

DELIVERY MODEL FOR THE CAMBRIDGESHIRE ADULT LEARNING AND SKILLS SERVICE

<i>To:</i>	Communities and Partnership Committee		
<i>Meeting Date:</i>	5 July 2018		
<i>From:</i>	Adrian Chapman, Service Director – Communities and Safety Pat Carrington, Assistant Director – Skills and Employment		
<i>Electoral division(s):</i>	All		
<i>Forward Plan ref:</i>	Not applicable	<i>Key decision:</i>	No
<i>Purpose:</i>	<p>This report is for the Communities and Partnership Policy and Service Committee to consider exercising its delegated authority under the Council's constitution at part 3B Responsibility for Functions – Committees of Council :</p> <p>“Authority to exercise the Council's functions in respect of all areas covering the following:</p> <ul style="list-style-type: none">• Adult careers Information and Guidance• Adult Skills including apprenticeships• Learning Service including online• Community Learning <p>This report seeks the Committee's authority, for its part, to change the delivery and governance model for the current Cambridgeshire Adult Learning and Skills Service as described in the report.</p>		
<i>Recommendation:</i>	<ol style="list-style-type: none">1. To approve the principle of establishing a new delivery model for the Cambridgeshire Adult Learning and Skills Service as described in this report.2. To approve the formation of a shadow governing board from 1st August 2018, as described in this report, to oversee the delivery of the delivery plan in order to implement the new delivery model in full by 1 April 2019 at the latest.3. To delegate responsibility to the Chief Finance Officer, in consultation with Legal Services, for decisions relating to the detailed implementation of the proposed delivery model, and for agreeing the final financial management		

and governance arrangements presented in draft form in appendix 1 to this report, as well as a scheme for financial management.

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1.	BACKGROUND
1.1	The Cambridgeshire Adult Learning and Skills Service (CALSS) is currently delivered from the People and Communities Directorate, with Committee responsibility held by the Communities and Partnerships Committee.
1.2	The service delivers learning opportunities that develop individuals, improve their skills, and raise their potential and aspirations, and in so doing has a direct impact on their social and economic wellbeing. The service works with families, young people and adults with a particular emphasis on the disadvantaged and vulnerable. The service also plays a key role in post-16 education.
1.3	The Service has had a recent successful Ofsted (Office for Standards in Education, Children's Services and Skills) inspection.
1.4	CALSS is largely financially self-sufficient currently with an annual turnover of £2.9m. Line management of the service is by the Assistant Director for Skills and Employment, who also has the same role in Peterborough and is the Principal of Peterborough City Council's equivalent service operated from the adult education college, City College Peterborough.
1.5	The Peterborough service already operates at arms-length from the City Council, and has done so since 2014. It has an infrastructure in place that would allow the management, development and back-office services to extend across to the Cambridgeshire service.
1.6	The proposal to extend the Peterborough delivery model across Cambridgeshire would see the creation of a renamed service – the Cambridgeshire and Peterborough Community Skills Academy (CPCSA) – with two operating arms, namely the Cambridgeshire Adult Skills Service and City College Peterborough.
1.7	The concepts behind this proposal have been developed over the past few months, using the expertise and experience of the staff team in both Cambridgeshire and Peterborough, and in discussion with the Communities and Partnership Committee in workshop sessions. The model has also been discussed in principle with the Cambridgeshire and Peterborough Combined Authority, in order to ensure our final arrangements are fit for purposes. The governing board for the Peterborough service has also discussed and endorsed this approach.
1.8	At the April meeting of the Communities and Partnership Committee meeting, it was agreed that work would progress to develop the proposals set out in this report, specifically “to approve the further work to be carried out by officers to explore alternative delivery arrangements for the Adult Learning and Skills Service and to receive a report on this work at the July 2018 Committee meeting”.
2.	MAIN ISSUES
2.1	Adult Education is operating in a complex and changing environment, and Government funding in this area has decreased in real terms by over 40% in recent years. In order to ensure that we are able to continue to support local adult residents to improve their skills and therefore improve their work, career and pay prospects, alongside their health and wellbeing, there is a need to be more innovative and agile in our approach and look to reduce our overheads. The sector is also increasingly

	<p>competitive – there are currently over 200 providers of adult education across Cambridgeshire and Peterborough alone, and we need to operate effectively and efficiently if we are to be successful. In order to achieve this, we need to develop an alternative delivery model that will support this new way of working.</p>
2.2	<p>As part of the review of alternative structures for CALSS, three options have been considered:</p> <ul style="list-style-type: none"> • To create a new, independent Trust for adult skills • To strengthen autonomy to enable the service to be more competitive and responsive • To Maintain the status quo <p>Option 1 has been ruled out as it would mean the service incurring additional financial burdens (e.g. VAT and pensions) and the loss of grant funding status (the Somerset Adult Learning service, which was established as a Trust, recently lost its whole government-funded Adult Education Budget contract resulting in the loss of c.200 jobs). Option 3 was dismissed for the reasons described above linked to the competitive nature of the market and the need for the service to be more agile, coupled with the ever-present risk of core government funding being reduced. The ability for the service to diversify is more easily achieved with the second option.</p>
2.3	<p>The recommendation is therefore to establish the Cambridgeshire and Peterborough Community Skills Academy (CPCSA), initially in shadow from 1st August 2018 with a view to achieving the full delivery model by 1 April 2019. As a formal delegation of powers to a governing board from the Council, all contractual relationships remain with the Council.</p>
2.4	<p>The proposed operational details of the new delivery model will be described in a financial management scheme issued by the Chief Finance Officer (the Cambridgeshire County Council Scheme for the Management of the Cambridgeshire Adult Learning and Skills Service). This will be based on the scheme of delegation in operation for maintained schools (available at: https://tinyurl.com/SchoolsFinSch) adapted for the arrangements of the Adult Learning and Skills service.</p> <p>In summary, the key points of this agreement will be as follows:</p> <ul style="list-style-type: none"> • A new governing board for Cambridgeshire will be formed and will be formally recognised by the council as the board overseeing the development and delivery of adult learning and skills services • A similar governing board for Peterborough already exists; both boards will feed into a new overarching management board to drive opportunities for greater collaboration and to maximise economies of scale wherever possible • The service will have the freedom and flexibility to seek and attract new investment, and to diversify into new business areas relevant to its business or that of the council • The service will operate its own bank account, albeit that this will be held within the overall suite of accounts held by the council • The current staff team of 136 permanent employees will remain employees of the council, and the new service will continue to operate council HR and other relevant policies and procedures • The council will provide the buildings from which the service operates

	<ul style="list-style-type: none"> • The service will submit a budget plan to the council by the end of July each year • The service will formally report to the Communities and Partnerships Committee annually on service progress and performance • The service will be responsible for the costs associated with all back office functions including Human Resources (HR), finance, legal and Information n and communication (ICT) support • The service will continue to ensure best value for money in buying all forms of services and contracts. <p>Additionally, the Peterborough service has established an independent charitable company to further enable diversification and income generation. This facility will be available for the whole of the Cambridgeshire and Peterborough service.</p>
2.5	<p>Cambridgeshire County Council will continue to receive post-19 education funds, (currently from the Education and Skills Funding Agency (ESFA)). As is the current arrangement, these funds will be passed to the new service. In order to receive this government funding, organisations must demonstrate compliance with a number of government rules and regulations, including:</p> <ul style="list-style-type: none"> • Funding Rules 2014/2015 • ESFA Due Diligence • Ofsted Framework • Accounting standards <p>The service will also comply with the financial regulations of Cambridgeshire County Council.</p>
2.6	<p>There are a number of benefits associated with the recommended delivery model. These include:</p>
2.6.1	<p><u>The Governance Model</u></p> <p>The Adult Learning and Skills service will still legally remain a department of Cambridgeshire County Council but will operate at arm's length, with the County Council delegating the management of finance, human resources, quality and the day to day running of the service to the governing board.</p> <p>This is a model currently operated by Peterborough City Council with its service, City College Peterborough. By delivering the services in Cambridgeshire in a similar way, it will enable greater sharing of support functions and expertise, whilst still maintaining the sovereignty of the two local authorities.</p>
2.6.2	<p><u>The Board Structure</u></p> <p>The Governing Board for the Cambridgeshire service will consist of board members representing the council alongside membership drawn from local business who have the skill set to help improve, develop and grow the service, whilst working with the same core values of the service. It is proposed that the Council is represented on the Governing Board by the Chairman of the Communities and Partnerships Committee and the Service Director for Communities and Safety. This model mirrors the model which is successfully used in Peterborough, and will ensure the service delivers to</p>

	<p>the council's strategic priorities, but also allows sufficient scope to draw on the knowledge and expertise of local business and experts in adult skills.</p> <p>The overarching Management Board for the combined service will have the remit of ensuring quality service and performance for the shared service, and will comprise the chairperson of each Governing Board, the Executive Principal and the relevant council director.</p>
2.6.3	<p><u>The Opportunity to Increase Turnover</u></p> <p>Currently the Cambridgeshire Adult Learning and Skills Service delivers a Department for Education (DfE) core Adult Education Budget programme with some European Social Funded project work.</p> <p>The new model proposed for the service allows opportunity for the growth of provision, benefiting local residents, communities and business. For example this is likely to include growth in adult and community learning, as well as growth in apprenticeships and learning to young people with multiple and complex barriers (i.e. young people not in education, employment or training).</p> <p>This can be evidenced via the Peterborough model where there has been significant growth in the service turnover since it was formed in 2014, from £4.8m per annum (of which £3.8m was core DfE budget) in 2013 to £5.5m (of which £3.8m was core Department for Education (DfE) budget) in 2015, to £7.5m (of which £3.8m was core DfE budget) in 2017. The 2018/19 budget has just been set based on a forecast turnover of £8.5m (of which £3.8m will be core DfE budget).</p>
2.6.4	<p><u>The Combined Authority</u></p> <p>From the start of the academic year in 2019, the Combined Authority will hold the Adult Education Budget (AEB) for Cambridgeshire and Peterborough. There are currently c.200 providers of AEB-funded training across Peterborough and Cambridgeshire with 9 core local providers, which includes Cambridgeshire County Council and Peterborough City Council.</p> <p>Developing a shared service will make it easier for the Combined Authority to do business with us, and easier to open up opportunities for growth.</p> <p>As the Combined Authority will not hold <i>all</i> of the skills funding, but is required to have a strategic overview of the skills landscape and requirements, the shared service will become an important interface between the local authorities and the skills delivery required across the Combined Authority footprint.</p>
2.6.5	<p>Other benefits include:</p> <ul style="list-style-type: none"> • Greater levels of resilience from grant and other financial reductions, through the service's ability to diversify, trade and raise additional revenue • Positioning a council service to more effectively compete in an ever-increasing competitive environment • Reducing back office costs incurred by the council – however, this will not be immediately realised in cashable terms as back office support to the existing service forms part of the overall package of support provided across the whole organisation

	<ul style="list-style-type: none"> Increasing the potential for additional income generation through the use of the existing charitable company established by City College Peterborough
2.7	Under the new delivery model the new governing board of the Cambridgeshire adult skills service, and the overarching management board of the Cambridgeshire and Peterborough Community Skills Academy, will be formally recognised by Cambridgeshire County Council. The governing board will have full delegated responsibility for ensuring all received funding is discharged in accordance with the priorities and financial regulations of the council, the objects of the service and all government funding and quality assurance regulations. It is proposed that two council representatives are members of that governing board, specifically the Chairperson of the Communities and Partnerships Committee and the Service Director for Communities and Safety. This mirrors the approach taken in Peterborough.
2.8	The new service will operate to an agreed set of Articles and Instruments of Governance. The proposed documents are attached at appendix 1.
2.9	As described above, the new service will take responsibility for all back office and support functions currently delivered to the existing service via the council and LGSS. The costs associated with these services will be met by the service itself, potentially creating a saving to the council. However, it is acknowledged that this saving may not be easily and immediately cashable as support services to the existing service are delivered via corporate arrangements across all services. There are currently c.£14k of support costs allocated to the existing service that will not be required if the new delivery model is approved, and, if these cannot be secured as a saving to the council, could represent a pressure until such time as the saving can be realised.
2.10	As previously mentioned, the proposed delivery model for Cambridgeshire has been operating formally in Peterborough since December 2014, and includes a 3-year formal review. This review has been recently completed by the Chief Internal Auditor. It is proposed that this is the same model adopted by the Cambridgeshire service.
3.	ALIGNMENT WITH CORPORATE PRIORITIES
3.1	Developing the local economy for the benefit of all
	<p>The proposed objects that the service commits to deliver to and using its funding to support include:</p> <ul style="list-style-type: none"> to advance education to relieve unemployment to relieve poverty
3.2	Helping people live healthy and independent lives
	<p>The proposed objects that the service commits to deliver to and using its funding to support include:</p> <ul style="list-style-type: none"> to advance health the promotion of community participation in healthy recreation, in particular by the provision of facilities for the playing of sports and related activities
3.3	Supporting and protecting vulnerable people

	<p>The proposed objects that the service commits to deliver to and using its funding to support include:</p> <ul style="list-style-type: none"> to promote for the benefit of the public the provision of facilities for recreation or other leisure time occupation of individuals who have need of such facilities by reason of their youth, age, infirmity or disablement, financial hardship or social and economic circumstances or for the public at large in the interests of social welfare and with the object of improving the condition of life of the said inhabitants to promote social inclusion for the public benefit by preventing people from becoming socially excluded, relieving the needs of those people who are socially excluded and assisting them to integrate into society <p><i>(For the purpose of this Article “socially excluded” means being excluded from society, or parts of society, as a result of one of more of the following factors: unemployment; financial hardship; youth or old age; ill health (physical or mental); substance abuse or dependency including alcohol and drugs; discrimination on the grounds of sex, race, disability, ethnic origin, religion, belief, creed, sexual orientation or gender re-assignment; poor educational or skills attainment; relationship and family breakdown; poor housing (that is housing that does not meet basic habitable standards); crime (either as a victim of crime or as an offender rehabilitating into society).</i></p>
4.	SIGNIFICANT IMPLICATIONS
4.1	Resource Implications
	<p>The proposal is that these arrangements will be secured on “at worst” cost neutral basis. A financial management scheme will be agreed for oversight of financial governance by the Local Authority and consolidation of financial reporting into the Councils accounts.</p>
4.2	Procurement/Contractual/Council Contract Procedure Rules Implications
	<p>There are no significant implications within this category.</p>
4.3	Statutory, Legal and Risk Implications
	<p>It should be noted that the provision of s85 Further and Higher Education Act 1992 also allows the council to replace any delegated provisions it puts in place and to terminate the Governing Body arrangements at a later date should it choose to do so.</p>
4.4	Equality and Diversity Implications
	<p>The work carried out by the service is often with the county’s most vulnerable residents and as such makes a positive contribution to issues of equality and accessibility</p>
4.5	Engagement and Communications Implications
	<p>The current service already operates a partnership model with communities and community groups and this will continue under the proposed new model.</p>

4.6	Localism and Local Member Involvement
	At the heart of the Adult Learning and Skills Service in Cambridgeshire is its local engagement and place-based delivery. To ensure appropriate strategic direction is maintained, there will also be two places on the governing board for council representatives.
4.7	Public Health Implications
	Public health are a partner of the Adult Learning and Skills Service and will continue to be so in this new model.

Implications	Officer Clearance
Have the resource implications been cleared by Finance?	Yes Name of Financial Officer: Tom Kelly
Have the procurement/contractual/ Council Contract Procedure Rules implications been cleared by Finance?	Yes or no Name of Financial Officer: Paul White
Has the impact on statutory, legal and risk implications been cleared by LGSS Law?	Yes Name of Legal Officer: Fiona McMillan
Have the equality and diversity implications been cleared by your Service Contact?	Yes Name of Officer: Adrian Chapman
Have any engagement and communication implications been cleared by Communications?	Yes or No Name of Officer: Matthew Hall
Have any localism and Local Member involvement issues been cleared by your Service Contact?	Yes Name of Officer: Adrian Chapman
Have any Public Health implications been cleared by Public Health	Yes or No Name of Officer: Tess Campbell / Val Thomas

Source Documents	Location
Report and Minutes Communities and Partnership Committee, 17th April 2018 titled 'Cambridgeshire Adult Learning and Skills Service'	www.cambridgeshire.gov.uk

Appendix 1

Agreement for the Management of the Cambridgeshire and Peterborough Skills and Community Academy

Cambridgeshire and Peterborough Management Board

There will be a Management Board for the Cambridgeshire and Peterborough Community Skills Academy (CPCSA), comprising the:

- Elected Member from the Cambridgeshire Governing Board (see below)
- Elected Member from the Peterborough Governing Board
- Service Director from Cambridgeshire County Council (“CCC”) and Peterborough City Council (“PCC”)
- Chairperson (if different from the elected Member) of the Cambridgeshire Governing Board
- Chairperson (if different from the elected Member) of the Peterborough Governing Board
- The Executive Principal of the CPCSA
- The Principal of the Cambridgeshire element of the CPCSA
- The Principal of the Peterborough element of the CPCSA

Cambridgeshire Governing Board

There will be a Governing Board for the Cambridgeshire element of the CPCSA, comprising:

- The Chairperson of the Cambridgeshire Communities and Partnerships Committee (ex officio)
- The Service Director for Communities and Safety
- 1 x accountant
- 2 x relevant stakeholders
- 1 x post-16 education specialist
- The Executive Principal of the CPCSA
- The Principal of the Cambridgeshire element of the CPCSA
- 1 x student representative
- The clerk to the Governing Board

Draft Articles of Government

1. Conduct of the Service

- (1) The Service shall be conducted in accordance with the powers and duties of the Governing Board delegated from Cambridgeshire County Council – in accordance with the 1944 Act replaced by the Further and Higher Education Act 1992 and the Learning and Skills Act 2000, as amended by the Further Education and Training Act 2007 and the Apprenticeship, Skills, Children and Learning Act 2009
- (2) The Governing Board exists to oversee the way the Service is managed, its human and financial resources, and shall determine the general educational character of the Service: to make sure it delivers the Mission Statement, in a way that reflects the highest professional and ethical standards, making effective use of available resources.
- (3) The Governing Board is ultimately accountable to Cambridgeshire County Council (CCC) for the financial solvency of the Service, sound management and the quality of the service provided. It is accountable for the proper use of the public funds entrusted to it and for the proper business management of commercial activities.
- (4) Subject thereto and to the provisions of these Articles the Executive Principal and Governing Board shall determine the curriculum of the Service. It is the duty of the Executive Principal to ensure that the curriculum is appropriate and delivered to a high standard.
- (5) It is the duty of the Governing Board, in discharging their duties in relation to the curriculum for the College, to consider any representations which are made to them about the determination or organisation of the curriculum, by the communities served by the Service within the context of funding contracts and financial stability.
- (6) The Executive Principal shall be responsible to the Governing Board for the internal organisation, management and discipline of the Service.
- (7) There shall be full consultation between the Executive Principal and the Chairperson of the Governing Board, and between the Executive Principal and the Executive Director of People and Communities and the Service Director for Communities and Safety on matters affecting the Service.
- (8) All proposals and reports from the Executive Principal affecting the Service should be considered by the Governing Board.
- (9) The Governing Board shall furnish the CCC with such returns, reports and copies of their minutes, and maintain such records as agreed and required.

2. Appointment of Sub-Committees

The Governing Board may establish sub-committees, for example finance & workforce, adult skills and communities, business and apprenticeships, and others as they think appropriate, and determine their membership and function.

3. Finance

The Governing Board will conform to the Agreement on delegated Financial Powers, as agreed with the CCC and implemented from 1st August 2018.

4. College Staff

- (1) The Executive Principal and Senior Management Team will determine a complement for the Service of full time and part time staff.
- (2) Subject to these articles, the appointment and dismissal of staff will be taken in agreement with the Governing Board or designated Governor.
- (3) No member of the staff or tutors shall undertake any other office or employment which, in the opinion of the Executive Principal in liaison with the Governing Board, or designated governor, interferes with the proper performance of his/her duties.

5. Premises

- (1) The Governing Board shall regularly inspect, and keep the CCC informed, as appropriate, as to the condition and state of repair of Service premises.
- (2) The Governing Board shall, as appropriate, subject to discussion with the CCC, determine the use to which the Service premises, or any part thereof, may be put.

6. Students, Members, Users

- (1) The Executive Principal shall, with good cause, have the power of suspending a student/member/user from attendance and will report the matter to the Chairperson of the Governors. A student/member/user can request the right of appeal to the Governing Board.
- (2) The Governing Board shall take all possible and reasonable steps to encourage and support the Student Association. The constitution and functions of such a body shall be subject to the approval of the Governing Board.

7. Health & Safety Matters

The Governing Board and the Executive Principal shall comply with legal legislation concerning health and safety at service premises, workplace and learning environments.

8. Copies of Articles

A copy of these articles shall be given to all Governors and be available to Service staff, tutors and students.

9. Date of Articles

These Articles shall come into force on 1st August 2018.

Instrument of Government -

Powers and duties of the Governing Board are delegated from Cambridgeshire County Council ("CCC") in accordance with the 1944 Act replaced by the Further and Higher Education Act 1992 and the Learning and Skills Act 2000, as amended by the Further Education and Training Act 2007 and the Apprenticeship, Skills, Children and Learning Act 2009

The Governing Board, with the senior management team, retain responsibility for human and financial resources, management and curriculum matters and the strategic planning and delivery of adult community learning and skills across the county. The Governing Board does not have legal liability.

1. THE GOVERNING BOARD

- (1) The Governing Board of Cambridgeshire Adult Skills Service hereinafter referred to as 'the Service' shall report ultimately to CCC.
- (2) The minimum number of Board members will be eight and maximum twelve.
- (3) Main Board members will include:
 - Executive Principal
 - Service Principal
 - Management Board Members
 - Ex-Officio member(s) agreed by the Board
 - Clerk to Board (Secretary to the Executive Principal)
- (4) The Board may co-opt, for short-term requirements, people with appropriate expertise
- (5) The Board can co-opt an ex-officio member from the CCC
- (6) Sub-Committees:
 - Sub-committees will be chaired by a member of the Board
 - Chairs of sub-committees may co-opt appropriate members but membership should be agreed by the Board
 - Student Association (the learners) and Staff representatives can be co-opted onto sub-committees as appropriate and agreed by the Board

2. WORKING OF GOVERNING BOARD

The Board will consist of a:

Chair

Vice-Chair

Clerk to Governors

Sub-Committees (each with a Chair):

- (2) Board minutes will be agreed by the Chair prior to circulation
- (3) Board meeting agendas will be agreed with the Chair at least ten days prior to a Board meeting

- (4) The Agenda and accompanying papers will be circulated at least seven days prior to a Board meeting
- (5) There are to be agreed rolling items on the Board agenda for meetings. Currently these include:
- Policies
 - Workforce (to include IIP and MATRIX)
 - Reports from Sub-committees
 - Quarterly Management Accounts
 - Performance against Targets and Objectives
 - Quality
 - Health and Safety
- (6) AOB does not appear on agendas, unless there is a notice of action given 24 hours in advance of the meeting, this has been replaced by Chairman's Items. Members wishing to raise additional matters should do so under this item with agreement, in advance, from the Chair.

3. THE GOVERNING BOARD EXISTS TO:

- Ensure the Service thrives as an organization whilst maintaining prudent control of its human and financial resources and assets
- Make a significant contribution to what the Service does and to ensure the success of its learners
- Assist the Service to maintain a long-term strategic focus whilst working on its shorter-term goals and plans
- Assist the Service in responding to local requirements within the context of regional and national needs
- Ensure that the business operations of the Service prosper
- Maintain the ethos and uniqueness of the Service for adult community learning
- Ensure that a minimum Grade 2 is maintained in Ofsted inspections
- Ensure the Investors in People and MATRIX Standards are maintained.
- Have a Duty of care

In general terms the Governing Board is responsible for the overall functioning of the Service. It is accountable for the quality of service to learners, staff and users and their welfare, the financial health of the Service, the proper use of public funds and sound management.

4. APPOINTMENT OF GOVERNORS

- (1) The first Governors under this Instrument shall be appointed in order that they take up office.

- (2) The Governors shall hold office for a period determined by the Board, terminating on the date of appointment of their successors. Any changes will be notified to the Clerk to the Governing Board.
- (3) Co-opted Governors will serve for the limited period for which they were co-opted which will normally be less than one year.
- (4) Nothing in this sub-paragraph shall affect the determination of the membership of the Governing Board of any person under the provision below.
- (a) Any vacancy occurring among members shall be notified to the Chair of the Board and Clerk to Governors.
 - (b) Any Governor appointed to fill a casual vacancy shall hold office only for the unexpired term of office of the member of the Governing Board whose place has been vacated.
- (5) Determination of Membership:
- (a) Any Governor upon ceasing to be a member of the organisation which he/she represents shall cease to represent that organisation on the Governing Board.
 - (b) Any Governor who is absent from three consecutive meetings of the Governing Board except for some reason approved by resolution of the Governing Board, or who is incapacitated from acting, or who becomes disqualified to be a member of the body appointing him/her, other than on the grounds set out in Section 80 (i) (b) of the Local Government Act 1972, or who resigns his/her office in writing to the Chair of the Board shall thereupon cease to be a Governor. Any Governor may be removed by the Boards agreement.
- (6) Declaration of Interest
- (a) If any Governor has any pecuniary interest, direct or indirect, in any contract or proposed contract or other matter and is present at a meeting of the Board or any of its Committees at which the contract or other matter is the subject of discussion he/she shall at the meeting, as soon as practicable after the commencement thereof, disclose that fact and shall not take part in any decision or vote on any question with respect to the contract or other matter.
 - (b) For the purpose of the foregoing sub-paragraph the provisions of sections 94 to 98 of the Local Government Act 1972 as amended by any subsequent enactment or statutory modification (which relates to the disability of members of local authorities for voting on account of interest in contracts, etc) shall apply mutatis mutandis.
- (7) Chairman and Vice-Chairman
- (a) The Governors shall at their November meeting in each Academic year commencing on 1 August, elect a chairman and a vice-chairman of their meetings for the year.
 - (b) The chairman or vice-chairman may not be employed by the Service nor a member of the student body. The election shall be carried out by a secret ballot if there is more than one nomination, otherwise by a show of hands. In the absence of both the chairman and vice-chairman the members of the Governing Board present shall elect a chairman for that meeting before any other business is transacted. The chairman and vice-chairman shall always be eligible for re-election. A casual

vacancy may be filled by electing a chairman or vice-chairman for the unexpired portion of the year.

(8) Clerk to the Governing Board

The Secretary to the Executive Principal will act as Clerk to the Governing Board.

(9) Meetings of the Governing Board

- (a) The Board shall hold a meeting at least once every term.
- (b) The quorum for a meeting of the Board shall be 5 (if a minimum membership is 8).
- (c) All meetings of the Board shall be summoned by the Clerk to the Governors.
- (d) A special meeting shall be summoned at any time on the request of either the Chairman, or a quorum of the Board.
- (e) The proceedings of the Board shall not be invalidated by any vacancy in their number, or by any defect in the election, appointment or qualification of any Governor.
- (f) Every question to be determined at a meeting of the Board shall be determined by a majority of the votes of the Governors present and voting on the question, and where there is equal division of votes of the Chairman shall have a second or casting vote.
- (g) Until the contrary is proved the Governing Board shall be deemed to be duly constituted and have the power to deal with the matters referred to in their minutes.
- (h) The Executive Principal is a fully designated and voting member of the Board.

(10) Records of Meetings:

- (a) Minutes shall be kept of all resolutions and proceedings of the Governors and of meetings of Sub-Committees and Advisory Committees.
- (b) These minutes are available for inspection by the CCC.

(11) Rescinding of Resolutions:

Any resolution of the Governors may be rescinded, or varied at a subsequent meeting if notice of the intention to do so has been given to all Board members at the time of convening the meeting.

(12) Revision of Instrument

This Instrument may be revised at any time by the Board.

(13) Date of Operation

This instrument shall come into force on 1st August 2018.

5. THE ROLE OF A GOVERNOR INVOLVES:

- A current knowledge of the 19+ agenda for adult and lifelong learning. At least one governor should have a corresponding knowledge for 14-19 provision.
- A detailed understanding of the market in which we work; this includes working with children and young people and the skills agenda.

- An understanding of the quality frameworks in which the Service operates both locally and nationally, for example the annual Self-Assessment Report (SAR), the Ofsted Inspectorates Quality Framework, External Awarding Bodies, ESFA and CCC audit requirements.
- Participation in maintaining the Investors in People and MATRIX Standards and Ofsted Inspection grading. Governors are likely to be called for interview during an Ofsted and other inspections.
- Attending Board meetings.
- Attending appropriate sub-group meetings.
- Reading through papers in preparation for meetings – for attending meetings, updating knowledge of adult lifelong learning issues and understanding our business in a climate of continual change.
- An understanding of Service finances and resources.
- Training as appropriate.
- Assisting the Service management team in meeting the needs of its learners, communities and other stakeholders.

The governance of the Service is incorporated into the leadership and management element of the Ofsted Quality Framework and therefore also the inspection process (Ofsted) and Self-Assessment Framework. The Board is expected to conduct an assessment of its own activities to be included in the Service Self-Assessment Report, which is validated by inspection. The Board will set themselves annual targets against which to assess their effectiveness in governing the Service.

6. PERSONAL QUALITIES OF A GOVERNOR

A successful governing board thrives on diversity, bringing together a wide range of people with different personalities, backgrounds, lifestyles, skills and experience. The binding factor is an active and positive interest in adult community education (lifelong learning) and skills. Further, governors should demonstrate:

- Commitment to learning and training, and to the success of our learners
- Willingness to contribute to the life and well-being of the Service and its community
- Commitment to strengthening the Service link with business and local communities
- Dedication to acting openly, honestly and with integrity
- Determination to get results by innovation and enterprise
- Time and energy to turn commitment into active and positive involvement
- Understanding the Service vision, aspirations and policies

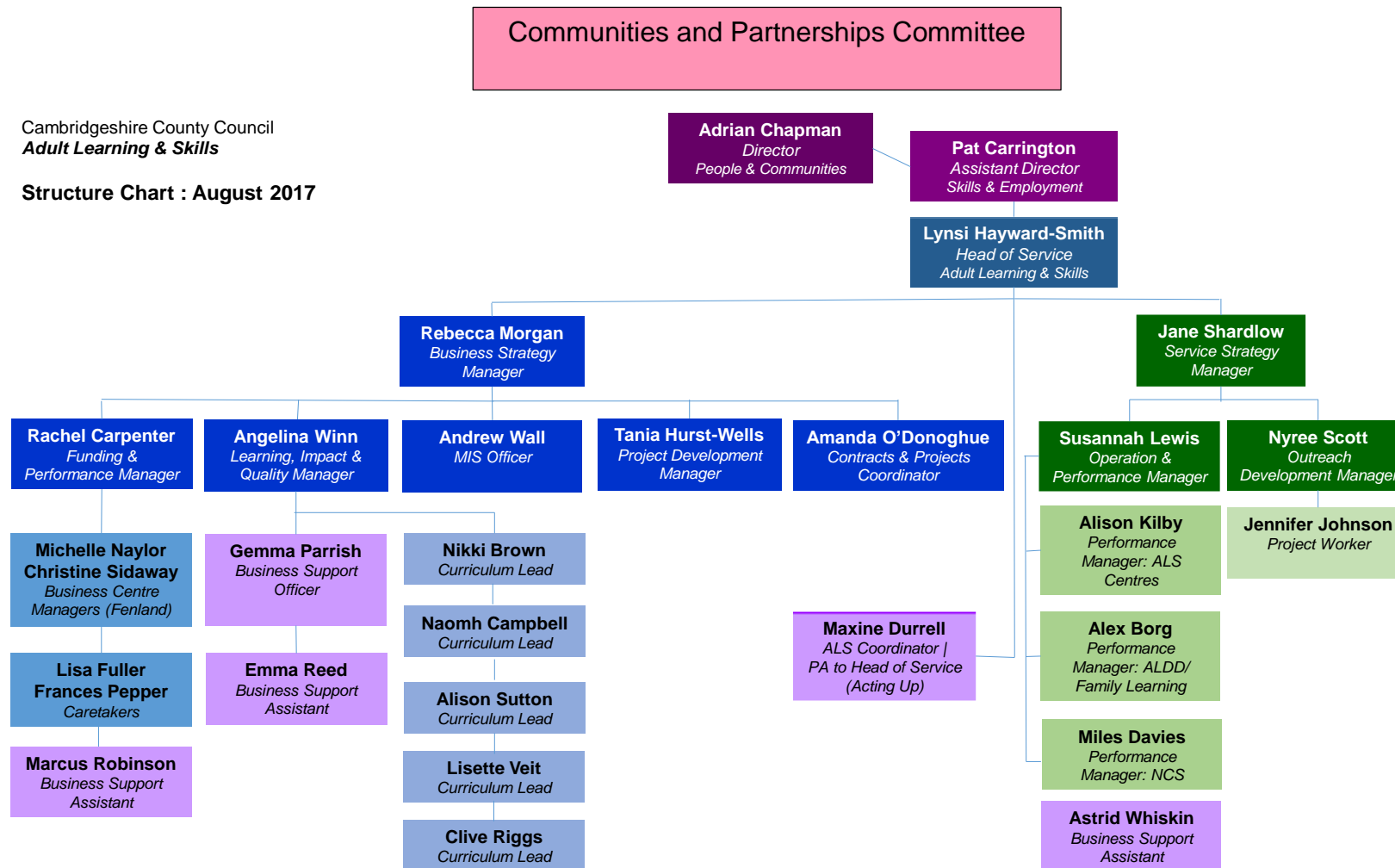
A governor will have to complete a Declaration of Interest.

Appendix 3a

Current Staffing Structure

Cambridgeshire County Council
Adult Learning & Skills

Structure Chart : August 2017



Appendix 3b

Proposed Staffing Structure

