

STANDING ORDERS

These bye-laws supplement the provisions of the Further and Higher Education Act 1992 and the Instrument and Articles of Greater Brighton Metropolitan College which at all times are to be regarded as the primary sources of guidance. Every Governor shall be bound by these Standing Orders.

BYE-LAWS TO THE INSTRUMENT OF GOVERNMENT –CONTENTS

1. Introduction and Legal Framework
2. Composition of the Board of Governors
3. Membership
4. Eligibility
5. Termination of Membership
6. Members not to hold interests in matters relating to the institution
7. Appointment of Clerk to the Corporation
8. Meetings
9. Record of Decision Making
10. Public Accountability
11. Change of name of the Corporation
12. Application of the Seal
13. Further Information

BYE-LAWS TO THE ARTICLES OF GOVERNMENT - CONTENTS

1. Introduction
2. Conduct of the College
3. Responsibilities of the Board of Governors, the Chief Executive and Clerk
4. Committees
5. Delegable and Non-Delegable Functions
6. Appointment and Promotion of Staff
7. Academic Freedom
8. Students
9. Rules and bye-laws

10. Modification of Replacement of the Instrument and Articles of Government
11. Dissolution of the Corporation

APPENDICES:

- A: Board Code of Conduct
- B: Register of Interests Policy
- C: Governor Remuneration Policy
- D: Policy for Complaints against the Board of Governors
- E: Audit Committee Terms of Reference
- F: Remuneration Committee Terms of Reference
- G: Governor Role Description and Person Specification
- H: Governor Search & Recruitment Procedure
- I: Board Structure

1. INTRODUCTION AND LEGAL FRAMEWORK

These are the bye-laws of the Instrument of Government and set out further details on the Establishment and Operation of the Corporation which have been agreed by the Board.

The Board of Governors has been granted powers by Sections 18 and 19 of the Further and Higher Education Act 1992, as amended.

Within these powers the Board of Governors has responsibilities for the functions set out in the Articles of Government.

As a condition of receiving public funds, the Board of Governors and Chief Executive Officer have duties and responsibilities as set out in the College's Financial Memorandum and the Joint Audit Code of Practice, and for the proper use of income derived from the providers of other public funds.

Due to the status of a Further Education College as an exempt Charity, the Members of a Further Education Board of Governors are also governed by Charity Law, in their role as Charity Trustees.

The Board of Governors has the powers to set up subsidiary companies without seeking consent from the Funding Agency, within guidelines set out in policy provided by the Funding Agency. The rules of Company Law, as set out by the Companies Act 2006, shall apply to these Companies.

Governors of Further Education Colleges have a responsibility for setting policy and monitoring its implementation according to the following areas of legislation:

- Health and Safety at Work Act
- Equalities Act 2010
- Employment Law
- Data Protection Act
- Freedom of Information Act

- Bribery Act
- Safeguarding legislation

2. COMPOSITION OF THE CORPORATION

The Board will keep under review its membership having regard to the provisions of the Instrument of Government, the Board's Policy on Appointment of Governors, the recommendations of any committee convened for the purposes of Search and sector best practice. The Board determines the number of its Governors on an annual basis.

The Board will endeavor to ensure that there is an appropriate balance of skills, experience, gender, ethnicity, age and disability upon the Board. This means that Governors are drawn from a range of backgrounds.

The Board may co-opt persons who are not Governors to serve as 'associate governors'. Associate governors may be invited to attend full Board meetings where appropriate, but do not have voting rights.

For further details of Governor Recruitment, including the recruitment of staff and student Governors, please see the Governor Search & Recruitment Procedure.

3. MEMBERSHIP

The Board is the appointing body and must approve all appointments and reappointments of Governors. Members of the Board of Governors have been appointed to serve in the expectation that they will:

- Participate fully in the work of the Board of Governors;
- Demonstrate a high level of commitment to the College's vision;
- Operate within the governance framework of the College

Responsibility for the appropriateness of conduct as a Governor of a corporate body and for any act or omission in that capacity rests with the individual Member.

Term of Office

All governors are appointed for a three year term of office. The only general exceptions to this are the Chief Executive who will remain a governor for as long as they retain the position of Chief Executive and the student governors whose terms of office shall conclude on the 31st July of their final academic year. Each governor will be provided with a letter confirming their appointment.

Governors can potentially serve a maximum of three three-year terms of office. When considering re-appointment, the Board will have due regard to past performance, the skill set needed on the Board at the time of the vacancy and whether there is a need for the recruitment of new Governors with a fresh perspective. Governors may be reappointed to serve beyond nine years in very exceptional circumstances.

The Clerk maintains a list of Governors, the Committees upon which they serve, their membership category and the date on which their term of office ends.

Standards of public life and code of conduct

Governors owe a fiduciary duty to the College. This means that they should show it the highest loyalty and act in good faith in its interests. Governors are expected to adhere to the Seven Principles of Public Life, as recommended by the Nolan Committee's report, "Standards in Public Life".

Governors should have due regard to the Core Values of the college when conducting the business of the Board and considering the activities and proposed activities of the College.

Every Member will sign up to the Board's Code of Conduct on appointment and reaffirm his or her commitment to following the Code on an annual basis.

Appointment of the Chair and Vice Chair of the Board

The Board will appoint one Chair and one Vice Chair from amongst its Membership. Appointment will be for a three year period commencing 1 August and will be by appointment at the last Board meeting prior to 31 July.

Where the term of office of a Chair or Vice Chair is scheduled to expire during the period of their appointment, their term of office will be extended to the 31st July to end in line with their tenure as Chair or Vice Chair.

A governor who is not a candidate for either post shall normally take the Chair when the appointment is considered at the July meeting.

In the case that one candidate for each position is nominated, that candidate shall be elected unopposed. In the case of a competition, election shall be through secret ballot using a form prepared by the Clerk.

If the Chair should resign or otherwise cease to hold office during the year, then the Vice-Chair shall act as Chair until the next meeting when a new appointment shall be made. If the Vice-Chair should resign or otherwise cease to hold office during the year an appointment of a replacement shall be held at the next meeting.

Expenses and Allowances to Governors

Governors are entitled to claim back any travelling, subsistence or other allowances connected with their work on the Board. A claim form is available on request from the Clerk who has the authority to authorise payment. Further details are available in the Governors Remuneration Policy.

Indemnity and Insurance

Governors are indemnified against personal liability in both their capacity as FE Governors (under the Learning and Skills Act 2001) and as charity trustees. The legislation requires governors to have acted honestly and reasonably in accordance with their fiduciary duties. The college provides governor liability insurance.

Access to legal advice

The Clerk to the Corporation has access to the services of a legal advisor which is independent from that used by the College.

4. MEMBER ELIGIBILITY

Eligibility to serve on the board of governors in any capacity is determined in accordance with Charity Law and Company Law. The following are ineligible to serve as governors:

- a. anyone who has an unspent conviction for an offence involving deception or dishonesty;
- b. anyone who is an undischarged bankrupt;
- c. anyone who has been removed from trusteeship of a charity by the Court or the Commission for misconduct or mismanagement;
- d. anyone under a disqualification order under the Company Directors Disqualification Act 1986.
- e. anyone who has entered into a composition or arrangement with their creditors which includes an individual voluntary arrangement (IVA), and is currently on the Insolvency Service Register.

The eligibility of each governor to serve shall be checked on appointment by the Clerk. Governors will be responsible for advising the Clerk should their eligibility cease and they will be reminded of this on an annual basis by the Clerk.

5. TERMINATION OF MEMBERSHIP

A Governor may resign from office at any time by giving notice in writing to the Clerk.

If at any time the Board is satisfied that it is not in the best interests of the Board for a Governor to continue in active office for any reason (including but not limited to pending the outcome of an investigation, whether internal or external) the Board may by suspend that Governor until further notice by giving notice in writing.

If the matter leading to the suspension of a Governor is an allegation of misconduct, the Board should investigate the allegation using a process parallel to the disciplinary process for a holder of a senior post.

The Chair will write to the Governor concerned on behalf of the Board to advise them of the decision including the reasons for it and the anticipated duration of the suspension.

6. GOVERNORS NOT TO HOLD INTERESTS IN MATTERS RELATING TO THE INSTITUTION

Decisions made at meetings of the Board of Governors and its Committees must be for the benefit of the College as a whole and not for any improper purpose, or for personal motive.

The “benefit of the College” can be taken to mean, first and foremost, the interests of its students and other users of the College’s services, and must not allow any sectional interest to take precedence. In particular Governors are not appointed as “representatives” or “delegates” of any outside body, and may not lawfully be bound by mandate given by others.

Governors must seek to avoid putting themselves in a position where there is a conflict of interest (actual or potential) between their personal interests and their duties to the Board of Governors. An “interest” means anything financial or any other interest which, if publicly known, could be perceived as being likely to affect a Member’s independent judgement.

Governors who have an interest in the matters relating to the Institution cannot vote on any question with respect to it nor may they be counted towards quorum for the issue. They are not, however, excluded from the meeting unless the Board of Governors votes to exclude them

Governors must not receive gifts, hospitality or benefits of any kind from a third party which might be seen to compromise their personal judgement or integrity. Any offer or receipt of gifts, hospitality or benefits made to a Governor in their capacity as Governor, exceeding an estimated £25 in value, should be reported immediately to the Clerk for inclusion on the Gifts and Hospitalities register,

The Clerk maintains and updates annually a Register of Interests, which is open for public inspection. Governors and senior managers are required to disclose on appointment and routinely to the Board all interests, financial or otherwise, which they or (so far as they are aware) their spouses, partners, children or other close relatives may have, for entry on the register. Governors should inform the Clerk whenever their circumstances change and interests are acquired or lost. See Register of Interests Policy for further information.

7. APPOINTMENT OF THE CLERK TO THE CORPORATION

The Clerk shall hold office on such terms and conditions as may be agreed by the Board. The Clerk will be subject to the disciplinary and dismissal procedures set down by the Board for designated senior post holders. The Clerk shall be entitled to attend all meetings of the Board but shall withdraw from that part of any meeting at which their remuneration, conditions of service, conduct, suspension, dismissal or retirement in the capacity of Clerk are to be considered. The Board shall appoint from their number a person other than the CEO to act as Clerk for the duration of such meeting or part of a meeting that the Clerk is absent from.

The Clerk will have the right to seek independent legal or other advice if they have a concern that the Board may be acting inappropriately or beyond its powers.

8. MEETINGS

An annual academic year calendar of meetings for the Board and its Standing Committees will be circulated to the Board at its final meeting of the academic year. Electronic meeting invitations will also be sent to Governors for each meeting.

Scheduled meetings of the Board shall be called by the Clerk giving at least seven calendar days' notice of the date of the meeting, together with a copy of the proposed agenda. Notice shall also state the time, date and place of the meeting.

Meetings which are additional to the published schedule of meetings are referred to as Special Meetings. The Chair of the Board (or Vice Chair in their absence) may summon a Special Meeting by giving less than seven days prior notice if, in the reasonable opinion of the Chair, there are matters which demand urgent attention

Attendance

Governors are asked to give the Clerk as much notice as possible if they are unable to attend a meeting. This ensures that apologies for absence are registered at the meeting and allows the Clerk to judge if the meeting will be quorate.

A report on Governors' attendance will be produced annually by the Clerk and presented to the Board.

Any Governor who has not attended meetings for more than six consecutive months without permission of the Board may be removed from office by Board resolution; the Governor concerned shall be given notice in writing.

Meetings of the Board should be quorate if the number of Governors present is at least 40% of the total number of Governors rounded up to the nearest whole number.

If the number of Governors present for a meeting of the Board does not constitute a quorum, the meeting shall not be held. If during a meeting of the Board there ceases to be a quorum, the meeting shall be terminated at once.

Meeting agendas

Meeting agendas will be developed by the Clerk in liaison with the Chief Executive and Chair. Any member can contact the Chair or Clerk and ask for an item to be brought up into discussion rather than left in the consent agenda. This should be done three days in advance of the meeting.

Collective Decision Making

The Board of Governors operates by Governors taking majority decisions at quorate meetings. Therefore, a decision of the Board, even when it is not unanimous, is a decision taken by the Governors collectively and each individual Governor has a duty to stand by it, whether or not they were present or agreed with it when it was taken.

If a Governor disagrees with a decision they may request that their disagreement be minuted.

It is important that the Board of Governors and its Committees are able to have full and frank discussions in order to take decisions collectively. To do so, there must be trust between Governors, a shared corporate responsibility for decisions and due respect for the opinions of all Governors. Dependent upon the nature of the business under discussion, Governors should keep confidential any matter which the Board considers to be confidential.

Voting

Every question to be decided at a meeting of the Board shall be decided by a majority of votes cast by Governors entitled to vote on the question. Where there is an equal division of votes the Chair of the meeting shall have a second or casting vote.

A student member who is under the age of 18 shall not vote at a meeting on any question concerning any proposal

- a. for the expenditure of money by the Board; or
- b. under which the Board or any Governor would enter into any contract, or would incur any debt or liability, whether immediate, contingent or otherwise

- c. and shall not count towards the quorum for the purposes of that decision.

Where a formal vote is called for it will normally be by a show of hands. A Governor may however request that the vote is taken by means of a secret ballot provided that this is supported by a majority of the Governors present and voting.

Where a formal vote is taken the Clerk shall record in the Minutes of the meeting the number of votes cast for and against the motion together with the number of abstentions. In the event that there should be a challenge against any decision made by the Board it should be noted that an abstention will not be regarded as a vote against the decision which is the subject of that challenge.

Any member voting against the proposal may request that his or her dissent is recorded formally in the Minutes.

Decisions of the Board may only be taken at a properly constituted meeting and to be valid must be recorded in the minutes of that meeting.

Withdrawal from Meetings

A Board member who is a member of staff of the College, including the Chief Executive, shall withdraw

- a. From that part of any meeting at which staff matters relating solely to that member of staff (as distinct from staff matters relating to all members of staff, or all members of staff of a particular class) are to be considered;
- b. From that part of any meeting at which his reappointment or the appointment of his successor is to be considered;
- c. From that part of any meeting of at which staff matters relating to any member of staff holding a post senior to his own are to be considered except those relating to the pay and conditions of all staff or all staff in a particular class and
- d. From that part of any meeting 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 and

- e. The Clerk shall similarly withdraw during proceedings related to sub-paragraphs (a) and (b) above. In such event the Minutes for that part of the meeting shall be recorded by a governor appointed by the meeting to act as Clerk to the Board for that period.

A student member shall withdraw from any part of any meeting at which the appointment, remuneration, conditions of service, promotion, conduct, suspension or dismissal of a member of staff is to be discussed, if requested to do so by one other member present.

9. RECORD OF DECISION MAKING

Written minutes of every meeting of the Board shall be maintained. Non confidential minutes will be published on the College website.

Confidentiality

The following criteria are applied in considering whether material should be dealt with on a confidential basis:

- a. Material relating to a named person employed at, or proposed to be employed at, the College (this will also apply to Governors of the Board)
- b. Material relating to a name of a student at, or candidate for admission to, the College
- c. Information relating to an identifiable group of staff or students at the College
- d. Negotiations with trade unions
- e. Information relating to contract negotiations
- f. Commercially sensitive or strategic information, release of which might be disadvantageous to the College
- g. Information which may have long term legal implications or contain legal advice which, if revealed, may prejudice the College's position
- h. Any other matter which, by reason of its nature, the Board is satisfied would be dealt with on a confidential basis

The Clerk shall review, with the Chair of the Board, confidential minutes annually, at the end of each academic year, and make recommendations for publication to the Board.

All reports from the College's internal or external audit services, irrespective of whether they are marked confidential, shall be made available for public inspection in line with the recommendations of the second Nolan Report. Enquirers shall be advised that any queries on the contents of those reports should however be raised with the Clerk and not with the audit services.

10. PUBLIC ACCOUNTABILITY

Access to information

In accordance with the College's Freedom of Information Act Publication Scheme, and subject to the confidentiality policy outlined below, the Clerk shall make arrangements for the publication on the College website of:

The minutes of each Board and Committee meeting for the previous academic year and instructions on how earlier minutes might be obtained; will be made available on the College website along with information about the board of governors, its membership, meetings schedule, policies, rules and by-laws

Public Access to Meetings

The Board may invite relevant persons to attend for specific items or for the whole meeting as appropriate.

Public access to meetings shall be in accordance with Clause 15 of the Statutory Instrument of Government. The Board will seek to balance the need for open discussion in which Governors are not inhibited by the presence of members of the public against the need to uphold the Nolan principles of accountability and openness.

Persons seeking access to meetings should make their request in writing to the Clerk to the Corporation, stating the reason why they wish to attend. The Clerk will refer all such requests to the Chair for consideration.

Communication on behalf of the Board

Unless otherwise agreed by the Board of Governors in individual circumstances, all enquiries from the press, radio or television must be directed to the Chief Executive's office, and all press releases should only be issued from the Chief Executive or their representative.

Governors other than the Chief Executive or the Chair should not make statements to the press or media or at any public meeting relating to the proceedings of the Board or its Committees without the agreement of the Chief Executive and/or Chair. It is unethical for Governors to publicly criticise, canvass or reveal the views of other Governors, which have been expressed at a meeting of the Board or its committees.

Continuous Improvement

The Board shall self-assess its own performance annually, and shall provide an opinion on its performance at the end of each year, which will be fed into the whole College self-assessment. The self-assessment methodology will be agreed annually by the Board.

Individual governors will participate in an evaluation of their own performance and contribution annually, through a process of self-reflection and brief conversations with the Chair. The performance of the Chair will also be assessed by the Senior Independent Governor, taking into account feedback from individual governors and members of the Executive Team.

The skills needs of the Board will be evaluated annually and an audit performed of the skills and experience of Governors against those needs.

A summary of the Board's self-assessment will be published on the college website, and will form part of the Annual Report and Financial Statements.

Governor attendance records will be maintained by the Clerk and reported to the Board annually at a minimum. In the light of individual circumstances, it may be appropriate for the Board to grant leave of absence to a Governor from their duties on the Board. The criteria for deciding whether to remove a Governor or whether special leave will be granted will be based on the following:

- a) Previous attendance record at Board and committee meetings and development events, prior to the six months continuous absence;
- b) Validity of reasons given for absence, for example ill health, bereavement, pressure of work;
- c) Consideration on whether or not the reasons, however valid, are likely to prevent a speedy return to full involvement with the business of the Board.

Complaints against the Board

Any complaint about a Governor or the Clerk to the Corporation should be made following the Board of Governors Complaints Procedure.

11. CHANGE OF NAME

The Corporation may change its name with the approval of the Secretary of State. Any name change proposal will be consulted upon with stakeholders before any such application is submitted to the Secretary of State.

12. APPLICATION OF THE SEAL

The Seal shall be applied in accordance with procedures laid out in both Clause 20 of the Instrument of Government and the College's Financial Regulations.

**BYE-LAWS TO THE ARTICLES OF GOVERNMENT
CONTENTS**

1. INTRODUCTION

These are the bye-laws of the Articles of Government and set out further details on the Duties and Powers of the Corporation which have been agreed by the Board.

2. CONDUCT OF THE COLLEGE

The College shall be conducted in accordance with the provisions of the Instrument and Articles and any such bye laws, policies and procedures approved by the Board of Governors and/or the Executive Team.

3. RESPONSIBILITIES OF THE BOARD OF GOVERNORS, THE CHIEF EXECUTIVE AND CLERK

The statutory responsibilities of the Board of Governors, Chief Executive and Clerk are set out in Article 3. The Scheme of Delegation provides additional responsibilities which are assigned to the Board of Governors, the Chief Executive and Clerk.

Governor role description also provides details of the responsibilities of Governors. In addition to a generic governor role description, there are role descriptions for the positions of Chair, Vice Chair and Committee Chair.

Job descriptions for the positions of Chief Executive and Clerk also provide details of the responsibilities assigned to these roles.

Should there be occasions that the Clerk feels their advice is being disregarded or overruled, and the Board is acting inappropriately or beyond its powers. The Clerk

should, in the first instance, make every effort to resolve the matter through the avenues available to them within the College. The Clerk may take some or all of the following steps:

- a. Ensure that the reasons for concern have been put in writing and sent by the Clerk to the Chair and the Chief Executive Officer.
- b. Ensure the Chair of the Audit Committee has been informed of if the issues relate to matters within the Audit Committee's terms of reference.
- c. Report the matter to the next meeting of the Board and ensure the matter is placed in the publicly available minutes.
- d. Consult the College's external auditors.

The Clerk is authorised to obtain initial legal advice on such issues without the agreement of the College management or the Board. In such a case the Board may decide to obtain further legal advice.

If no action results from the preceding sequence of actions and if the grounds for concern still present a threat to the proper governance of the College in their judgment, the Clerk is authorised to refer the matter to the Funding Agency, and inform the Chair and the Chief Executive Officer that this has been done.

The Board accepts the advice in the Financial Memorandum that action within the above specified procedures should not provide grounds for disciplinary action against or dismissal of the Clerk.

4. COMMITTEES

The Board of Governors operates a minimal committee structure with a main Board, which will normally meet monthly, and two Committees: the statutory Audit Committee and the Remuneration Committee. All of the statutory roles and responsibilities, as set out in Article 3 (1) of the Board's Instrument and Articles, shall be performed by the whole Board.

The Board reserves the power, however, to constitute any further committee, working group or task and finish group, with delegated authority to perform any of its functions other than those deemed non-delegable under Article 8. The remit, responsibilities, frequency of meetings and membership of any committee shall be determined by the Board, and ratified annually by the Board at its last meeting before 31 July.

Terms of Reference of the Audit Committee and Remuneration Committee are provided as Annexes D and E.

Any committee established by the Board of Governors, except for a Special Committee formed under any HR procedure, may include persons who are not members of the Board of Governors.

The Chief Executive is not permitted to serve as a member of the Audit or Remuneration Committee. Staff and student Governors may not be appointed as members of the Remuneration Committee.

5. DELEGABLE AND NON-DELEGABLE FUNCTIONS

The Board has exercised its powers, provided by Article 4, to delegate its functions to committees and the Chief Executive Officer. These are set out in detail in the Board's Scheme of Delegation. This scheme is notwithstanding the 'reserved' responsibilities of the Board which are set out in Article 8 and are considered so important that they cannot be delegated.

Chair's Action and Urgency Powers

Delegated to the Chair is:

- a. minor changes to the Standing Orders in response to legal requirements and audit recommendations.
- b. the annual appraisal of the CEO and the Clerk (with feedback provided to the Remuneration Committee)
- c. approval of the appointment of Members to the Appeals Committee

- d. consideration of member requests to seek independent legal advice
- e. authority to deal with any matters judged to be of such urgency and gravity that it is not possible to convene a special meeting of the Board.

In the case of e. the Chair should take the advice of the Vice Chair, the CEO, the Clerk and as many Governors that they can contact. Any action or decision made by the Chair must be put to the next meeting of the Board for endorsement.

Chairs Action and Urgency Powers must not be applied in the case that:

- a. it relates to any matter which the Instrument and Articles states cannot be delegated
- b. it changes the character of the college;
- c. it is not lawful
- d. it creates a conflict with the personal interests of the Chair.

Other than in these instances, there shall be no power delegated to the Chair allowing them to act on behalf of the Board between meetings, except where the Board agrees by resolution at a meeting to delegate specific powers to her/him to deal with a specific matter in the period before the next meeting. Where such specific powers have been delegated to the Chair, they shall report any action taken to the next meeting.

6. APPOINTMENT AND PROMOTION OF STAFF

The Board of Governors is responsible for the appointment of Senior Post Holders and the Clerk. The Board of Governors will establish a selection committee for such a purpose with recommendations submitted to the Board of Governors for approval.

The Chief Executive shall have responsibility for the recruitment of all staff other than senior post holders and the Clerk.

7. ACADEMIC FREEDOM

The College recognises and endorses that freedom of speech and expression within the law. This principle is also enshrined in Article 10 of the Human Rights Act 1998 and the College is also required so far as is reasonably practicable, to protect and advance the principle of academic freedom. For Further Details please see the Freedom of Speech and Expression Policy.

8. STUDENTS

The Board of Governors will publish arrangements for obtaining the views of students on matters within the Board's responsibilities, including rules for student conduct.

Any Students Union or group of students that represent the interests of the students shall conduct and manage its own affairs and funds in accordance with a constitution approved by the Board of Governors.

9. RULES AND BYE-LAWS

The Board of Governors has the power to make rules and bye-laws relating to the governance and conduct of the institution. All College policies are set out in the Scheme of Delegation including the level at which policies are approved and reviewed.

The Board of Governors shall, as part of its responsibilities for the effective and efficient use of resources, set the policy by which the tuition and other fees payable to it are determined.

Further information on the rules and responsibilities of Governors is available in the following documents which are available from the Clerk or the College Website:

- Committee Terms of Reference
- Complaints against the Board
- Conflict of Interest Policy
- Executive Limitations Policy
- Governor Appraisal Procedure
- Governor Code of Conduct
- Governor Role Descriptions
- Governor Search and Recruitment Procedure
- Governor Succession Planning Policy
- Instrument & Articles of Government
- Remuneration of Governors Policy
- Scheme of Delegation

10. MODIFICATION OF REPLACEMENT OF THE INSTRUMENT AND ARTICLES OF GOVERNMENT

The Corporation's Instrument and Articles set out the legal framework which the Board of Governors is required to operate within. No changes will be made to the Instrument and Articles before seeking the advice of the Clerk, consultation taking place with persons who, in the Board's view, are likely to be affected by the proposed changes.

11. DISSOLUTION OF THE CORPORATION

The Corporation may be resolution dissolve itself and provide for the transfer of its property, rights and liabilities. Any such resolution would follow statutory and regulatory requirements.

The Board will review these Standing Orders at least every two years or more frequently if policy changes require.