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| **Job Description:**  Governance Manager  **Reporting to:** Chair of Corporation |

**Overall purpose of this role:**

* To lead on the overall strategic management of services that support the College Corporation, strengthening and ensuring effective, compliant, governance.
* To provide senior governance professionalism in a proactive and confident manner which leads activity to the point of decision, advising the Chair, members of the Corporation and Principal on all matters relating to college governance.
* To ensure that Corporation proceedings are conducted in accordance with the provisions, and Statutory Instrument and Articles of Government, and the rules and regulations made under the Articles and the law.

**This post is accountable for:**

* Providing strategic management and senior oversight of the day-to-day administrative functions of the College Corporation and be the main point of contact and provision of support to the Chair and Vice Chairs of Corporation, Focus Governors, and Chairs of Committees.
* Developing and maintaining an up-to-date understanding of the statutory responsibilities of college governance and advise the Corporation so that it works within its powers and in accordance with relevant law, regulations and standing orders, as described in process A. (please view Appendix 1 for Processes)
* Planning and managing the work of the Corporation to achieve the efficient conduct of its business, as described in process B.
* Maintaining a record of the Corporation’s standing orders, and governor records, including membership, eligibility, attendance, etc. as required by national or local regulations, as described in process C.
* Promoting governance improvement, as described in process D.
* Arranging for the search, appointment and induction of new Governors and members of the Corporation, as described in process E.
* Providing and/or oversee governance support, as described in Process F.
* To provide line management to the Governance Administrator in undertaking administrative support to the Corporation, including meetings of Corporation, committees and occasional panels and in providing support to Governors.
* Manage and administer the governance budget.
* Undertake such duties as may reasonably be required commensurate with this senior role.

**Person Specification:**

**Experience & Qualifications:**

Essential

* A thorough understanding of the role of governing bodies and corporations and their responsibilities including the legal frameworks which define their role
* Experience in corporate governance and administration in either the public or private sector
* The ability to provide strategic advice and support in a decisive and clear manner
* Excellent interpersonal and written communication skills
* Excellent IT skills
* Good organisational ability including an ability to meet agreed deadlines and to handle all relevant paperwork
* An interest in sixth form education

**Personal Qualities:**

Desirable

* An appreciation of the ethical issues relating to the conduct of those in public life and of College Governors in particular
* A willingness to be flexible, responsive and friendly in relation to the needs of corporation members including the ability to preserve confidentiality
* The capacity to build and maintain good working relationships and appropriate professional contacts
* Company Secretary or previous further education clerking experience

Appendix 1:

**Processes**

**A - Advise the Corporation so that it works within its powers and in accordance with relevant law, regulations and standing orders, as described in process A.**

1. Advise the Corporation, its committees and the Principal on the proper exercise of their powers in accordance with the Instrument and Articles of Government, the Standing Orders of the Corporation, the Audit Code of Practice and Financial Memorandum, and on the application of other laws and regulations relevant to their work.
2. Ensure that the Corporation’s proceedings are conducted in accordance with the provisions of the Instrument and Articles of Government, rules and regulations made under the Articles and resolutions of the Corporation.
3. Take appropriate action if the Corporation, a committee or an individual is at risk of acting outside their powers.

**B - Plan and manage the work of the Corporation to achieve the efficient conduct of its business, as described in process B.**

1. At least two months before the beginning of the College year, prepare the annual draft calendar of meetings of the Corporation and its committees, revise the annual reporting schedule and publish a final version before the start of the academic year.
2. In consultation with the Chair of the Corporation and the Principal revise the annual schedule of recurring business and reporting cycle for meetings throughout the year and publish this at least two months before the beginning of the year.
3. Meet regularly with the Chair of the Corporation and the Principal to devise agendas for Corporation meetings or with Committee Chairs to devise agendas for Audit, Search & Governance and Remuneration meetings.
4. Liaise with the governance administrator to ensure members of staff or Governors who are preparing papers for forthcoming meetings have completed their papers and agendas and papers are dispatched.
5. Liaise with the governance administrator to organise and summon all meetings of the Governing Body, prepare agendas and post papers on the governors’ intranet so that complete documentation is available to members at least a week before the date of a meeting.
6. Attend all meetings of the Corporation and its committees to ensure proper conduct is followed and that all meetings are quorate, advise members in accordance with the Articles of Government and record the proceedings and decisions of the meeting.
7. Attend any ad-hoc meetings as requested by the Chair of the Corporation.
8. In the event of being personally unable to attend a meeting, arrange for a suitable person to do so and keep a record.
9. Produce draft minutes of each meeting, normally within a week, and publish approved minutes in accordance with regulations.
10. Prepare with the Corporation Chair and Principal, as appropriate, instructions arising from minutes, ensure that the decisions of the Governing body are conveyed to those with the responsibility to implement them and track completion of actions.
11. Working with the governance administrator, ensure that the governors’ intranet is maintained as a live facility for members’ information and communication and facilitate the Governing Body receiving appropriate and necessary information on financial and academic performance for scrutiny.
12. Actively support the Chair in the development of creative Governance approaches to ensure that strategic consideration of key issues is facilitated.
13. Promote electronic Governance to minimise production of “hard copy” papers and actively pursue options for “E-governance”.
14. Keep authoritative records of Corporation business as appropriate.
15. Ensure that the Corporation’s element of the College Website remains current and relevant at all times.
16. Ensure members of staff or Governors who are preparing papers for forthcoming meetings have completed their papers and agendas and papers are dispatched.
17. Organise and summon all meetings of the Governing Body, prepare agendas and post papers on the governors’ intranet so that complete documentation is available to members at least a week before the date of a meeting.
18. Support the Governance Director to ensure that the Corporation’s element of the College Website remains current and relevant at all times.

**C- Maintain a record of the Corporation’s standing orders, and governor records, including membership, eligibility, attendance, etc. as required by national or local regulations, as described in process C**

1. Review the Corporation’s standing orders regularly and propose revisions for adoption by the Corporation.
2. Maintain and publish an updated record of the membership of the Corporation and committees, including the dates of each governor’s appointment and term of office.
3. Keep individual files on current members.
4. Publish to the Corporation annually a record of each member’s attendance at meetings.
5. Ensure that each member completes an annual declaration of eligibility, interests and any gifts or hospitality received.
6. Monitor the scheme for the reimbursement of governors’ expenses.

**D - Promote governance improvement, as described in process D.**

1. Identify development needs and arrange in-house training for members to enable them to keep abreast of relevant national and local developments.
2. Publicise and encourage members to attend occasional regional or national training or development events and to network with governors of other colleges.
3. Post significant documents relating to national policy proposals or other strategic significance or changes on to the governors’ intranet and draw members’ attention to these.
4. Prepare or find summaries of long documents and make these available to governors.
5. Make proposals for the annual governance self-assessment exercise and lead the administration of the arrangements agreed; prepare a report and draft action plan for members’ approval; arrange monitoring of progress against this plan.

**E - Arrange for the search, appointment and induction of new members, as described in process E**

1. Assist the Chair in conducting audits of members’ skills and identify skills needs.
2. Notify the Corporation of vacancies and anticipated vacancies.
3. Following discussion by the Search Committee, administer the recruitment of suitable members, within three months, if possible.
4. Plan for parent governor, staff and student governor elections.
5. Administer the appointment of new governors and arrange for their induction.

**F - Provide governance support, as described in Process F**

1. Provide briefings for the Chair and other governors, as required.
2. Advise the Corporation of the governance expectations of regulatory and funding bodies and Ofsted.
3. Liaise with auditors and others external to the College on behalf of the Corporation.
4. Take external professional advice, as required, on behalf of the Corporation, including independent legal advice on action taken by or proposed by the Corporation.
5. Enter into correspondence on behalf of the Corporation.
6. Plan with the Finance Director for members to be indemnified under an appropriate policy of insurance.
7. Undertake appropriate development and training to update personal professional expertise in role.