GOVERNOR CODE OF CONDUCT

Governor Commitment

The Corporation of CRC is committed to supporting the College in its delivery of its Strategic Plan. The College's mission is 'To transform lives and create prosperity by delivering technical and professional education that meets the needs of students, employers and communities in Cambridgeshire and the surrounding area'.

The Governing Body aims to support the ethos and vision of CRC through setting challenging aims and objectives for the College as appropriate, and supporting the College in achieving them. The Governing Body will always act in the best interest of the College and its students. This will be achieved through strong attendance and involvement at Corporation meetings, playing an ambassadorial role with employers and in the community and taking an active interest in the life of the College. Governors will act with integrity, objectivity and ambition, pulling together as a team and valuing the contribution made by every individual Governor.

The College has adopted the AOC Code of Good Governance which sets out six key governance principles:

1. Determination of aims and strategic oversight
2. Responsibility and accountability
3. Leadership and integrity
4. Collaboration and stakeholder engagement
5. Regulatory compliance
6. Board and organisational effectiveness

A Governance improvement plan is agreed annually which sets out improvements configured around the six principles.

At CRC, Governors commit to undertaking these responsibilities through the following:

- Attendance at a minimum number of meetings per year (We aim for an overall attendance rate of 80%).
- Reading Corporation and Committee papers prior to each meeting, and responding to any resolutions or other requests from the Chair or Head of Governance that are circulated electronically
- Undertaking a programme of induction and training to meet their own training needs, including annual safeguarding training/Keeping Children Safe in Education reading
- Updating the Register of Interest on an annual basis
- Acting as advocates for the College in the wider community
- Participating in the College's Governor Engagement Scheme

- Attendance at student conferences, focus groups, prize givings, departmental events and other college wide events as agreed and as appropriate
- Participation in appeal panels as they arise
- Participation in appointment panels for senior postholders as they arise

Governors' Code of Conduct

In order to undertake these responsibilities, Governors agree to the following:

- complete a register of interests form declaring any interest, financial or other, which might influence their judgment. The register is open to public inspection in the Clerk's office and a summary is put on the College website. If you receive any payments through your work as a Governor, you must disclose these to the Head of Governance.

- abide by the **Seven Principles of Public Life** (the Nolan principles) – see annex A

- pay due consideration to the **six main duties of a trustee under charity law** – see annex B

- adhere to a **Governors' Code of conduct** as follows:
  1. Support the aims and objectives of the College and promote the interests of the College and its students in the wider community.
  2. Work co-operatively with other Governors in the best interests of the College.
  3. Acknowledge that differences of opinion may arise in discussion of issues but, when a majority decision of the governing body prevails, it must be supported.
  4. Base his or her view about matters before the governing body on an honest assessment of the available facts, unbiased by partisan or representative views.
  5. Acknowledge that as an individual Governor, he or she has no legal authority outside the meetings of the Corporation and its Committees.
  6. Understand that an individual Governor does not have the right, other than through the Chair and with Corporation agreement, to make statements or express opinions on behalf of the Governors.
  7. Resist any temptation or outside pressure to use the position of Governor to benefit himself or herself or other individuals or agencies.
  8. Declare openly and immediately any personal conflict of interest, including any potential conflict of interest, arising from a matter before the Governors or from any other aspect of governorship.
  9. Respect the confidentiality of those items of business that the governing body decides from time to time must remain confidential.
  10. Take or seek opportunities to enhance his or her effectiveness as a Governor through participation in training and development programmes and by increasing his or her own knowledge of the College.
  11. Give priority, as far as is practicable, to attendance at meetings of the Corporation and its Committees.
  12. Have regard to his or her broader responsibilities as a Governor of a public institution, including the need to promote public accountability for the actions and performance of the Corporation.

Annex A: The Seven Principles of Public Life

The Seven Principles of Public Life (also known as the Nolan Principles) apply to anyone who works as a public office-holder. This includes all those who are elected or appointed to public office, nationally and locally, and all people appointed to work in the Civil Service, local government, the police, courts and probation services, non-departmental public bodies (NDPBs), and in the health, education, social and care services. All public office-holders are both servants of the public and stewards of public resources. The principles also apply to all those in other sectors delivering public services.

1. **Selflessness**
   Holders of public office should act solely in terms of the public interest

2. **Integrity**
   Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

3. **Objectivity**
   Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

4. **Accountability**
   Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

5. **Openness**
   Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

6. **Honesty**
   Holders of public office should be truthful.

7. **Leadership**
   Holders of public office should exhibit these principles in their own behaviour and treat others with respect. They should actively promote and robustly support the principles and challenge poor behaviour wherever it occurs.

Annex B: Charity Commission – six main duties of a trustee

Members of the board are governors and charity trustees and as such have 6 main duties under charity law:

1. ***Ensure your corporation carries out its purpose for the public benefit***

Governors must ensure corporation carries out the charitable purpose for which it was set up, and no other purpose. Governors should:

- ensure they understand the corporation's purpose and, with co-governors, plan how this will be achieved
- understand, and be able to explain, how the corporation benefits the public
- be able to explain how the corporation's activities support its purpose

2. ***Comply with your corporation's governing document and the law***

Governors should:

- comply with charity law and other laws and regulations that apply to your corporation
- comply with your corporation's instrument and articles of government

The board can amend its corporation's instrument and articles in accordance with the procedure set out in that document. But the board must not make changes that:

- cause the corporation to cease to be a charity
- give a personal benefit to a governor, unless this has Charity Commission approval
- cause the instrument and articles to no longer comply with Schedule 4 of the Further Education Action 1992

3. ***Act in your corporation's best interests***

Governors must:

- decide with their co-governors what will best enable the corporation to carry out its purpose
- make balanced and information decisions with co-governors
- avoid being in a position where the duty to the corporation conflicts with personal interests
- not receive any benefit from the corporation, unless this is authorised and is in your corporation's interests

4. ***Manage your corporation's resources responsibly***

Governors must:

- make sure the corporation's assets are used only to support its purpose

- avoid exposing the corporation to undue risk
- not overcommit the corporation
- take care when investing or borrowing
- comply with any restrictions on spending funds or selling land
- ensure the effective and efficient use of resources

5. ***Act with reasonable care and skill***

Governors

- must take reasonable care in governing the corporation, making best use of your skills and experience, and taking appropriate advice when necessary
- should give enough time to the role, including preparing for and participating in meetings

6. ***Ensure your corporation is accountable***

Governors must comply with accounting and reporting requirements. They should also:

- demonstrate that your corporation complies with the law and is run effectively
- ensure accountability in the corporation, especially where duties or tasks are delegated to staff

For more information on your responsibilities, please read the Charity Commission guide 'The essential trustee'