeting, if they have been approved by the Chair of the meeting*
- (c) the signed minutes of every such meeting and*
- (d) any report, document or other paper considered at any such meeting*

shall as soon as possible be made available during normal office hours at the institution to any person wishing to inspect them.

(2) There shall be excluded from any item made available for inspection any material relating to-

- (a) a named person employed at or proposed to be employed at the institution;*
- (b) a named student at, or candidate for admission to, the institution;*
- (c) the clerk; or*
- (d) any matter which, by reason of its nature, the Corporation is satisfied should be dealt with on a confidential basis*

(3) The Corporation shall ensure that a copy of the draft or signed minutes of every meeting of the Corporation, under paragraph (1), shall be placed on the institution's website, and shall, despite any rules the Corporation may make regarding the archiving of such material, remain on the website for a minimum period of 12 months.

(4) The Corporation shall review regularly all material excluded from inspection under paragraph (2)(d) and make any such material available for inspection where it is satisfied that the reason for dealing with the matter on a confidential basis no longer applies, or where it considers that the public interest in disclosure outweighs that reason.

3.16 Delegation of Powers

Extract from Article 9 Articles of Government:

The Corporation shall not delegate the following:

- (a) the determination of the education character and mission of the institution;*
- (b) the approval of the annual estimates of income and expenditure;*
- (c) the responsibility for ensuring the solvency of the institution and the Corporation and for safeguarding their assets;*
- (d) the appointment of the Principal or holder of a senior post;*
- (e) the appointment of the Clerk (including, where the Clerk is, or is to be appointed as, a member of staff, the Clerk's appointment in the capacity of a member of staff; and*
- (f) the modification or revocation of these Articles.*

Extract from Article 10 Articles of Government

(1) The Corporation may not delegate -

(a) the consideration of the case for dismissal, and

(b) the power to determine an appeal in connection with the dismissal

of the Principal, the Clerk or the holder of a senior post, other than to a committee of members of the Corporation.

(2) The Corporation shall make rules specifying the way in which a committee having functions under paragraph (1) shall be established and conducted.

3.17 Grievance, suspension and disciplinary procedures

Extract from Article 16 Articles of Government.

(1) After consultation with staff, the Corporation shall make rules setting out

(a) grievance procedures for all staff;

(b) procedures for the suspension of all staff; and

(c) disciplinary and dismissal procedures for

(i) senior post-holders, and

(ii) staff other than senior post holders

and such procedures shall be subject to the provisions of articles 3(1)(e), 3(2)(e), 9(d), 9(e), 10(1) and 17.

(2) Any rules made under paragraph (1)(b) shall include provision that where a person has been suspended without pay, any appeal against such suspension shall be heard and action taken in a timely manner.

(3) Any rules made under paragraph (1)(c)(i) shall include provision that where the Corporation considers that it may be appropriate to dismiss a person, a preliminary investigation shall be conducted to examine and determine the case for dismissal.

PART FOUR

4 The Roles and Powers of the Corporation and its Committees

The role and powers of the Corporation and its Committees are determined by the Instrument and Articles of Government. Acting in accordance with those powers the Corporation has decided to adopt the following committee structure for carrying out its responsibilities.

4.1 The Full Corporation

(a) The Corporation shall be responsible for the following functions—

- the determination and periodic review of the educational character and mission of the College and the oversight of its activities;
- approving the quality strategy of the College;
- the effective and efficient use of resources, the solvency of the College and the Corporation and safeguarding their assets
- approving annual estimates of income and expenditure;
- the appointment, grading, suspension, dismissal and determination of the pay and conditions of service of the holders of senior posts and the Clerk, including, where the Clerk is, or is to be appointed as, a member of staff, the Clerk's appointment, grading, suspension, dismissal and determination of pay in the capacity of a member of staff;
- setting a framework for the pay and conditions of service of all other staff.
- such matters where the Corporation as a whole must by law exercise responsibility e.g. monitoring the effectiveness of health and safety procedures;
- financial and other delegations to Committees and College management;
- monitoring the quality of the work of the College through regular review of performance indicators;
- satisfying itself that the College's quality assurance processes function well
- monitoring the quality of the work carried out by the Corporation and leading the Governing Body's self-assessment process; and
- other matters that it decides not to delegate to the Committees

(b) It will receive the following for formal approval:

- The College's Strategic Plan and Mission Statement
- The annual estimates of income and expenditure
- A report, at least termly, which reviews the up-to-date financial position of the College
- Regular updates on progress with the Strategic Plan from the Principal
- An annual report in respect of Health & Safety and Equal Opportunities
- Recommendations from the Audit Committee relating to the appointment of internal and external auditors following a competition and annual confirmations of these appointments
- Annual reports from the Chair of the Audit Committee as follows:
 - An assessment of the performance of the internal and external auditors and the fees charged including a recommendation or otherwise whether their appointments should be confirmed for the following year
 - A report which refers to the opinion in the internal auditor's annual report on the extent to which reliance can be placed on the College's internal control systems and recommends the audit plan for the year
 - Annual Audit Committee Report
- Reports from the Chairs of Committees, in addition to the reports from the Chair of Audit Committee referred to above
- The College's Self-Assessment Report (Annually)

- The College Targets (Annually)
 - The Vice Principal's Annual Report (Annually)
- (c) As part of its monitoring of the College's quality assurance processes the Corporation will also receive and review:
- Data on the College's performance in respect of targets, trends and developments in enrolment, retention and achievement
 - The framework in place for the monitoring, evaluation, and development of the College's curriculum and the standards of student achievement, teaching and learning and support services in the College
 - The Course Evaluation Survey and Analysis
 - The operation of the College's quality assurance processes on an ongoing basis
 - The performance of the Corporation (Annually)
 - Other data and reports as identified in the Schedule of Business

4.2 Strategic Direction of the College

The views of staff and students will be obtained via the College's ongoing annual and strategic review processes and these will be used to help determine the College's strategic direction including its mission and educational character.

4.3 Committees of the Corporation

The following Committees will be formed and Terms of Reference for each produced and approved by the Corporation. All Committees are to review their Terms of Reference and any proposed amendments or additions to be recommended to the Corporation for approval. Each Committee is to carry out an annual review of its operations.

Copies of the current Terms of Reference are attached (Annex 1).

(a) Audit Committee

A mandatory committee responsible for advising the Corporation on matters relating to the Corporation's audit arrangements and systems of internal control and on the appointment of internal and external auditors. The Audit Committee must operate within the Audit Code of Practice and other requirements of the relevant government agencies.

(b) Search & Conduct Committee

A Search Committee is a mandatory committee responsible for advising on the appointment and co-option of governors and determining the Code of Conduct for governors.

(c) Remuneration Committee

Responsible for advising on matters relating to pay and conditions of service of the Principal, senior postholders and the Clerk.

(d) Finance & Estates Committee

Responsible for advising on matters relating to the financial health of the College and oversight of large capital projects. The Committee must operate within the Financial Regulations approved by the Corporation.

(e) Employment and Welfare Committee

Responsible for advising on matters relating to College administrative policies and procedures excluding those relating to education and teaching.

(f) Ad-Hoc Committee

A non-permanent committee appointed by the Corporation as and when required comprising not less than 3 governors which shall advise the Corporation on business which is outside the other committees and where the terms of reference will be determined by the Corporation on the appointment of the committee.

4.4 Chair's Action

Where action requiring Corporation or Committee approval cannot wait for the next scheduled meeting then the Chair, acting in concert with another business member of the Corporation, may authorise, in writing, such action to proceed. Full details of the action and its ramifications are to be reported to the next meeting of the Corporation.

PART FIVE

5 Miscellaneous

5.1 Governor Expenses

- (a) Members may only claim expenses for travelling and subsistence at rates determined by the Corporation on the advice of the Finance & Estates Committee (or other committee authorised by the Corporation to give this advice).
- (b) Expenses are payable associated with attendance at training events and conferences.
- (c) Members are not permitted to claim allowances which remunerate them for their services as members.
- (d) All requests for expenses are to be submitted to the Clerk.

5.2 Training for Members of the Corporation

The Corporation recognises the need for training to be provided to members of the Corporation. Members will be provided with appropriate training, development and other events throughout each calendar year.

All newly appointed governors will be invited to attend a Governor Induction Training briefing and the College will also provide a Key Document Pack (refer to CSO 2.7). This Pack will be reviewed periodically by the Search & Conduct Committee.

5.3 How to Contact a Member of the Corporation

The giving out of Corporation members' addresses and telephone numbers is not permitted. Anyone (including members of the public, staff, parents, students, external organisations or other governors) wishing to contact a member of the Corporation (including the Chair and Vice Chair) must do so in writing via the Clerk, addressed to:

Clerk to the Corporation
Scarborough Sixth Form College
Sandybed Lane
Scarborough
YO12 5LF

If a member receives any formal correspondence relating to their position as a member of the Corporation direct the member should acknowledge receipt of the correspondence in writing and advise that the correspondence has been referred to the Clerk of the Corporation for attention. The correspondence should be sent in a sealed envelope to the Clerk of the Corporation at the address specified above who will decide how to deal with the correspondence in consultation with the Chair of the Corporation and / or the Principal.

5.4 Complaints Against the Corporation

A complaint against the Corporation or an individual member of the Corporation shall be addressed to the Clerk 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 an independent body. A complaint against the Clerk to the Corporation shall be forwarded to the Chair of the Corporation.

A copy of the complaints procedure is attached (Annex 2).

5.5 Amendments to Standing Orders

These Standing Orders are not exhaustive and will be kept under review in the light of practice. When a need for an amendment arises this will be considered for recommendation to the Corporation by the Search & Conduct Committee. Where circumstances arise that are not already covered by a Standing Order an appropriate course of action will be decided at the time by the Corporation or Search & Conduct Committee and then considered for inclusion as a Standing Order.



Standing Orders
Annex 1
(Standing Order Ref: 4.2)

Terms of Reference:

1. Audit Committee
2. Search & Conduct Committee
3. Remuneration Committee
4. Finance & Estates Committee
5. Employment & Welfare Committee

Scarborough Sixth Form College

TERMS OF REFERENCE FOR THE AUDIT COMMITTEE

The Committee:

- **Membership:** The Committee shall comprise a minimum of 5 members. (No members shall be members of the Finance Committee, the Chair of the Corporation or Senior Post Holders. In addition externally co-opted members should not be appointed as its chair)
- **Term of office:** Members shall normally hold office for the same period as their current appointment as a governor
- **Quoracy:** The quorum shall be 3 members or 40% whichever is greater.
- **Clerkship:** The Clerk to the Committee shall be the Clerk to the Corporation, the Deputy Clerk to the Corporation or, in their absence, a member of the Committee
- **Election of Chair and Deputy Chair:** The Clerk shall seek seconded nominations of members willing to undertake these duties.
- **Frequency of Meetings:** Meetings will be held at least once a term

The Audit Committee's objective is to:

- ❖ Advise on matters relating to the Corporation's audit arrangements and systems of internal control.

In order to meet this objective the Audit Committee will:

1. Advise the governing body on the adequacy and effectiveness of the college's whole system of internal control and its arrangements for risk management, control and governance processes, including controls for securing economy, efficiency, effectiveness (value for money), equity and ethics.
2. Advise the governing body on the appointment, reappointment, dismissal and remuneration of the financial statements auditor and the internal audit service.
3. Advise the governing body on the scope and objectives of the work of the financial statements auditor, Funding auditor and the internal audit service.
4. Assure co-ordination between the internal audit service, Funding auditor and financial statements auditor including whether the work of the funding auditor should be relied upon for internal audit purposes.
5. Consider and advise the governing body on the audit strategy and annual internal audit plans for the internal audit service.
6. Advise the governing body on internal audit assignment reports and on control issues included in the financial statements auditor's and funding auditor management letters, and management response to these.
7. Consider and advise the governing body on relevant reports by the NAO, the relevant government agencies and other funding bodies and where appropriate, management's response to these.

8. Monitor, within an agreed timescale, the implementation of agreed recommendations relating to internal audit assignment reports, internal audit annual reports, funding auditor's and financial statements auditor's management letters and spot-check reports and the financial statements auditor's management letter.
9. Establish, in conjunction with college management, relevant annual performance measures and indicators and monitor the effectiveness of the internal audit service, and the financial statements auditor through these measures and indicators and decide, based on this review, whether a competition for price and quality of audit service is appropriate
10. Produce an annual report for the governing body and accounting officer which includes the committee's advice on the effectiveness of the college's system of internal control, risk management and governance process. The report should incorporate any significant matters arising from the work of the internal audit service, Funding auditor and financial statements auditor.
11. Ensure that all allegations of fraud and irregularity are properly followed up.
12. Review its own performance as a committee and report on this to the full Corporation.

UPDATED July 2021 – Approved by Corporation 27 July 2021

TERMS OF REFERENCE FOR THE SEARCH & CONDUCT COMMITTEE

The Committee:

- **Membership:** The Committee shall comprise a minimum of 4 members including the Principal.
- **Term of office:** Members shall normally hold office for the same period as their current appointment as a governor
- **Quoracy:** The quorum shall be 2 members or 40% whichever is greater.
- **Clerkship:** The Clerk to the Committee shall be the Clerk to the Corporation, the Deputy Clerk to the Corporation or, in their absence, a member of the Committee
- **Election of Chair and Deputy Chair:** The Clerk shall seek seconded nominations of members willing to undertake these duties.
- **Frequency of Meetings:** Meetings will be held at least once a term

The Search & Conduct Committee's objectives are to:

- ❖ **Advise on matters relating to membership of, appointment to and conduct of the Corporation and its committees**

In order to meet these objectives the Search & Conduct Committee will:

1. Ensure the College has in place sound and fair Governor recruitment, appointment and induction procedures, policies and practices, which are regularly reviewed and updated; make recommendations to the Corporation regarding such procedures and policies.
2. Make recommendations to the Corporation on the composition and membership of the Corporation and undertake a regular skills audit.
3. Ensure and keep up to date with the membership categories and requirements laid down in the Instruments and Articles of Government
4. Make recommendations on the appointment of individual members, where these fall within the remit of the Corporation and ensure all re-appointments are properly considered and evaluated before recommending to the Corporation for approval.
5. Make recommendations to the Corporation on the structure of the Committees, the membership of each Committee and the chairing of committees.
6. Ensure there are fair and open procedures in place for the appointment of the Chairman and Vice Chairman of the Corporation.
7. Ensure there is a written statement of a policy regarding attendance at committee meetings by persons who are not committee members and the publication of the minutes of committee meetings; make recommendations to the Corporation regarding the policy.
8. Review the Corporation's Standing Orders and make recommendations on updates.
9. Review Corporation's Code of Conduct and Register of Interests
10. Review quorum for Committee meetings and make recommendations to the Corporation.

11. Review and monitor attendance of members at Corporation and Committee meetings.
12. Make recommendations to the Corporation on the arrangements for Corporation and Committee meetings, (e.g. frequency of meetings, duration of meetings, refreshments, reporting procedures).
13. Review any data relating to governors which will assist the Committee in meeting its objectives.
14. Review its own performance as a committee and report on this annually to the full Corporation.

UPDATED July 2021 – Approved by Corporation 27 July 2021

Scarborough Sixth Form College

TERMS OF REFERENCE FOR THE REMUNERATION COMMITTEE

The Committee:

- **Membership:** The Committee shall comprise a minimum of 3 members. The Principal shall not be a member.
- **Term of office:** Members shall normally hold office for the same period as their current appointment as a governor
- **Quoracy:** The quorum shall be 2 members or 40% whichever is greater.
- **Clerkship:** The Clerk to the Committee shall be the Clerk to the Corporation, the Deputy Clerk to the Corporation or, in their absence, a member of the Committee
- **Election of Chair and Deputy Chair:** The Clerk shall seek seconded nominations of members willing to undertake these duties.
- **Frequency of Meetings:** Meetings will be held in the Autumn and Summer Terms

The Remuneration Committee's objectives are to:

- ❖ **Advise the Corporation on matters relating to the employment of senior staff and of the Clerk to the Corporation.**
- ❖ **Assist the Corporation in its oversight of the College's activities in relation to the management of senior staff and of the Clerk.**

('Senior staff' means those staff determined as holder of senior posts under the Articles of Government).

In order to meet these objectives the Remuneration Committee will:

1. Carry out an annual review of which members of staff should be classified as 'senior' and make recommendations for any changes to the Corporation.
2. Ensure the College has in place sound and fair employment procedure, policies and practices for senior staff and for the Clerk. Ensure these are regularly reviewed and updated and make recommendations to the Corporation regarding such procedures and policies.
3. Make recommendations to the Corporation on an annual basis regarding the remuneration for senior staff and for the Clerk, after consideration of any national salary data and developments.
4. Make recommendations to the Corporation on the conditions of service for senior staff and the Clerk.
5. Keep up to date (in broad terms) with new legislation affecting employers and ensure the implications for the College in relation to senior staff and the Clerk have been fully considered.
6. Make recommendations to the Corporation on the Appraisal Schemes to be used for senior staff and the Clerk. Ensure these appraisals are carried out on a regular basis and contribute to the appraisal process, where appropriate.
7. Ensure adequate arrangements are made for the professional development of senior staff and the Clerk.
8. Carry out an annual review of the job descriptions for senior staff and the Clerk and make recommendations for any changes to the Corporation.

9. Make recommendations to the Corporation regarding the selection panel for the appointment of senior staff and the Clerk, which is responsible for:
 - Determining the appointment process (incl. short-listing arrangements and timetable)
 - Interviewing short-listed applicants
 - Making recommendations for appointment to the Corporation.
10. Make temporary arrangements for the cover of senior staff or the Clerk where there is a vacancy or absence for a period of up to 6 months.
11. Seek professional advice on personnel matters related to senior staff and the Clerk, when appropriate.
12. Review its own performance as a committee and report on this annually to the full Corporation.

UPDATED July 2021 – Approved by Corporation 27 July 2021

Scarborough Sixth Form College

TERMS OF REFERENCE FOR THE FINANCE & ESTATES COMMITTEE

The Committee:

- **Membership:** The Committee shall comprise a minimum of 5 members including the Principal.
- **Term of office:** Members shall normally hold office for the same period as their current appointment as a governor
- **Quoracy:** The quorum shall be 3 members or 40% whichever is greater.
- **Clerkship:** The Clerk to the Committee shall be the Clerk to the Corporation, the Deputy Clerk to the Corporation or, in their absence, a member of the Committee
- **Election of Chair and Deputy Chair:** The Clerk shall seek seconded nominations of members willing to undertake these duties.
- **Frequency of Meetings:** Meetings will be held at least once a term, with two meetings in the autumn term.

The objectives of the Finance & Estates Committee are to:

- ❖ **Ensure the Corporation meets all its financial responsibilities, particularly in relation to :**
 - **the solvency of the College**
 - **the stewardship of public funds and assets**
 - **the approval and monitoring of financial forecasts, budgets and accounts**
- ❖ **Assist the Corporation in its oversight of the College's activities relating to the financial management of the College and the management of its resources, equipment and estates.**

In order to meet these objectives the Finance Committee will:

1. Ensure the College has in place appropriate and sound financial procedures, policies and practices, which are regularly reviewed and updated; and, where these fall within the responsibility of the Corporation, make recommendations to the Corporation regarding such procedures and policies.
2. Ensure that appropriate financial considerations are taken into account by the Corporation at all stages in reaching decisions and in their execution.
3. Ensure that financial and academic affairs are planned and conducted so that the College's total income is not less than sufficient, taking one year with another to meet its total expenditure.
4. Consider in detail the proposed annual budget, financial forecasts and draft annual accounts and make recommendations to the Corporation regarding their approval.
5. Approve the 3-year financial forecasts and financial commentary prior to submission to the relevant funding body, ensuring these are in line with the forecasts presented to the Corporation.
6. Annually review and monitor the College's financial objectives.

7. Regularly review the management accounts and cash situation, including:
 - actual and cumulative income and expenditure
 - previous year actual income and expenditure
 - variances against budget
 - forecast year end results
 - balance sheet
 - actual cash balances
 - cashflow forecast.

Other than under exceptional circumstances this review will take place a minimum of 3 times per year before Corporation Meetings.

8. Report to the Corporation at least termly on the College's financial position.
9. Oversee fundraising activities, investments and borrowings within the framework of delegation set by the Corporation; and make recommendations to the Corporation, as appropriate.
10. Consider any projected or proposed overspends against budget and approve these subject to any limits to delegation set by the Corporation; or make recommendations to the Corporation, as appropriate.
11. Consider in detail any proposed capital projects, make recommendations to the Corporation and oversee the progress of the projects within the framework of delegation set by the Corporation.
12. Review the College's Property Strategy and planned maintenance/refurbishment programme; and make recommendations on these to the Corporation, as appropriate.
13. Review, from time to time, individual items of expenditure in order to identify potential cost savings.
14. Make recommendations to the Corporation regarding the College's tuition and registration fees.
15. Keep up to date (in broad terms) with issues affecting the College's funding and ensure the implications for the College have been fully considered.
16. Seek professional advice on financial and estates matters which are the Corporation's direct responsibility, when appropriate.
17. Review any other data or reports relating to finance and estates which will assist the Committee in meeting its objectives.
18. Review its own performance as a committee and report on this to the full Corporation.

UPDATED July 2021 – Approved by Corporation 27 July 2021

Scarborough Sixth Form College

TERMS OF REFERENCE FOR EMPLOYMENT AND WELFARE COMMITTEE

The Committee:

- **Membership:** The Committee shall comprise the Principal, at least 3 Independent Members, 1 Staff Member and 1 Parent Governor.
- **Term of office:** Members shall normally hold office for the same period as their current appointment as a governor
- **Quoracy:** The quorum shall be 3 members or 40% whichever is greater.
- **Clerkship:** The Clerk to the Committee shall be the Clerk to the Corporation, the Deputy Clerk to the Corporation or, in their absence, a member of the Committee
- **Election of Chair and Deputy Chair:** The Clerk shall seek seconded nominations of members willing to undertake these duties.
- **Frequency of Meetings:** Meetings will be held at least once a term

The Employer and Welfare Committee's key objectives and accountabilities are to:

- ❖ **Ensure the Corporation fulfils its responsibilities as an employer specifically those associated with the Health & Safety, Safeguarding and Welfare of its staff and students**
- ❖ **Assist the Corporation in its oversight of the College's activities relating to the management of staff and the conduct and treatment of students.**

In order to meet these objectives and accountabilities the Employment and Welfare Committee will:

1. Ensure the College has in place sound and fair employment procedure, policies and practices, which are regularly reviewed and updated; and, where these fall within the responsibility of the Corporation, make recommendations to the Corporation regarding such procedures and policies.

The Corporation confirmed on 21 October 2014 that the approval of College employment policies and student procedures, which specifically refer to governors or, where legislation requires governor approval, should be delegated to the Employment and Welfare Committee, otherwise approval would continue to rest with the College Management Team. Minor changes would not normally be expected to be reported to the Committee, provided that:

- a) *The Committee to report at each Corporation meeting which policies have been approved or significantly revised.*
- b) *Copies of policies are made available, if requested by a Corporation member.*
- c) *An annual schedule of policies is provided to the Corporation.*

2. In respect of the College's duties as an employer, receive reports and management proposals, monitor progress and make recommendations with regard to the College's policy framework, its response to employment legislation, arrangements for the recruitment, pay and performance management of employees, and for the survey of staff opinion.

3. In respect of the College's service to students and parents, receive reports and management proposals, monitor progress and make recommendations with regard to the admissions policy, the disciplinary code, and support for students, arrangements for the learner voice, handling complaints and for communication with parents
4. In respect of the College's duties for the welfare of staff, students and others on site, receive reports and management proposals, monitor progress and make recommendations with regard to the College's arrangements for safeguarding (including Health & Safety), reporting and responding to incidents, and for equality and diversity.
5. Review its own performance as a committee and report on this to the full Corporation.

UPDATED July 2021 – Approved by Corporation 27 July 2021



Standing Orders
Annex 2
(Standing Order Ref. 5.4)

Complaints against the Corporation

1. A complaint against the Corporation, a Member of the Corporation or the Clerk to the Corporation may be made by an individual, business or an organisation.
2. Complaints against the Corporation or a member of the Corporation should preferably be made in writing and addressed to:

Clerk to the Corporation
Scarborough Sixth Form College
Sandybed Lane
Scarborough
YO12 5LF

3. The complaint will be expected to state clearly the nature of the complaint and if appropriate provide copies of any related documentation. The complainant should also state the remedy they are seeking.
4. The Clerk will:
 - acknowledge receipt of the complaint without delay
 - either investigate the complaint or appoint a member of the Corporation not involved in the complaint to investigate the complaint (the Investigating Officer)
 - endeavour to provide a response to the complainant within 10 working days and if this is not possible provide the complainant with an interim statement.
5. The written response of the Clerk will include details of any arrangements for pursuing the matter with an independent body (e.g. the Department for Education, Department for Business Innovation and Skills, Education and Skills Funding Agency or Young Persons Learning Agency). This list of agencies needs to be checked and amendments made to the names where appropriate .
6. The Clerk or the Investigating Officer will keep the Chair of the Corporation informed of the situation and will provide the Corporation with a written report of the nature of the complaint and the response at the next Corporation meeting. Such a report shall be circulated to members within ten working days of the response of the Clerk to the complaint so the Members are aware of the situation.

7. When carrying out an investigation of a complaint against the Corporation or an individual member of the Corporation the Clerk or the Investigating Officer will have the authority to refer issues to the Corporation's auditors (external and/or internal) or other appropriate advisors.

8. A complaint against the Clerk to the Corporation shall be forwarded to the Chair of the Corporation for investigation and response. Complaints against the Clerk should preferably be in writing and addressed to:

Chair of the Corporation
Scarborough Sixth Form College
Sandybed Lane
Scarborough
YO12 5LF

9. The approach to be adopted by the Chair of the Corporation in investigating and responding to a complaint against the Clerk will be similar to that outlined above with regard to complaints against the Corporation or individual members of the Corporation. In these circumstances however references to the "Clerk" in paragraphs 4 to 8 should be substituted with "Chair".

10. If a complainant is not satisfied with the outcome of a complaint then they may wish to write or email the Education & Skills Funding Agency at complaints.esfa@education.gov.uk