

Role of the Chair of Governors

1. Introduction

- 1.1. The role of the Chair of Corporation is fundamental to the success of the governing body and the Group. The Chair is responsible for providing effective leadership of the Board of Corporation in the discharge of its duties, act as an ambassador for the Group and line manage the Chief Executive and Head of Corporate Governance and Policy (Clerk).

2. Appointment and Term

- 2.1. The members of the Corporation shall appoint a Chair of Governors from among themselves.
- 2.2. The Chair of Governors shall be elected for a number of years as determined by the Corporation upon appointment. At the expiry of their term of Office, the Chair shall be eligible for re-appointment providing that their term of office as Chair does not exceed their term of office on the Board.

3. Role Description

3.1. Leadership

- 3.1.1. The Chair is responsible for providing effective and inclusive leadership of the Governing Body and, in association with the Head of Corporate Governance and Policy, its efficient operation, in accordance with the Instrument and Articles of Government, the Funding Agreement and Audit Code of Practice by:
 - ensuring that the Board maintains a strategic focus and only appropriate issues are brought to the Board, liaising with the Chief Executive and Head of Corporate Governance and Policy;
 - ensuring that the business at Board meetings is conducted inclusively, efficiently and effectively, ensuring all matters are fully debated, so that all governors have the opportunity to engage and contribute;
 - ensuring that the views of all governors are sought at meetings of the Board and that Governors work together effectively and collectively as a team;
 - to build a team of governors with the right skills and experience for successful oversight of the Group;
 - being satisfied that the Nolan Seven Principles of Public Life and the Group's values are observed in all Board business;
 - taking care that the business of the Board and its Committees is summarised and reported appropriately as well as following up actions to be taken; and
 - developing a productive working relationship between the Chair, the Chief Executive, the Head of Corporate Governance, and the Senior Post-holders, based on a full understanding

of the role of the Board in the governance of the Group and the difference between governance and management.

3.1.2. In discharging of their duties, the Chair:

- will have a shared responsibility to develop effective working relationships with the Chief Executive and the Head of Corporate Governance, in order to promote and enhance good governance of the Group;
- shall call, agree the agenda for, and preside at meetings of the Board;
- may call a special meeting of the Board (if necessary with fewer than seven days' notice) where urgent and significant matters need to be considered before the next ordinary Board meeting;
- shall have a second or casting vote at meetings of the Board where there is an equal division of votes on an issue; and
- may act on behalf of the Board between meetings on matters delegated by it or on routine matters such as the signing or sealing of documents, or in response to approaches from external organisations on issues which do not require approval by the Board.

3.2. Performance of the Governing Body and Individual Governors

3.2.1. The Chair will ensure that:

- the Board has established performance indicators against which to measure its performance;
- each Governor has the opportunity to review their contribution and development needs at least annually and that a formal review is conducted to discuss matters relating to training needs, attendance, performance or conduct;
- there is critical self-assessment of Board performance and processes and all Governors and the Chair will make an active contribution to the annual self-assessment of the governance of the Group;
- the Board considers issues of diversity and that there is a process to review regularly the balance of membership of the Board with respect to equality of opportunity.

3.3. Group Ambassador

3.3.1. The Chair will serve as the principal ambassador for the college, bringing enthusiasm and energy in promoting the Group's best interests and reputation, by representing the Group at external meetings, presentations, conferences in local, regional and national settings.

3.3.2. The Chair will promote good working relations between members and staff through regular dialogue and engagement in specific college activities such as Student or Staff Awards events.

3.4. Responsibilities in respect of the Chief Executive and Head of Corporate Governance and Policy

3.4.1. The Chair will act as critical friend to the Chief Executive promoting a constructive and supportive working relationship, to assist them in matters upon which they wish to confer including where strategic, major or contentious issues are concerned.

3.4.2. The Chair will act as line manager to the Chief Executive and Head of Corporate Governance and Policy with respect to that aspect of their role concerned with corporate governance.

3.4.3. In discharging their duties the Chair shall:

- undertake the annual appraisal of the Chief Executive and ensure that the Chief Executive has access to appropriate opportunities for development and training, reporting the outcomes of the appraisal process to the Board via the Governance Committee;
- undertake the annual appraisal of the Head of Corporate Governance and Policy and ensure that the Head has access to appropriate opportunities for development and training, reporting the outcomes of the appraisal process to the Board via the Governance Committee;
- have responsibility for instigating any disciplinary action against the holders of posts designated as senior posts, should the need arise; and
- be responsible for leading on the recruitment of the Chief Executive, the Head of Corporate Governance and Policy and Senior Postholders which will include assisting with job descriptions and personnel specifications and to supervise arrangements for the selection and appointment process.

4. Personal Qualities

4.1. The qualities required of the Chair of Governors are:

- a strong personal commitment to Further Education and the values, aims and objectives of the Group
- a willingness and ability to devote the necessary time and effort to their duties as Chair and member of the Board
- political awareness and an understanding of the economic, social and political dynamics of the region and nationally
- strategic vision and good, independent judgement
- a willingness and confidence to challenge and engage others in debate
- a strong communicator and leader of collective decision making
- shares the Group's values of Respectful, Innovative, Ambitious and Authentic
- skills of networking, influencing and advocacy
- an understanding of the importance of and a commitment to equality and diversity
- respect for confidentiality
- financially astute

4.2. It is desirable that the Chair has:

- A strong, diverse and established network in the North East and nationally
- A history of leading organisations to the highest level of achievement

5. Equality, Diversity and Inclusion Statement

5.1. The Group values diversity and inclusion and is committed to promoting equal opportunities and eliminating discrimination. Therefore, the Corporation will exercise its responsibilities in the recruitment and appointment of the Chair of Governors, as far as practicable, in a manner that promotes equality and diversity, carrying out its business promoting equality of opportunity for all.