

Code of Conduct for Corporation members

Approved by: Corporation

Date: 15 October 2025

Author/reviewer: Director of Governance



1. Introduction

This *Code of Conduct for Corporation Members* outlines the standards of conduct expected of all our corporation members (governors). The Corporation confirms its agreement to abide by the Code every year and a record of this is kept by the Director of Governance. This code should be read alongside the college's governing documents and relevant policies.

Failure to comply may be considered incompatible with holding a governor position at Halesowen College.

This code of conduct is not exhaustive. If situations arise that are not covered by this code, corporation members will use their judgement and act in the best interests of the college, its staff and its learners.

2. The 7 Nolan principles of public life

The college is now considered to be within the public sector. As such, as with all public sector organisations, members of the Corporation and senior officer are required to adhere to the Nolan Principles with respect to their roles as holders of public office. These are:"

- **Selflessness:** They should act solely in the terms of the public interest.
- **Integrity:** They must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.
- **Objectivity:** They will act and take decisions impartially, fairly, and on merit, using the best evidence and without discrimination or bias.
- **Accountability:** They are accountable to the public for their decisions **and** actions and must submit themselves to the scrutiny necessary to ensure this.
- **Openness:** They should act and take decisions in an open and transparent manner. information should not be withheld from the public unless there are clear and lawful reasons for so doing.
- **Honesty:** They should be truthful.
- **Leadership:** They should exhibit these principles in their own behaviour and treat others with respect. They should actively promote and robustly support the principles and challenge poor behaviour wherever it occurs.

3. Corporation responsibilities

The core functions of an FE college corporation are:

- determining the college's educational character
- setting and communicating the college's 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, the college remains solvent and legal obligations are met

In order to do this effectively, individual corporation members will:

- Respect the distinction between the role and responsibilities of the Corporation and college executive
- Embody the college's values of being inclusive, caring, ambitious, respectful and empowering
- Set and maintain an ethos of high expectations for everyone in the college community, including in the conduct and the professionalism of the Corporation itself
- Promote equity and diversity throughout our college, including the Corporation's operation
- Safeguard the reputation of Halesowen College
- Operate and make decisions in the best interests of the college, informed by the views and needs of our key stakeholders
- Comply with relevant government guidance, and legislation and financial regulations
- Follow the college's policies and procedures, and those of the Corporation, as set out in relevant legislation, statutory guidance, and the college's governing documents
- Work to actively identify and manage risks to the college
- Take responsibility for our self-evaluation, regularly reviewing the Corporation's performance, constitution and skillset
- Take part in any training or development required to fill any gaps in the skills, knowledge and experience needed for effective governance
- Understand, where responsibility has been delegated, the Corporation as a whole remains accountable and that important decisions relating to core functions will be made by the Corporation
- Act with integrity and transparency when making financial decisions, and understand that our financial management and decision making will be scrutinised and audited
- Consider and take into account professional advice provided and sought on matters concerning the exercise of the Corporation's powers and responsibilities

4. Working with others

The Corporation, as the college's governing body, will:

- Support and strengthen college leadership by providing constructive challenge to leaders, and holding them to account
- Respect the role of the college's senior leaders and avoid routine involvement in operational matters
- Respect each other's views
- Work together as a board to develop effective relationships with stakeholders
- Engage meaningfully with the communities the college serves and recognise we are answerable to these stakeholders
- Follow the Equality Act 2010, and apply the principles of fairness and equity in everything we do
- Carry out our moral, as well as statutory duty, to safeguard and promote the welfare of children, young people and adults at risk of harm in our care

5. Commitment to governance

Corporation members:

- Will attend all relevant Corporation and committee meetings where possible and where not able to attend, will give suitable notice and reason
- Will regularly monitor communication channels and respond in a timely manner to corporation-related requests for response or information
- Understand and accept the time and workload commitments of the role
- Understand that work should be shared across the Corporation and that all corporation members are expected to take an active role
- Will prepare ahead of meetings to ensure they are able to make informed contributions
- Recognise the requirement for “Cabinet responsibility” supporting decisions properly reached by the Corporation irrespective of individual views
- Will complete training or development activity needed to fulfil the role
- Will inform the Director of Governance at the earliest opportunity if there have been any changes to their eligibility and suitability as a corporation member or their declared interests
- Understand and accept the role of corporation member is unpaid

6. Openness and transparency

Conflicts of interest

To make sure the Corporation takes impartial decisions without bias, corporation members will:

- Provide information to inform an up-to-date register of interests for all corporation members and senior leaders
- Declare any potential conflicts of interest at the beginning of each meeting and either withdraw from the meeting for the relevant item of business or not take part in the discussion/vote on the matter
- Understand that the Chair of the relevant meeting may determine whether an interest should exclude an attendee from either discussion on the relevant item or the meeting in general
- Declare any gifts and hospitality offered and received in accordance with the college’s policy

Publishing information

To ensure the Corporation is transparent and open to the communities it serves, the following information will be published and maintained on the college’s website:

- Corporation membership details, including names, appointment dates, terms of office and their relevant business/pecuniary interests
- The college’s governance arrangements, including its committee structure, remit and membership
- Approved Corporation/committee minutes, with any agenda and associated paperwork available to any on request (while recognising certain confidential matters may be excluded after considering the principles relating to transparency)

7. Confidentiality

In the course of the role, corporation members may from time to time become privy to sensitive information. They will observe confidentiality when discussing this information, and will not publicly disclose:

- Information about sensitive matters
- Information about named individuals (such as staff and learners), complying with Data Protection legislation

- Details of individual contributions in meetings or how they may have voted

Confidential information will never be:

- Disclosed to anyone without the relevant authority
- Used to humiliate, embarrass or blackmail others
- Used for a purpose other than for which it was collected and for which it was intended

This commitment to confidentiality does not overrule the Corporation's duty to report safeguarding concerns through the appropriate channel where a child or young person is believed to be at risk of harm.

These requirements to observe confidentiality extend to any period after corporation members have left office.

Breaches of confidentiality

In the event of a breach of confidentiality, corporation members will inform the Director of Governance as soon as possible, who will work with the Chair of the Corporation to investigate the matter further.

Corporation members understand if they breach confidentiality, this may be considered incompatible with their continued role as a corporation member.

8. Data protection

We will follow the college's information security processes and measures and data protection policy when using, storing, sharing and disposing of personal or other data.

This commitment to data protection does not overrule the Corporation's duty to report safeguarding concerns through the appropriate channel where a child or young person is believed to be at risk of harm.

Personal data breaches

Corporation members will inform the Director of Governance and the college's data protection officer immediately if they believe there has been a personal data breach.

9. Media (including social media)

Corporation members will not make statements to the press or media (including social media and networking platforms) or at any public meeting relating to the proceedings of the Corporation or its committees without first having obtained approval from the Chair of the Corporation.

Corporation members will not publicly criticise, canvass or reveal the views of other corporation members which have been expressed at meetings of the Corporation or its committees.

10. Monitoring and review

This code of conduct will be reviewed annually by the Director of Governance, or sooner if required, and presented for approval by the Corporation.