

## Guidance note: Getting the best from the board.

*This guidance note is for any governor, executive team member, senior manager or clerk.*

- **How well does your board operate and how do you know?**
- **What improvements would you recommend and why?**
- **What helps you contribute most to the board?**

### **Introduction**

A college's governing body has a number of important responsibilities, including the oversight of mission, educational character, values and ethos and for ensuring the efficient and effective use of resources, financial solvency, approving the quality strategy of the institution and the safeguarding of assets. The ways in which these responsibilities are discharged will reflect how the board is organised and how members behave. 'For individual colleges the ultimate responsibility for raising standards and challenging poor performance rests with the governors. Governors are accountable for the quality of what is delivered. Effective governance and leadership are essential ingredients of a strong institution, and weak governance and leadership is almost always at the root of poor performance'. *Matthew Hancock – Parliamentary Under Secretary of State for Skills April 2013*. The importance of the leadership role of governors is further emphasised in the English Colleges' Foundation Code of Governance: 'collectively members have an unambiguous leadership role in fostering an environment that enables the college to fulfil its mission for the benefit of learners'.

In addition to the principal, staff and student governors, college boards consist of people drawn from a wide range of backgrounds and their experience, knowledge and understanding will be equally wide and varied. Whilst it is common practice to have the principal on the board, not all Colleges do (it is not a requirement under the Education Act).

Getting the best from each individual and from the collective effort will be key to the ultimate success of the board and the contribution it makes to the college as a whole. The best boards work as a team, requiring a planned approach that recognises the contribution of each member whilst ensuring the natural development of a team effort.

### **Essential requirements for an effective board**

A consultation undertaken by the Institute of Chartered Secretaries and Administrators in 2009 led to best practice boardroom behaviour being characterised by:

- a clear understanding of the role of the board
- the appropriate deployment of knowledge, skills, experience and judgement
- independent thinking

- the questioning of assumptions and established orthodoxy
- challenge which is constructive, confident, principled and proportionate
- rigorous debate
- a supportive decision-making environment
- a common vision
- the achievement of closure on individual items of board business

In order to achieve this, consideration needs to be given to the following:

Boards will need to undertake a regular **skills analysis** to ensure they have the right balance of knowledge and experience and that the membership is representative of the community in terms of ethnic heritage and gender. Following the enactment of the Education Act 2011, there is considerable flexibility regarding the size of the board and its structure. Many colleges operate a committee based system with responsibilities for curriculum and quality, finance and resources, search and audit being delegated. Others use a more corporate style without non statutory committees whereby the board meets regularly on a monthly basis. In this way, all members are aware of and involved in the decisions made.

A **role description** for governors will ensure that new members are clear about their responsibilities and what is expected of them. This should include an indication of the time commitment required and an expectation of attendance levels at both formal and informal meetings and events. Governors must always have the interests of learners at the heart of what they do. This means they need to spend time meeting learners as well as staff and listening to their experiences. The best boards are very well informed about their learners and what is needed to improve the college's performance.

A comprehensive and effective **induction programme** is necessary for members to understand their role, both as individuals and as part of the board's collective responsibility and how they can contribute. Colleges are complex organisations and it can take time for a new member to become familiar with the detail. An understanding of the external environment, including governmental policy initiatives and regional and local community priorities is needed. A good induction programme supported by effective **mentoring** should enable a new member to be up to speed and contributing within six months.

**Good communication** between members is essential. There may be significant gaps between formal meetings with the consequent danger of a lack of continuity in governance. Good governing bodies encourage communication by use of email or other forms of technology. A governors' shared page on the web site can be a useful way to facilitate discussions and conversations between meetings. The location and environment of meetings is important. An appropriate boardroom space with good facilities will contribute significantly to good practice at meetings.

Effective teams are built on a foundation of **trust between members**. This can take time to develop but is made easier when there are adequate opportunities for **informal exchanges**. These may take the form of social occasions, e.g. a meal in the college restaurant or by way of governor developmental away days. These are best conducted as part of a **governor training and development plan** that includes an agreed number of days each year and how they are to

be used. This might include in-house or externally facilitated workshops. Attendance at national and regional governance conferences is a good way of encouraging networking and the sharing of best practice.

A **governance appraisal scheme** is recommended as a way of both supporting individual governors in their role and ensuring that they are both able to make and held accountable for the contribution expected of them. This will usually take the form of a two way annual conversation with the Chair of governors, leading to an appraisal of performance and suggested actions and development for the following year.

A formal **succession plan** for governance will ensure that the board refreshes and renews its membership on a regular basis. It will also provide opportunities for individuals to increase their contribution by becoming committee Chairs.

### **Board structure**

How a board is structured can make a difference to the way it operates. Traditionally, most colleges use a **committee system** whereby specific responsibilities are delegated e.g. to a quality and curriculum committee, or finance and general purposes committee. Prior to the Education Act 2011 colleges were required to have a search committee but the new legislation has removed the need for any committee. The funding agency require an audit committee for financial reporting. Some colleges have removed all their committees except for audit, and work solely through the main board, which may meet on a monthly basis. The new legislation also leaves open the possibility of colleges operating as limited companies or formal trusts. Whichever way a board is structured it is important for all governors to know what their individual role and contribution is, for there to be clear terms of reference, well organised agendas and well chaired meetings. In this way, any governance structure can work to the best advantage of the college.

### **The role of the Chair, Principal and Clerk**

The role of the board **Chair** is fundamental to its success. In addition to the formal responsibilities of agreeing agendas and chairing meetings, he/she sets the tone whereby each individual member is able to contribute. The Chair has the responsibility of making sure that all voices are heard during debate and that the key issues are clarified prior to any resolution. Group dynamics can sometimes lead to the domination of loud voices at the expense of others. Staff and student governors often find it difficult to have a say and can be helped significantly by the Chair's facilitation. A good team is not frightened of disagreement; on the contrary it encourages alternative viewpoints. Governors need to balance support for the college and management team with robust challenge of proposals being submitted. The most effective governors are good **critical friends** of the college. They prepare well for meetings, seek clarification of agendas and reports prior to meetings and come with carefully prepared questions that test out suggestions coming from the leadership team. The Chair has the responsibility of encouraging and ensuring that different views are aired and understood before putting any proposal to the vote.

The Chair will also make sure that she/he gets to know individual board members well, supporting them in their development as effective governors and responding to any requests for training and development

The **principal**, who is also normally a governor, is responsible for the day to day management of all aspects of the college, working with an executive team and towards the agreed objectives in the strategic plan. She/he provides overall leadership of the staff body and is an essential source of advice and guidance to governors. In the same way that the Chair can facilitate good governance, the principal and executive team need to establish good relationships with governors based on openness and transparency. Good communications between governors and the executive team both between and during meetings will ensure that governors are well informed of the detail as well as the risks involved with any decision. It is in the interests of the principal and the college as a whole that the board provides informed advice, challenge and support at all times. The way in which reports are written and presented to the board can be a significant help or hindrance to effective board performance. Weighty reports accompanied by dense detail are not generally helpful to good governance whereas well written but succinct reports prefaced with an executive summary are the most effective.

The **clerk** is the third member of the Chair, principal, clerk triumvirate and plays a key role in getting the best from the board. Responsibilities include the formal support for meetings, ensuring that agendas and papers are properly set out and communicated to members and for producing the minutes. In addition, the clerk provides advice and guidance to the board and individual members to ensure that statutory requirements are fulfilled. Members must be able to rely on the independent advice of the clerk and should have free access at all times. The role can sometimes be a difficult one where matters of confidentiality are concerned. The Clerk maintains a register of for all governors and senior post holders, as part of the independence of the role.

### **Reviewing and reflecting on board performance**

Colleges evaluate their performance annually by conducting a self-assessment report whereby judgements are made based on evidence. Assessments use the Ofsted criteria for grading: grade 1 outstanding, grade 2 good, grade 3 requires improvement, grade 4 inadequate.

Many boards have a **code of conduct** which is used as the basis for the individual governor assessment. Examples can be found in the library.

In order to identify best practice as well as areas for improvement, the board is encouraged to conduct an annual **self-assessment of governance accompanied by a governance quality improvement plan** with priorities for action set within an agreed timescale and with critical success factors attached. An external review of governance involving observation of meetings and interviews with individual governors is a good way of providing an independent view of the effectiveness of governance as well as key priorities for action. It also ensures that individual members have an opportunity to give their opinions in confidence and contribute ideas for improvement.

See also guidance notes on:

Being a critical friend.

Asking powerful questions.

Chairs appraisal and individual governor appraisal.

Role of governors in teaching, learning and assessment.

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