

Instrument of Government
Approved by the Governing Corporation on
30 September 2020

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Interpretation of the terms used

1. In this Instrument of Government—
 - (a) any reference to “the Principal” shall include a person acting as Principal;
 - (b) “the Clerk” means the Clerk to the Corporation;
 - (c) “the College means The Sixth Form Bolton which the Corporation is established to conduct and any institution for the time being conducted by the Corporation in exercise of its powers under the Further and Higher Education Act 1992;
 - (d) “the Corporation” means the governing body of the College;
 - (e) “this Instrument” means this Instrument of Government;
 - (f) “meeting” is a (formal) gathering of invited members who may be present in more than one room, provided that by the use of video-conferencing facilities or similar it is possible for every person present at the meeting to communicate with each other;
 - (g) “member” means a member for the time being of the Corporation;
 - (h) “necessary skills” means skills and experience, other than professional qualifications, specified by the Corporation as appropriate for members to have;
 - (i) “parent member”, “staff member” and “student member” have the meanings given to them in clause 2;
 - (j) “the Secretary of State” means the Secretary of State for Education;

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- (k) "staff matters" means the remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement of a person who has a contract of employment with the College.

Composition of the Corporation

2-(1) The Corporation shall consist of up to 20 members but not less than 10 members who appear to the Corporation to have the necessary skills to ensure that the Corporation carries out its functions under article 3 of the Articles of Government of which;

- (a) at least one and not more than two members, who are parents of students under the age of 19 years attending the College, who have been nominated and democratically appointed by other parents,
- (b) the Principal of the College,
- (c) two members of staff, one being a member of the teaching staff and one being a member of the support staff who have been nominated and elected by the College's staff ; and
- (d) two members who are students at the College and have been nominated and elected by his/her fellow students, or if the Corporation so decides, by a recognised association representing such students

(2) The Corporation shall decide whether a person is eligible for nomination, election and appointment as one of its members as outlined in paragraph (1).

Appointment of the members of the Corporation

3-(1) The Corporation is the appointing authority in relation to the appointment of its members.

(2) If the number of members falls below the number needed for a quorum, the Secretary of State is the appointing authority in relation to the appointment of those members needed for a quorum.

(3) The Corporation may decline to appoint a person as a member, parent member, staff or student member if it is satisfied that to do so would be in the best interest of the Corporation.

(4) Where the office of any member becomes vacant the Corporation shall if it so decides and as soon as practicable take all necessary steps to appoint a new member to fill the vacancy.

(5) Each appointment of a member will be for a term of 4 years and at the end of each term of office a member is eligible for re-appointment.

Appointment of the Chair and Vice-Chair

4-(1) The members of the Corporation shall appoint a Chair and a Vice-Chair from among themselves. The Principal, staff members or student members shall not be eligible for either appointment.

(2) If the Chair and the Vice-Chair are absent from any meeting of the Corporation, the members present shall choose someone from among themselves to act as Chair for that meeting subject to the exclusion in paragraph(1).

(3) The Chair and Vice-Chair shall hold office for such period as the Corporation decides.

(4) The Chair or Vice-Chair may resign from office at any time by giving reasonable advance notice in writing to the Clerk.

(5) If the Corporation is satisfied that the Chair or Vice Chair is unfit or unable to carry out the functions of office, it may give written notice, removing the Chair or Vice Chair from office and the office shall then be vacant.

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(6) At the last meeting before the end of the term of office of the Chair or Vice Chair, or at the first meeting following the Chair or Vice Chair's resignation or removal from office, the members shall appoint a replacement from among themselves.

(7) At the end of their respective terms of office, the Chair and Vice-Chair shall be eligible for re-appointment.

Appointment of the Clerk to the Corporation

5—(1) The Corporation shall appoint a person to serve as its Clerk, but the Principal may not be appointed as Clerk.

(2) In the temporary absence of the Clerk, the Corporation will appoint a temporary Clerk.

(3) Any reference in this Instrument to the Clerk shall include a temporary Clerk appointed under paragraph (2).

(4) Subject to clause 11.8, the Clerk shall be entitled to attend all meetings of the Corporation and any of its committees.

(5) The Clerk may also be a member of staff at the College.

Persons who are ineligible to be members

6 – (1) The following persons are ineligible for appointment to the Corporation:

- (a) Anyone under the age of 18 years, except as a student member;
- (b) The Clerk; and
- (c) A person who is a member of staff of the College, except as a staff member or in the capacity of Principal.

(2) Subject to the eligibility restrictions within the framework of charitable status governing the College, the Corporation reserve the right to decline an application for membership if it is satisfied that membership of the individual would not be in the best interest of the College.

(3) Clarification of the legal restrictions on eligibility are available on request from the Clerk.

Termination of membership

7—(1) A member may resign from office at any time by giving notice in writing to the Clerk.

(2) If at any time the Corporation is satisfied that -

- (a) any member is deemed unfit or unable to discharge the functions of a member;
or
- (b) any member has been absent from meetings of the Corporation for a full academic term without the permission of the Corporation; or
- (c) it is not in the best interest of the College for him/her to remain a member

then the member may be removed from office by being given written notice to that effect by the Corporation and the office shall then be vacant.

(3) Any person who is a member of the Corporation by virtue of being a member of the staff at the institution, including the Principal, shall cease to hold office upon ceasing to be a member of the staff and the office will then be vacant.

(4) A student member will cease to hold office—

- (a) at the end of the student's final academic year, or
 - (b) if the student ceases to be enrolled as a student at the College,
- and the office shall then be vacant.

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Members not to hold interests in the College

- 8—(1)** A member to whom paragraph (2) applies will -
- (a) disclose to the Corporation the nature and extent of the interest; and
 - (b) if present at a meeting of the Corporation, or of any of its committees, at which such supply, contract or other matter as is mentioned in paragraph (2) is to be considered, not take part in the consideration or vote on any question with respect to it; or
 - (c) withdraw if present at a meeting of the Corporation, or any of its committees, at which such supply, contract or other matter as is mentioned in paragraph (2) is to be considered, where required to do so by a majority of the members of the Corporation or committee present at the meeting.
- (2) This paragraph applies to a member who—
- (a) has any financial interest in—
 - (i) the supply of work to the College, or the supply of goods for the purposes of the College ;
 - (ii) any contract or proposed contract concerning the College; or
 - (iii) any other matter relating to the College; or
 - (b) has any other interest of a type specified by the Corporation in any matter relating to the College.
- (3) This clause shall not prevent the members considering and voting upon proposals for the Corporation to insure them against liabilities incurred by them arising out of their office or the Corporation obtaining such insurance and paying the premium.
- (4) Where the matter under consideration by the Corporation or any of its committees relates to the pay and conditions of all staff, or all staff in a particular class, a staff member—
- (a) need not disclose a financial interest; and
 - (b) may take part in the consideration of the matter, vote on any question with respect to it and count towards the quorum present at that meeting, provided that in so doing, the staff member acts in the best interests of the Corporation as a whole and does not seek to represent the interests of any other person or body, but
 - (c) shall withdraw from the meeting if the matter is under negotiation with staff and the staff member is representing any of the staff concerned in those negotiations.
- (5) The Clerk shall maintain a register of the interests of the members which have been disclosed and the register shall be made available during the College's normal office hours to any person wishing to inspect it.

Meetings

- 9—(1)** The Corporation shall meet at least once in every term, and will hold such other meetings as may be necessary.
- (2) Subject to paragraphs (3) (4) and (5), all meetings shall be called by the Clerk, who will, at least seven calendar days before the date of the meeting, send to the members of the Corporation written notice of the meeting and a copy of the proposed agenda.
- (3) If it is proposed to consider at any meeting the remuneration, conditions of service, conduct, suspension, dismissal or retirement of the Clerk, the Chair shall, at least seven calendar days before the date of the meeting, send to the members a copy of the agenda item concerned, together with any relevant papers.
- (4) A meeting of the Corporation, called a "special meeting", may be called at any time by the Chair or at the request in writing of any five members.
- (5) Where the Chair, or in the Chair's absence the Vice-Chair, decides that there are matters requiring urgent consideration, less than seven calendar days written notice convening a special meeting and a copy of the proposed agenda may be given.

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(6) Every member shall act in the best interests of the Corporation and shall not be bound to speak or vote by mandates given by any other body or person.

Quorum

10—(1) Meetings of the Corporation will be quorate if the number of members present is at least 40% of the total number of its members for the time being.

(2) Any member accessing the meeting by the use of videoconferencing facilities or similar will be included in the quorum.

(3) If the number of members present for a meeting of the Corporation does not constitute a quorum, the meeting shall not be held.

(4) If during a meeting of the Corporation there ceases to be a quorum, the meeting shall be terminated at once.

(5) If a meeting cannot be held or cannot continue for lack of a quorum, the Chair may call a special meeting as soon as it is convenient.

Proceedings of meetings

11—(1) Every question to be decided at a meeting of the Corporation or any of its committees, shall be decided by a majority of the votes cast by members present and entitled to vote on the question.

(2) Where, at a meeting of the Corporation or any of its committees, there is an equal division of votes on a question to be decided, the Chair of the meeting shall have a second or casting vote.

(3) A member may not vote by proxy or by way of postal vote.

(4) No resolution of the members may be rescinded or varied at a subsequent meeting unless consideration of the rescission or variation is a specific item of business on the agenda for that meeting.

(5) A member of the Corporation who is a member of staff at the College, including the Principal, shall withdraw—

(a) from that part of any meeting of the Corporation or any of its committees, at which staff matters relating solely to that member of the staff, as distinct from staff matters relating to all members of staff or all members of staff in a particular class, are to be considered;

(b) from that part of any meeting of the Corporation or any of its committees, at which that member's reappointment or the appointment of that member's successor is to be considered;

(c) from that part of any meeting of the Corporation or any of its committees, at which the matter under consideration concerns the pay or conditions of service of all members of staff, or all members of staff in a particular class, where the member of staff is acting as a representative (whether or not on behalf of a recognised trade union) of all members of staff or the class of staff (as the case may be); and

(d) if so required by a resolution of the other members present, from that part of any meeting of the Corporation or any of its committees, at which staff matters relating to any member of staff holding a post senior to that members are to be considered, except those relating to the pay and conditions of all staff or all staff in a particular class.

(6) A student member who is under the age of 18 shall not vote at a meeting of the Corporation, or any of its committees, on any question concerning any proposal—

(a) for the expenditure of money by the Corporation; or

(b) under which the Corporation, or any members of the Corporation, would enter into any contract, or would incur any debt or liability, whether immediate, contingent or otherwise.

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(7) A student member shall withdraw from that part of any meeting of the Corporation or any of its committees, at which a student's conduct, suspension or expulsion is to be considered or where any matters relating to staff of the College are to be considered.

(8) The Clerk shall withdraw from that part of any meeting of the Corporation, or any of its committees, at which the Clerk's remuneration, conditions of service, conduct, suspension, dismissal or retirement are to be considered. The Corporation or committee as the case may be, will appoint a person from among themselves to act as Clerk to the Corporation or committee during the Clerk's absence.

Minutes

12—(1) Written minutes of every meeting of the Corporation shall be prepared, and subject to paragraph (2), at every meeting of the Corporation the minutes of the last meeting shall be taken as an agenda item.

(2) Paragraph (1) shall not require the minutes of the last meeting to be taken as an agenda item at a special meeting, but where they are not taken, they shall be taken as an agenda item at the next meeting which is not a special meeting.

(3) Where minutes of a meeting are taken as an agenda item and agreed to be accurate, those minutes shall be signed as a true record by the Chair of the meeting.

(4) Separate minutes shall be taken of those parts of meetings from which staff members, the Principal, student members or the Clerk have withdrawn from a meeting in accordance with clauses 11 (5) (7) (8) and such persons shall not be entitled to see the minutes of that part of the meeting or any papers relating to it.

Public access to meetings

13—(1) There is no right of access to meetings of the Corporation for members of the public or members of the press

(2) The Corporation may invite persons who are not members of the Corporation to attend meetings. Any such invitations shall be issued through the Clerk. Such persons may only speak if invited to do so by the Chair. The Principal has delegated authority to invite senior members of staff of the College to attend meetings of the Corporation.

Publication of minutes and papers

14—(1) Subject to paragraph (2), the Corporation shall ensure that a copy of—

- (a) the agenda for every meeting of the Corporation;
- (b) the signed minutes of every such meeting; and
- (c) any report, document or other paper considered at any such meeting,

shall as soon as possible be made available during normal College hours to any person wishing to inspect them.

(2) There shall be excluded from any item made available for inspection any material relating to—

- (a) a named person employed at or proposed to be employed at the College ;
- (b) a named student at, or candidate for admission to, the College ;
- (c) the Clerk; or
- (d) any matter which, by reason of its nature, the Corporation is satisfied should be dealt with on a confidential basis.

(3) The Clerk will ensure that a copy of the approved minutes of every meeting of the Corporation shall be placed on the College's website for a minimum period of 12 months.

(4) The Corporation will annually review all material excluded from inspection under paragraph (2)(d) and make any such material available for inspection where it is satisfied

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that the reason for dealing with the matter on a confidential basis no longer applies, or where it considers that the public interest in disclosure outweighs that reason.

Payment of allowances to members

15 The Corporation may pay to its members such travelling, subsistence or other allowances as it decides, but shall not without the written approval of the Secretary of State, pay allowances which remunerate the members for their services as members.

Copies of the Instrument of Government

16 A copy of this Instrument shall be given to every member of the Corporation, shall be available on the College's website and shall be available to any person requesting a copy during normal College hours.

Change of name of the Corporation

17 The Corporation may change its name with the approval of the Secretary of State.

Application of the seal

18 The application of the seal of the Corporation shall be authenticated by—

- (a) the signature of either the Chair or of some other member authorised either generally or specially by the Corporation to act for that purpose; and
- (b) the signature of any other member.

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ARTICLES OF GOVERNMENT

The Sixth Form Bolton

Approved by the Governing Corporation on 30th September 2020

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Interpretation of the terms used

1. In these Articles of Government—

- (a) any reference to “the Principal” shall include a person acting as Principal;
- (b) “the Articles” means these Articles of Government;
- (c) “Chair” and “Vice-Chair” mean respectively the Chair and Vice-Chair of the Corporation appointed under clause 6 of the Instrument of Government;
- (d) “the Clerk” has the same meaning as in the Instrument of Government;
- (e) “the College” has the same meaning as in the Instrument of Government;
- (f) “the Corporation” has the same meaning as in the Instrument of Government;
- (g) “the EFA” means the Education Funding Agency or such body as is created from time to time to discharge its functions in relation to the College;
- (h) “parent member”, “staff member” and “student member” have the same meanings as in the Instrument of Government;
- (i) “the Secretary of State” means the Secretary of State for Education ;
- (j) “senior post” means the post of Principal and such other senior posts as the Corporation may decide for the purposes of these Articles;
- (k) “the staff” means all the staff who have a contract of employment with the College;

Conduct of the institution

2. The College will be conducted in accordance with the provisions of

- (a) the Instrument of Government,
- (b) these Articles,

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- (c) College policies and procedures as set out under Clause 12.
- (d) the Financial Memorandum, the Joint Audit Code of Practice and any other applicable regulatory frameworks
- (e) UK and EU directives and legislation in force for the time being

Responsibilities of the Corporation, the Principal and the Clerk

3.-(1) The Corporation shall be responsible for—

- (a) the determination and periodic review of the educational character and mission of the institution and the oversight of its activities;
- (b) publishing arrangements for obtaining the views of staff and students on the determination and periodic review of the educational character and mission of the College;
- (c) approving the quality strategy of the College;
- (d) the effective and efficient use of resources, the solvency of the College and safeguarding its assets;
- (e) approving annual estimates of income and expenditure;
- (f) the appointment, grading, suspension, dismissal and determination of the pay and conditions of service of the holders of senior posts and the Clerk;
- (g) setting a framework for the pay and conditions of service of all other staff.

(2) Subject to the responsibilities of the Corporation, the Principal will be responsible for -

- (a) making proposals to the Corporation about the educational character and mission of the College and implementing the decisions of the Corporation;
- (b) the determination of the College's academic and other activities;
- (c) preparing annual estimates of income and expenditure for consideration and approval by the Corporation, and the management of budget and resources within the estimates approved by the Corporation;
- (d) the organisation, direction and management of the College and leadership of the staff;
- (e) the appointment, assignment, grading, appraisal, suspension, dismissal and determination, within the framework set by the Corporation, of the pay and conditions of service of staff, other than the holders of senior posts or the Clerk, where the Clerk is also a member of the staff; and
- (f) maintaining student discipline and, within the rules and procedures provided for within these Articles, suspending or expelling students on disciplinary grounds or expelling students for academic reasons.

(3) The Clerk shall be responsible for advising the Corporation on the operation of its powers, procedural matters, the conduct of its business and matters of governance practice.

The establishment of committees and delegation of functions generally

4-(1) The Corporation may establish committees or working groups for any purpose or function, other than those assigned in these Articles to the Principal or Clerk and may delegate powers to-

- (a) such committees or working groups;
- (b) the Chair, or in the Chair's absence, the Vice-Chair; or
- (c) the Principal.

(2) The number of members of a committee / working group and the terms on which they are to hold and to vacate office, shall be decided by the Corporation.

(3) The Corporation may also establish committees under collaboration arrangements made with other further education institutions and / or maintained schools and such joint committees shall be subject to any statutory or regulatory requirements.

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Delegable and non-delegable functions

5-(1) The Corporation shall not delegate the following functions-

- (a) the determination of the educational character and mission of the institution;
- (b) the approval of the annual estimates of income and expenditure;
- (c) the responsibility for ensuring the solvency of the institution and the Corporation and for safeguarding their assets;
- (d) the appointment / consideration of the case for dismissal of the Principal or holder of a senior post;
- (e) the appointment / consideration of the case for dismissal of the Clerk,; and
- (f) the modification or revocation of these Articles.

(2) The Principal may delegate functions to the holder of any other senior post other than-

- (a) the management of budget and resources; and
- (b) any functions that have been delegated to the Principal by the Corporation.

Appointment and promotion of staff

6—(1) The Corporation will appoint the Principal and the Clerk in accordance with its policies and procedures established for this purpose.

(2) Where there is a vacancy in a senior post or where the holder of a senior post is temporarily absent, until that post is filled or the absent post holder returns, a member of staff-

- (a) may be required to act as Principal or in the place of any other senior post holder; and
- (b) if so required, shall have all the duties and responsibilities of the Principal or such other senior post holder during the period of the vacancy or temporary absence;
- (c) The Principal shall have responsibility for selecting for appointment all members of staff other than senior post holders; and the Clerk (except in the role of a member of staff), in accordance with the Corporation's policies and procedures established for this purpose.

7. Codes of conduct

The Corporation shall establish and approve codes of conduct for staff and governors.

Grievance, suspension and disciplinary procedures

8—(1) The Corporation shall establish and approve rules and procedures addressing;

- (a) staff grievance;
- (b) suspension of staff; and
- (c) disciplinary and dismissal of staff; and
- (d) disciplinary and dismissal of the Principal or other senior post-holders; and
- (e) disciplinary and dismissal of the Clerk

and such procedures shall be subject to the provisions of articles 3(1)(f), 3(2)(e), 5(d), 5(e), and 9.

Suspension and dismissal of the Clerk

9 — (1) Where the Clerk is also a member of staff at the College, the distinction will be made between Article 8 (b) and 8(e) .

(2) Where the Clerk is suspended or dismissed under article 8 (b), that suspension or dismissal shall not affect the position of the Clerk in the separate role of Clerk to the Corporation.

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Students

10 The Principal shall establish rules for the conduct of students, including procedures for their suspension and expulsion, including expulsion for an unsatisfactory standard of work or other academic reason.

Internal audit

11—(1) The Corporation shall, at such times as it considers appropriate, examine and evaluate its systems of internal financial and other control to ensure that they contribute to the proper, economic, efficient and effective use of the Corporation's resources.

(2) The Corporation may arrange for the examination and evaluation mentioned in paragraph (1) to be carried out on its behalf by internal auditors.

(3) The Corporation shall not appoint persons as internal auditors to carry out the activities referred to in paragraph (1) if those persons are already appointed as external auditors under article 12.

Accounts and audit of accounts

12-(1) The Corporation shall

- (a) keep proper accounts and proper records in relation to the accounts; and
- (b) prepare a statement of accounts for each financial year of the Corporation.

(2) The statement shall

- (a) give a true and fair account of the state of the Corporation's affairs at the end of the financial year and of its income and expenditure in the financial year; and
- (b) comply with any directions given by the EFA as to the information to be contained in it, the manner in which the information is to be presented, the methods and principles according to which it is to be prepared and the time and manner of publication.

(3) The accounts and the statement of accounts shall be audited by external auditors appointed by the Corporation in respect of each financial year.

(4) The Corporation shall not appoint persons as external auditors in respect of any financial year if those persons are already appointed as internal auditors under article 11.

(5) Auditors shall be appointed and audit work conducted in accordance with any requirements of the EFA and any other regulatory or legal requirements.

(6) If the Corporation is dissolved—

- (a) the last financial year will end on the date of dissolution; and
- (b) the Corporation may decide, with the EFA's approval, that what would otherwise be the last two financial years, shall be a single financial year for the purpose of this article.

Rules, policies and procedures

13 The Corporation will establish and approve rules, policies and procedures relating to the government and conduct of the college, subject to the provisions of the Instrument of Government and these Articles.

Copies of Articles of Government and rules, policies and procedures

14-(1) A copy of these Articles will be given to every member of the Corporation, will be available on the College website and will be available to any person requesting a copy during normal College hours.

(2) A copy of the rules, policies and procedures relating to the government and conduct of the college will be available to every member of the Corporation and at a charge not exceeding the cost of copying or free of charge, to any other person who requests a copy and shall be available

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for inspection at the College upon request, during normal office hours, to every member of staff and every student.

Modification or replacement of the Instrument and Articles

15-(1) Subject to paragraph (2) the Corporation may by resolution of the members modify or replace its instrument and articles of government.

(2) The Corporation shall not make changes to the instrument or articles of government that would result in the body ceasing to be a charity.

Dissolution of the Corporation

16 The Corporation may by resolution dissolve itself and provide for the transfer of its property, rights and liabilities.