

BECOMING A GOVERNOR AT THE COLLEGE - SETTING THE SCENE

FE and sixth-form college corporations are the legal entities that operate one or more colleges. The status of the corporation is both:

- a [statutory corporation](#) established under the [Further and Higher Education Act 1992](#) (FHEA 1992)
- an [exempt charity](#)

The Henley College Corporation was established under the FHEA 1992 for the charitable purpose of advancing education. As a sixth-form college, The Henley College is not a separate legal entity from the corporation.

WHAT IS GOVERNANCE?

Governance provides strategic leadership and direction to the college. It sets and approves policies and the budget, defines expectations, delegates powers and verifies performance towards meeting its strategic aims and objectives. Often the relationship between a college governor and a college manager is described as being like that of a “critical friend” someone who supports and challenges the college management by bringing an informed external perspective to the college.

RESPONSIBILITIES OF THE HENLEY COLLEGE CORPORATION BOARD AND ITS MEMBERS

Core Functions

The core functions of the corporation board include:

- setting and communicating the college’s educational character, strategy and goals
- holding executive leaders to account for the educational performance and quality of the college, and for the performance of staff
- exercising effective control to ensure that funds and assets are protected and legal obligations are met

Six Main Duties

As a member of the board, you are a governor and a [charity trustee](#). You and your co-governors have six main duties under charity law:

1. Ensure the corporation carries out its purpose for the public benefit

You must ensure the corporation carries out the charitable purpose for which it was set up, and no other purpose.

Its principal powers include the provision of:

- further education
- secondary education to students aged 14 and over
- goods or services in connection with the above

You should:

- ensure you understand your corporation’s purpose and, with your co-governors, plan how this will be achieved
- understand, and be able to explain, how the corporation [benefits the public](#)
- be able to explain how the corporation’s activities support its purpose

2. Comply with the corporation’s governing document and the law

You must:

- comply with charity law and other laws and regulations that apply to the corporation
- comply with the corporation’s instrument and articles of government

Your board can amend the corporation’s instrument and articles in accordance with the procedure set out in that document. But your board must not make changes that:

- cause the corporation to cease to be a charity
- give a [personal benefit](#) to a governor, unless this has [Charity Commission](#) approval
- cause the instrument and articles to no longer comply with [Schedule 4 of the FHEA 1992](#)

3. Act in the corporation's best interests

You must:

- decide with your co-governors what will best enable the corporation to carry out its purpose
- make [balanced and informed decisions](#) with your co-governors
- avoid being in a position where your duty to the corporation [conflicts with your personal interests](#)
- not receive any [benefit from your corporation](#), unless this is authorised and is in the corporation's interests

4. Manage the corporation's resources responsibly

You must:

- make sure the corporation's assets are used only to support its purpose
- avoid exposing the corporation to [undue risk](#)
- not overcommit the corporation
- take care when [investing](#) or borrowing
- comply with any restrictions on spending funds or [selling land](#)
- ensure effective and efficient use of resources

5. Act with reasonable care and skill

You:

- must take reasonable care in governing your corporation, making best use of your skills and experience, and taking appropriate advice when necessary
- should give enough time to your role, including preparing for and participating in meetings

6. Ensure the corporation is accountable

You must comply with accounting and reporting requirements. You should also:

- demonstrate that the corporation complies with the law and is run effectively
- ensure accountability in the corporation, especially where duties or tasks are delegated to staff

For more information on your responsibilities, please read the Charity Commission guide '[The essential trustee](#)'.

Governor Conduct

You should also follow the Nolan '[7 principles of public life](#)'. These are ethical standards expected of people in public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership. In addition, the board has its own code of conduct.