



MidKent College

GOVERNING BODY

STANDING ORDERS

1 Meetings and Notice of Meetings

1.1 The Governing Body shall meet at least once in each Academic Term. Additional meetings shall be called:

- a) By the Chair as necessary;
- b) By a decision of the Governing Body made at any meeting;
- c) Or by a written request of 5 of the members of the Governing Body, to the Clerk.

1.2 The agenda with the relevant minutes and written reports shall be circulated to members at least seven days in advance of a meeting.

1.3 Agendas will be made available for public inspection as soon as they have been received by the governors, and before the meeting. Papers considered at a meeting will be made available after the meeting, unless the agenda item concerned has been designated by the Governing Body as confidential under Standing Order 19.

2 Quorum

2.1 No business of the Governing Body shall be transacted unless at least 40% of the total membership is present for the duration of the entire meeting.

2.2 No business of the Audit Committee shall be transacted unless at least 2 members are present throughout the meeting.

2.3 No business of the Search Committee shall be transacted unless at least 2 members are present throughout the meeting.

2.4 If a meeting becomes inquorate it should be ended and it will be open to the Chair to call a special meeting to undertake the remaining business.

- (1) Every question to be decided at a meeting of the Governing Body shall be decided by a majority of the votes cast by members present by telephone/video conferencing and entitled to vote on the question.

(2) Where, at a meeting of the Governing Body, there is an equal division of votes on a question to be decided, the Chair of the meeting shall have a second or casting vote.

(3) A member may not vote by proxy or by way of postal vote.

(4) No resolution of the members may be rescinded or varied at a subsequent meeting unless consideration of the rescission or variation is a specific item of business on the agenda for that meeting.

(5) Except as provided by procedures made pursuant to article 16 of the Articles of Government, a member of the Governing Body who is a member of staff at the institution, including the Principal and Chief Executive, shall withdraw:

(a) from that part of any meeting of the Governing Body, or any of its committees, at which staff matters relating solely to that member of the staff, as distinct from staff matters relating to all members of staff or all members of staff in a particular class, are to be considered;

(b) from that part of any meeting of the Governing Body, or any of its committees, at which that member's reappointment or the appointment of that member's successor is to be considered;

(c) from that part of any meeting of the Governing Body, or any of its committees, at which the matter under consideration concerns the pay or conditions of service of all members of staff, or all members of staff in a particular class. where the member of staff is acting as a representative (whether or not on behalf of a recognised trade union) of all members of staff or the class of staff (as the case may be); and

(d) if so required by a resolution of the other members present, from that part of any meeting of the Governing Body or any of its committees, at which staff matters relating to any member of staff holding a post senior to that member's are to be considered, except those relating to the pay and conditions of all staff or all staff in a particular class.

(6) A Principal or Chief Executive who has chosen not to be a member of the Governing Body shall still be entitled to attend and speak, or otherwise communicate, at all meetings of the Governing Body and any of its committees, except that the Principal or Chief Executive shall withdraw in any case where the Principal or Chief Executive would be required to withdraw under paragraph (5).

(7) A student member who is under the age of 18 shall not vote at a meeting of the Governing Body, or any of its committees, on any question concerning any proposal:

(a) for the expenditure of money by the Governing Body; or

(b) under which the Governing Body, or any members of the Governing Body, would enter into any contract, or would incur any debt or liability, whether immediate, contingent or otherwise.

(8) 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 Governing Body or any of its committees, at which a student's conduct, suspension or expulsion is to be considered.

(9) In any case where the Governing Body, or any of its committees, is to discuss staff matters relating to a member or prospective member of staff at the institution, a student member shall:

- (a) take no part in the consideration or discussion of that matter and not vote on any question with respect to it; and
- (b) where required to do so by a majority of the members, other than student members, of the Governing Body or committee present at the meeting, withdraw from the meeting.

(10) The Clerk:

- (a) shall withdraw from that part of any meeting of the Governing Body, or any of its committees, at which the Clerk's remuneration, conditions of service, conduct, suspension, dismissal or retirement in the capacity of Clerk are to be considered; and
- (b) where the Clerk is a member of staff at the institution, the Clerk shall withdraw in any case where a member of the Governing Body is required to withdraw under paragraph (5).

(11) If the Clerk withdraws from a meeting, or part of a meeting, of the Governing Body under paragraph (10), the Governing Body shall appoint a person from among themselves to act as Clerk during this absence.

(12) If the Clerk withdraws from a meeting, or part of a meeting, of a committee of the Governing Body, the Governing Body shall appoint a person from among themselves to act as Clerk to the committee during this absence.]

3 Order of Business

3.1 The order of business at each meeting of the governing body shall generally be as follows with the most substantial items at the beginning of the agenda:

- a) To choose a Chair in the absence of the Chair and Vice Chair;
- b) To declare a personal interest in any item on the agenda;
- c) To receive apologies for absence;
- d) To approve the minutes of the previous meeting as a correct record and authorise the Chair's signature;
- e) To consider the Principal's Report;
- f) To consider any other business submitted as agenda items for the meeting;
- g) To receive, consider and amend as necessary the recommendations of the Committees of the Governing Body;
- h) To consider any other business;
- i) To set the date for the next meeting.

4 Minutes

- 4.1 Minutes of the proceedings of all meetings of the governing body shall be entered in a secure file kept for that purpose. Full minutes of every meeting, with the exception of confidential minutes, will be kept on the college website for public inspection.

5 Rules of Debate at Governing Body Meetings

- 5.1 Each member shall address remarks to the Chair and shall speak only to the question under discussion.

Only one person shall speak at a time. If two or more members signify their desire to speak, the Chair shall call on them in order.

- 5.2 When a motion is being debated, no other motion shall be moved. When a motion is put to the vote, there must be a proposer and seconder.
- 5.3 A member may, at any time in the course of a debate, raise a 'point of order' relating to an alleged breach of Standing Orders. In such a case, the member shall be heard immediately and the Chair shall give a ruling, which shall be final.
- 5.4 Any member may during any debate raise a 'point of information' relevant to the subject under discussion at that particular moment. In such a case, the member shall be heard immediately.

6 Voting

- 6.1 Every question to be decided at a meeting shall be determined by a majority of the members present.
- 6.2 The Chair will call for a formal vote if there is a clear expression of dissent or on matters of particular significance.
- 6.3 Should an individual member of the Governing Body request a vote on a particular issue, this must be agreed. A dissenting governor has the right to have his or her disagreement recorded in the minutes.
- 6.4 Voting at all meetings shall be by show of hand unless a ballot is agreed.

7 Declaration of Personal Interest

- 7.1 A Member must declare his or her interest in any item on the agenda at the start of the meeting. They will not take part in the discussion on that item, will not form part of the quorum and will not vote.
- 7.2 At the start of the meeting members will declare a financial interest affecting themselves, their spouse/partner or their own or spouse/partner's close family, in the following areas:
 - a) The supply of work or goods to or for the purposes of the college;
 - b) Any contract or proposed contract concerning the college;
 - c) Any other matter relating to the college.
- 7.3 Members will also declare their non-financial personal interests, including membership of other public bodies and institutions and trusteeship of a trust where the governor, or person connected with him or her, may be a beneficiary.

8 Appointment of Chair and Vice Chair

- 8.1 Before the end of the term of office of the Chair or Vice Chair the members shall appoint a replacement from among themselves. If members feel appropriate or necessary, the office of Chair may also be sought by an external Search Company. This office may also be remunerated if the required permissions are granted by the Charities Commission.

Nominations for the office of Chair or Vice Chair from current members will be invited by following the process below.

The following process will be followed:-

- I. The Clerk will email all members to officially inform them of the vacancy and ask for nomination via a nomination form. If it is the Vice Chair position, it should be clear that there is no expectation that the Vice Chair will succeed to the role of Chair.
 - II. The nomination forms must be proposed and seconded by members and sent to the Clerk by a specified deadline of at least 7 days before the next Governing Body meeting.
 - III. The Clerk will then send the details of the nominee(s) and a ballot paper to each member with their Governing Body papers.
 - IV. At the beginning of the next Governing Body meeting the nominee(s) will have an opportunity to speak to the Board if they wish.
 - V. If there is more than one nominee, a vote will then take place. A member who is not a candidate will chair the election. If only one nomination is received, the nominee will automatically be appointed.
 - VI. The nominee with the majority of votes will be elected as the Chair/Vice Chair.
- 8.2 The Principal, staff and student governors are ineligible for appointment, but may participate in the appointment process.
 - 8.3 The period of office of the Chair and Vice Chair shall be for four years, or until his or her term of office as a governor expires.
 - 8.4 The description for the roles of Chair and Vice Chair is attached as appendix 1.

9 Membership

- 9.1 Spouse/family members will only be appointed when the advantages outweigh any possible disadvantages and meet the demonstrable need.
- 9.2 Good practice shows that spouse/family members serving on the main board should not serve on the same committee.
- 9.3 Members shall serve a four year term of office after which their membership will be reviewed by the Search & Governance Committee (S&G) in consultation with the member. It is good practice for members to serve no more than two terms of office unless there are

exceptional circumstances. The S&G Committee will make recommendations to the Governing Body for their agreement.

9.4 **Co-opted Members** “**Co-opted member**” means a person who is not a governor but who is appointed as a member of a Committee

The main purpose of appointing Co-opted members to the Governing Body Committees is to bring in particular expertise which other members of the Committee may lack. This may either be on a short term basis for a particular issue or on a longer term basis where the Committee is seeking knowledge or expertise of a particular type to inform its business. Co-opted members may be eligible to apply to become full Governors of the College. Appointments of such Co-opted Members require the approval of the Corporation.

The appointment of Co-opted Governor will be subject to the same procedures as an Independent Governor. They will have the same rights as other Committee Members including voting rights unless otherwise specified in the Committee’s Terms of Reference.

These rights do not include attending Governing Body meetings other than by invitation from the Chair and/or as an observer.

Co-opted members serving on Committees will be required to abide by the Governors’ Code of Conduct, and adhere to the Standing Orders. The determined term of office of Co-opted Governor shall be up to 12 months. The Board may re-appoint such co-opted members for further terms of office if they so decide.

Termination of Co-opted members should the Chair, or in the Chair’s absence the Vice-Chair, consider that it may be appropriate for the Board to remove a co-opted non-governor member of a committee from office, the following procedure:

- a. A person co-opted by the Board to serve as a member of a committee (“the member”) may be removed from membership of that committee if he or she has failed to attend meetings of the committee for a period of six months or more, or for any other reason, at the sole discretion of the Board.
- b. In the event that the Board is considering the removal of a member, the member shall be provided with written notification setting out why the Board is considering taking such action.
- c. The member shall be notified of the time and place of the Board meeting at which the member’s removal is to be considered and the member has the right to provide written representations as to why (s)he should not be removed from membership of the relevant committee or to attend the meeting to state his/her case as to why (s)he should not

be removed. The member shall not be entitled to attend any part of the meeting not relating to his/her removal and shall not be entitled to be present during any discussion or voting by the Board that takes place after the hearing of the facts relevant to the Board's decision.

- d. The Board shall decide whether or not the member should be removed from membership of the committee and the member shall be notified of the Board's decision in writing as soon as practicable after the meeting, and in any event within fourteen days.
- e. A co-opted member removed from membership of a committee shall have no right of appeal against the Board's decision.

Role of Co-opted Member

Co-opted members provide valuable advice in their area of expertise and do not have to make the full time commitment or take on the full range of responsibilities of College Governors.

Within the overall responsibilities of the Governing Body, Co-opted members of Committees are responsible for:

- Providing advice and professional expertise to assist the committee in its work;
- Providing advice and guidance from their personal and professional experience and expertise on the strategic direction of the College;
- Regularly attend meetings of their committee;
- Supporting and advising Governors;
- Providing an impartial and independent view of the remit of the committee.

10 Amendment to Standing Orders

- 10.1 These Standing Orders will be reviewed annually. Proposed amendments must be submitted to all members of the Governing Body, through the Clerk, in writing. Any amendment, to be effective, must be approved by a majority of the members of the Governing Body attending the meeting.

11 Chair's Action

- 11.1 As authorised by the Governing Body, from time to time:-
 - a. It will be necessary for the Chair, or the Vice- Chair in his/ her absence or the Chair of Finance and General Purposes Committee in the absence of the Chair and Vice Chair, in consultation with the Principal, to act on behalf of the Governing Body between meetings. The circumstances under which the Chair or Vice- Chair may act will

include: routine action which would not have merited an agenda item and discussion at a Board meeting, for example signature of routine documents; responding to approaches by external organisations; and agreeing to detailed aspects of implementation of matters already agreed by the Board.

- b. It will be necessary for the Chair (or Vice Chair or Chair of Finance and General Purposes Committee in accordance with paragraph a. above), in consultation with the Principal, to take action on matters, which she or he judges are too urgent to await a meeting of the members. If such urgent matters arise, the Chair has the option to call a special meeting, if necessary with less than the normal seven days' notice. Chair's action should only be taken if delaying a decision would disadvantage the College.

- 11.2 The Board accepts corporate responsibility for those actions taken by the Chair (or Vice Chair or Chair of Finance and General Purposes Committee in accordance with paragraph a. above), outside a meeting, and within the terms of these standing orders. The Clerk must make a full record of all such Chair's action, and report them for information to the next meeting for ratification by the Governing Body. If the Clerk has not been directly involved in an action then the Chair (or Vice-Chair or Chair of Finance and General Purposes) must ensure that she or he is given a full account of the action.

12 Public Access to Meetings

- 12.1 Anyone wishing to attend meetings of the Governing Body should put their request in writing to the Clerk at least 5 working days prior to the meeting, for the request to be considered by the Chair.

13 Members' Expenses

- 13.1 Expenses are claimable only for actual expenditure incurred by the member personally in respect of official college business.
 - a) All members' claims for expenses must be made on a Members' Expenses Claim Form.
 - b) All Members' Expenses Claim Forms must be completed by the claimant and authorised for payment by the Principal or the Director of Finance. Copies of all claims will be kept in the College Finance Office.
 - c) Wherever appropriate, all claims should be supported by receipts. A VAT receipt must be obtained where appropriate.
 - d) When completed and duly authorised by the appropriate person, all expenses claims should be sent to the Finance Department at the Medway Campus for payment.

14 Attendance

- 14.1 An annual report giving overall attendance for the main board and committees will be presented to the Search and Governance Committee and the Governing Body. The Clerk will inform the Chair of any members who have not attended for three consecutive meetings or more than 50% of the meetings in one year. Such members shall be seen by the Chair to determine whether the member is able to continue effectively as a member.

15 Complaints Against The Governing Body

- 15.1 A complaint against the Governing Body, a member of the Governing Body or the Clerk may be made by an individual, a business or an organisation.
- 15.2 Complaints against the Governing Body or a member of the Governing Body should be made in writing and addressed to the Clerk.
- 15.3 The complainant will be expected to state clearly the nature of the complaint and provide copies of any related documentation.
- 15.4 The Clerk will:
- a) acknowledge receipt of the complaint without delay
 - b) investigate the complaint
 - c) provide a response to the complaint within ten working days and if this is not possible provide the complainant with an interim statement.
- 15.5 The written response of the Clerk will include details of any arrangements for pursuing the matter with the Skills Funding Agency or any other appropriate body.
- 15.6 The Clerk will keep the Chair informed of the situation, and will provide the Governing Body with a written statement of the nature of the complaint and the response.
- 15.7 When carrying out an investigation about a complaint against the Governing Body or an individual member of the Governing Body, the Clerk will have the authority to refer issues to the College's auditors (external and/or internal) or other appropriate advisors.
- 15.8 A complaint against the Clerk should be made in writing and addressed to the Chair of the Governing Body.
- 15.9 The approach to be adopted by the Chair in investigating and responding to a complaint will be as outlined above with regard to

complaints against the Governing Body and individual members of the Governing Body.

16 Confidentiality

16.1 The Governing Body shall determine when an item is confidential. Criteria for defining an item as confidential include :

- a) matters concerning individuals including staff, students and prospective governors;
- b) sensitive commercial or business information which would be disadvantageous to the College to release;
- c) negotiations with trade unions;
- d) legal advice on sensitive matters.

16.2 The Governing Body shall keep under review any item deemed confidential and will release information if there is no longer a reason to keep it confidential.

17 Instruments and Articles

These standing orders supplement the provisions of the Further and Higher Education Act 1992 and any subsequent legislation and the instruments and articles of government of the college. In the event of any conflict, the Act and the instruments and articles will prevail.

18 Seven Principles of Public Life

Every member of the Governing Body and its committees shall be bound by these orders and is expected to adhere to the seven principles of public life. In summary these are:

1. selflessness
2. integrity
3. objectivity
4. accountability
5. openness
6. honesty
7. leadership

19 Application of the Seal

In accordance with clause 20 of the Instrument of Government the Seal is used where the Governing Body needs to execute a document as a deed.

- 19.1 The application of the Seal of the Governing Body shall be authenticated by:-
- a) the signature of either the Chair or in their absence some other member authorised to act for this purpose. Such authorised members are the Vice Chair and the Chair of the Finance and General Purposes Committee. If these are not available and the Chair is contactable by email the Chair can give authorisation by email for another member of the Governing Body to sign.
 - b) the signature of any other member including the Principal in his/her capacity as a member.
- 19.2 Every time the Seal is applied the use must be registered on a log which the Clerk will present to the Governing Body annually.
- 19.3 The Seal must be kept in a safe place at the College and must be secured by a lock, the key to which will be kept by the Clerk but can also be accessed by the PA to the Principal.

20 Independent Professional Advice for members

- 20.1 This procedure is based on the premise that Governing Body members and the Clerk shall have the right to take advice from the Governing Body's advisers or, if necessary, at the Governing Body's expense, independent advisers on any matters concerning the exercise of their powers and responsibilities.

Such matters shall:

include advice on legal, accounting and regulatory duties, exclude advice to individual Governing Body members concerning their own respective personal interests in relation to the Governing Body.

- 20.2 A member who wishes to seek advice under this procedure shall give prior written notice to the Clerk to the Governing Body and provide:

a summary of issues on which advice is sought; and if independent advice is sought i.e. not from the Governing Body's existing advisers, the names(s) of the advisers whom the member wishes to instruct together with a short explanation of the reasons why consultation with the Governing Body's advisers on the particular issue(s) is considered to be inappropriate.

- 20.3 The Clerk shall ensure that the Chair of the Governing Body and the Principal are advised of the member's requirements.

- 20.4 On behalf of the Governing Body, the Chair will consider the merits of the case and pay or contribute towards the costs of independent professional advice. The contribution to be made will be based on the

merits of each individual case. The decision shall be made after consultation with the Principal.

- 20.5 The Governing Body shall decide whether to authorise such payment or contribution as soon as practicable after receiving a copy of the notice seeking advice under this procedure and in any event within ten working days.
- 20.6 The Clerk will notify the member in writing whether the costs for the professional advice are payable by the Governing Body and, if they are not, brief reasons shall be stated in support of the decision not to provide support.
- 20.7 Any advice which is obtained under this procedure shall, on request, be made available to all Governing Body members.
- 20.8 References in this procedure to the Chair shall include, in his absence, references to the Vice Chair.

Amended at S&G 10/5/17
For approval at Governing Body 7/6/17
S&G approved 7/5/19
GB approved 5/6/19
GB approved 15/7/20
Annex added 9/6/21
S&G review 27/1/22



Role Description for the Chair of the Governing Body

Role Purpose: To provide leadership to the Governing Body and ensure that Governors fulfil their function for the proper governance of the College.

(N.B. The Vice Chair of the Governing Body shall deputise and take on similar responsibilities in the absence of the Chair of the Governing Body.)

1 Appointment and Accountability

- a) The Chair to the Governing Body is elected by the full membership of the Governing Body, in accordance with all statutory procedures and the College's Standing Orders.
- b) The Chair is responsible solely to the Governing Body.

2 Leadership

- a) The Chair is responsible for the leadership of the Governing Body. As the Chair of its meetings, he/she is responsible for ensuring that the necessary business is carried on efficiently, effectively, and in a manner appropriate for the proper conduct of public business.
- b) The Chair should ensure that the Governing Body acts in accordance with the Instrument and Articles of Government, other external regulatory requirements, the Code of Good Governance for English Colleges, and with the Group's own internal rules and regulations, and should seek advice from the Clerk to the Governing Body and Principal/CEO as appropriate in any case of uncertainty.
- c) The Chair should ensure that the Governing Body exercises collective responsibility and a shared sense of purpose, that is to say, that decisions are taken corporately by all Members acting as a body. The Chair should encourage all Members to work together effectively, contributing their skills and expertise as appropriate, and should seek to build consensus among them.
- d) The Chair is responsible for ensuring that the Governing Body conducts itself in accordance with accepted standards of behaviour in

public life, embracing selflessness, integrity, objectivity, accountability, openness, honesty and leadership.

- e) The Chair shall ensure that the Clerk to the Governing Body maintains an up-to-date register of the Interests of Members of the Governing Body, and shall make a full and timely personal disclosure.
- f) The Chair shall ensure that any conflict of interest is identified, exposed, and managed appropriately, in order that the integrity of Governing Body business shall be, and shall be seen to be, maintained.
- g) The Chair shall develop a good working relationship with the Vice Chair and ensure that they are kept fully informed and tasks delegated as appropriate.

3 The Business of the Governing Body

- a) The Chair is responsible for ensuring that the Governing Body exercises control over the strategic direction of the Group and that the performance of the Group is adequately assessed against the objectives and indicators which the Governing Body has approved.
- b) The Chair should ensure through liaison with the Clerk and Principal/CEO that all relevant information (including regular and satisfactory management and committee reports) are presented to the Governing Body.
- c) The Chair should, at all times, act in accordance with established protocols for the use of delegated authority as set out in the College's Standing Orders. All instances of the use of delegated authority should be reported to the next meeting of the Governing Body.
- d) The Chair should endeavour to establish constructive and supportive but challenging working relationships with the Principal/CEO and with the Chief Executive, recognising the proper separation between governance and executive management, and avoiding involvement in the day-to-day executive management of the Group.
- e) The Chair should develop effective working relationships with the Clerk to the Governing Body, and work closely with him/her in the operation of Governing Body business.
- f) Any arrangement for the Chair to act as formal signatory on behalf of the Group, e.g. in connection with the use of the Seal or the approval of the financial statements should be stipulated in Minutes and /or Standing Orders.
- g) In relation to new Senior Post-holder appointments (including the posts of Chief Executive and Principal/CEO) and appointment of the Clerk,

the Chair shall assist in compiling job descriptions and person specifications.

- h) The Chair may be involved as necessary, with disciplinary action against the holders of posts designated as senior posts.
- i) In chairing meetings of the Governing Body, the Chair shall ensure that all Instruments and Articles of Government, Standing Orders and Committee procedures are complied with, and will liaise as required with Chairs of Governing Body Committees to ensure reasonable consistency of practice in Governing Body business.
- j) The Chair will strengthen the Group relationship between all the entities i.e. the College and MKCTS.
- k) The Chair will be expected to oversee an investment strategy for the Group.

4 The Performance of the Governing Body

- a) The Chair should ensure that the Governing Body attempts to maximise its effectiveness through critical self-assessment of its own performance and processes, and through ensuring that appropriate performance review processes exist and are acted upon throughout the Group.
- b) The Chair will hold regular one to ones with individual board members as part of a regular performance review. The Chair should encourage members to participate in appropriate training and development.
- c) The Chair will be responsible for the appraisal/review of the performance of the Chief Executive and of the Principal and will report the outcome to the Remuneration Committee.
- d) The Chair will be responsible for the appraisal/review of the performance of the Clerk to the Governing Body and will report the outcome to the Remuneration Committee.
- e) The Chair should take a leading role in supporting the work of the Search & Governance Committee in securing the recruitment of new members of the Governing Body, and should ensure that satisfactory succession plans exist for recruiting new members which take full account of the need to ensure a diverse membership with the necessary skills and expertise.

5 The External Role

- a) The Chair will represent the Governing Body and the College at external meetings, presentations and conferences.

- b) The Chair will play an agreed ambassadorial role on behalf of the Group and engage with a range of stakeholders as appropriate.
- c) The Chair may be asked to play a key role in liaising between key stakeholders and the Group. (This role in particular to be exercised in a carefully co-ordinated fashion with senior officers of the Group).
- d) The Chair may participate in the activities of the AoC Governors Council as appropriate.

6 Personal

- a) The Chair will have a strong personal commitment to further education and the mission, vision, values, aims and objectives of the Group.
- b) The Chair will, at all times, act fairly and impartially in the interests of the Governing Body and Group as a whole, using independent judgement and maintaining confidentiality as appropriate.
- c) The Chair is expected to attend all meetings of which he/she is Chair or a member, or give timely apologies if absence is unavoidable.
- d) The Chair will make himself/herself available to attend induction/training events organised by the Group and other appropriate bodies.
- e) Directors' liability insurance for all members is in place, as is clerical support for the Chair if required.

7 Remuneration

- a) The Chair will be committed to spending the time necessary to ensure the effectiveness of the Governing Body and College. An allowance of £25,000 in recognition of the breadth of the role and expertise and time commitment required - subject to charity commission review

Amended at S&G 10/5/17
For approval at Governing Body 7/6/17
S&G approved 7/5/19
GB approved 4/6/19
Review S&G Chair September 2021
Reviewed by Joint S&G/RemCo 10 December 2021
For review by S&G Committee 27 January 2022
Recommend to GB 24/3/22

Virtual meetings will be utilised as required and follow the protocols below:

Virtual Meeting Protocols

1. Participants to inform the Clerk prior to the meeting if they need any assistance with devices or technology to be able to participate in virtual meetings.
2. If any participant is encountering technical issues in joining the meeting, they should email the Clerk.
3. The meeting will open earlier than the start time to allow time to sort any technical difficulties.
4. Chairs will be joint hosts with the Clerk to any virtual meeting, to enable them to manage the screen view and also act as a backup if anything happens to the Clerk's connection.
5. The Clerk will control functions such as sharing screens and sending people to breakout rooms.
6. Chairs should remind members of virtual meeting etiquette at the start of the meeting.
7. Virtual meetings will be conducted broadly in the same way as face to face meetings where possible e.g. etiquette towards the Chair and other members.
8. Participants to keep their cameras on whilst in the meeting except where connectivity makes this impossible.
9. All participants to mute their microphones when not speaking.
10. All participants to raise their hand, preferably virtually, to indicate they wish to speak.
11. The chat function may be used during the meeting; anything that requires formal discussion, agreement and minuting, should be read out loud. Please note the chat is recorded and kept.
12. If a participant needs to leave the meeting briefly, they can indicate this in the chat and turn off their camera. The camera should be turned on when they return.
13. In order to guard against virtual meeting fatigue, meetings will include breaks and use of breakout rooms where feasible; different ways may be used to share information than traditional reports in the pack i.e. videos, links to other papers.

