



**Greenhead College
Corporation**

Code of Conduct for Governors

Reviewed April 2009

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GREENHEAD COLLEGE

CODE OF CONDUCT

Approved by the Governing body - June 2009

1. INTRODUCTION

1.1 This Code is intended as a guide, to indicate the standards of conduct and accountability which are expected of Governors, to enable them to understand their legal and ethical duties and to assist them both in carrying out those duties and in their relationship with the Governing Body and Principal as the Chief Executive. This Code is therefore aimed at promoting effective, well informed and accountable college governance, and is not intended to be definitive or authoritative statement of the law or good practice.

1.2 Interpretation

In this Code:

1.2.1 'College' means Greenhead College

1.2.2 'LSC' means the Learning and Skills Council for England or any successor body connected with funding;

1.2.3 'Governing Body' means the further education corporation which was established for the purpose of conducting the College;

1.2.4 'Governor', 'Chair', 'Principal' and 'Clerk' mean respectively the Member of the Corporation of the College, the Chair of the Governing Body, the Principal of the College and the Clerk of the Governing Body;

1.2.5 all other definitions have the same meanings as given in the College's Instrument and Articles of Government; and

1.2.6 words importing one gender import any gender.

1.3 In addition to this Code, Governors are recommended to familiarise themselves with the following:

1.3.1 the College's Instrument of Government;

1.3.2 the College's Articles of Government;

1.3.3 the College's Strategic Plan;

1.3.4 the Financial Memorandum entered into by the College with the LSC;

1.3.5 the strategic plan of the College's local Council;

1.3.6 the College's Mission Statement and corporate objectives; and

1.3.7 the principles laid down by the Committee on Standards in Public Life (Nolan Committee) for those holding public office, namely:-

- selflessness;
- integrity;
- objectivity
- accountability;
- openness;
- honesty; and
- leadership.

Appendices 1 (Responsibilities of Governors), 2 (Financial Memorandum of the LSC), 3 (Powers of the Governing Body), 4 (An extract from the report of the Nolan Committee setting out the seven Principles) and 5 (An extract from the Good Governance Standard) are attached to this Code for reference. They should not be read as an exhaustive statement of duties, powers or provisions, and Governors should refer to the source documents listed above. If a Governor is in doubt about the provisions of this Code or any of the source documents, the Clerk should be consulted and, if necessary, professional advice should be obtained. However, ultimate responsibility for the appropriateness of conduct as a Governor of the College and for any act or omission in that capacity rests with the individual Governor.

1.4 This Code applies to every committee or working party of the Governing Body and to every subsidiary company or joint venture of the College to which Governors may be appointed.

1.5 By accepting appointment to the Governing Body, each Governor agrees to accept the provisions of this Code.

2. **DUTIES**

2.1 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 best interests. Each Governor should act honestly, diligently and (subject to the provisions appearing in paragraph 9 of this Code relating to collective responsibility) independently. No Governor shall be bound in speaking and voting mandates given to him by any other body or person. The actions of Governors should promote and protect the good reputation of the College and the trust and confidence of those with whom it deals.

3. **FAIRNESS IN THE DECISION MAKING PROCESS**

3.1 There is an obligation on governors in taking their decisions to act reasonably with regard to natural justice. Whilst such criteria may seem self evident, there

is a risk that on occasion they may be neglected, especially when difficult decisions have to be taken quickly, and when important procedural safeguards could be overlooked and/or full consideration curtailed. A decision made by a governing body may be subject to judicial review and the governing body might see its decision set aside by the courts in the event of an adverse finding. Where staffing issues are involved, the governing body's decision may also be subject to the findings of employment tribunals.

Decisions taken by Governors at meetings of the Governing Body and its committees must not be for any improper purpose or personal motive. Decisions taken must always be for the benefit of the College, its students and staff and other users of the College and must be taken with a view to safeguarding public funds. Accordingly, Governors must not be bound in their speaking and voting by mandates given to them by other bodies or persons.

- 3.2 Governors must observe the provisions of the College's Instrument and Articles of Government and in particular the responsibilities given to the Governing Body by the College's Articles of Government. Those responsibilities, including a list of "reserved" responsibilities which are so important that they must not be delegated, are set out in Appendix 1.
- 3.3 Governors should comply with the standing orders and terms of reference of the Governing Body and its committees to ensure that the Governing Body conducts itself in an orderly, fair, open and transparent manner and must keep those standing orders and terms of reference under periodic review.
- 3.4 Governors should also have regard to the different, but complementary, responsibilities given to the Principal as the College's Chief Executive. Whereas it is the Governing Body's function to decide strategic policy and overall direction and to monitor the performance of the Principal and any other senior postholders, it is the Chief Executive's role to implement the Governing Body's decisions, and to manage the College's affairs within the budgets and framework fixed by the Governing Body. Governors should work together so that the Governing Body and the Chief Executive perform their respective roles effectively.

4. BREACH OF DUTY

The secretary of state for education and employment may intervene, on the advice of the local authority, by virtue of section 57 of the Act in the event of mismanagement or breach of duty. If the secretary of state considers that the affairs of any college within the sector have been or are being mismanaged, he/she may remove all or some of the governors and/or modify the instrument of government. Similarly, the secretary of state may act on any complaint made to him/her that a governing body has failed to discharge any duty imposed on it. Action could include declaring the governing body in default, and giving such directions as he/she thinks fit with which the governing body would be required to comply. An additional order to the instrument, made in October 1999, allows the local authority to nominate two members of the governing body, or two observers to attend meetings.

5. STATUTORY ACCOUNTABILITY

5.1 Governors are collectively responsible for observing the duties set out in the Financial Memorandum which the College has entered into with the LSC as a condition of receiving public funds. A summary of some of the more important requirements of the Financial Memorandum is set out in Appendix 2.

5.2 Although the LSC is the main provider of funds to the College, Governors should note that they are also responsible for the proper use of income derived from other sources, such as the Higher Education Funding LSC for England (HEFCE) and the European Union (EU) and for the control and monitoring of expenditure of such income, in order to meet the requirements of the relevant funding body and public audit.

5.3 As accounting officer for the LSC, its Chief Executive is directly responsible and accountable to Parliament for ensuring that the uses to which the LSC puts its funds are consistent with the purposes for which the funds were given and comply with the conditions attached to them. The Principal, as accounting officer for the College, is also directly responsible and accountable to Parliament, through the Committee of Public Accounts, for the effective stewardship by the College of public funds. The Principal may be required to appear before the Committee of Public Accounts, alongside the Chief Executive of the LSC, to give an account of the use made by the College of such funds. The Governing Body is accountable to Parliament for ensuring the financial health of the College, and to the Courts for ensuring that the College is conducted in accordance with the Education Acts and the general law.

6.0 PERSONAL LIABILITIES OF GOVERNORS

6.1 The law relating to the personal liabilities of governors is complex and its interpretation is ultimately a matter for the courts. However, governors should satisfy themselves that they understand their own position in their particular college. Some important aspects are that governors should be aware of follow:

- be satisfied that a course of action proposed is in accordance, as appropriate, with the college's articles of government or memorandum and articles of association and, in the case of a registered charity, is within the terms of the trust deed, or scheme, regulating the charity
- not bind the college to a course of action it cannot carry out or act outside the college's powers
- seek to ensure that the college, or any enterprise company run by the college, does not continue to operate if it is insolvent
- seek to persuade fellow governors, and register dissent, if they are concerned that an action would be contrary to any of the above; governors are entitled to vote against any resolution put before the board and have their position recorded in the minutes
- act honestly, diligently and in good faith, noting that to do so reasonably could require taking professional advice in appropriate circumstances
- avoid putting themselves in a position where there is a conflict of interest (see point 10)

7 PUBLIC SERVICE VALUES

Public service values are at the heart of the further education service. High standards of personal and corporate conduct, based on the principles set out in paragraph 1.3.7 of this Code, and the recognition that students and other users of the College's services come first, are a requirement of being a Governor, and should underpin all decisions taken by the Governing Body.

8 SKILL, CARE AND DILIGENCE

A Governor should in all his or her work for the College exercise such skill as he or she possesses and such care and diligence as would be expected from a reasonable person in the circumstances. This will be particularly relevant when Governors act as agents of the College, for example, when functions are delegated to a committee of the Governing Body or to the Chair. Governors should be careful to act within the terms of reference of any committees on which they serve.

9 POWERS

Governors are responsible for taking decisions which are within the powers given to the Governing Body by Parliament under sections 18 and 19 of the

Further and Higher Education Act 1992. A summary of those powers is set out in Appendix 3. If a Governor thinks that the Governing Body is likely to exceed its powers by taking a particular decision, he or she should immediately refer the matter to the Clerk for advice.

10 **CONFLICTS OF INTEREST**

Like other persons who owe a fiduciary duty, Governors should seek to avoid putting themselves in a position where there is a conflict (actual or potential) between their personal interests and their duties to the Governing Body. They should not allow any conflict of interest to arise which might interfere with the exercise of their independent judgement.

Governors are reminded that under the College's Instrument of Government they must not take or hold any interest in any of the College's properties or receive any remuneration for their services (save as a member of the College's staff) without the written approval of the Secretary of State for Education and Employment.

Governors are reminded that under the College's Instrument of Government they must disclose to the Governing Body any direct or indirect financial interest they have, or may have, in the supply of work or goods to or for the purposes of the College or in any contract or proposed contract concerning the College or in any other matter relating to the College or any duty which is material and which conflicts or may conflict with the interests of the Governing Body.

If an interest of any kind (including an interest of a spouse or partner of Governor or of a close relative of the Governor or his or her partner or spouse is likely or would, if publicly known, be perceived as being likely to interfere with the exercise of a Governor's independent judgement, then the interest, financial or otherwise, should:

- be reported to the Clerk; and
- be fully disclosed to the Governing Body before the matter giving rise to the interest is considered.

Governors should withdraw from that part of the meeting at which the matter giving rise to the interest is considered, and on no account may vote in relation to the matter, nor be counted in the quorum.

- 10.1 A "close relative" includes but is not limited to a father, mother, brother, sister, child, grandchild and step-father / mother / brother / sister/ child.
- 10.2 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 such gifts, hospitality or benefits should immediately be reported to the Clerk.

- 10.3 The Clerk will maintain a Register of Governors' Interests which will be open for public inspection. Governors must disclose routinely to the Governing Body all business interests, financial or otherwise, which they may have, and the Clerk will enter such interests on the Register. Governors must give sufficient details to allow the nature of the interests to be understood by enquirers. Governors should inform the Clerk whenever their circumstances change and interests are acquired or lost. In deciding whether an interest should be disclosed, Governors should have regard to the meaning given to "interest" in paragraph 8.4 of this Code.

11. COLLECTIVE RESPONSIBILITY

The Governing Body operates by Governors taking majority decisions in a corporate manner at quorate meetings. Therefore, a decision of the Governing Body, 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 he or she was present at the meeting of the Governing Body when the decision was taken.

If a Governor disagrees with a decision taken by the Governing Body, his or her first duty is to have any disagreement discussed and minuted. If the Governor strongly disagrees, he or she should consult the Chair and, if necessary, then raise the matter with the Governing Body when it next meets. If no meeting is scheduled, the Governor should refer to the power of the Chair or any five Governors under the College's Instrument of Government to call a special meeting and, if appropriate, exercise it, requesting the Clerk to circulate the Governor's views in advance to the other Governors. Alternatively, as a final resort, the Governor may decide to offer his or her resignation from office, after consulting the Chair.

12 OPENNESS AND CONFIDENTIALITY

- 12.1 Because of the Governing Body's public accountability and the importance of conducting its business openly and transparently, Governors should ensure that, as a general principle, students and staff of the College have free access to information about the proceedings of the Governing Body. Accordingly, agendas, minutes and other papers relating to meetings of the Governing Body are normally available for public inspection both at the College and on the College website when they have been approved for publication by the Chair.

- 12.2 There will be occasions when the record of discussions and decisions will not be made available for public inspection; for example, when the Governing Body considers sensitive issues or named individuals and for other good reasons. Such excluded items will be kept in a confidential folder by the Clerk, and will be circulated in confidence to Governors. Some confidential items are likely to be of a sensitive nature for a certain period of time only (for example information relating to a proposed commercial transaction or collaboration with another institution). The Governing Body should specify how long such items should be treated as confidential or, if this is not possible, such items should be reviewed from time to time to consider whether

the confidential status should be removed and the item made available for public inspection. When considering such issues the Governors must also consider the College's publication scheme issued under the Freedom of Information Act 2000.

- 12.3 However, staff and student Governors have no right of access to minutes dealing with matters in respect of which they are required to withdraw from meetings under the College's Instrument of Government.
- 12.4 It is important that the Governing Body and its committees have full and frank discussions in order to take decisions collectively. To do so, there must be trust between Governors with a shared corporate responsibility for decisions. Governors should keep confidential any matter which, by reason of its nature, the Chair or members of any committee of the Governing Body are satisfied should be dealt with on a confidential basis.
- 12.5 Governors should not make statements to the press or media or at any public meeting relating to the proceedings of the Governing Body or its committees without first having obtained the approval of the Chair or, in his or her absence, the Vice Chair. It is unethical for Governors publicly to criticise, canvass or reveal the views of other Governors which have been expressed at meetings of the Governing Body or its committees.

13 **COMPLAINTS**

- 13.1 In order to ensure that the affairs of the College are conducted in an open and transparent manner and that the College is accountable for its use of public funds but also to its employees, its students and the community it serves, it is important for there to be appropriate complaints procedures in place and for these to be well publicised. Governors are reminded of their specific responsibility under the Articles of Government to make rules specifying the procedures in accordance with which employees may seek redress of any grievances relating to their employment, of the importance of having formal complaints procedures in place to handle issues raised by students, former students and third parties and of the legal requirement to have a whistle blowing procedure in place. Under the Charter for Further Education, students, employees and other third parties have a right to make a complaint to the local authority in respect of the College or of any of its decisions.

14. ATTENDANCE AT MEETINGS

A high level of attendance at meetings of the Governing Body is expected so that Governors can perform their functions properly.

Members of the board are normally expected to attend at least a majority of main board meetings in a given academic year. On current practice this would represent three out of four (75%) of the scheduled meetings.

Reasons for absence will be brought to the Chair's attention ahead of the meeting, where possible and action taken thereafter if necessary.

Members who sit on Committees would normally be expected to attend, on average, at least 65% of meetings over an academic year.

In the event of a member being unable to meet the expected attendance standard it will be the responsibility of the Chair of the Corporation to discuss the matter with the member concerned.

16. GOVERNANCE DEVELOPMENT

Governors must obtain a thorough grounding in their duties and responsibilities by participating in the College's governance induction and training programmes, including regular refresher workshops.

In order to promote more effective governance, Governors will carry out an annual review of the performance by the Governing Body of its duties and responsibilities, as part of a continuing and critical process of self evaluation.

17. APPOINTMENT

The Governing Body shall seek to ensure that all Governors are appointed on merit, in accordance with an open selection procedure carried out by the College's Search Committee, and are drawn widely from the community which the College serves, having regard to provisions relating to the membership of the Governing Body in the College's Instrument of Government and the need for continuity, balance and a range of appropriate skills and interests.

AS A GOVERNOR OF THE CORPORATION I AGREE TO OBSERVE THIS CODE OF CONDUCT TO THE BEST OF MY ABILITIES.

Dated:

.....
Name of Governor

APPENDIX 1

Summary of Main Responsibilities of Governors under the Articles of Government

Responsibilities

Under the College's Articles of Government the Governing Body shall be responsible:

- (a) for the determination of the educational character and mission of the institution and for oversight of its activities;
- (b) for the effective and efficient use of resources, the solvency of the institution and the Governing Body and for safeguarding their assets;
- (c) for approving annual estimates of income and expenditure;
- (d) for the appointment, grading, suspension, dismissal and determination of the pay and conditions of service of the holders of senior posts and the Clerk (including, where the Clerk is, or is to be, appointed as, a member of staff, his appointment, grading, suspension, dismissal and determination of pay in his capacity as member of staff);
- (e) for setting a framework for the pay and conditions of service of all other staff;
and

"Senior Post" means the post of Chief Executive and such other senior posts as the Governors may determine for the purposes of the Articles.

Responsibilities which must not be delegated

The Articles of Government prohibit the Governing Body from delegating the following:

- (a) the determination of the educational character and mission of the institution;
- (b) the approval of the annual estimates of income and expenditure;
- (c) ensuring the solvency of the institution and the Governing Body and the safeguarding of their assets;
- (d) the appointment or dismissal of the Principal or holder of a senior post;
- (e) the appointment or dismissal of the Clerk (including, where the clerk is, or is to be, appointed as a member of staff his appointment or, subject to Article 12(9), dismissal in his capacity as member of staff); and
- (f) the modifying or revoking of the Articles of Government.

The Governing Body may, from time to time, resolve to add other functions which must not be delegated to this list of "reserved" responsibilities.

APPENDIX 2

Summary of Main Provisions of the Financial Memorandum of the LSC

The Department for Education and Skills (DfES) requires the LSC to enter into an agreement set out in a financial memorandum with the College for the purpose of regulating its relationship in financial and related matters and setting out the terms and conditions on which public funds will be paid by the LSC to the College.

A revised financial memorandum (FEFC Circular 99/48) was published and became effective in August 1999, and this sets out the framework of relationships and responsibilities between Colleges and the LSC in Annex B.

The memorandum is divided into two parts. Part 1 contains the general terms and conditions under which the LSC funds colleges. A summary of the main provisions of Part 1 appears below. Part 2 consists of any specific conditions which might apply to the College and is the subject of individual annual notification.

Important points to note in relation to Part 1 are as follows:-

(a) ***Responsibilities***

The Governing Body* is responsible for:

- determining the educational character and mission of the College and for oversight of its activities;
- ensuring the solvency of the College and the safeguarding of the College's assets, in particular the Governing Body must receive at least termly a report that reviews the College's financial position;
- appointing, grading, suspending, dismissing and determining the pay and conditions of service of the Principal and other senior postholders;
- setting a framework for the pay and conditions of service of all other staff;
- ensuring that the financial, planning and other management controls, including controls against fraud and theft, required by the College are appropriate and sufficient to safeguard public funds;
- approving the appointment of external auditors and an internal audit service;

* Referred to in the Financial Memorandum as the "Board".

- securing the efficient, economical and effective management of all the College's resources and expenditure, capital assets and equipment and staff, so that the investment of public funds in the College is not put at risk;
- ensuring that appropriate financial considerations are taken into account at all stages in reaching decisions and in their execution;
- planning and conducting the College's financial and academic affairs so that its total income is not less than sufficient, taking one year with another, to meet its total expenditure;
- making appropriate arrangements to appoint a Clerk with the necessary expertise to fulfil the duties of the post;
- approving an annual budget at the start of each financial year;
- determining tuition fees;
- approving rules and procedures relating to staff grievances, conduct, suspension, dismissal and appeals;
- approving the students' union constitution and rules relating to the conduct of students;
- acting within the powers given in sections 18 and 19 of the 1992 Act (see Appendix 3 to this Code).

Within this framework the Governing Body must require the Principal to take personal responsibility, which may not be delegated, for ensuring the proper and effective operation of the financial, planning and management controls of the College, and for giving effect to the Governing Body's policies for securing the efficient, economical and effective management of all the College's income, assets and expenditure.

With regard to the Clerk the Governing Body should specify the procedures which the Clerk and the Governing Body should follow if the Governing Body acts inappropriately or beyond its powers.

(b) ***Land and buildings***

The Governing Body should manage and develop its estate with regard to guidance issued from time to time by the LSC, keep its holdings of land and buildings under review with the objective of rationalising and disposing of those which it considers in the light of its estate strategy to be no longer needed and to maintain its estate in accordance with its accommodation strategy.

There are detailed requirements in relation to obtaining the consent of the LSC for certain land and buildings transactions.

(c) ***Borrowing and leasing***

Under section 19 of the Further and Higher Education Act 1992 (see Appendix 3), the College must obtain the consent of the LSC to any secured or unsecured borrowing proposal. The LSC has given a general consent to certain categories of borrowing, e.g. up to 5 percent of the College's annual revenue on an unsecured basis.

There are detailed requirements relating to obtaining the LSC's consent for certain borrowing on a secured basis.

(d) ***Account and financial management***

The College is required to notify the LSC in writing if at any time there is a significant deterioration in its financial position.

The College may be required to put in place a recovery plan or a risk reduction plan where the LSC has concluded that there is a risk to the College's liquidity, service delivery or asset base.

(e) ***Other matters***

The Financial Memorandum contains a number of detailed requirements relating to the allocation of funds, audit, contingent liabilities, the provision of information and the imposition by the LSC of penalties where a Governing Body fails to comply with any of the conditions of funding.

APPENDIX 3

Summary of the Statutory Powers of the Governing Body

Principal Powers

Under section 18(1) of the Further and Higher Education Act 1992 a further education corporation* may:-

- (a) provide further and higher education;
- (b) provide secondary education suitable to the requirements of persons who have attained the age of 14 years, or provide secondary education or participate in the provision of secondary education at a school (subject to the consultation with the appropriate local education authority); and
- (c) supply goods or services in connection with their provision of education.

These powers are known as the Corporation's "principal powers".

Supplementary Powers

Under section 19 of the 1992 Act the Corporation may do anything which appears to it to be necessary or expedient for the purpose of or in connection with the exercise of any of the principal powers conferred by section 18 of the Act, including in particular the following:-

- (a) the power to acquire and dispose of land and other property;
- (b) the power to enter into contracts, including in particular:-
 - (i) contracts for the employment of teachers and other staff for the purposes of or in connection with carrying on any activities undertaken in the exercise of the Corporation's principal powers; and
 - (ii) contracts with respect of carrying on by the Corporation of any such activities;
- (c) subscribe for or otherwise acquire shares in or securities of a company. This power may not be exercised for the purpose of conducting an educational institution, or providing education funded by the LSC unless the LSC consents;

* In this summary, "Corporation" is used rather than "Governing Body" since this is the expression adopted by the 1992 Act

- (d) the power to borrow such sums as the Corporation thinks fit for the purposes of carrying on any activities it has power to carry on or to meet any liability transferred to it under sections 23 to 27 of the 1992 Act (i.e. when the College achieved its corporate independence on 1st April 1993) and, in connection with such borrowing, the power to grant any mortgage charge or other security in respect of any land or other property of the Corporation. This power may not be exercised without the consent of the LSC, which may give its consent for a particular borrowing or for borrowing of a particular class;
- (e) power to invest any sums not immediately required for the purposes of carrying on any activities the Corporation has power to carry on;
- (f) power to accept gifts of money, land or other property and apply it, or hold and administer it on trust for, any of those purposes; and
- (g) power to do anything incidental to the conduct of an educational institution providing further or higher education, including founding scholarships or exhibitions, making grants and giving prizes.

The Corporation may also provide facilities of any description (including boarding accommodation and recreational facilities for students and staff and facilities to meet the needs of students having learning difficulties) which appear to be necessary or desirable for the purposes of or in connection with the carrying on of the principal powers.

The powers conferred by section 19 of the 1992 Act are known as “supplementary powers”.

APPENDIX 4

The Seven Principles of Public Life

The following is an extract from the Second Report of the Nolan Committee on Standards in Public Life, May 1996.

Selflessness

Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

Integrity

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties.

Objectivity

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

Accountability

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

Openness

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

Honesty

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

Leadership

Holders of public office should promote and support these principles by leadership and example.

APPENDIX 5

Six Core Principles of Good Governance

The following is an extract from the Good Governance Standard for Public Services published by the Independent Commission on Good Governance in Public Services, January 2005.

Good governance means focusing on the organisation's purposes and on outcomes for citizens and service users

- Being clear about the organisation's purposes and its intended outcomes for citizens and service users;
- Making sure that users receive a high quality service;
- Making sure that taxpayers receive value for money.

Good governance means performing effectively in clearly defined functions and roles

- Being clear about the functions of the governing body;
- Being clear about the responsibilities of the non-executives and the executive, and making sure that those responsibilities are carried out;
- Being clear about relationships between the governors and the public.

Good governance means promoting values for the whole organisation and demonstrating the values of good governance through behaviour

- Putting organisational values into practice;
- Individual governors behaving in ways that uphold and exemplify effective governance.

Good Governance means taking informed, transparent decisions and managing risk

- Being rigorous and transparent about how decisions are taken;
- Having and using good quality information, advice and support;
- Making sure that an effective risk management systems is in operation.
- Good governance mean developing the capacity and capability of the governing body to be effective

- Making sure that appointed and elected governors have the skills, knowledge and experience they need to perform well;
- Developing the capability of people with governance responsibilities and evaluating their performance, as individuals and as a group;
- Striking a balance, in the membership of the governing body, between continuity and renewal.

Good governance means engaging stakeholders and making accountability real

- Understanding formal and informal accountability relationships;
- Taking an active and planned approach to dialogue with accountability to the public;
- Taking an active and planned approach to responsibility to staff;
- Engaging effectively with institutional stakeholders.

Approved by the Governing body – 29 June 2009