

Role Description for Chair of the Corporation

The Chair of the Corporation is elected by the governors and is responsible for the leadership of the Corporation.

1. Leadership

- a) The Chair is responsible for the leadership of the Corporation. As Chair of its meetings, he/she will lead the Corporation, encouraging governors to work together effectively as a team contributing their skills and expertise as appropriate, and will seek to build consensus among them so that the Corporation exercises collective responsibility.
- b) The Chair will ensure that the Corporation sets the vision, strategic direction, objectives and performance indicators for the college, and work collaboratively with the Group Principal/Chief Executive to achieve this.
- c) The Chair will develop constructive working relationships with the Group Principal/Chief Executive, the management team and the Head of Governance, based on regular communication and a shared commitment to ensuring the Corporation's ongoing effectiveness whilst maintaining a professional relationship at all times.
- d) The Chair will ensure that governors recognise the distinction between governance and management and demonstrate this in the conduct of Corporation business so that the Corporation focuses on strategy, performance and accountability.
- e) The Chair should ensure, through good working relationships with Chairs of the Corporation Committees that Committee business is carried out in a proper manner, efficiently and effectively, and that regular and satisfactory reports are presented to the Corporation.
- f) The Chair should work with the Head of Governance to ensure that the Corporation reviews its own performance and processes.
- g) The Chair should work with the Head of Governance to ensure that there is a process for supporting and developing Governors and for reviewing their individual performance.
- h) The Chair will be responsible for the appraisal/review of the performance of the Group Principal/Chief Executive and Head of Governance and for reporting on performance to the Remuneration Committee after their annual appraisals.

2. Standards and Conduct

The Chair will

- a) Act fairly and impartially in the best interests of the Corporation and the college as a whole.
- b) Work with the Head of Governance to ensure that the Corporation conducts itself transparently and in accordance with the 'Nolan' principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership; and promote these by example.
- c) Work with the Head of Governance to ensure that any conflict of interest is identified and managed appropriately

3. Accountabilities

The Chair will

- a) Lead the Corporation in exercising collective responsibility for the integrity and financial probity of the College, maintaining its long-term financial viability, and safeguarding its assets, and ensuring that proper mechanisms exist to ensure financial control and the prevention of fraud.

- b) Seek to maintain the reputation of the college and demonstrate a personal commitment to its vision and values and to meeting the interests of the communities it serves
- c) Advised by the Head of Governance, ensure that the Corporation acts in accordance with the Governing Instruments of the College and with the Corporation's Standing Orders, Governors' Code of Conduct and with any other regulatory requirements and should seek advice from the Head of Governance in any case of uncertainty.
- d) Act in accordance with protocols for the use of delegated authority established by the Corporation, seeking advice from the Head of Governance where appropriate. The Chair may act on behalf of the Corporation between meetings on matters delegated by the Corporation or on routine matters such as: -
 - the signing of routine documents
 - responding to approaches made to the Corporation by external organisations on issues which do not require approval by the Corporation
 - agreeing detailed aspects of the implementation of decisions already agreed by the Corporation
 - accepting the resignation of members from the Corporation
 - accepting the resignation of holders of senior posts and taking appropriate action to inform the Corporation
 - appointing members to Committees of the Corporation, if a meeting of the Corporation is not scheduled to take place.
- e) The Chair is required to act as a formal signatory to certain documents on behalf of the College for example where the College seal is to be affixed.
- f) From time to time the Chair may be delegated specific authority to act on the Corporation's behalf or to agree a final document.
- g) All instances of the use of delegated authority or Chair's Action should be reported to the next meeting of the Corporation.
- h) At meetings of the Corporation where there is an equal division of votes on an issue, the Chair may exercise a second or casting vote.

3. Managing Corporation Business

The Chair will

- a) Establish a constructive and supportive but challenging working relationship with the Group Principal / Chief Executive, recognising the proper separation between governance and executive management, and avoiding involvement in the day-to-day executive management of the College.
- b) Work with the Group Principal/Chief Executive and Head of Governance to
 - ensure that the Corporation receives the information required to conduct its business, enable rigorous scrutiny of the strategic management of the college, monitor risk and make clear decisions
 - ensure that the Corporation has effective arrangements for monitoring the college's performance and its quality improvement
 - ensure that the Corporation's business is conducted efficiently and with the integrity required by those responsible for the use of public funds
 - ensure that the process of appointing a new Group Principal/Chief Executive and other senior post-holders is led effectively
 - be responsible for instigating any disciplinary action against the Group Principal/Chief Executive and other senior post-holders
 - ensure that the Corporation through its Search and Governance Committee has a process for succession planning and recruiting new governors to achieve a balance of skills and to reflect stakeholder interests and the communities it serves

4. The External Role

The Chair may be asked to represent the Corporation/College at local, regional and national events if available to do so and to report back to the Corporation as appropriate.

5. Personal attributes and skills

- A strong personal commitment to Further Education and the values, aims and objectives of the College.
- At all times an ability to act fairly and impartially in the interests of the College as a whole, using independent judgment and maintaining confidentiality as appropriate.
- Strong chairing and leadership skills which promote effective decision making and constructive debate.
- The ability to create a harmonious working environment, by developing and maintaining positive and effective relationships.
- The ability to work as a team, which has both executive and non- executive members.
- The ability to analyse and review complex issues and weigh up conflicting opinions.
- The ability to explain both orally and in writing reasons for arriving at decisions.
- Understanding of strategic planning and resource management.
- A commitment to engaging positively and openly with students, staff, the public and other stakeholders.
- The ability to motivate and enthuse others.
- The highest standards of integrity and honesty.

6. Other requirements

- a) The Chair will attend all meetings of which he/she is Chair or a member, or give timely apologies if absence is unavoidable.
- b) The Chair is expected to participate in induction/training events organised by the College or other appropriate bodies.
- c) The Chair is expected to participate in the review of his/her own performance as Chair
- d) The likely overall time commitment required of the Chair for the effective conduct of the duties of the post is approximately 40 days per year, excluding time spent attending student events.
- e) The Chair is encouraged to reclaim expenses incurred in the course of College business, via the Head of Governance.

7. Term of Office

- a) The Chair is normally appointed for a two-year term
- b) The Chair is subject to the same membership regulations that are applicable to all governors as follows:
 - i) The Chair of the Corporation shall automatically cease to hold office if he / she has been absent from meetings of the Corporation for a period longer than six consecutive months without having obtained the express permission of the Corporation for such a failure to attend.
 - ii) If at any time the Corporation are satisfied that he/she is unfit or unable to carry out the functions of office, or considers that it is no longer in the best interests of the Corporation for them to continue in post, the Corporation may by notice in writing remove him/her from office.
- c) In the absence of the Chair, due to illness or holiday, the delegated powers of the Chair automatically transfer to one of the Vice - Chairs, together with the powers and responsibilities of the Chair as stated in the Instrument and Articles of Government.

Revised January 2021

Approved by Corporation 25 March 2021