



**BURY COLLEGE**  
**FURTHER EDUCATION CORPORATION**

**CODE OF CONDUCT FOR CORPORATION MEMBERS**

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## INDEX

<u>Clause No</u>		<u>Page No</u>
1 - 4	Duties	1
5	Skill, Care and Diligence	1
6	Powers	2
7	Honesty	2
8	Conflicts of Interest	2
9 -10	Financial Interests	3
11 -12	Collective Responsibility	3
13 -15	Confidentiality	4
16	Attendance at Meetings	4
 <u>Appendix No</u>		
1	Summary of Responsibilities of Corporation Members	5
2	Summary of Powers of Corporation Members	6
3	Register of Members' Interests	8

**BURY COLLEGE FURTHER EDUCATION  
CORPORATION**

**CODE OF CONDUCT FOR CORPORATION MEMBERS**

**AS A MEMBER OF THE BURY COLLEGE FURTHER EDUCATION CORPORATION YOU ARE RESPONSIBLE FOR THE CONDUCT OF A STATUTORY CORPORATION WHICH IS PUBLICLY FUNDED. THIS CODE SETS OUT THE STANDARDS WHICH THE CORPORATION EXPECTS OF ITS MEMBERS.**

**DUTIES**

1. You owe a moral duty to the College. You must show it loyalty and in carrying out College duties, act diligently and in good faith.
2. Whatever decisions you take at meetings of the Corporation and its Committees must be for the benefit of the College as a whole and not for any other purpose, or for personal motive. The "benefit of the College" is taken to mean the interests of its students and other users of the College's services, the staff, the local community and the taxpayer. As a Corporation Member, you are expected to have regard to all those interests taken as a whole and not represent any particular class or category of persons.
3. You must at all times observe the responsibilities given to Corporation Members, by the College's Articles of Government. Those responsibilities, including a list of responsibilities which must not be delegated, are set out in Appendix 1.
4. You should ensure that the College observes the duties and responsibilities set out in the Financial Memorandum into which the College has entered with the Learning and Skills Council (LSC) as a condition of receiving public funds.

**SKILL CARE AND DILIGENCE**

5. On occasions Corporation Members will act as agents of the College, for example when functions are delegated to the Corporation Chair, a Committee of the Corporation or a Committee Chair. You will then be expected to exercise such skill as you possess and such care and diligence of at least such levels as would be displayed by a reasonable person in the circumstances.

## **POWERS**

6. You should ensure that the College does not exceed the powers given to it by Sections 18 and 19 of the Further and Higher Education Act 1992. A summary of those powers is set out in Appendix 2.

## **HONESTY**

7. As a Corporation Member you must not use your powers for an improper purpose, take personal advantage of the College's opportunities, allow your personal interests to conflict with those of the College or misapply the College's assets. Honesty is expected from all persons who occupy a position of Corporation Member and you should seek to act in the best interests of the College at all times.

## **CONFLICTS OF INTEREST**

8. As a Corporation Member you are required not to put yourself in a position where there is any conflict (actual or potential) between your personal or professional interests and your duties to the College. Should an actual or potential conflict of interest arise, then you must draw this to the attention of your colleagues on the Corporation and to the Clerk to the Corporation prior to taking part in any debate or discussion. At the discretion of the Chair of the Corporation or that of any Committee of the Corporation you may be asked to withdraw. If you are permitted to remain and take part in any discussion, you shall be specifically excluded from voting.

## **FINANCIAL INTERESTS**

9. You are reminded that under Clause 11(1) of the College's Instrument of Government you must not take or hold any interest in any of the College's property or receive any remuneration for your services (save as a member of the College's staff) without the written approval of the Secretary of State.
10. You are also reminded that under Clause 11(2) of the Instrument of Government you must disclose to the College any financial interest which you have, or may have, in:-
  - the supply of work or goods to or for the purposes of the College;
  - any contract or proposed contract concerning the College; or
  - any other matter relating to the College.

You must declare any such interest to the Clerk to the Corporation who will enter the interest in a register. A copy of the register of such declaration, which will be available for inspection by Corporation Members on request, is set out in Appendix 3. You must not take part in the consideration of or vote on any question with respect to a matter in which you have a financial interest, and you will not be counted in the quorum present at the meeting of the Corporation at which the relevant resolution is put to the vote.

## **COLLECTIVE RESPONSIBILITY**

11. It would be most unusual if individual Corporation Members did not from time to time disagree on points of policy. A decision of the Corporation is, however, a corporate decision even when it is not unanimous, and each individual Corporation Member has a duty to stand by it.
12. If as a Corporation Member, you feel that a decision taken by the Corporation is wrong, your first duty is to have any disagreement discussed and minuted. If you feel particularly strongly about an issue, you should raise the matter at a meeting. If no meeting is scheduled you should consult the College's Instrument of Government as to your powers to call a special meeting and exercise them, circulating your views in advance to the other Corporation Members.

**CONFIDENTIALITY**

- 13. It is important that the Corporation and its Committees have full and frank discussions in order to take decisions collectively. To do so, there must be trust between Corporation Members with a shared corporate responsibility for decisions. As a Corporation Member, you are required to keep confidential any matter which, by reason of its nature, the Corporation as a body is satisfied should be dealt with on a confidential basis. Where such a matter arises within a Committee of the Corporation, then the Chair of that Committee can require that Members keep it confidential until such time as the need for confidentiality can be considered by the Corporation as a whole.
  
- 14. Agendas, minutes and other papers relating to meetings of the Corporation, are normally available for public inspection when they have been approved by the Corporation Chair. However, there will be occasions when discussing sensitive issues, named individuals and for other good reasons when the record of discussions and decisions will not be made available for public inspection. Such excluded items will be kept in a confidential folder by the Clerk to the Corporation.
  
- 15. As a Corporation Member you must not make any statement or disclosure relating to the College, to the press or other media without having obtained the previous approval of the Corporation Chair or, in his absence, the Vice Chair.

**ATTENDANCE AT MEETINGS**

- 16. You are expected to attend meetings of the Corporation and of any Committees of which you are a Member, when not reasonably prevented from doing so. This will enable the College to benefit from the unique contribution which you are able to make to developing the College's policies and strategies and monitoring progress in implementing them.

**AS A MEMBER OF THE BURY COLLEGE FURTHER EDUCATION CORPORATION I AGREE TO OBSERVE THIS CODE OF CONDUCT TO THE BEST OF MY ABILITIES**

Name of Corporation Member.....

Dated..... 20 .....

## APPENDIX 1

### **SUMMARY OF RESPONSIBILITIES OF CORPORATION MEMBERS**

#### **Responsibilities**

Under Article 3(1) of the College's Articles of Government the Corporation shall be responsible for:-

- (a) the determination of the educational character and mission of the College and for the oversight of its activities;
- (b) the effective and efficient use of resources, the solvency of the College and the Corporation and for safeguarding their assets;
- (c) approving annual estimates of income and expenditure;
- (d) 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 about to be appointed as a member of staff, the Clerk's appointment, grading, suspension, dismissal and determination of pay in the capacity as a member of staff;
- (e) setting a framework for the pay and conditions of service of all other staff.

"Senior posts" means the post of Principal and such other senior posts as the Corporation may determine for the purposes of the Articles which, in the case of Bury College is the post of Deputy Principal.

#### **Responsibilities which must not be delegated.**

Article 9 of the Articles of Government prevents the Corporation from delegating the following:

- a) the determination of the educational character and mission of the College;
- b) the approval of the annual estimates of income and expenditure;
- c) the responsibility for ensuring the solvency of the College and the Corporation and for safeguarding their assets;
- d) the appointment or (subject to Article 17) the 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 17, dismissal in the capacity of a member of staff);
- (f) the modification or revocation of the Articles of Government.

Article 10 states that the Corporation may not delegate:

- (a) the power to determine an appeal under articles 16(5)(a), 17(8), 17(14), or 18(11); or
- (b) to the Principal the power to determine an appeal in connection with the dismissal of a member of staff under article 18(6) unless the Principal has previously delegated his power under article 18(1) to dismiss a member of staff to a holder of a senior post.

## APPENDIX 2

### **SUMMARY OF THE POWERS OF THE CORPORATION**

#### **Principal Powers**

Under Section 18 of the Further and Higher Education Act 1992 a Further Education Corporation may:-

- (a) provide further and higher education; and
- (b) 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 a Further Education 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 their principal powers; and
  - (ii) contracts with respect of carrying on by the Corporation of any such activities;
  - (iii) the power to borrow such sums as the Corporation think fit for purposes of carrying on any activities they have power to carry on or to meet any liability transferred to them under Section 23 to 27 of the 1992 Act (ie when the College achieved its corporate independence on 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 Learning and Skills Council (LSC) which may give its consent for a particular borrowing or for borrowing of a particular class;
  - (iv) power to invest any sums not immediately required for the purposes of carrying on any activities they have power to carry on;

- (v) 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;
- (vi) 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 purpose of or in connection with the carrying on of the principal powers.

The powers conferred by Section 19 of the Act are known as "supplementary powers".

### APPENDIX 3

#### DECLARATION OF INTEREST

Corporation Member's Name:
Matter of Transaction in which Corporation Member is interested:
Nature of Corporation Member's interest:
Date of meeting at which the interest was disclosed:
Was the transaction or matter entered into or approved by the Corporation? Yes/No (delete as applicable)
Is the transaction or matter likely to be presented for further consideration or renewal and, if so, when?
Date (if applicable) of Corporation Member ceasing to be interested and reason for cessation:
Date of original entry in register:
Entered by: