

ADULT SKILLS SERVICE – PROPOSED GOVERNANCE ARRANGEMENTS

To: **Communities and Partnership**

Meeting Date: **20 December 2018**

From: **Service Director, Communities and Safety**

Electoral division(s): **All**

Forward Plan ref: **Key decision: No**

Purpose: **To review the proposed Governance arrangements for the Adult Learning Service.**

Recommendation: **To agree the proposed the Governance arrangements for the Adult Learning Service that will move the Service arms-length from 1st April 2019.**

<i>Officer contact:</i>		<i>Member contacts:</i>	
Name:	Adrian Chapman	Names:	Councillor Criswell
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1. BACKGROUND

- 1.1 At the Committee Meeting on 5th July 2018 the committee was asked to consider exercising its delegated authority under the Council's constitution at part 3B Responsibility for Functions – Committees of Council:

“Authority to exercise the Council's functions in respect of all areas covering the Adult Learning Service.”

The committee resolved unanimously to approve the principle of establishing a new delivery model for the Cambridgeshire Adult Learning and Skills Service, as described in this report. The committee also approved the formation of a shadow governing board from 1st August 2018 to oversee the implementation of the delivery plan in order to have the new delivery model in place by 1st April 2019 at the latest.

This report is to inform the committee of the proposed governance arrangements and model of the service.

2. MAIN ISSUES

2.1 Detail of the report

- 2.1.1 As discussed in the July 2018 report, 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 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.

From the 2019/20 academic year, the Adult Education Budget for Cambridgeshire will no longer be commissioned directly to the Council by the Department for Education, but will be devolved to the Mayoral Combined Authority for Cambridgeshire and Peterborough and this means we will need to respond to the new funder's requirements. This will mean delivery will need to be aligned to their local skills strategy, which has been developed alongside the Cambridgeshire and Peterborough Economic Review.

In order to respond to the local landscape and skills agenda and to future proof the service, the Committee agreed, in principle, to operate the service through a new arms-length delivery model with delegated authority to a Governing Board.

2.1.2 Governance Model of the Service

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.

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.

2.1.3 The Shadow Governing Board

The Shadow Governing Board has been developed to oversee the setup of the new delivery model, which will operate as an arms-length service. It is envisaged that the individuals on the Shadow Board will then move to becoming the initial members of the full Governing Board, post April 2019.

The Shadow Governing Board members consist of individuals who either represent a group which has a vested interest in Cambridgeshire skills and/or which has knowledge and expertise that can assist the service (Appendix A gives the biographies of the Shadow Board Members).

A core factor for all Shadow Governing Board member is that they use its (their) powers only in the way in which it (they) consider(s) in good faith and is in the interests of the Adult Skills Service. In addition to this, any Shadow Governing Board member or co-opted board member may not participate in a decision in which he or she (or a person or company connected with him or her) may benefit directly or indirectly and a declaration of interest must be made at the start of the item. If felt appropriate by the chair, then they may be asked to leave this part of the discussion within a board meeting.

The Shadow Board to date has had the responsibility of giving the strategic direction to the service and has taken responsibility for the following:

- 1) An organisational vision (version1) – Appendix B
- 2) Identifying and agreeing a name – “Cambridgeshire Skills”
- 3) Reviewing and agreeing an accommodation strategy - an options appraisal has been carried out regarding the premises that the service will operate from. It has been agreed that there will be an office in the north of the county, and one in the south of the county
- 4) Identifying and agreeing the first version of Key Performance Indicators – Appendix C
- 5) Identifying and agreeing the initial performance monitoring arrangement - Appendix D
- 6) The development and approval of the Full Governing Board Articles and Instruments - Appendix E
- 7) To agree the finalisation of the Scheme of Management

2.1.4 Full Governing Board - Post April 1st 2019

As covered in 2.1.2 above, the shadow governing board has developed and approved the Governing Board's proposed Articles and Instruments (Appendix E).

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. This model mirrors the model that is successfully used in Peterborough and will ensure the service delivers to 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.

The Chair of the Communities and Partnership Committee will be the Chair of the Governing Board. The board will consist of a minimum of 8 and a maximum of 12 main board members and will be recruited in line with the Articles.

The Governing Board will meet 4 times a year and there will be a twice-yearly report on the service to the Communities and Partnership Committee of Cambridgeshire County Council.

2.1.5 The Cambridgeshire and Peterborough Management Board

As the backroom services for Cambridgeshire and Peterborough will be delivered by a shared service, there will be an overarching Management Board for the combined service that 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.

3. ALIGNMENT WITH CORPORATE PRIORITIES

3.1 Developing the local economy for the benefit of all

The proposed objects that the service commits to deliver to and using its funding to support include:

- To advance education
- To relieve unemployment
- To relieve poverty

3.2 Helping people live healthy and independent lives

The proposed objects that the service commits to deliver to and using its funding to support include:

- 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

The proposed objects that the service commits to deliver to and using its funding to support include:

- 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

(For the purpose of this Article “socially excluded” means being excluded from society, or parts of society, as a result of one or 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).

4. SIGNIFICANT IMPLICATIONS

4.1 Resource Implications

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 Council’s accounts.

4.2 Procurement/Contractual/Council Contract Procedure Rules Implications

There are no significant implications within this category.

4.3 Statutory, Legal and Risk Implications

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.

4.4 Equality and Diversity Implications

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.

4.5 Engagement and Communications Implications

The current service already operates a partnership model with communities and community groups and this will continue under the proposed new model.

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 staff work in partnership with 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: Kerry Newson
Have the procurement/contractual/ Council Contract Procedure Rules implications been cleared by the LGSS Head of Procurement?	Yes Name of 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 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 Name of Officer: Tess Campbell

Appendices:

- A. The Shadow Board
- B. Cambridgeshire Skills Vision
- C. Target Monitor
- D. Performance Monitoring Arrangements
- E. Articles of Government

Appendix A - The Shadow Board

Cllr Steve Criswell	Chair	<p>Political representation for CCC.</p> <p>At Cambridgeshire County Council Steve has held 2 Cabinet posts with responsibility for Service Transformation and then Highways. Since the council moved to the 'Committee System' in 2015, Steve has been the Conservative Spokesman for Highways & Community Infrastructure as well as the cross-party lead on Community Resilience and current Chair of the Communities and Partnership Committee. He has been a District Councillor for 15 years and a County Councillor for over 12 years. On Huntingdonshire District Council he spent 12 years chairing the Scrutiny Panel for Health and Social Well-being.</p>
Paul Medd	Chief Exec of Fenland District Council	<p>Representing the Public Sector Board.</p> <p>Paul Medd is Chief Executive at Fenland District Council and has worked at Fenland District Council for over 12 years, 7 of which as the Chief Executive. Paul is a HR practitioner by trade his career has included jobs in both the public and private sectors as well as a three-year stint with a charitable trust working with adults with learning disabilities.</p>
Adrian Chapman	Service Director – Communities and Safety Peterborough City Council and Cambridgeshire County Council	<p>Representing the CCC</p> <p>Adrian's career has involved working in the public and not-for-profit sectors in services aimed at improving outcomes for excluded or marginalised groups, supporting communities to build resilience and capacity, and protecting communities from harm.</p> <p>He has worked across South Yorkshire on major EU-funded regeneration programmes, and developed and led an organisation that created opportunities for people in disadvantaged communities to take up employment and training.</p> <p>Employed by Peterborough City Council in 2006 as Neighbourhood Director for a Government-funded neighbourhood management programme, Adrian has subsequently held a number of posts within the Council, including Head of Neighbourhoods and Assistant Director for Communities and Targeted Services. Until recently, Adrian was the Service Director for Adult Services and Communities - a role focussed on improving outcomes for people, families and communities, tackling inequalities within Peterborough, and for leading the commissioning and delivery of adult social care, community safety, housing services, youth services, early help and prevention, community development, public health delivery, and cohesion and social inclusion services.</p> <p>In July 2017 Adrian was appointed to a shared director role with Cambridgeshire County Council, taking responsibility for a new directorate delivering all community and safety services across Peterborough and Cambridgeshire. In addition to delivering or commissioning direct services for communities (housing, community safety, adult skills, arts, culture and leisure, youth services, community cohesion), the directorate is responsible for building capacity and resilience in order to reduce demand in statutory system-wide services, and for ensuring the stability, cohesion and security of our neighbourhoods.</p>
Fiona McGonigal	CA Business Skills Manager	<p>Representing the Combined Authority Business Board</p> <p>Representing the CA Business Board</p> <p>Fiona has worked in both the Public and Private Sectors; working in Education for over 10 years and Business sectors from Recruitment, Construction and Financial Services. She has worked previously for an FE College leading on Apprenticeships/ Business Development. With responsibility for employer engagement, Skills, Partnership working and Apprenticeships for the CA. Held the contract for the Careers and Enterprise Company (CEC) for GCGP LEP & established and Chaired the Enterprise Adviser Network. Fiona has supported the establishment of the CA Apprenticeship Ambassador Network, and is Chair of 3 Business Hubs in Cambridge, East Cambs, Rutland.</p>

		Represents the CA on numerous Boards, Groups, and Committees across all priority sectors. Established a LEP wide CEIAG Network of 120 Providers and is Chair.
Gareth John, BA FCA	Executive Chairman and Director First Intuition Cambridge	Accountant - Gareth is a qualified Chartered Accountant and has been involved in professional accountancy training for nearly 20 years. He is deputy president of ICAEW East Anglia of which he will become president in May 2019. He has spent the last decade setting up and running accountancy colleges and has enjoyed helping thousands of students start their careers in finance. Gareth has taught many prizewinners and was awarded UK Accountancy Lecturer of the Year in 2011.
Julie Farrow	Chairman of HWN, Hunts Forum	Representing the Voluntary Sector Julie Farrow has been the Chief Executive for Hunts Forum for 9 years and has over 35-years' experience of working in the not-for-profit sector, bringing expertise on strategic management and partnership working. In 2015 Julie was appointed a Beacon for Change Ambassador for her innovative partnership working and support for small groups. She is highly skilled in project management and community development and represents the sector on a number of joint partnerships across the Eastern Region. Julie has a degree in Health & Community Development and Business Management, has a keen interest in all forms of education.
Mike Kealey	Co-opted HR Advisor	Director of Kealey HR - As Director of Kealey HR Ltd, Mike owns a local HR and Payroll outsourcing business, which he has run for over 15 years currently employing 22 staff. Previously, Mike worked for a locally based white goods manufacture as HR Director for their after sales service and logistics operations and spent several years based in Europe. Mike works closely with Peterborough City Council too and has a Masters in HRM. Mike is also a Fellow of the Institute of Personnel and Development.
Pat Carrington MBE, MBA	Assistant Director Skills and Employment CCC/Executive Principal	Pat has worked in the Adult and Community Learning sector for the past 14 years and has, for the last 7 years, been Principal of City College Peterborough, she is also Assistant Director for Skills and Employment for Cambridgeshire County Council and Peterborough City Council. Prior to this, Pat worked in the business sector working for large companies like Coca Cola as well as small local businesses that operated nationally. Pat has a national profile for adult education. She is a director of AAETO, a not-for-profit company who are the executive board of HOLEX (HOLEX represents a network of 130+ adult and community learning providers and is the sector professional membership body for Local Authority Adult Community Learning (ACL) services) of which she is Chair; sits on the Dept for Education Employer Panel for Business and Management T-Levels and has a seat as a Founding Member for the Education and Training Foundation.

CAMBRIDGESHIRE SKILLS VISION (version 1)

Our Vision

The ambition of Cambridgeshire Skills is to enable people to develop their skills, supporting progress in or into work and education, and enabling participation in society.

Core to this will be its dedication to local communities, business and residents offering skills development in both community and work settings, working with some of the most vulnerable in society alongside adults who are upskilling and those looking for a second choice or second chance education.

It will:

- deliver a strategic, countywide adult education offer aligned to local needs and Labour Market Information.
- engage with business, partners and public sector bodies to identify the skills needed both now and in the future to help drive the economy.
- develop peoples' social and economic wellbeing

It will not:

- work with mainstream 16-18-year olds or organisations that do not align to its core values and vision

Core Values and Culture

Values are belief systems that guide our behaviour. They are the core principles we will not compromise.

Core values are timeless and do not change. Everything else – practice, strategies, structures, systems, policies and procedures – should continually evolve as we grow.

Our values affect how we behave towards each other through the way people are managed, rewarded, recognised, assessed, selected and promoted.

Our Values

THINK CREATIVELY, pushing the boundaries of possibility.

ACT WITH INTEGRITY, showing respect, speaking with courage and candour and always acting in the best interest of people and the organisation.

DELIVER ON WHAT WE PROMISE, owning the promise and working with trust and honesty.

PROMOTE INCLUSIVITY, understanding and appreciating the perspective of all parties, promoting social inclusion and integration in society.

REALISE POTENTIAL, with stretch and challenge, working round obstacles and being fearless in our approach.

WORK AS ONE, building the vision together, collaborating and containing personal ego.

Delivery Priorities for Cambridgeshire

The ambition of Cambridgeshire Skills is to enable people to develop their skills, supporting progress in or into work and education, and enabling participation in society

Themes	Mix and Balance of Provision
19 plus adult education	<ul style="list-style-type: none"> Local community based programmed that target the most disadvantaged, moving them onto a journey of improved work prospects Improving pay prospects of low wages and low skilled staff. Targeting specific sectors Improving and driving up the levels of Math's, English and digital skills Working with more routes, pathways and work academies, especially towards first full level 2. Community learning for adaptive sustainable communities including to address some of the barriers to accessing skills development and work
Retraining schemes for adults	
Workforce development	
Maths, English, ESOL, Digital	
Employability skills	
Inclusive community learning	
Apprenticeships	Maximizing Funding with other funding pots <ul style="list-style-type: none"> Innovation Pilot – DWP Adding value with ESF Controlling Migration funding – Ministry for Housing and Communities Integrating Communities Fund– Ministry for Housing and Communities ERAMUS funding
Sector based work steams	
Specialist growth areas	Key Measures of Success Future measures to explore, positive impact, improved work and pay prospects, LEO data for earning, responsiveness.
16-24 year olds NEETs type cohorts	

Appendix C

Target Monitor

AreaManager		Income stream	Targets		Actual			Total £	Pipeline		Totals	
			Income	Learner numbers	Income	Learner numbers	Fees		Funding	Fees	Funding	Fees
Direct Delivery	JS	ALS Centres										
		ALDD										
		Family Learning										
		LMW										
Business Development	RM	Sub Contracting										
		ESF - BBO										
		Erasmus - Sharing Stories										
Total												

			In month	Total
Safeguarding Cases				
Nagging Doubts				
Prevent				

Legend
Has hit / Guaranteed
On track planned
Will not hit target

2018/19

[illegible]

CAMBRIDGEHSIRE ADULT LEARNING AND SKILLS HIGHLIGHT REPORT

SERVICE AREA:	
RESPONSIBLE MANAGER:	
REPORTING PERIOD:	

PROGRESS COVERED WITHIN THIS PERIOD	
SERVICE PERFORMANCE <ul style="list-style-type: none">• Progress on priorities within service• Highlight areas of difficulty in achieving milestones towards targets and risks associated with these - plans to address these	
RISKS <ul style="list-style-type: none">• Highlight the top 3 operational risks this month?• What steps are or can be taken to mitigate these risks?	
BIDS AND TENDERS <ul style="list-style-type: none">• Highlight on potential bids (including the £ value to the service)• Update of submissions	
FINANCIAL PERFORMANCE <ul style="list-style-type: none">• Overview of performance against budget• Difficulties and risks• Contracts up for renewal within the next 6 months• Planned expenditure over 20K (outside of core budget)	

STAFFING ISSUES (Redact names)

- Number of Vacancies
- Attendance Management issues
- Grievances
- New starters for the month
- Disciplinary
- Health and Safety issues

SERVICE USER ISSUES

- High risk or problematic cases
- Outstanding complaints
- Compliments

COMMUNICATIONS

- Good news
- Highlighting Good Practice (i.e. success stories)
- Notified inspections
- Details of any visits to Cambridgeshire by Senior Government Officials or Politicians
- Details of public events being held by service areas

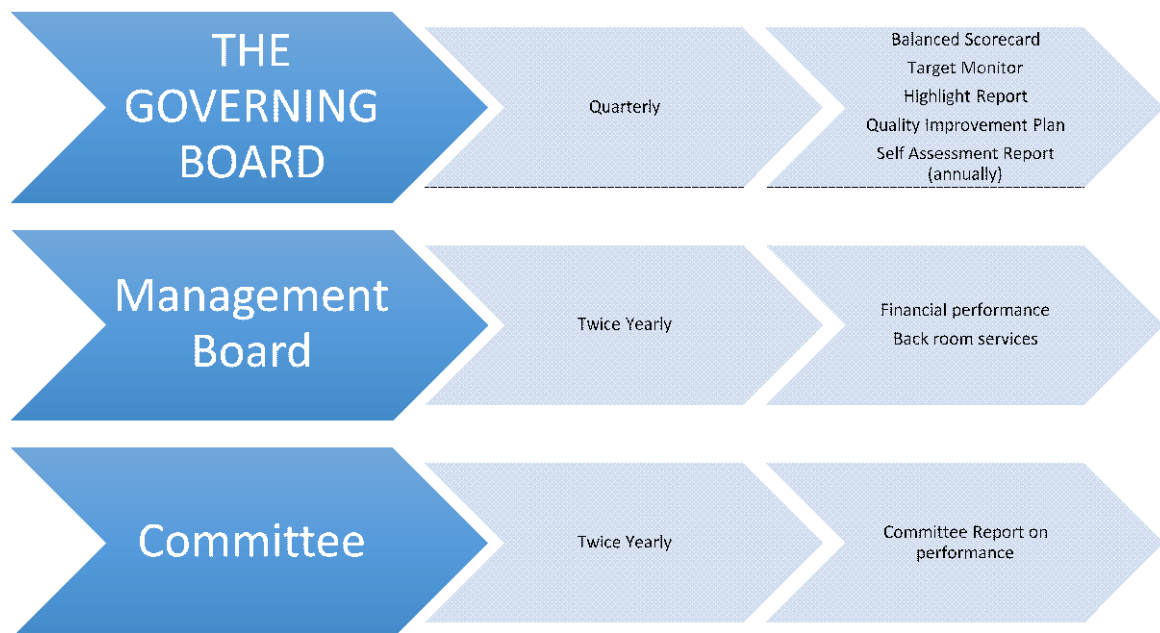
Signed

Date

Appendix D

PERFORMANCE MONITORING ARRANGEMENTS

The Senior Management Team (SMT) will monitor performance on a weekly and monthly basis, including the Target Monitor and Quality Improvement Plan. The SMT will then responsible for producing a set of management reports for each of the below.



Appendix E

Articles of Government –

1. Conduct of the Service

- (1) The Governing Board exists to oversee the way the Service is managed and 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.
- (2) The Management Board is ultimately accountable to the Cambridgeshire County Council (CCC) and Peterborough City Council (PCC) 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.
- (3) Subject thereto and to the provisions of these Articles the Executive Principal / Assistant Director and Governing Board shall determine the curriculum of the Service. It is the duty of the Executive Principal / Assistant Director to ensure that the curriculum is appropriate and delivered to a high standard.
- (4) 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.
- (5) The Executive Principal / Assistant Director shall be responsible to the Governing Board for the internal organisation, management and discipline of the Service.
- (6) There shall be full consultation between the Executive Principal / Assistant Director and the Chairman of Governors, also between the Executive Principal / Assistant Director and the Director of People and Communities and the Service Director Communities and Safety on matters affecting the Service.
- (7) All proposals and reports from the Executive Principal / Assistant Director affecting the Service should be considered by the Governing Board.
- (8) The Governing Board shall furnish the CCC and PCC 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 April 2019.

4. Service 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 senior 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.

NB. Senior Staff refers to the post at and above Vice Principal Level.

5. Premises

- (1) The Governing Board shall regularly inspect, 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 College premises, or any part thereof may be put.

6. Students, Members, Users

- (1) The Executive Principal shall, with good cause, have the power to suspend a student/member/user from attendance and will report the matter to the Chairman of the Governors. A student/member/user can request the right of appeal to the 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 Board.

7. Legal issues

Health & Safety Matters

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

Equality

The Governing Board and the Executive Principal shall comply with all relevant legislation concerning Equality.

Safeguarding

The Governing Board and the Executive Principal shall comply with all relevant legislation concerning Safeguarding (including Prevent) and will appoint a Governor who will hold specific responsibility for safeguarding issues.

8. Key points of liability

The legal status of the service is a department of Cambridgeshire County Council and as such, liability is held by the County Council

9. Copies of Articles

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

10. Date of Articles

These Articles shall come into force on 1st April 2019.

P. Carrington
Executive Principal and Assistant Director Skills and Employment

Instrument of Government -

Powers and duties of the Governing Board were 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.

From CCC through the Director and Committee the Governing Board of the service is granted the delegated powers of school status – that being for the governance, financial and management of the service. The Governing Board, with the senior management team, retained 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 Skills hereinafter referred to as 'the Service' shall report ultimately to the CCC

(2) The minimum number of Board members will be eight and maximum twelve

(3) Main Board members will include:

- Executive Principal / Assistant Director Skills and Employment
- Service Leader
- Full 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 and 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

(1) 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
- 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
- To ensure that a minimum Grade 2 is maintained in Ofsted inspections
- Ensure the Investors in People and MATRIX Standards are maintained.
- To 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 one year.
- (4) Nothing in this sub-paragraph shall affect the determination of the membership of the Governing Body 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 Body.
- (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 Board's 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 April meeting in each Academic year (which commences 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 and PCC.

(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 April 2019.

5. The Role of a Governor Involves:

- A current knowledge of the 19+ agenda for adult and lifelong learning.
- 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 College/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. 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, up dating 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
- Assist 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.

- 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

P. Carrington

Executive Principal / Assistant Director Skills and Employment