



Standing Orders of the Corporation of Ealing, Hammersmith & West London College



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Change log

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	<i>18 October 2022</i> <i>19 October 2021</i> <i>17 October 2019</i> <i>17 July 2019</i> <i>13 February 2019</i>	<i>Revisions to previous versions of Standing Orders</i>

Standing Orders

Section 1 – Appointment of Governors

Standing Order No. 1 – Recommendations for appointment

The Board shall not consider a candidate for appointment as a governor without the Search, Governance & Remuneration Committee having recommended their appointment.

Standing Order No. 2 – Requirements placed on governors

The Clerk will send newly appointed governors written confirmation of their appointment, which will include their term of office and the conditions they must satisfy (a) prior to taking up their role and (b) on an ongoing basis (which will include their continuing professional development and annual performance appraisals).

Standing Order No. 3 – Arrangements for staff and student elections

Elections for staff and student governors shall be organised by the Clerk following a process approved by the Search, Governance & Remuneration Committee.

Standing Order No. 4 – Factors in appointments to the Board

Appointments to the Board shall be made on the basis of maintaining an appropriate mix of skills and knowledge, having regard to the need for the Corporation to have a Board and committees which are representative of the communities served by the College.

Standing Order No. 5 – Reappointment

A governor may be reappointed for a second term of office, subject to a recommendation of the Search, Governance & Remuneration Committee based on their performance, attendance and [Standing Order No. 4](#).

Section 2 – Interests and conduct

Standing Order No. 6 – Registers of interest

The register of interests kept by the Clerk shall include (a) the financial interests of spouses, partners and close relatives of governors and (b) members of staff who have a significant level of financial responsibility.

Standing Order No. 7 – Annual certification

Governors will certify annually that they remain eligible to serve as a member of the board and confirm their adherence to the code of conduct adopted by the Corporation.

Standing Order No. 8 – Process for handling complaints

Where a complaint about the conduct of a governor is received, it will be handled in accordance with the Corporation's governor complaint policy.

Standing Order No. 9 – Governor expenses

Governors may submit claims for the reimbursement of expenses incurred in fulfilling their roles as governors as set out in the governors' expenses policy.

Standing Order No. 10 – Professional advice

Where professional advice is required, it will be sought from the College's appointed advisers. Governors may offer guidance within their areas of expertise and recommend that such advice should be sought. The Clerk may (having notified the Chair and Principal) commission professional advice, up to the value of £2,500, and seek routine legal advice under any service subscribed to by the College.

Standing Order No. 11 – Gifts, hospitality etc.

Governors will declare any gift, hospitality or benefit in kind received in the course of their duties as a governor, where the value exceeds £20. Governors should not accept anything which could be interpreted as compromising their objectivity or integrity.

Section 3 – Meetings

Standing Order No. 12 – Schedule of meetings

A schedule of meetings for the Board and its committees shall be prepared by the Clerk and considered by the Board before the start of an academic year. Once agreed, it will be published on the College's website.

Standing Order No. 13 – Circulation of papers

The Clerk will issue the agenda and papers for meetings at least seven calendar days prior to a meeting taking place, in accordance with an annual cycle of business agreed by the Chair of the Board or relevant committees.

Governors may request that an item is added to the agenda for a meeting, having regard to [Standing Order No. 21](#).

Standing Order No. 14 – Attendance statistics

The Clerk will keep a record of attendance at Board and committee meetings. Where a governor's attendance falls below 75%, this will be drawn to the attention of the Search, Governance & Remuneration Committee.

Standing Order No. 15 – Admission of the public

(1) Unless a decision is taken to the contrary, meetings of the Board and its committees will not be open to the public. A decision to admit the public to a meeting of the Board or a committee may only be taken by the Board, if necessary by written resolution.

(2) Senior post holders and college staff may attend at the invitation of the relevant Chair.

Standing Order No. 16 – Special meetings

A special meeting of the Board may be called by the Chair (a) at their initiative or (b) following a written request from five governors. The requirement for seven days' notice may be waived subject to written advice from the Clerk being circulated to all governors, but may not be less than 48 hours.

Standing Order No. 17 – Circulation of papers relating to the Clerk

Papers relating to an item in respect of which the Clerk will withdraw under Clause 13(14) of the Instrument of Government shall be issued by the Chair.

Standing Order No. 18 – Collective responsibility

When the Board or a committee has determined a matter, governors will be bound by a duty of collective responsibility.

Standing Order No. 19 – Procedural advice

Advice on procedure may be sought from the Clerk at any time. Where a point of order is raised during a meeting, it shall be answered by the Chair, whose ruling will be final.

Standing Order No. 20 – Closure and dilatory motions

The Chair is responsible for maintaining a balance between facilitating debate and ensuring that business is conducted efficiently. A governor may propose –

- (a) That the subject under discussion be voted on (a “closure” motion); or
- (b) That further discussion be carried over to a future meeting (a “dilatory” motion).

The Chair will have discretion on whether to put either motion to a vote.

Standing Order No. 21 – Notice of substantive decisions

Substantive decisions will be taken on the basis of a paper tabled in advance and listed for consideration on the agenda for a given meeting.

Standing Order No. 22 – Urgency procedure

If a motion is made to temporarily suspend Standing Order No. 21 in order to enable an urgent matter to be discussed and decided, the Chair will—if they deem it to be in the interests of the Corporation—put the question formally to those governors present at a meeting.

Standing Order No. 23 – Disciplinary powers of the Chair

- (1) If a governor –
 - (a) persistently disregards a ruling from the Chair;
 - (b) obstructs the business of a meeting; or
 - (c) otherwise behaves in a manner likely to bring the Corporation into disrepute,
- (2) the Chair may –
 - (a) suspend the meeting; or

- (b) move that the governor –
- (i) be not heard further; or
 - (ii) be ordered to leave the meeting.

Section 4 – Committees

Standing Order No. 24 – Committees

(1) The Board has established the following committees, and delegated the matters set out in Terms of Reference for their consideration:

(a) Audit Committee (under [Article 6](#))

The Audit Committee will comprise between three and five members. It may include co-opted members (whose appointment will not be subject to Board approval) but may not include:

- the Chair;
- the Principal (or other senior post holders);
- members of the Finance & General Purposes Committee;
- staff or student governors; or
- any member of staff with significant financial, management or operational responsibility.

(b) Curriculum & Quality Committee

(c) Finance & General Purposes Committee

(d) Search, Governance & Remuneration Committee (under [Article 5](#))

Governors elected as staff or student members may not be a member of the Search, Governance & Remuneration Committee.

- (2) In addition to the committees listed in paragraph (1), the Board may from time to time delegate a specific time-limited task to a working group or other informal body, to which
- (3) Appointments to committees are made by the Board on the recommendation of the Search, Governance & Remuneration Committee and reviewed periodically.

Standing Order No. 25 – Chairs and Vice-Chairs

Chairs and Vice-Chairs shall be appointed to committees by the Board on the recommendation of the Search and Governance Committee and continue in post unless –

- (a) the Board decides otherwise; or
- (b) they resign from the role by giving written notice to the Clerk.

Standing Order No. 26 – Attendance at committees by members not appointed

Subject to [Standing Order No. 24\(1\)\(d\)](#) and [Clauses 13\(10\), \(12\), \(13\) and \(14\)](#) of the Instrument of Government, a governor may attend a meeting of a committee to which they have not been appointed but not vote or count towards the quorum.

Section 5 – The Clerk

Standing Order No. 27 – Responsibilities of the Board

In addition to its duties under Clause 6 of the Instrument of Government, the Board is responsible for agreeing the Clerk's job description, conditions of service and remuneration.

Standing Order No. 28 – Accountability and independence

The Clerk is accountable to the Chair and governors in all matters relating to their duties as Clerk. Any other duties will be agreed by the Board and will not include tasks which would compromise their ability to provide independent advice to the Corporation.

Standing Order No. 29 – Discipline and dismissal

Only the Board may dismiss or discipline the Clerk.

Section 6 – Miscellaneous

Standing Order No. 30 – Chair's action

The Chair may act on behalf of the Board between meetings, subject to the Board being informed by the Clerk and the fact being noted at the start of the next meeting. Such action will only be appropriate when delay would be to the Corporation's disadvantage and it would be impractical to –

- (a) wait for the next scheduled meeting;
- (b) call a special meeting (under [Standing Order No. 16](#)); or
- (c) seek a resolution in writing (under [Clause 13\(4\)](#) of the Instrument of Government).

Standing Order No. 31 – Communication on behalf of the Board

Unless otherwise agreed by the Board, only the Chair or Principal may make a statement on behalf of the Board. The Clerk is responsible for conducting routine correspondence on the Board's behalf.