

Guidance note: Appraisal and assessment of the Chair

This guidance note is written to support clerks, principals and chairs in considering the various ways of carrying out chairs' appraisal.

How is the performance of your chair appraised and the feedback used to support the chair's development and effectiveness?

How does the chair's appraisal feed into the governance self assessment report?

'A regular effectiveness assessment by a governing body should include consideration of:

The performance of the Chair and of other governors holding offices or undertaking defined roles within the governance structure.' AoC Foundation Code of Governance 2013

As part of Governor self evaluation, there is an expectation that the performance of the chair is also evaluated. Many colleges already carry out some form of chair's appraisal or feedback, but in many cases it is the chair who instigates the whole board evaluation; whilst their performance is part of the overall review, it is more difficult to extract the review relating particularly to the chair's role and performance.

The role of chair in leading the governing body is crucial and extends well beyond the instrument and articles. It is now good practice for governing bodies to have a role description and person specification for the chair. This is also a requirement of the Foundation Code which colleges are recommended to signed up to. The role description may well include building the governing body as a team and leading the ongoing development of governance, ensuring good working relations with the principal and officers, appraising the principal and clerk, and acting as an ambassador for the college.

The chair needs to:

- be committed to the college and its ethos;
- be able to devote the time needed to the role; (note that the Foundation Code requires that the time needed is defined in the job description.)
- be able to lead others as a first among equals, with the authority and personal integrity to elicit respect;
- have the capacity to think strategically;
- be able to challenge and refresh the status quo;
- be able to influence appropriately;
- be decisive with an insistence on getting things done; and
- be financially literate.

Extract from the 'Creating Excellence in Governance Report' Dr S. Pember November 2011

'Chairs and chairs of subcommittees such as Finance, Quality and Employer Engagement have a crucial role in governance and often their development is different from board members and

therefore needs enhanced support. The chair of the board has considerable authority in determining how a governing body influences the head of the institution with a proactive chair having the opportunity to ensure that the governing body plays a key role in helping shape and influence key strategic decisions. The role of critical friend is also regularly cited as being vital.

Similarly the skills of a chair and chairs of subcommittees are important for fostering team working between governors, both within and outside the meetings. The ability to chair meetings is vitally important but so is creating an appropriate atmosphere within boards and between members with the style and skills of the chair being crucial determinants.'

The Role of the Chair (From the Financial Reporting Council Guidance on Board Effectiveness March 2011) *This is written with private sector language but relevant to colleges.*

Good boards are created by good chairs.

The chair creates the conditions for overall board and individual director effectiveness. The chair should demonstrate the highest standards of integrity and probity, and set clear expectations concerning the company's culture, values and behaviours, and the style and tone of board discussions.

The chair, with the help of the executive directors and the company secretary/clerk, sets the agenda for the board's deliberations.

The chair's role includes:

- demonstrating ethical leadership;
- setting a board agenda which is primarily focused on strategy, performance, value creation and accountability, and ensuring that issues relevant to these areas are reserved for board decision;
- ensuring a timely flow of high-quality supporting information;
- making certain that the board determines the nature, and extent, of the significant risks the company is willing to embrace in the implementation of its strategy, and that there are no 'no go' areas which prevent directors from operating effective oversight in this area;
- regularly considering succession planning and the composition of the board;
- making certain that the board has effective decision-making processes and applies sufficient challenge to major proposals;
- ensuring the board's committees are properly structured with appropriate terms of reference;
- encouraging all board members to engage in board and committee meetings by drawing on their skills, experience, knowledge and, where appropriate, independence;
- fostering relationships founded on mutual respect and open communication – both in and outside the boardroom – between the non-executive directors and the executive team;
- developing productive working relationships with all executive directors, and the CEO in particular, providing support and advice while respecting executive responsibility;
- consulting the senior independent director on board matters in accordance with the Code;

- taking the lead on issues of director development, including through induction programmes for new directors and regular reviews with all directors;
- acting on the results of board evaluation;
- being aware of, and responding to, his or her own development needs, including people and other skills, especially when taking on the role for the first time;
- ensuring effective communication with shareholders and other stakeholders and, in particular, that all directors are made aware of the views of those who provide the company's capital.

The chair of each board committee fulfils an important leadership role similar to that of the chair of the board, particularly in creating the conditions for overall committee and individual director effectiveness.

Methods for carrying out chairs' appraisal.

This can take various forms, including:

- self assessment by the chair and assessment from each board member, collated by the clerk and discussed with the chair. Individual feedback can be through questionnaires or during the one to one appraisals as specific questions about the chair's performance.
- peer review using a fellow chair from another board to review the feedback and conduct an appraisal meeting
- the use of an external consultant to summarise the outcomes from questionnaire feedback and conduct an appraisal and set development objectives which are then shared with the board.

Whatever process is used for the chair's appraisal, it is essential that the chair is involved in agreeing the framework and questions /criteria for assessment. (see sample question below)

It is not appropriate for the principal to conduct the chair's appraisal.

360 degree appraisal

The table below shows the key elements of a 360 process of appraising the Chair of the governing body as part of the college's overall governance self-assessment and strategic development processes, together with the outline timescale for each element.

Activity	Timescale
Identify appraiser Appraisal to be carried out by an experienced and appropriate colleague who knows the college, governors and chair but who isn't directly involved as a full governing body member (eg: former governor/ co-opted committee member, external consultant).	July
Agree questionnaire Questions identified and agreed with the chair, who includes specific	

questions where they would like feedback. Chair also identifies who they would like to contribute.	
Gathering feedback Questionnaire issued to governors, sample of external stakeholders, senior staff and student representatives. Confidentiality assured for respondents to support open and honest feedback. Responses collated. Follow-up discussion if required.	August/ September
Appraisal Confidential report produced. Chair completes the questionnaire as a self assessment. Appraiser conducts the appraisal. Identifies development needs.	September
Governing body self-assessment meeting All governors and co-optees actively participate in the governance self-assessment process. This will bring all the governance self assessments together, individual, committee and full board - <i>including the results of chair's appraisal.</i>	October
Self-assessment meeting report Clerk to produce a short report from the event outlining key points from the discussion – <i>including any issues/ action points arising from chair's appraisal.</i>	October
Self-assessment report produced Produce self-assessment report using all evidence obtained. This will include identifying strengths and weaknesses and actions that need to be progressed in the current academic year.	October/Nov ember

Example questions that can be used for the chair's appraisal.

Please score on a scale of 1 to 10 for the following questions (the higher your score, the better your assessment), and at any time add any additional comment you would like to make.

Leadership

The chair is responsible for maintaining the best possible level of governance of the College. How well does the chair lead the board in doing this? Score ()

The chair is responsible for introducing available improvements in governance of the College.

How well does the chair do this? Score ()

At board meetings how well does the chair lead discussion towards a satisfactory consensus or conclusion? Score ()

When full agreement of the board is difficult to establish, how well does the chair identify alternative approaches to the challenge? Score ()

Management.

The chair is ultimately responsible for establishing an appropriate agenda for governors' board meetings. How well does the chair do this? Score ()

As a governor or participant in meetings, do you feel the chair gives all access to discussions? Score ()

How well does the chair manage the time for adequate discussion? Score ()

How well does the chair ensure the appropriate amount of information (board papers) is available for useful discussion and understanding? Score ()

Communication.

The chair plays a key role in the successful relationship between sub-committees and the board of governors.

How well does the chair address this communications challenge? Score ()

How well does the chair indicate the level of relative importance and priority of governance matters? Score ()

How well does the chair keep you informed of internal and external changes (outside of board meetings) that will impact the College? Score ()

Outside of meetings, how easy do you find it to communicate with the chair? Score ()

Representation.

The chair is sometimes the main representative of the College with the outside world.

How well does the chair fulfill this role? Score ()

In support of the principal and his/her staff, how well does the chair represent the Board of governors to the student body? Score ()

Final General Questions (can include specific questions the chair would like asked)

Strategic Governance needs to be balanced by successful tactical planning. How is the chair doing? Score ()

As our chair of governors the chair's major area of strength is.....

The chair could improve their chairmanship by.....

(Thanks to York College for informing this guidance note)

Development opportunities for Chairs

The Governance Unit at the AoC have a list of National Leaders of Governance who can provide mentoring and support to develop chairs.

Other resources

Guidance notes on:

- Being a critical friend
- Getting the best from the board
- Board self Evaluation
- Monitoring the Senior Executive Team

Other templates are available in the library.

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