

# GOVERNANCE<sup>4</sup>FE

EXTERNAL REVIEW OF GOVERNANCE  
SOUTH GLOUCESTERSHIRE & STROUD  
COLLEGE

19<sup>TH</sup> JUNE 2023



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## OVERVIEW

Board Review: art or science? Qualitative or quantitative? Compliance approval or forward looking? The reality is that Board Reviews are evolving rapidly. It's all the above and today there is no standard experience common across all boardrooms, though they are increasingly focused on:

- (i) deriving meaningful insights on key issues and
- (ii) using the recommendations and findings to align the Board and Executive and increase effectiveness

Every Board – however experienced - can increase its effectiveness and this review, through collaborative diagnosis between the reviewer, governors, governance professional, and management, has sought to identify areas of effectiveness that can be built upon to deliver a greater maturity of governance. The follow up presentation and discussion with the Board is a key component to increasing effectiveness, as is our on-going support, guidance, and being a sounding board, during the months following the Review.

Of course, the Governance Review should provide comfort that the Board is alert to its duties and diligent in the performance of those duties. This is critically important for stakeholders, in particular our funders and regulators. In addition, the Review has considered how the Board is helping the organisation to achieve its purpose. At Governance4FE, we are very pleased to be tailoring our Board Review to shine a light on this key question and provide recommendations and a pathway as to how the Board can increase its effectiveness and value contribution.

## Framework

The GREAT framework is developed on an evidence base gained over three decades of working with multiple boards, alongside academic study. We work in accordance with the DfE's current guidance on External Governance Reviews and the Chartered Governance Institute's Code of Practice for board reviewers.



## EXECUTIVE SUMMARY

### SUMMARY OF REVIEW OUTCOMES & RECOMMENDATIONS

Within the overall review of governance effectiveness, this is a positive report on a college where governance oversight and compliance are strong. The College is compliant with the current Code of Good Governance for English Colleges and assurance across each of the principles of the Code has been achieved. This summary of review outcomes should be read in conjunction with the full report as the report contains important contextual information, rationale, and evidence for all the recommendations made. The review considered the Board's effectiveness and governance maturity across the 5 main areas.

### GOVERNANCE PRACTICE

Governance processes are embedded and facilitate good governance on compliance matters. The Board is suitably assured that financial management systems and internal controls are robust, and the provision of financial information is timely and accurate (an ESFA funding audit via Mazars, is awaited). Audit and Risk work is transparent, and risks are regularly discussed at Board level. The provision of data and information through the Board and committee papers should be reviewed again to identify further efficiencies and improvements – ensuring agendas are suitably forward focused – delivering stewardship of the organisation.

### RELATIONSHIPS

Both governors and the Executive are clearly committed to working together to further improve provision and outcomes for students and their communities. From meeting observation, interviews and questionnaire responses, the quality of the student experience is central to the operation of the Board and the student voice is clearly embedded in decision-making. Both governors and the Executive agree that there needs to be a cultural shift in board and committee meetings that enables there to be greater dialogue that stimulates new thinking from which everyone benefits.

### ENABLING

Board members appreciate 'collective responsibility' in decision making. They provide constructive challenge and support at governance meetings, holding the senior college staff to account. Participation and diversity of thought, as positive inputs to decision-making, have been enabled by the Board's focus on EDI, and are facilitated through the Board's Chair. There is scope for further contribution by the Board/committees, by engaging them earlier in the strategic thinking and strategic planning work of the college - moving from fiduciary and strategic modes of governance to a more generative mode of governance.

### ALIGNMENT

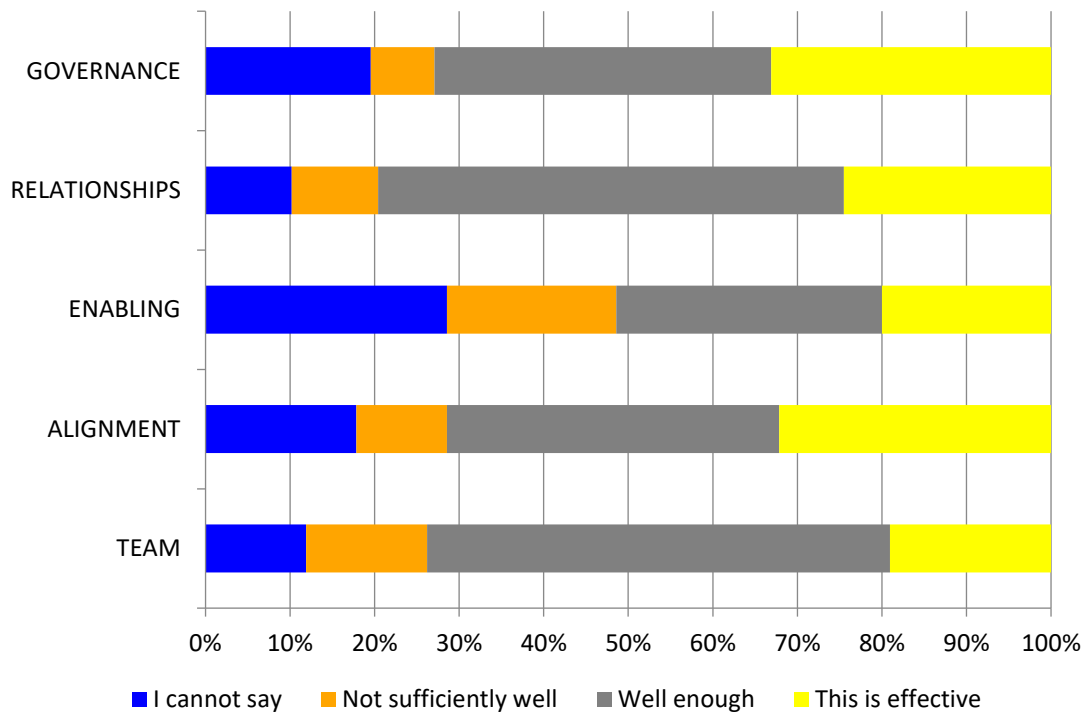
The Board has played a significant role in setting the vision, ethos, and values of the college. Improved oversight of the achievement of strategic objectives would be supported through further development of reporting to provide a clear link between Board and committee activity & KPI reporting, and the achievement of key strategic milestone and the overarching strategic plan.

### TEAM

The board membership is a strong mix of experienced and newly appointed board members. This is a diverse governing board with a relevant and considered combination of skills and experience. There is a view that succession planning is an area that lacks visibility at both the Board and Executive level. Whilst discussions take place, there was overall agreement that it is important for good governance and risk management, that succession planning has more visibility, with a formal succession plan to be put in place.

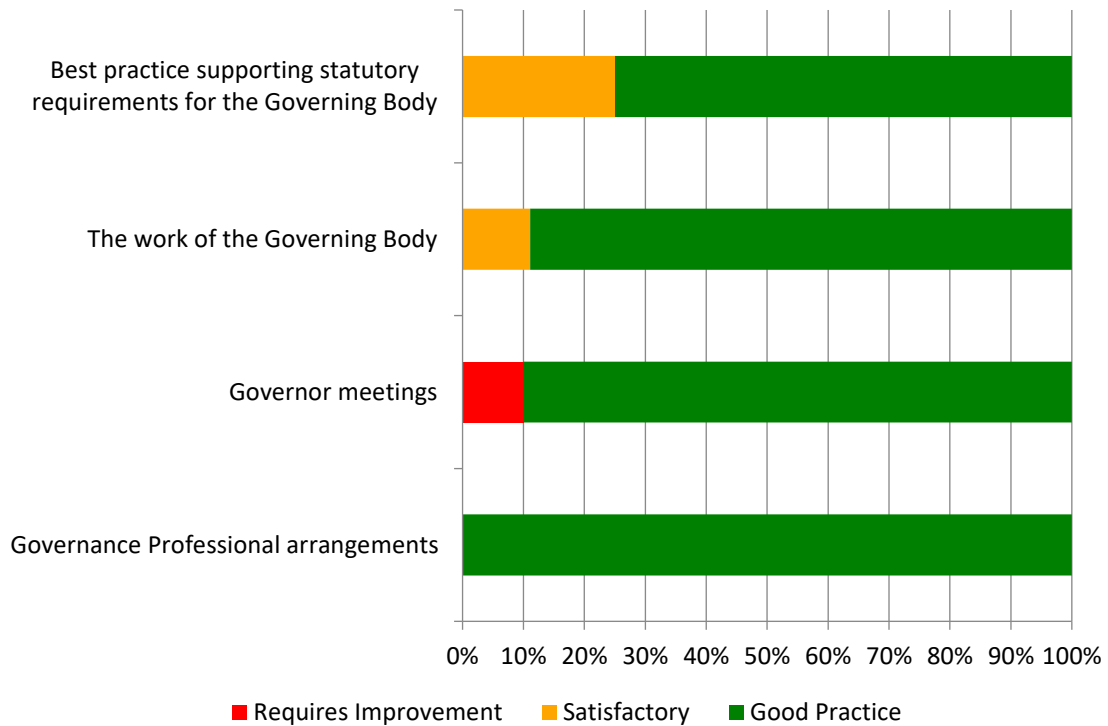
Governor Questionnaire Responses

### Governor Questionnaire Responses



Governance Procedural Questionnaire Responses

### Governance Procedural Questionnaire - Overview



# FULL REPORT

## INTRODUCTION & METHODOLOGY

### Purpose

The purpose of this Review is to support the board in becoming a more effective decision-making body as part of the organisations' commitment to excellence in governance and leadership, and to better understand how governance can move the organisation forward and the impact of governors – both when sat around the board table, and externally. The review identifies what is working well and how to build on that, as well as identifying priorities for any improvement, providing support on identified actions. By providing the catalyst for open, focused, and respectful dialogue, we have given board members and the Executive the insights and time needed to reflect on practices and behaviours and consider actionable solutions that will drive improvement. The aim is to develop mature governance - a board that fully understands its legal and governance duties, delivers them effectively, assesses them regularly, and learns continuously.

### Process

Governance4FE was appointed in March 2023, to carry out an External Governance Effectiveness Review. The review has been carried out over the period of April-July. In carrying out this review we have undertaken the following activities.

- A scoping exercise was undertaken with the CEO and Chair of Governors,
- Questionnaires were drawn up and circulated to both board members and members of the senior management team.
- Conversations with chairs of committees, members of the Executive team, the Chair of the Board, the CEO, and the Governance Professional.
- The governance professional undertook a governance procedural questionnaire and supplied the reviewer with documentation for perusal.
- Observation of a Board via Teams and a Strategy Day session in person.
- A facilitated discussion with the Board on the draft report on 6 July 2023.

The data collected forms a coherent picture of the Board's effectiveness. A draft report was circulated to the Chair, CEO, and governance professional for comment, and a further draft was circulated to all members. A facilitated discussion was led by the reviewer on the findings, to explore approaches to address any issues surfaced, and to agree methods of implementation of any required actions. These discussions are captured to form the action plan, which is the board's roadmap for the next 12-24 months. We register our thanks for the support from South Gloucestershire and Stroud College for the conduct of this review, and the co-operation from many individuals.

### The College

As a regional GFE college, the college delivers on two main campuses in South Gloucestershire (SGS Filton and SGS WISE), at SGS Stroud, Gloucestershire and with a further campus at SGS Berkeley that is managed by the College's wholly-owned subsidiary company – SGS Commercial Services, overall attended by 800 staff and 10,000 learners. Its mission is to positively change people's lives and add value to the social and economic well-being of its communities. It does this by providing high quality, innovative, accessible education and training in a friendly culture of mutual respect and support. It has 18 governors, including staff, student, and the CEO. The Board is moving from a carveresque style of governance to a committee model of governance.

## DETAILED FINDINGS

This board effectiveness review indicates that South Gloucestershire and Stroud college has a good level of governance maturity when assessed against the Governance4FE appraisal framework. Our comments around improvement must be understood against the existing good governance processes, led by strong performances by the Chair and Governance Professional. The focus of our efforts have been on how to optimise what the organisation has already achieved, and to support it in on its journey to stand out by being outstanding.

Examples of effectiveness across the 10 detailed areas of the framework are collated from the questionnaires, meeting observations, conversations, document review, and procedural questionnaire. The developments are flagged where most responses in the governor questionnaire fell into the 'not sufficiently well' and 'well enough' categories, as opposed to the 'effective' category, and where these and additional areas were raised in discussions and/or observed through the other activities undertaken.

### Roles & Responsibilities

#### *Examples of Effectiveness*

The current committees function well, with clearly defined terms of reference.

The Clerk to the Corporation is highly expert, appreciated, and respected in the performance of her role. Opportunities to support the continued development of the role from board administrator and trusted advisor into a strategic enabler to support an agile governance function, should be supported.

The Board is suitably assured that financial management systems and internal controls are robust, and the provision of financial information is timely and accurate.

Audit and Risk work is transparent, and risks are regularly discussed at Board level.

#### *Areas for Development*

The Board would benefit from having an annual conversation with the Executive to define more clearly the ask of governance: on which strategic priorities the Board and committees are going to focus their attention; to clarify what the necessary reporting requirements are to ensure oversight of those priorities and how meetings will fit into that cycle; and agree how they want to work together – what behaviours they wish to model to enact the strategy. This would lessen the feeling of 'feeding the beast' that is governance and allow better opportunities for value to be added by board members to support organisational performance.

Triangulation of management information is a key part of a governor's role, and the Board and its committees should seek to receive 50% of their information from sources other than management.

The process for the Performance Management of the Group CEO should be open and transparent. The Board is the collective 'boss' of the CEO, and is collectively responsible for providing everything a good boss should give to their employee – control, support, encouragement, incentives, rewards, etc. Greater clarity on achievement of strategic priorities, may be linked to this point.

An assessment of the Advocate role of governors should be undertaken. There is a difference between governing and acting as an unpaid consultant, and governors should be clear in what role they are acting. The pros of the advocate role is that management may gain value by approaching governors to leverage their expertise on an operational matter, but it must be clear that this is not

governing. Governor site visits should be encouraged as they enable governors to show their support, monitor progress, gain insights to support decision-making, build relationships, and improve accountability – key for good governing. The risk of aligning each governor to a management function or area of specialism, is that micro-managing can occur. Governors are simply not best placed to do college work, and such interventions can leave executive members confused as to their own role.

### Structures & Systems

#### *Examples of Effectiveness*

The Board is assured through the excellent work of the Clerk to the Corporation, that it is compliant with statutory and regulatory requirements. Governance processes are embedded and facilitate good governance on compliance matters.

#### *Areas for Development*

The provision of data and information through the Board and committee papers should be reviewed again to identify further efficiencies and improvements – ensuring agendas are suitably forward focused – delivering stewardship of the organisation. The information architecture should support the Board's oversight of impact (as opposed to activity). Governors are less interested in the data per se, than what the data means. Each report should clearly identify the strategic implications for Board consideration. Reports can then be taken as read and discussions can jump straight in at the strategic level. This reporting style allows governors to leave meetings knowing how the organisation has moved forward.

### Behavioural Governance

#### *Examples of Effectiveness*

Governors are clearly engaged and participate in a variety of activities to support the college. The Executive are keen to support the Board at a strategic level to enable them to govern effectively. Both governors and the Executive are clearly committed to working together to further improve provision and outcomes for students and their communities. Board are social structures and taking time out to get to know the person behind the skill, is crucial to building trust, confidence, and synergy in the boardroom. Finding opportunities to do so and to celebrate each other's contribution and achievement is highly recommended.

#### *Areas for Development*

Both governors and the Executive agree that there needs to be a cultural shift in board and committee meetings that enables there to be greater dialogue that stimulates new thinking which everyone benefits from. Clearly identifying in reports strategic implications/strategic questions for board/committee consideration, will help to facilitate these conversations at an appropriate level.

### Stakeholder Engagement

#### *Examples of Effectiveness*

From meeting observation, interviews and questionnaire responses, the quality of the student experience is central to the operation of the governing board and the student voice is clearly embedded in decision-making.

#### *Areas for Development*

The Ambassador Role is an area that as part of the Stakeholder engagement can be further built on and developed to make better use of Board Members. While not everyone sees themselves as an Ambassador or has the confidence, it is clear this is an area where Board members believe they can



as part of the stakeholder engagement strategy, contribute even more. Further discussion is needed by the Board to define this Ambassador role – to clarify and structure the role and the levels of its requirements and identify training needs, to understand role and parameters and how it would support and align with the Executive team in representing the College and engaging stakeholders. It would also encourage governors to further leverage their networks to support the Executive team and enable the work of the college.

### Support & Challenge

#### *Examples of Effectiveness*

Board members appreciate ‘collective responsibility’ in decision making. Board members provide constructive challenge and support at governance meetings, holding the senior college staff to account.

#### *Areas for Development*

To support governors to better hold the Executive to account for achievement of strategic objectives and in-year related KPIs and success measures, the provision of reporting, i.e., a data dashboard which clearly links board and committee work and KPI reporting to the overall strategic objectives as laid out in the strategic plan, should be agreed upon. KPI reporting should detail the impact of the data that is being reported.

### Impactful Decision Making

#### *Examples of Effectiveness*

Participation and diversity of thought, as positive inputs to decision-making, have been enabled by the Board’s focus in EDI, and are facilitated through the Board’s Chair.

#### *Areas for Development*

There is scope for further contribution by the governing board/committee by engaging them earlier in the strategic thinking and strategic planning work of the college. Moving from fiduciary and strategic roles to a more generative mode of governance.

It is useful practice to review meetings at their conclusion. For this item to be beneficial, the questions posed for board members to answer could be, ‘how have we practiced the art of great-decision-making? (did everyone have opportunity to speak, where the reports appropriate, was sufficient attention given where needed), ‘what impact for learners has this meeting achieved?’ and ‘what impact for college staff has this meeting achieved?’

### Vision, Ethos, and Purpose

#### *Examples of Effectiveness*

The Board has played a significant role in setting the vision, ethos, and values of the college.

#### *Areas for Development*

Greater engagement with staff and students informally would help governors triangulate what the culture of the college is currently, and how appropriate that is.

### Being Strategic

#### *Examples of Effectiveness*

Risks are regularly reviewed at Board level and considered as part of general reporting to the Board and committees.

### *Areas for Development*

Establish a short 'dashboard' that demonstrates timely achievement of success measure derived from the strategic plan, to provide a clear link between Board and committee activity and the strategic plan. An update should be a regular item at Board meetings.

Many boards are now focussing on in-depth discussions on a single pillar of the strategy or a strategic KPI in each meeting (or separate sessions between meetings), therefore ensuring each dimension of a strategy is considered in turn. There is potential with the increase in committees, to reduce the number of Board meetings to 4 or 5, with 1 strategic session each term (3 a year). This would allow the Board greater opportunity to discuss strategic matters at a deeper level whilst not increasing the burden on governors or the Executive. Reducing or removing information/update items from the agenda or having them as part of the consent agenda, would allow for the current business to be met in fewer meetings.

### Composition & Succession

#### *Examples of Effectiveness*

The board membership is a strong mix of experienced and newly appointed board members. Responses to a board effectiveness questionnaire and observation of board and strategy meetings suggest an engaged and committed membership of the governing board, with a clear desire for continuous improvement of governance. This is a diverse governing board with a relevant and considered combination of skills and experience.

### *Areas for Development*

There is a view that succession planning is an area that lacks visibility at both the Board and Executive level. While discussions take place, there was overall agreement that it is important for good governance and risk management, that succession planning has more visibility and thinking, and more formal discussions at Board and Committees. The critical issue for the Board is thinking through, planning for, and implementing the seamless succession of officeholder positions on the Board and committees and at the most senior level of the organisation.

### Diversity & Inclusion

#### *Examples of Effectiveness*

The chair is effective and promotes a board culture of openness, discussion, and decision-making. He is inclusive and proactive in performance of his role.

The last round of recruitment for new Board members was a positive process that enhanced the mix of skills, experience, and expertise on the Board.

New governors are offered a mentor when joining the Board and training and development is considered to meet governors and the Board's needs.

### *Areas for Development*

None.

## RECOMMENDATIONS

### GOVERNANCE PROCESSES

1. The Board to hold an annual conversation<sup>1</sup> with the Executive to define more clearly the ask of governance. This would lessen the feeling of ‘feeding the beast’ that is governance and allow better opportunities for value to be added to drive and support organisational performance.
2. Governors should seek to receive 50% of their information from sources other than management.
3. The process for the Performance Management of the Group CEO to be visible to the whole board.
4. An assessment of the Advocate role of governors to be undertaken. The key purpose of any ‘link governor’ system should be for governors to show their support, monitor progress, gain insights to support decision-making, build relationships, and improve accountability – key for good governing. Caution should be taken to ensure any such role does not lead to micro-management.
5. A review to be undertaken of the provision of data and information to the Board and committees to identify further efficiencies and improvements – ensuring agendas are suitably forward focused, delivering stewardship of the organisation.

### RELATIONSHIPS

6. Intentionally cultivate a boardroom culture of collective oversight, where the Board is seen as a genuine thought partner and resulting dialogue stimulates new thinking which everyone benefits from.
7. Consider a regular (annual) stakeholder mapping exercise for the board and senior staff to explore the Ambassador Role for governors as part of the stakeholder engagement strategy, and how governors can further leverage their networks to enable the work of the college.
8. The Board and Executive to actively take time to get to know the person behind the ‘skill’ as this is crucial to building trust, confidence, and synergy in the boardroom. Find opportunities to do so and to celebrate each other’s contribution and achievement.

### ENABLING

9. To support governors to better hold the Executive to account for achievement of strategic objectives and success measures, agree on a data dashboard<sup>2</sup> which clearly links board and committee work and KPI reporting to the overall strategic objectives as laid out in the strategic plan. Ensure reports clearly state the strategic implications/considerations for board and committee discussion.<sup>3</sup>
10. Engage the Board earlier in the strategic thinking and strategic planning work of the college, moving from fiduciary and strategic roles to a more generative mode<sup>4</sup> of governance.
11. Implement the practice of meeting reviews<sup>5</sup> focused on impact<sup>6</sup>, at the end of each meeting. Reviewing the effectiveness of each board and committee meeting can identify aspects for

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<sup>1</sup> Framework for an Annual Conversation

<sup>2</sup> Example templates aligning strategic objectives/KPIs to board and committee work

<sup>3</sup> Report writing guidance note

<sup>4</sup> Modes of governance framework

<sup>5</sup> Example meeting review

<sup>6</sup> Example Impact Diary

continuous improvement in agenda formation, reporting, decision making, and member engagement.

#### ALIGNMENT

12. Seek greater engagement with staff and students informally to help governors triangulate what the culture of the college is currently, and how appropriate that is.
13. Further develop reporting, such as a data 'dashboard' of the institutional success measures derived from the strategic plan, to provide a clear link between Board and committee activity and the strategic plan. An update should be a regular item at Board meetings (as item 9).
14. Consider introducing specific sessions to focus on a single pillar of a strategy or strategic KPI in each meeting (or at sessions between meetings).

#### TEAM

15. As part of good governance and risk management, implement a formal succession plan<sup>7</sup> to ensure capacity and capability are maintained, and give visibility at both the Board and Executive level.

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<sup>7</sup> Succession Plan template

ACTION PLAN (TO BE AGREED POST PRESENTATION)

	Agreed Action	Intended Outcome	Named Lead	Timescale
1				

## BENCHMARKING

### Review Recommendations

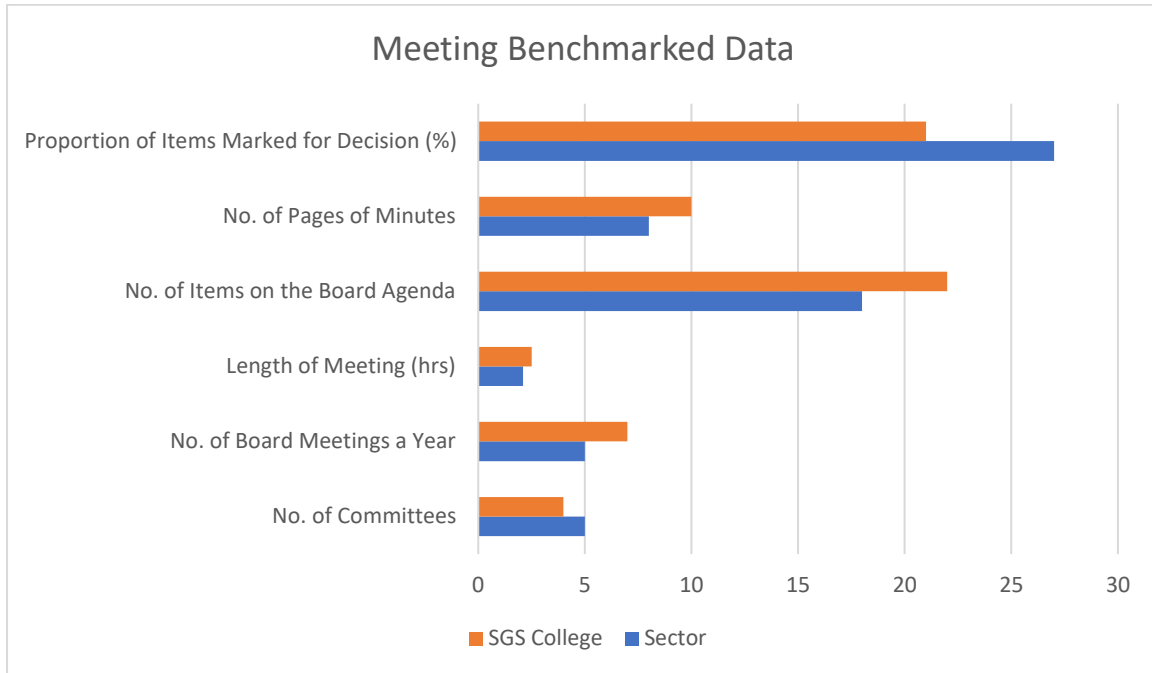
Board evaluation recommendations- themes	39 institutions
Annual conversation between Board & Management *	8
Attendance to be increased *	1
Audit / Internal Control focus	1
Board culture requires development	3
Board portal implementation to manage papers	9
Board Structure: Carver or not to Carver rather than hybrids	7
Board Team Skills - improvement required in ability to use the strengths of all members	12
Challenge: increase consistency/focus of governor challenge	11
Cycle of Business/agendas: review to prioritise strategic discussions	21
Diversity on boards - greater focus required	17
Evaluation - undertake for the board/cttee meetings, chair, and governors	25
Governance secretariat - greater involvement/better resourced	7
Governor development and training - implement a training plan/record/impact document	21
Inclusion - onboarding, mentoring, and contribution of governors to be strengthened *	6
Link Governors - more triangulation of information	10
Management reporting: greater use of data dashboard & KPIs	11
Management reporting: use summaries, keep focused, timelier	19
Minutes and action plans to be improved	7
Risk: further scrutiny of risks required	5
Scheme of Delegation to be put in place	6
Skills: greater alignment to strategic priorities	10
Stakeholder engagement - governor ambassadorial role - value add to be clarified *	8
Stakeholder engagement - greater oversight of stakeholder strategy	10
Strategy - more input from governors on strategic activity	8
Student voice: more interaction	16
Succession planning: implement/improve succession planning for the Board	20
The Code - implementation & understanding of the requirements of the Code	5
Triumvirate - more regular meetings	2

Key:

\*New recommendations for this academic year

Highlighted recommendations are those from this report for SGS College

Meeting Data over a 12-month period



The above data shows SGS College:

- has a smaller portion of Board meeting items marked for decision. This could indicate that agendas are more focused on information/update items and not sufficiently focused on creating the future.
- There is a larger number of items on the Board agendas. This could be reduced through the use of a consent agenda, updates provided outside of meetings, and new committees picking up some of the existing board work, with the added advantage of reducing the length of meeting time and/or freeing up time for discussion on strategic topics.
- The college has a higher number of Board meetings due to the carveresque style board structure. This will change with the planned move to more committees.

QUESTION 41: Name up to 3 other things you believe the Board does well and up to 3 things where there is room for improvement

### **THEMES FROM GOVERNORS' COMMENTS**

#### Areas of strength:

Having governors with a broad range of experience to be able to understand different perspectives on matters discussed, and who use their knowledge and skills to interrogate various aspects of the business with relevant questions.

Sharon is an excellent Governance Professional

David has been an excellent Chair.

Sustainability, EDI, and well-being are key areas of focus.

Presentations from non-executive members of the college to showcase their areas.

Questions the college management and holds them to account.

Supports the management and students.

#### Areas for development:

The ability to independently triangulate the information provided to us.

Holding senior leaders to account for achievement of the strategic objectives.

More opportunities to speak with different stakeholders at the college.

KPIs should be presented more regularly.

Agendas could be more focused on making time for discussion on strategic issues.

Better understand the challenges of management to better support them if required.

An improved relationship of trust between the Executive and governors would lead to better dialogue and decision-making.

Succession planning should be clearer.

Q.12 - Name 1 thing the board does well and 1 thing where it could become more effective.

### **THEMES FROM MANAGERMENTS' COMMENTS**

#### Areas of strength:

Most board members provide a good level of challenge and ask probing and pertinent questions.

Engagement with stakeholders i.e., Employer Panels, is positive. More of this would be appreciated.



### Areas for development:

The volume of business at some meetings makes it difficult to spend enough time on important issues.

Governors are not always clear on how their requests for more information/reports are impacting oversight/achievement of the overarching strategy.

### Example Documents

The documents listed below are provided separately.

- Framework for an Annual Conversation
- Example templates aligning strategic objectives/KPIs to board and committee work
- Modes of governance framework
- Example meeting review
- Example Impact Diary
- Succession Plan template

## APPENDICES

### Governance Procedural Report

## Introduction

Ensuring good and effective governance are key if the Board is to have any sustainable impact on the organisation's performance. Good governance is primarily made up of procedural governance (processes, structures, and systems) and effective governance, is primarily made up of behavioural governance (relationships, culture, and ethos). This questionnaire looks at the first element, procedural governance, and covers the following areas:

- Statutory requirements for the Governing Body
- The work of the Governing Body
- Governor meetings
- Governance Professional arrangements

The objective of this report is to prompt the board and the governance professional to consider whether:

- a) The adopted governance structure and model is fit for purpose
- b) The composition of the Board reflects the needs and strategic direction of the college
- c) There is a suitably robust induction, training and development programme, and on-going support in place for governors and the governance professional
- d) The institution's governance framework and processes facilitate effective decision-making and suitable governor oversight of compliance and regulatory matters.

This report details which criteria have been met and which have not, and rag-rates each question. The report is generated as a Word document to allow you to add details on actions – when and by whom. Acting on the outcomes of effectiveness reviews is as important as undertaking them. Therefore, it is recommended that the findings of this report are considered as part of the overall external review.

## 1. Best practice supporting statutory requirements for the Governing Body

1. Governing Body membership is in line with its Instrument & Articles of Government & Standing Orders

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>The current record of appointed Governors and their terms of office align with membership as stated in the <a href="#">I&amp;As</a> and Standing Orders</li> </ul>			

2. Statutory Information – the requirements set by the DfE on what colleges should publish online are met

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>A review of the <a href="#">college website</a> has been undertaken</li> <li>An Action Plan is in place for any non-compliance</li> <li>Any other relevant statutory policies are published i.e. modern slavery statement</li> <li>The Governing Body is aware that it is responsible for website compliance</li> </ul>			

3. Statutory Policies and documents are in place and reviewed by the Governing Body in line with stipulated review periods – including those policies referenced in statutory guidance

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>DfE Policies and other documents that colleges are required to have by law are in place</li> <li>There is a process for ensuring policies are presented for approval in a timely way</li> <li>Minutes evidence policies have been approved</li> <li>Governors take a strategic view when approving policies – they may have input but do not draft them</li> </ul>			

4. Equality & Diversity & The Equality Duty – information is published to show compliance with the Equality Duty at least once a year. Specific measurable equality objectives are set at least every four years

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• <a href="#">Equality Act 2010 – A review of the college's equality objectives are undertaken annually</a></li> <li>• Minutes evidence governor discussion and decision on E&amp;D matters</li> <li>• The gender pay gap is reported to the Board annually</li> <li>• Minutes indicate monitoring against college &amp; board E&amp;D targets</li> </ul>	Diversity targets for Governing Body membership are set and monitored		

5. [Safeguarding Children in Education](#) – Governing Body meets its statutory duty

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• The annual safeguarding audit is completed &amp; reported on, to the Governing Body</li> <li>• There is a named <a href="#">Safeguarding Link Governor</a></li> <li>• Safer Recruitment Training has been completed by some governors</li> <li>• The safeguarding audit shows all governors have completed safeguarding training</li> <li>• Minutes evidence that safeguarding requirements (including the Prevent Duty) are discussed and reviewed regularly by the Governing Body</li> </ul>			

6. Financial probity – Governing Body meets its statutory duty

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>Some governors have completed college <a href="#">funding &amp; finance training</a></li> <li>Minutes evidence that financial requirements are discussed and reviewed by the Governing Body</li> <li>Monthly accounts are made available to all governors in a timely way</li> <li>At least one independent governor is a qualified accountant</li> <li>There is a 2-year financial plan in place</li> <li>The budget is approved annually</li> <li>Significant financial variances are recorded in the minutes</li> <li><a href="#">Audited financial statements are approved &amp; submitted to the ESFA by the stated deadline</a></li> <li>The College Financial Forecasting Return (CFFR) is approved by the governing body</li> </ul>	<p>Governors use the <a href="#">ESFA financial benchmarking tool</a> as part of their assessment of the college's finances</p>		
	<p>A costed curriculum plan is presented to the board each year for approval</p>		

7. Board Reporting – The Governing Body receives reports on confirmation of [statutory compliance and best practice](#), publishes required information where appropriate, and the minutes show governors have discussed / given approval on such (note - an HE report is also recommended for those institutions with higher education provision)

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>Health &amp; Safety</li> <li>Equality &amp; Diversity</li> <li>Safeguarding</li> <li>Search Committee Activity</li> <li>Remuneration Committee Activity</li> <li>Audit Committee Activity</li> <li>The Corporation's Annual Report and / or Governance statement in the Audited Financial Statements</li> <li>Stakeholder Engagement, including student voice</li> <li>Whistleblowing and <a href="#">Fraud Response Plan</a></li> <li>Student complaints and appeals</li> <li>Human resources / workforce strategy</li> <li>Partnership working</li> <li>General Data Protection Regulation compliance</li> <li>Freedom of Information requests</li> </ul>			

8. [Governance Code](#) - Adoption and Reporting

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>The Governance Statement in the Audited Financial Statements indicates which Code has been adopted, if the college is compliant and if not, reasons for non-compliance and planned actions to gain compliance (<a href="#">ESFA Accounts Direction</a> stipulates FE corporations must comply with the principles of a code)</li> <li>The Governing Body receives a report annually on compliance with a governance code</li> </ul>			

## 2. The work of the Governing Body

1. Regular [self-review](#) of the effectiveness of the work of the Governing Body

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>An annual <a href="#">governance self-review</a> is completed</li> <li>A <a href="#">governance development plan</a> is in place</li> <li>Minutes show progress against any subsequent actions are regularly monitored</li> <li><a href="#">A review of the performance of the Chair</a> is undertaken annually</li> <li>The Board has undertaken an <a href="#">external review</a> of governance within the last 3 years, or is planning to do so</li> </ul>			

2. The Governing Body has a schedule of meetings planned for the year. Agenda items are linked to the college's quality improvement plan

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>Full Governing Body and Committee meeting dates are planned in advance for the upcoming academic year</li> </ul>			

3. Delegated responsibilities – the delegated responsibilities are reviewed annually and reflected in the committee terms of reference and Scheme of Delegation

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>Each committee has up-to-date <a href="#">Terms of Reference</a></li> <li>Group governance structures and arrangements showing relationships and responsibilities, are published</li> </ul>	A <a href="#">Scheme of Delegation</a> is in place		

4. A schedule of agenda items and a policy review schedule is maintained to ensure that all statutory responsibilities are fulfilled by the Governing Body throughout the year

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>A Governing Body <a href="#">Cycle of Business</a> is in place</li> <li>Agendas for the Governing Body and committee meetings are planned at the start of each year, and include statutory and cyclical items</li> <li>A policy review schedule is in place</li> </ul>			

5. Chair / Vice Chair of Governor are elected annually / in line with Governing Body Standing Orders. Chairs of Committee are elected in line with Terms of Reference

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>Governing Body Standing Orders clearly state an appointment process</li> <li>Agenda / Minutes evidence appointments are carried out in line with the stated process</li> <li><a href="#">Chair and Vice-Chair(s) have a role description</a></li> </ul>			

6. Governor Visits are planned in line with the Quality Improvement Plan and/or across college business areas. The Governance Professional keeps records of completed visits and circulates reports appropriately

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• A <a href="#">Governor Visits Policy and Visit form template</a> is in place</li> <li>• A schedule of governor monitoring visits for the year are planned termly</li> <li>• Completed governor visit forms are circulated to all governors/a committee once the senior leadership team have had an opportunity to comment / respond</li> <li>• Minutes detail any actions arising from governors' visits</li> </ul>			

7. [Governor Training](#) – records are kept of the training that Governors have attended

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• <a href="#">Feedback reports</a> on any external training undertaken are provided to all governors</li> <li>• Whole Governing Body training requirements are identified and planned</li> <li>• An assessment of the impact of training on Governing Body effectiveness is undertaken each year</li> </ul>	Individual <a href="#">Governor development plans</a> are in place		

8. A review of governor skills has been undertaken to inform training needs / succession planning / governor recruitment

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• Completion of a <a href="#">skills audit</a> is undertaken at least annually, taking into account the college's strategic objectives and risk register</li> <li>• A succession plan is in place</li> <li>• Agenda / Minutes show discussion of recruitment and <a href="#">succession planning</a></li> <li>• There is a policy stating the maximum term of office for board members, and succession planning shows adherence to the policy</li> </ul>			



9. [Governor recruitment](#) is based on skills to contribute to effective governance and the success of the college.

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• Skills audits are undertaken when recruitment is being considered</li> <li>• Search committee minutes evidence skills-based recruitment</li> <li>• A Governor Appointment policy is in place</li> <li>• The Governor Appointment policy reflects the college’s policy and targets for diversity</li> </ul>			

10. All prospective / new governors are helped to understand the role of a governor and the Governing Body’s Code of Conduct.

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• Governors sign up to a <a href="#">Code of Conduct</a></li> <li>• A declaration of continued eligibility of each governor is signed annually</li> <li>• <a href="#">Conflicts of interest</a> are recorded and updated on an on-going basis</li> <li>• Conflicts of interest are reported annually to the Board and made available for public viewing</li> </ul>			

11. A governor induction pack / mentor arrangement is in place / all new governors have completed induction training

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• A college <a href="#">governor induction</a> process in place</li> <li>• Governors attend or complete a Governor Induction course</li> <li>• Each new governor is assigned a mentor</li> <li>• <a href="#">Student governors are given appropriate support to help them fulfil their role</a></li> </ul>			

12. A [Principal/CEO Performance Management Review](#) is undertaken annually

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• Performance management is discussed at RemCo and Governing Body meetings</li> <li>• Minutes record the rationale for any pay increase/bonus paid to senior post holders</li> </ul>			

13. Board members play an active ambassadorial role, making known the work of the college, and review regularly how the college meets the needs of all stakeholders

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• Board members regularly engage with the local community and the college's stakeholders.</li> <li>• The governing body has reviewed and published how the college's education and training offer is meeting local skills needs, having due regard for the Local Skills Improvement Plan</li> </ul>			

14. Governor working groups are utilised to prepare / research and make recommendations to Governing Body (if required)

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• No working parties have been utilised in year</li> </ul>			

15. [Strategic planning](#) – the governing body plays a fundamental part in strategic planning

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• Strategic objectives are agreed each year by the Governing Body</li> <li>• KPIs are set annually for financial health, teaching and learning, student experience and outcomes, staff performance, and stakeholder opinions</li> <li>• Minutes show monitoring against organisational KPIs takes place at least twice a year</li> <li>• <a href="#">Strategic discussions reflect the college’s objectives, ethos and culture, and stakeholder views</a> to ensure they are aligned</li> <li>• Strategic matters are agenda items at the majority of governing body meetings</li> </ul>			

16. [Risk Management](#) – risk appetite is set by the Governing Body and risks are regularly monitored

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• The risk register is regularly reviewed by Audit Committee</li> <li>• High / new risks are reported to the Governing Body regularly</li> <li>• The Governing body discusses the setting of risk appetite</li> <li>• The Annual Audit Plan is approved by the Board</li> </ul>			

17. [Educational Character](#). Governors are assured that the learning experience is being monitored

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• Governors participate in the Self-Assessment Report validation process</li> <li>• The Self-Assessment Report is presented to the Governing Body annually</li> <li>• The minutes show regular oversight of the Quality Improvement Plan</li> </ul>			

18. Charity Commission legislation and case law is complied with

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• None of the above apply</li> </ul>			

### 3. Governor meetings

1. Agenda setting is managed effectively to ensure a) timely inclusion of items and b) sufficient time to commission supporting documents/ research/ evidence for governors to consider

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• Agenda setting is commenced at least 4 weeks prior to a meeting</li> <li>• Agendas throughout the year include actions from the previous minutes</li> <li>• Agendas throughout the year include Items from the annual Governing Body Work Plan – e.g. standing items and cyclical items</li> <li>• Agenda items are suitably organised to ensure priority/strategic items are discussed first</li> <li>• <a href="#">Minutes</a> of each meeting show apologies are accepted, interests are declared, and any non-quoracy is recorded</li> </ul>			

2. The agenda and supporting papers are appropriate and available for governor consideration in advance of meetings, and the management information is suitably robust to enable governors to exercise oversight

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• Agendas and supporting papers are distributed seven days before meetings</li> <li>• Papers, such as college reports including the Principal/CEO's report are not 'tabled' at meetings</li> <li>• <a href="#">Reports are sufficiently detailed, transparent and comprehensive</a></li> <li>• The Governing Body and management have reviewed, discussed, and agreed the structure / format / length of reports</li> </ul>			

3. All committee and full Governing Body meetings are attended and minuted by a suitably qualified/experienced governance professional

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• <a href="#">Minutes</a> reflect a governance professional in attendance at all meetings</li> </ul>			

4. The Chair of governors and the Governing Body take advice on governance matters

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• <a href="#">The Governance Professional</a> gives advice at meetings on the operation of Governing Body powers, procedural matters, conduct of its business, and matters of governance practice</li> </ul>			

5. The minutes show evidence of Governor support & challenge

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• Minutes of meetings record <a href="#">governor support &amp; challenge</a></li> </ul>	A record of the impact of governor support & challenge is kept		

6. Decisions made by the Governing Body are recorded – e.g., approval of budget / policies

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• Minutes of meetings record decisions and their rationale</li> </ul>			

7. Confidential minute items are kept to a minimum. The minutes are recorded in a way that means they are not confidential or if they are confidential, they are in line with Information Commissioner's guidance

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>Minutes of meetings meet General Data Protection Regulation requirements</li> <li>Confidential items are reviewed annually and considered by the Governing Body for publication</li> </ul>			

8. Minutes are completed in a timely manner

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li><a href="#">Draft minutes</a> are circulated for review within two weeks of the meeting</li> <li>Once approved by the governing body, minutes are published on the website</li> </ul>			

9. Action points are recorded and carried forward / followed up by the Governance Professional in a timely manner

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li><a href="#">Actions</a> are tracked and recorded</li> <li>The actions list details persons responsible for completion of actions and the date they are completed</li> </ul>			

10. Independence

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>Audit Committee members meet with auditors annually without management present</li> </ul>			

## 4. Governance Professional arrangements

1. Governance Professional training and development – the Governance Professional has sufficient opportunity and support to keep up to date with changes affecting the governance within the organisation

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>Attendance at area <a href="#">Governance Professional Network Meetings</a></li> <li>Attendance at <a href="#">training events and conferences</a></li> <li>A member of the <a href="#">FE clerks Jiscmail network</a></li> </ul>			

2. Governance Professional resources – the Governance Professional has access to resources to assist them in fulfilling their role

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>Access to administrative support to facilitate meeting arrangements</li> <li>College email address is provided</li> <li>The college supplies resources – laptop, printing etc.</li> <li>Access to an office on the college site is provided for the Governance Professional</li> </ul>			

3. A [Governance Professional Competency Framework](#) (DfE / ICSA / Governance4FE) is used to shape the recruitment, development and behaviours of the Governance Professional

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>Chair and Governance Professional are aware of and have read the relevant framework</li> <li>Chair / Principal / CEO actively consider the framework when considering recruitment and planning the work of the Governance Professional</li> </ul>			

4. Governance Professional line management – the Governance Professional is provided with clear targets and performance management, including an annual appraisal

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• An <a href="#">annual appraisal</a> is undertaken by the Chair with Principal / CEO input</li> <li>• The Governance Professional has a personal development plan in place</li> </ul>			

5. Governance Professional hours – the Governance Professional is provided with sufficient contracted hours or overtime to meet the needs of the Governing Body

Criteria Met	Criteria Not Met	To Be Actioned	
		By When	By Whom
<ul style="list-style-type: none"> <li>• A review of hours worked against contracted hours forms part of the annual appraisal</li> </ul>			