



CODE OF CONDUCT FOR GOVERNORS

Introduction

This Code is a guide to show the standard of conduct and accountability which is expected of governors. It lays out their legal and ethical duties, and their relationship with the Board (the Board of Governors, or the Corporation), and the Principal & Chief Executive ("the Principal"). The Code aims to promote effective, well informed and accountable College governance, but is not a definitive or authoritative statement of the law or good practice. Copies are available from the Governance Advisor and published on the College website. The Board will review the Code biennially

Public service values

The Board acknowledges and supports the seven principles of public life as identified by the Committee on Standards in Public Life (the Nolan Committee) which are:

Selflessness

Holders of public office should act 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 seek to 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.

The Board has decided that members will not receive any payment or other benefits for carrying out their voluntary roles other than being eligible to receive the reimbursement of any costs incurred in travelling to and from meetings and training events.

In order to promote more effective governance the Board of Governors will carry out an annual review of the performance of its duties and responsibilities as part of a continuing process of self-evaluation and will develop an action plan from the analysis of responses.

A complaint against the Board of Governors or an individual member of the Board should be addressed to the Governance Advisor to the Board of Governors who will 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 Governance Advisor to the Board of Governors is to be forwarded to the Chair of the Board of Governors.

Any question on the meaning of this Code is to be referred to, in the first instance, the Governance Advisor, North Shropshire College, Shrewsbury Road, Oswestry, SY11 4QB. Direct line 01691 688 081 or email carol.thompson@nsc.ac.uk

The Board of Governors

The Board will meet at least once in each term to conduct the required business and to carry out the responsibilities placed on such bodies as set out in the Articles of Government and other key documents.

The Search & Governance Committee will review the attendance records of members and consider, as and when appropriate, if an individual member should be removed from the body.

The Board will have due regard to the different but complementary responsibilities of the Board and the Principal & Chief Executive so that the respective roles may be carried out efficiently and effectively without unnecessary interference.

The Board will make available through the office of the Governance Advisor all open (non confidential) items for reference by staff, students and others with an interest in the College. This will include agendas, reports and minutes of meetings of the Board and its Committees. Non-confidential minutes will be available on the College website. The remaining documents will be available through contacting the Governance Advisor (see above for contact details). The Governance Advisor will maintain a register of members' interests and this will be available for inspection in the office of the Governance Advisor.

Statutory responsibilities

Governors are responsible for ensuring the College meets its duties at all times. The key documents which they should familiarise themselves with and adhere to are listed below. Copies will be given to governors on appointment, and also made available on the governors' intranet:

- the Instrument and Articles of Government
- the Financial Regulations
- the Financial Memorandum (with the ESFA)
- the Mission Statement and associated statements adopted by the Board
- this Code of Conduct.
- Standing Orders for the Conduct of Meetings and Related Issues

The Governance Advisor will ensure that up-to-date versions of all essential documents and information are posted on the Governors' intranet

Individual governors will:

1. Support the aims and objectives of the College and promote the interests of the College and its students on the wider community

2. Work co-operatively with other members, staff and students in the best interests of the College
3. Actively support equal opportunities in the College and make provision for it in the strategic plan
4. Be satisfied that a course of action is taken in accordance with the Instrument and Articles of Government and other associated regulations
5. Seek to ensure that the College remains financially viable and promotes value for money
6. Not bind the College to a course of action it cannot carry out
7. Acknowledge that as an individual member they have no legal authority outside meetings of the Board and its committees
8. Act honestly, diligently and in good faith, noting that to do so may require taking professional advice
9. Resist any temptation or outside pressure to use the position of governor to benefit themselves or other individuals or agencies
10. Not accept offers of money or other gifts as a result of their membership of the Board of Governors
11. Avoid putting themselves in a position where there is a conflict (actual or potential) between their personal interests and those of the College
12. Declare openly and immediately any personal conflict of interest arising from a matter before the Board (or a committee of the Board) or from any other aspect of membership
13. Seek to persuade other members and register dissent if there is a concern that an action would be contrary to the Instrument and Articles of Government and other associated regulations
14. Acknowledge that differences of opinion may arise in discussion but, once a decision has been made by the Board, support the decision
15. Base their views on matters before the Board on an honest assessment of the available facts, unbiased by partisan or representative views
16. Understand that an individual member does not have the right to make statements or express opinions on behalf of the Board unless specifically authorised to do so
17. Respect the confidentiality of items of business, which the Board decides, should remain confidential
18. Honour the obligations on all members not to reveal to third parties the views expressed at meetings
19. Have regard to the broader responsibilities as a Board member including the need to promote public accountability for the actions and performance of the Board
20. Take or seek opportunities to enhance their effectiveness as a member through participation in training and development programmes and by increasing their knowledge of the College
21. Give priority, as far as practicable, to attendance at meetings of the Board and its committees
22. Not serve on the Board of another college or the governing body of a school which is regarded as being in competition with North Shropshire College without the express agreement of the Board of Governors of North Shropshire College

23. Refer to the Governance Advisor any invitation received by a member to accept a donation on behalf of the Board so that the proposal may be investigated and placed before the Board or one of its committees

Chair of the Board of Governors

In order that the Chair may carry out the role it is essential that he or she has the trust and support of all members of the Board of Governors. To ensure that the Chair maintains the trust and support of members there will be a regular (usually two-year) election for the office.

The Board has authorised the Chair (and, when appropriate, the Principal & Chief Executive and the Governance Advisor) to make statements to the media, the public and interested parties on issues relating to the governance of the College. The content of the statements will be subject of consultation between the Chair and College management. The majority of items which require public statement concern the strategic management and day to day operation of the College and thus are dealt with by, or on behalf of, the Principal & Chief Executive.

The Chair and/or other members are encouraged to attend national, regional and local events on behalf of the Board so as to represent the interests of the Board as a whole. Members will be kept informed of such events and associated developments through the Governance Advisor.

Public relations and communications in the event of a major Incident

Governors will be kept informed of major incidents in accordance with the policy statement. In accordance with this policy, the Principal & Chief Executive and/or nominated member of the Senior Leadership Team will respond to requests for information from the press.