

April 2010



CORPORATION STANDING ORDERS and TERMS OF REFERENCE OF COMMITTEES

Introduction

The Standing Orders are derived from the Instrument and Articles of Government: The Further Education Corporations (Former Further Education Colleges) (Modification of Instruments and Articles of Government) Order 2010, which came into force on 1 April 2010.

The Instrument and Articles of Government set out the constitution and procedures of the Governing Body and its powers, duties and responsibilities.

As a matter of law if there is any conflict between the Standing Orders and the Instrument, the Instrument will prevail.

The Standing Orders shall apply to North Nottinghamshire College Corporation and its Committees.

Every Corporation member must abide by the Corporation Code of Conduct whilst serving on the Corporation, which includes upholding the seven principles of public life as laid down by the Nolan Committee (Second Report on Standards in Public Life 1996). The Code of Conduct is a separate document which Governors sign on Appointment.

A copy of the Standing Orders and Terms of Reference is available for inspection on the College's website and also in hard copy in the LRC and Deputy Clerk's office at the College.

MEETINGS OF THE CORPORATION

- 1 Composition and determination** - Refer to the Instrument (2) and (3)
The number of members shall be 19 and include members from the following categories:

Staff 2
Student 2
Principal 1
- 2 Appointment of members** - Refer to the Instrument (5)
- 3 Appointment of Chair and Vice Chair** - Refer to the Instrument (6)
 - 3.1 The period of office for the Chair and Vice Chair shall be the period set by the Corporation and shall not exceed their term of membership.
At the end of their respective terms of office, the Chair and Vice Chair shall be eligible for reappointment.
 - 3.2 The appointment of a new Chair or new Vice Chair shall be by secret ballot of the Members.
- 4 Powers of the Chair and the Vice Chair**

The members may resolve to delegate powers to the Chair or Vice Chair provided that the Instrument and Articles do not prevent such delegation and on such terms as the Corporation shall determine from time to time.
- 5 Clerk to the Corporation** - Refer to the Instrument (7) and Articles (3 (3))
 - 5.1 The Clerk to the Corporation or the Deputy Clerk shall Clerk meetings of the Corporation and its Committees.
 - 5.2 The Clerk to the Corporation shall Clerk meetings of the Remuneration Committee and Special Committee.
- 6 Term of Office** - Refer to the Instrument (9)
 - 6.1 With the exception of the Principal, who has the right to remain a member of the Corporation throughout employment as Principal, a Corporation member's initial term of office shall be one year and thereafter subject to reappointment pursuant to the Instrument for a further three years.
 - 6.2 Members retiring at the end of their term of office shall be eligible for re-appointment.
- 7 Termination of membership** – (including failure to attend meetings)
Refer to the Instrument (10)
- 8 Eligibility** - Refer to the Instrument (8)

The Clerk or the Deputy Clerk shall write on an annual basis to each Governor and also upon the appointment of a new Governor, requesting that they confirm in writing that they are and remain eligible to be members of the Corporation pursuant to the Instrument.
- 9 Members not to hold interests in matters relating to the Institution**
Refer to the Instrument (11)
 - 9.1 The Clerk or the Deputy Clerk shall in April of each year write to each member requesting that they confirm in writing to the Clerk or Deputy Clerk that the information the member has provided in his or her Register of Interests remains the same and if not, that they forthwith provide written details of any amendment.
 - 9.2 Declaration of interests (and consideration of withdrawal) will be a standing item on the Agenda for all Corporation and Committee meetings. Declarations will be recorded in the Minutes.
 - 9.3 Members should consider withdrawing from any meeting or part of a meeting at which the matter under consideration should give rise to a conflict of interest, after declaring that

interest as defined in Instrument 11(2).

- 9.4 Staff members shall withdraw from meetings where appropriate, as defined in Instrument 14(5).
- 9.5 Student members shall withdraw from meetings where appropriate, as defined in Instrument 14(8) and 14 (9).
- 9.6 The Clerk shall withdraw from meetings where appropriate, as defined in Instrument 14(10).

10 Meetings - Refer to the Instrument (12)

The Corporation shall meet at least once in every term, and shall hold such other meetings as may be necessary.

11 Circulation of Agenda and Papers

- 11.1 Save in exceptional circumstances the calling notice and copy of the Agenda, together with supporting papers shall be sent to each Member not later than 7 days before the meeting.

12 Quorum Refer to the Instrument (13)

- 12.1 The quorum for the Corporation is 8.
- 12.2 The quorum for Corporation Committees is 3.

13 Calling Special meetings of the Corporation – Refer to the Instrument (12).

14 Proceedings of meetings, Voting Rights and reconsideration of a Resolution

Refer to the Instrument (14)

15 Minutes – Refer to the Instrument (15)

- 15.1 Save in exceptional circumstances draft Minutes shall be produced by the Deputy Clerk to the Chair and the Clerk to the Corporation who shall consider and approve or agree amendment to the draft Minutes (as appropriate). Save in exceptional circumstances, approved, draft Minutes will be circulated by email to those entitled to receive them, three weeks after the meeting.
- 15.2 Separate Minutes shall be taken of those parts of meetings from which staff members, the Principal, student members or the Clerk have withdrawn in accordance with the Instrument. Such persons shall not be entitled to see the Minutes of that part of the meeting or any papers relating to it.
- 15.3 Confirmation of the Minutes of the previous meeting will be an item on the Agenda of every ordinary meeting.

16 Public Access to meetings – Refer to the Instrument (16)

- 16.1 The policy of the Members in respect of public access to meetings is there shall be no public access to meetings.
- 16.2 The Corporation, or Committee, or the Chair on its behalf, may at its discretion invite persons who are not members of the Corporation to attend meetings. Any such invitations will be issued through the Clerk or Deputy Clerk. Such persons may only speak if invited to do so by the Chair of the Corporation or the Committee.

17 Publication of Minutes and papers – Refer to the Instrument (17)

- 17.1 The papers and proceedings of the meeting shall become public following the meeting unless a decision is taken at that meeting to classify an item as confidential.
- 17.2 Signed Copies of Minutes not categorised as confidential are available for public inspection on the college's website and from the Learning Resource Centre of the college at Carlton Road, Worksop, Nottinghamshire, S81 7HP.
- 17.3 Copies of all Agendas and relating papers not classified as confidential are available from the office of the Deputy Clerk by prior appointment at the college's premises at Carlton Road, Worksop, Nottinghamshire, S81 7HP.

18 Attendance at meetings

- 18.1 The Corporation and its Committees have the power to invite such other persons to attend meetings as may be considered desirable and necessary.
- 18.2 Members attendance at Corporation and Committee meetings is recorded and monitored by the Clerk and Deputy Clerk and is reviewed on an annual basis. The Corporation has set a target of 75% for attendance at Corporation and Committee meetings and performance against this is reviewed on an annual basis.

- 18.3 All Corporation members have a right of attendance at all Committee meetings unless excluded from such attendance pursuant to the Instrument or these Standing Orders.

19 Grievance and Disciplinary Procedures - Senior Post Holders

Refer to Articles (16)

Grievance and Disciplinary matters involving Senior Post Holders shall be dealt with by a Special Committee, for which there are separate Terms of Reference.

20 Grievance and Disciplinary Procedures – Staff

Refer to Articles (16)

Grievance and Disciplinary matters involving staff other than Senior Post Holders shall be dealt with by the Appeal Panel for which there is separate Terms of Reference.

21 Confidentiality

- 21.1 The Corporation shall only determine that an item is confidential in the event of the item falling into one or more of the categories as determined in the Instrument (17(2))

- 21.2 Any decision to classify a matter as confidential must be by means of a vote, having due regard to Instrument 17 (2) and (3) and the requirements of the Freedom of Information Act 2000.

- 21.3 In accordance with Instrument 17(4), an annual review of Confidential Minutes shall be undertaken by the Clerk or the Deputy Clerk, Chair and Principal of Confidential Minutes. The recommendations from this review will be presented to the Corporation. If the Corporation is satisfied that the reason for dealing with the matter on a confidential basis no longer applies, or where they consider that the public interest in disclosure outweighs that reason, such Minutes shall be made available for public inspection.

- 21.4 Minutes and papers of the Remuneration Committee will be held as permanent confidential items by the Clerk to the Corporation and will neither be subject to review nor put into the public domain.

22 Payment of allowances to members – Refer to the Instrument (18)

23 Complaints

- 23.1 A complaint against the Corporation or an individual member of the Corporation should be referred to the Clerk to the Corporation who will deal with the matter in accordance with the College's Complaints procedure.

- 23.2 A complaint against the Clerk should be made to the Chair of the Corporation.

- 23.3 A complaint against the Deputy Clerk should be made to the Clerk to the Corporation.

24 Establishment of Committees Refer to the Articles of Government (4,5,6)

- 24.1 The Corporation has established five Committees: Audit, Search, Remuneration, Special and Appeals. Terms of Reference for each of the Committees are appended to these Standing Orders.

- 24.2 Terms of Reference for each Committee shall be approved by the Corporation and reviewed on an annual basis.

- 24.3 If the Chair of a Committee is absent from any meeting of that Committee, the remaining members present shall choose one of their number to act as Chair for that meeting.

25 Review of Standing Orders

The Standing Orders of the Corporation and its Committees shall be reviewed annually.

STANDING ORDERS OF THE AUDIT COMMITTEE

The Audit Committee is a Committee of the Corporation established under Clause (6) of the Articles of Government.

1 Membership

- 1.1 The Committee shall have five members, all appointed by the Corporation. The Chair of the Corporation and the Principal are excluded from membership.
- 1.2 Membership of the Committee must include at least one person (whether a member of the Corporation or not) with relevant financial or audit experience. Accordingly, membership may include persons who are not governors who have been recommended by the Search Committee and approved by the Corporation (to be known as co-opted external members). Co-opted members shall not be appointed as Chair.
- 1.3 The Corporation shall appoint (and may remove) the Chairman of the meeting who shall be elected by the Corporation. If the Chairman of the committee is absent from a meeting of the committee, the remaining members who are present, noting paragraph (1.2) above, shall elect one of their members to act as Chairman for the meeting.
- 1.4 The Clerk to the Corporation, or the Deputy Clerk, shall Clerk the Committee.

2 Frequency of meetings

Meetings shall be held not less than three times a year. The internal or external auditors may request a meeting if they consider that one is necessary.

3 Attendance at meetings

- 3.1 The Director of Finance and Resources or some other senior manager who is responsible for the College's internal control and a representative of the internal auditors shall normally attend meetings at the invitation of the Committee, and the Committee shall have the power to invite such other persons to attend meetings as may be desirable and necessary.
- 3.2 Other Corporation members shall have a right of attendance, save that the Committee may, when they are satisfied that it is appropriate, meet with representatives of the internal and/or external auditors without the Principal or staff or student members being in attendance

4 Reporting procedures

Minutes of meetings of the Committee shall be presented to the Corporation Board for information and approval of recommendations as appropriate.

STANDING ORDERS OF THE REMUNERATION COMMITTEE

The Remuneration Committee is a committee of the Board.

1 Membership

- 1.1 The Committee shall consist of five members appointed by the Corporation and include the Chair and/or Vice Chair of the Corporation.
- 1.2 The Corporation shall appoint (and may remove) the Chairman of the Committee who shall be elected by the Corporation.
- 1.3 In the event of the Chair of the Committee being unable to attend a meeting, the remaining members, noting 1.1 above, should elect one of their members as Chair for the meeting.
- 1.4 The Clerk to the Corporation shall be Clerk to the Committee.

2 Frequency of meetings

The Committee shall meet at least once per year to carry out the responsibilities described in the Terms of Reference.

3 Attendance at Meetings

- 3.1 The Principal shall normally be invited to attend meetings of the Committee save where his/her remuneration package is being considered. The Committee may invite other senior postholders to attend meetings when necessary.
- 3.2 Other Corporation Members shall also have a right of attendance save that the Committee may exclude Staff and Student Members and any other Corporation Members who are employees of the College.

4 Reporting procedures

Minutes of meetings of the Committee shall be presented to the Corporation Board for approval of recommendations as appropriate.

STANDING ORDERS OF THE SEARCH COMMITTEE

The Search Committee is a Committee of the Corporation established under the terms of Clause 5 of the Articles of Government.

1 Membership

- 1.1 The members of the Committee shall be five, appointed by the Corporation. Membership will consist of the Chair, the Principal and three other Members of the Corporation.
- 1.2 The Corporation shall appoint (and may remove) the Chairman of the meeting who shall be elected by the Corporation. If the Chairman of the committee is absent from a meeting of the committee, the remaining members who are present shall choose one of their number to act as Chair at that meeting.
- 1.3 The Clerk to the Corporation, or the Deputy Clerk, shall Clerk the Committee.

2 Frequency of meetings

The Committee shall meet as they deem necessary but at least once in each calendar year.

3 Attendance at meetings

The Committee may invite other persons to attend meetings in order to provide advice and evidence to assist the process of search; and to verify that the selection process is independent and free from any form of patronage.

4 Reporting Procedures

Minutes of meetings of the Committee shall be presented to the Corporation Board for information and approval of recommendations as appropriate.

STANDING ORDERS OF THE SPECIAL COMMITTEE

The Special Committee is a Committee of the Corporation which is convened under the terms of Article 16 (1) (c)

Its role is to examine the case for the dismissal of a Senior Post Holder referred to the Committee by the Chair of the Corporation, or a majority of the members of the Corporation.

1 Membership

- 1.1 The Committee shall have 3 members. The identity of the Members shall be determined by the Corporation. Neither the Chair of the Corporation nor the Vice Chair of the Corporation, nor the Principal, nor a Staff member, nor a Student member, nor any person who has any interest in its findings or who has been involved in any way in an investigation or other disciplinary action leading up to the reference of the particular matter to the Committee, shall serve on the Committee. Only members of the Corporation may sit on the Committee.
- 1.2 The Corporation shall appoint a Chair who shall be one of the Members elected to the Committee by the Corporation.
- 1.3 The Clerk to the Corporation shall act as Clerk to the Committee.

2 Conduct and Procedures at meetings

The Committee shall convene a meeting as soon as practicable after a reference to it and in any event within 7 days. Otherwise the Instrument and the Rules made by the Corporation in respect of the meetings of the Corporation shall apply.

3 Reporting Procedures

Minutes of meetings of the Committee shall be presented to the Corporation Board for information and approval of recommendations as appropriate.

STANDING ORDERS OF THE APPEAL COMMITTEE

The Appeal Committee is convened under the terms of Article 16.

Its role is to consider an appeal by a senior post-holder against any oral warning, written warning or final written warning made under the formal procedure of the Corporation's Disciplinary Procedure for Senior Post-holders and shall decide the outcome of the appeal.

1 Membership

- 1.1 The Appeal Committee shall be appointed by the Corporation and shall comprise 3 members of the Corporation.
- 1.2 The Principal, staff and student members may not sit on the Committee. In addition, no person may sit on the Committee who has any interest in its findings or has been involved in any way in any investigation or chairing a disciplinary hearing or other action leading up to the reference of the appeal by the senior post-holder to the Committee.
- 1.3 The Corporation shall appoint a Chair who shall be one of the Members elected to the Committee by the Corporation.
- 1.4 The Clerk to the Corporation shall act as Clerk to the Committee.

2 Conduct and Procedures at meetings

The Appeal Committee shall convene as soon as reasonably practicable after a reference to it and in any event shall hold its first meeting within 10 working days of the reference.

3 Reporting Procedures

The Clerk to the Committee shall be responsible for the production and appropriate circulation of all minutes, papers and correspondence arising in connection with any meetings convened by the Committee or any investigations.

TERMS OF REFERENCE OF THE AUDIT COMMITTEE

The Audit Committee is a Committee of the Corporation established under Clause (6) of the Articles of Government. Its objective is to advise the Corporation on the college's systems of internal control, risk management and corporate governance arrangements.

The scope of the Committee's work includes working to continuously improve the effectiveness of the College's internal controls and increasing public confidence in the objectivity and fairness of the Corporation's financial reports and in the quality of the College's overall corporate governance.

The Committee also advises the Corporation on the appointment of Internal Auditors and Financial Statements Auditors.

1 Duties

- 1.1 To advise the Corporation on the adequacy and effectiveness of the College's systems of internal control and its arrangements for risk management, control and governance processes, and securing economy, efficiency and effectiveness (value for money).
- 1.2 To advise the Corporation on the appointment, re-appointment, dismissal and remuneration of the Financial Statements Auditor and the Internal Audit Service (IAS).
- 1.3 To advise the Corporation on the scope and objectives of the work of IAS, the financial statements auditor, and the funding auditor (where appointed).
- 1.4 To ensure effective co-ordination between the IAS, the Financial Statement auditors and the Funding Auditor (where appointed) and the financial statements auditor, including whether the work of the Funding Auditor should be relied upon for internal audit purposes.
- 1.5 To consider and advise the Corporation on the audit strategy and annual internal audit plans for the IAS.
- 1.6 To advise the Corporation on internal audit assignment reports and annual reports and on control issues included in the management letters of the Financial Statements auditor (including their work on regularity) and the Funding auditor (where appointed) and management's responses to these.
- 1.7 To monitor, within an agreed timescale, the implementation of agreed recommendations relating to internal audit assignment reports, internal audit annual reports, the funding auditor's management letter and spot-check reports (where appropriate) and the financial statements auditor's management letter.
- 1.8 To consider and advise the Corporation on relevant reports issued by the National Audit Office, the Skills Funding Agency, the Young Peoples Learning Agency and other funding bodies and where appropriate, management's response to these.
- 1.9 To establish, in conjunction with the College Management, relevant annual performance measures and indicators and to monitor the effectiveness of the IAS, and Financial Statement auditor through these measures and indicators and to decide, based on this review, whether a competition for price and quality of the audit service is appropriate.
- 1.10 To produce an Annual Report for the Corporation and Accounting Officer, which includes the Committee's advice on the effectiveness of the College's risk management, control and governance processes and any significant matters arising from the work of the IAS, the funding auditors (where appointed) and the financial statement auditor.
- 1.11 To consider and, if appropriate, investigate, or commission investigations into, any complaints relating to alleged fraud or other financial irregularity or malpractice at the College in accordance with the College's Financial Regulations to ensure that all allegations of fraud and irregularity are properly followed up.
- 1.12 To be informed of all additional services undertaken by the IAS, the Financial Statements auditors and the Funding auditors (where appointed).

- 1.13 To recommend the annual financial statements to the Corporation for approval.

2 Authority

- 2.1 The Committee is authorised by the Corporation to investigate any activity within its terms of reference. It is authorised to seek any information it requires from the Internal Audit Service, the Funding Auditor (where appointed) the Financial Statement Auditors and any sub-contractor, third party, Corporation member, Committee of the Corporation or employee of the College and all Corporation members and employees of the College are directed to co-operate with any request made by the Committee.
- 2.2 The Committee is authorised by the Corporation to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise if it considers necessary.

3 Review

The Terms of Reference for the Committee will be reviewed on an annual basis.

TERMS OF REFERENCE OF THE REMUNERATION COMMITTEE

The Remuneration Committee is a committee of the Board. Its purpose is to advise the Corporation Board on the specific remuneration packages of the Principal and other senior post holders.

The role of the Committee is specifically to:

Ensure that senior post holders are fairly rewarded for their individual contributions to the College overall performance;

Demonstrate to the public that the pay of senior post holders is set by a Committee which has no personal interest in the outcome of its decision and which gives due regard to the interests of the public and of the financial health of the College;

It shall consider matters referred to it by the Principal relating to the remuneration of non-senior post-holders and shall comment on such matters as it sees fit;

It shall provide a medium of communication to the public, which is not controlled by College Management.

1 Duties

1.1 The Committee shall advise the Corporation on the remuneration packages of the Principal and other senior postholders and in doing so it shall consider the following component elements:

- i) basic salary
- ii) benefits in kind
- iii) annual bonus/performance related elements
- iv) pension provisions
- v) the main terms and conditions of each senior post holders service agreement, with particular reference to the notice provisions.

1.2 The Committee shall evaluate annually the specific remuneration packages of the Principal and other senior post holders against pre-established performance goals and objectives and an appropriate peer-group.

1.3 The Committee shall advise the Corporation of any compensation (including the augmentation of pension benefits) which may be payable in the event of the early termination of the employment of the Principal or any other senior post holder with the broad aim of avoiding:

- i) rewarding poor performance and
- ii) dealing with cases where early termination is not due to poor performance.

2 Authority

2.1 The Committee is authorised by the Corporation to investigate any activity within its terms of reference.

2.2 It is authorised to seek any information it requires from any employee of the College and all employees of the College are directed to co-operate with any request made by the Committee.

2.3 The Committee is authorised by the Corporation to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise if it considers this necessary. The Corporation may also require experts to be present and to advise when drafting disclosures to be made in the Corporation's report and accounts.

3 Review

The Terms of Reference for the Committee will be reviewed on an annual basis.

TERMS OF REFERENCE OF THE SEARCH COMMITTEE

The role of the Search Committee is to advise the Corporation on the appointment of new members to the Board. It also deals with the re-appointment of serving Board members whose term of office is coming to an end.

1 Duties

- 1.1 To undertake an annual audit of the composition and balance of the Members.
- 1.2 The Committee will develop and maintain a database of appropriate persons interested in making a voluntary contribution to the work of the Corporation, including those interested in Corporation Membership.
- 1.3 At least once each year the Committee will normally place an open advertisement in the regional/local media for persons wishing their name to be added to the database.
- 1.4 The Committee will regularly initiate searches for additions to the database through consultation with interested bodies including local community/employer representatives and local authorities.
- 1.5 When a vacancy occurs or is anticipated the Committee will research suitable candidates drawn from the database through a process of interview and confidential references.
- 1.6 The Committee will put forward to the Corporation for their consideration two or three suggestions for each vacancy. In making suggestions the Committee will present a resume of the strengths and weaknesses of each candidate.
- 1.7 The Corporation shall not appoint any member of the Corporation (other than the Principal, staff and student members) without first considering the advice of the Committee. Appointments shall be made in accordance with the Instrument.
- 1.8 To consider the result of Criminal Records Bureau and "List 99" checks carried out in respect of potential Governors of the Corporation and to make recommendations to Governors in that regard.

2 Authority

- 2.1 The Committee is authorised by the Corporation to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee of the College and all employees of the College are directed to co-operate with any request made by the Committee.
- 2.2 The Committee is authorised by the Corporation to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise if it considers this necessary. The Corporation may also require experts to be present and to advise when drafting disclosures to be made in the Corporation's report and accounts.

3 Review

The Terms of Reference for the Committee will be reviewed on an annual basis.

TERMS OF REFERENCE OF THE SPECIAL COMMITTEE

The Special Committee is a Committee of the Corporation which is convened under the terms of Article 16 (3). Its role is to examine the case for the dismissal of a Senior Post Holder referred to the Committee by the Chair of the Corporation, or a majority of the members of the Corporation.

1 Duties

- 1.1 To give the person whose dismissal is to be considered the right to make representations. The representations, which may be made in writing, may also be made orally, for which purpose the person whose dismissal is to be considered may be accompanied and represented by a friend.
- 1.2 After hearing or reading any such representations, to prepare a written report for consideration by the Corporation, a copy of which shall be sent to the person to whom it relates. Such written report shall be prepared within two months of the mandate on which the Special Committee was convened. Where it is impracticable for the committee to prepare its report during that period it shall, during that period, prepare an interim report a copy of which shall be sent to the person to whom it relates and which shall contain a timetable for the preparation of the full report.

2 Authority

- 2.1 The Committee is authorised by the Corporation to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee of the college and all employees of the college are directed to co-operate with any request made by the Committee.
- 2.2 The Committee is authorised by the Corporation to obtain outside legal or independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise if it considers this necessary. The Corporation may also require experts to be present and to advise when drafting disclosures to be made in the Corporation's reports and accounts.

3 Review

The Standing Orders and Terms of Reference for the Committee will be reviewed on an annual basis.

TERMS OF REFERENCE OF THE APPEAL COMMITTEE

The Appeal Committee is convened under the terms of Article 16.

Its role is to consider an appeal by a senior post-holder against any oral warning, written warning or final written warning made under the formal procedure of the Corporation's Disciplinary Procedure for Senior Post-holders and shall decide the outcome of the appeal.

1 Duties

- 1.1 The Committee shall examine the written statement received from the senior post-holder setting out the grounds for his or her appeal against the disciplinary decision reached under the formal procedure.
- 1.2 The Committee shall undertake any further investigations which it considers necessary as soon as reasonably practicable. This may involve obtaining documents or papers from members of the Corporation's staff or third parties, or speaking to members of the Corporation's staff. The investigation need not include, unless considered necessary by the Committee, a meeting with the senior post-holder concerned in advance of the appeal hearing.
- 1.3 The Committee shall convene an appeal hearing as soon as reasonably possible after receipt by the Clerk to the Corporation of the written appeal by the senior post-holder.
- 1.4 The Committee shall consider in advance of the appeal hearing how the hearing will be conducted. If any documentation is to be considered at the hearing, the Committee must ensure that it is circulated at least 5 working days in advance of the hearing. If the Committee considers that a full hearing rather than a hearing limited to the grounds of appeal is appropriate, the Committee shall ensure that the relevant parties are provided with reasonable prior warning and (unless not reasonably practicable) shall ask the person who investigated the matter under the formal procedure to present the case for the Corporation.
- 1.5 The Committee must provide the senior post-holder with at least 10 working days notice of the appeal hearing.
- 1.6 At the hearing, the Committee shall first ensure that the Committee's role and the procedure to be followed are understood by all the persons attending the hearing.
- 1.7 If the Committee has arranged for a full hearing, the evidence of the Corporation's representative shall be considered first, followed by the senior post-holder. The Committee shall allow the senior post-holder making the appeal to make representations to the Committee, either orally or in writing. If appropriate, the Committee shall allow the Corporation's representative, the senior post-holder and the person accompanying the senior post-holder (if any) to ask questions of any members of staff attending the hearing as witnesses, but with all questions being directed through the Chair of the Committee. The members of the Committee shall put such questions as they see fit to the Corporation's representative, the senior post-holder, the witnesses or any other persons attending the hearing.
- 1.8 The Committee shall have full discretion to admit or exclude information as it considers fit and to vary the procedure to be followed at the appeal hearing.
- 1.9 The Committee may adjourn the hearing if it considers further information needs to be gathered or considered. Any adjourned hearing will be reconvened as soon as reasonably practicable.
- 1.10 When examining the senior post-holder's appeal, the Committee shall consider whether the disciplinary action taken was fair and reasonable in the circumstances which may include (but is not limited to) reviewing as appropriate:
 - (i) the reasons leading to and the substance of the complaint against the senior post-holder;
 - (ii) any relevant documents (including the senior post-holder's terms and conditions of employment);
 - (iii) any relevant representations or statements;
 - (iv) any relevant legislation, statutory or Government guidance;
 - (v) the extent to which standards have been breached;
 - (vi) past precedents (if any) of the Corporation to ensure consistency as far as possible;
 - (vii) the senior post-holder's general record, the length of time he or she has held a senior role, his or her overall length of service;

- (viii) any special circumstances which might make it appropriate to adjust the severity of the penalty imposed.
- 1.11 On conclusion of the appeal hearing, the Committee shall deliberate over its findings in private and reach a decision regarding the senior post-holder's appeal. The Committee may review any disciplinary penalty imposed, but it cannot be increased.
- 1.12 The Committee's decision will be provided in writing to the senior post-holder within 10 working days of the appeal hearing. If it is not possible for the Committee to reach a decision within this period, the Clerk will write to the senior post-holder on behalf of the Committee with an explanation for the delay and when the written decision can be expected.

2 Authority

- 2.1 The Appeal Committee is authorised by the Corporation to investigate any activity within its terms of reference. It is authorised to seek any relevant information it requires from any member of staff of the Corporation or any relevant third parties, and all members of staff are directed to co-operate with any reasonable request made by the Committee.
- 2.2 The Committee must adhere to the relevant sections of the Corporation's Disciplinary Procedure for Senior Post-holders including, but not limited to, the appeal process under the formal procedure, the scope and purpose and the general principles specified within the procedure.
- 2.3 The Committee is authorised by the Corporation to obtain guidance, if it considers it appropriate, from the most senior member of the Corporation's personnel section or to obtain legal or other independent professional advice and, if it considers necessary, to secure the advice or attendance of those with relevant experience.

3 Review

The Terms of Reference for the Committee will be reviewed on an annual basis.