



# **GOVERNANCE REVIEW SELF-ASSESSMENT PROCESS (JULY 2022)**

## **1 Introduction to the review and annual assessment of governance**

1.1 A key Government priority is the strengthening of accountability and assurance at a governance level.

1.2 There is now an explicit requirement as a condition of funding for Boards to conduct an annual self-assessment and undertake an external review of governance (ERG) every three years.

1.3 There is no prescribed model to follow for annual self-assessment and Boards can adopt a model that best suits their requirements. The method of self-assessment is the decision of the Trust Board and may vary from year to year according to its identified needs and priorities, but in assessing its performance it will assure itself that:

- The Trust Board is able to make timely strategic decisions
- The Trust Board is able to monitor and hold senior management to account for the achievement of corporate objectives
- College controls and financial management are robust
- Risk is proactively managed within the college
- There is an appropriate skills mix in Trust membership
- Succession planning is in place, for both governors and senior staff

1.4 For the external review, the review will examine the effectiveness of the Trust Board based on the following six features of effective governance, these being:

- strategic leadership
- accountability
- people
- structures
- compliance
- evaluation

1.5 An ERG will have to be conducted by an experienced governance expert who is external to, and independent of, the Trust Board and the Executive. Further guidance will be issued by the Department of Education on the selection criteria to follow for the appointment of the external reviewer. An external reviewer will need some familiarity with charity law and associated governance principles and would need to have the competence to cover all aspects of a governance code, such as equality and diversity, stakeholder management and understanding the student voice.

1.6 Ultimately an ERG should enable the Trust Board to provide reassurance to stakeholders and others that it takes its responsibilities seriously and is endeavouring to carry them out effectively. Providing this assurance to Members is essential for the Members to carry out their role. A review provides the Trust Board with

- An independent, objective view of its strengths and areas for improvement
- clear recommendations for future improvement
- an opportunity for the Board to review the strategic direction of the organisation and to evaluate the effectiveness of its processes and systems

1.7 In conclusion, the proposed framework for the review of governance will ensure the Trust, on an annual basis, reviews and assesses its own collective and individual

performance and commissions every three years an external review of governance.

1.8 The following cycle for reviews is proposed, with the cycle repeated every three years.

Academic year 2021/22:	Annual Review of Governance undertaken in Autumn 2022
Academic year 2022/23:	Annual Review of Governance undertaken in Autumn 2023
Academic year 2023/24:	External Review of Governance undertaken in Autumn 2024

## 2 Structure & Timeline of Annual Self-Assessment of Governance

2.1 The Trust Board will undertake an annual governance self-assessment for the preceding academic year, with the final self-assessment report published in the autumn term covering the preceding academic year - following the same timescale for the College's self-assessment process.

2.2 The following framework is proposed for the annual review of governance:

- (i) Review of current performance against a number of governance KPIs
- (ii) Skills analysis audit conducted on current governors
- (iii) Chair/Governance Professional to hold one-to-one review meetings with each Trustee
- (iv) Each Trustee to be asked to review the Chair's performance through completing a questionnaire
- (v) Succession planning
- (vi) Action planning arising from the review.

2.3 The review to commence in the autumn term with the following timeframe:

- Governance Professional to issue to all Trustees a questionnaire for Trustees to complete before their one-to-one interview with the Chair. Governance Professional to arrange interview dates with interviews to be either conducted in person or via Zoom. The Governance Professional to summarise the key points and themes arising from both completed questionnaires and the interviews conducted.
- Governance Professional to issue to all Trustees, except for the Chair, a questionnaire covering the performance of the Chair. The Governance Professional to summarise the key points and themes arising from both completed questionnaires and the interviews conducted.
- Governance Professional to summarise performance against agreed governance KPIs
- Governance Professional to undertake a review of membership to ensure adequate succession planning is in place
- Governance Professional to draft an action plan to address any areas of concern identified through the review process
- The Governance Professional to summarise all the above in a '**Review of Governance Report**' for the attention of Trustees at the December Trust Board meeting and for the attention of Members at the Annual General Meeting scheduled to be held in January.

### 3 Components of annual self-assessment

#### 3.1 Proposed Governance KPIs:

<b>Area</b>	<b>Performance indicator</b>
Attendance	1) 75% attendance for the Trust (Members, Trustees and LGB Governors) as a whole and for individuals 2) Attendance data for the preceding year to be published annually on the Trust website
Meetings	3) All Corporation and committee meetings to be quorate and decisions are not unduly delayed
Length of meetings	4) Trust meetings to last on average no more than 2 hours
Membership	5) Details of Members, Trustees, and Local Governing Body Governors to be published on the Trust website
Appointment	6) Trust vacancies to be filled within three months of the vacancy occurring unless expressly agreed by the Trust Board
Committee membership	7) All Trustees to be a member of at least one committee unless agreed by the Trust Board 8) The Chair to be an ex-officio of all committees with the exception of the Audit & Risk Committee but can attend this Committee if so invited by the Chair of the Audit & Risk Committee.]
Register of interests	9) Declarations of interest to be made by Members, Trustees and LGB Governors as appropriate and published on the Trust website
Skills Analysis of Trustees/ Governors	10) To conduct annually for Trustees and Members, and to update as and when a Member and or Trustee leaves or joins the Trust, a Skills Analysis and to address any identified gaps through new appointments.
Training and development	11) All Members, Trustees and Governors to undertake compulsory on-line training in Prevent, Safeguarding, and Keeping Children Safe in Education
Training and development	12) Through annual one to one interviews with the Chair and Governance Professional, Trustees, to identify any required governor training & development needs
Training and development	13) All new Members, Trustees and Governors to receive an induction within 3 months of their appointment
Guiding and monitoring the strategic direction of the College	14) Board meeting, or part of a Trust Board meeting, or its committees, to be held at least annually to discuss strategic direction of the College.
Guiding and monitoring the strategic	15) Key strategic objectives, financial performance and Development Plan of the College to be formally

direction of the College	monitored by the Trust Board and its Committees each term.
Financial	16) Trust Board membership to include at least two financially qualified Trustees, who are able to offer support and challenge to the Principal/CEO and FD. 17) Management accounts to be an agenda items at all meetings of the Trust Board and the Finance & Resources Committee 18) Management Accounts to be sent monthly to members of the Finance & Resources Committee 19) Achievement of set budget within +/- 5% tolerance.
Risk & Internal Controls	20) College controls and financial management are robust - opinion to be confirmed in the Annual Report from the Audit & Risk Committee
Risk & Internal Controls	21) Risk is proactively managed with annual opinion on risk management to be confirmed in the Annual Report from the Audit & Risk Committee
Self-assessment	22) Completion of annual Governance self- assessment
Governance Professionalship	23) Issue of agenda and supporting papers at least 7 days before meetings. 24) Governance Professional/Governance Professional in place to provide advice and oversees governance arrangements for the Trust
Senior post holders/Governance Professional	25) Annual appraisal of senior post holders undertaken by the Chair

### 3.2 Trustee Review Interview:

Every Trustee to be asked to attend a review interview with the Chair and Governance Professional. In preparation for the interview Trustees to be asked to give thought to a series of questions.

A copy of the Trustee Review Questionnaire is appended - Appendix I.

### 3.3 Trustee Review of Chair's Performance:

Trustees to be asked to complete a review questionnaire on the performance of the Chair and return to the Governance Professional. The Governance Professional to undertake an analysis on completed questionnaires and will provide a summary report to the summer meeting of the Trust Board (the Chair will absent him/herself from the meeting for the discussion).

A copy of the Chair's Performance Questionnaire is appended - Appendix II.

### 3.4 Succession Planning:

To keep under constant review succession planning for key offices and posts – Members, Trustees, Governors, Chair, Vice Chair, Committee Chairs and the Governance Professional.

### 3.5 Action Planning:

The agreed actions to address identified areas for improvement by the self-assessment process to be led by the Governance & Search Committee.

## APPENDIX I

### TRUSTEE REVIEW INTERVIEW

<b>SECTION 1 - PERSONAL DETAILS &amp; ATTENDANCE</b>	
<b>This section will be completed by the Governance Professional prior to the form being sent to Trustees</b>	
<b>Name:</b>	<b>Review Date:</b>
<b>Category of membership:</b>	<b>Term of office expiry date:</b>
<b>Membership term:</b>	<b>Number of terms in office:</b>
<b>Office/s held:</b>	<b>Committee membership/s:</b>

<b>Attendance (academic year to date of review)</b>	<b>%</b>
<b>% Board</b>	
<b>% Committee(s)</b>	

<b>SECTION 2 – REGISTER OF INTERESTS</b>
<b>To be completed by Trustees in advance of their meeting with the Chair</b>
<b>The current entry is listed in the Register of Interests: (Governance Professional to complete prior to sending out to Trustees)</b>
<i>Registered Interests: Trustees are invited to comment on any conflict of interest they have experienced in the last year in their role as a Trustee</i>

<b>SECTION 3 – SKILLS MIX</b>
<b>To be completed by Trustees in advance of their meeting with the Chair</b>
<i>Trustees are invited to complete the form below. It does not matter how many boxes you tick as it is expected that governors will have a breadth of skills and expertise. Please return your completed form to the Governance Professional.</i>

Skills Area	Professional expertise and skill		
	High	Moderate	None
Strategic Management			
Safeguarding			
Equality & Diversity			
Finance/Accounting			
Are You Financially Qualified Yes or No			
Audit			

Legal			
Property/Premises Management			
Personnel			
Marketing			
Governance / Trusteeship			
Education Management			
Secondary Education			
Further Education			
Higher Education			
Special needs/basic skills			
Large Organisation Management			
Information and Communications Technology			
Local Authorities			
Public Sector Organisations			
Local voluntary/community groups			
Local businesses/Employer links			
Work based Learning -Apprenticeships			
Teaching			
Quality Systems			
Risk Management / Health and Safety			
Spiritual / Faith			
Student Matters			
Widening Participation			
Funding Bodies			



## **SECTION 4 – KEY QUESTIONS FOR TRUSTEES**

### **To be completed by Trustees in advance of their meeting with the Chair**

*Reviewing the Board's effectiveness is good practice and self-review is one of the main methods to use and monitor and improve the quality and impact of their governance.*

*The questions in the section were developed by the National Governance Association (NGA).*

#### **Skills:**

*Do we have the right skills mix on the Trust Board?*

#### **Role & Statutory Responsibilities:**

*Do you have a good understanding of your role and responsibilities, including what it means to be strategic?*

*Do you have a good understanding of what your statutory responsibilities both as a Charity Trustee and Company Director?*

#### **Governance Structure:**

*Is the size, composition and committee structure of the RLA conducive to effective working?*

#### **Strategy:**

*Have we agreed a strategy with priorities for achieving our vision with key performance indicators against which we can regularly monitor and review the strategy?*

#### **Trustee Performance:**

*How effectively do you feel that you have contributed to the work of the Trust Board in the last twelve months?*

*How effectively do you feel that you have contributed to the work of the committees of which you are a member in the last twelve months?*

*How effectively do you feel your performance has been in the office (or offices) you hold and or duties you undertake on behalf of the Trust?*

**Accountability of the Executive:**

*Do you think you, and fellow Trustees, effectively challenge the Executive and hold them to account on the running and performance of the Trust?*

*Do you have a view on how the Executive responds to such challenges?*

*Is there an effective relationship between Trustees and the Executive, allowing for challenge but avoiding complacency?*

**Board Culture:**

*The Board's governance framework is based on strategic level governance i.e. maintaining the Board's focus on its strategic role and responsibilities and respecting the separate role of management. How effectively do you feel you work within this framework?*

**SECTION 5 – BOARD PERFORMANCE**

**To be completed by Trustees in advance of their meeting with the Chair**

*Trustees are invited to briefly highlight their view of the strengths of the Board's performance in the last year and any areas of improvement for the future, to aid discussion with the Chair. This may include any strengths in the Board's performance or governance framework that they regard as critical to its success and any issues Trustees feel have arisen in the past year which have caused them concern e.g. relating to the Board's adherence to its collective responsibility, meeting behaviours, confidentiality issues etc.*

**SECTION 6 –SUCCESSION AND PERSONAL AMBITIONS**

**To be completed by Trustees in advance of their meeting with the Chair**

*Trustees are invited to briefly comment on any potential change of committee membership, office/s held (chair etc.) that they would wish to undertake or be considered for in the future. This will be taken forward in discussion with the Chair at the review meeting*

## **SECTION 7 – TRAINING AND DEVELOPMENT**

**To be completed by Trustees in advance of their meeting with the Chair**

*Trustees are invited to comment briefly below on any areas which they feel that they as an individual, or the Board collectively, would benefit from further training and development on*

## **SECTION 8 –CONTINUOUS IMPROVEMENT**

**To be completed by Trustees in advance of their meeting with the Chair**

*Looking forward over the next 12 months how do you think you can make a difference to the effectiveness of the Board and how would you like to see the Board develop?*

## **SECTION 9 –SUMMARY**

**This section will be completed by the Chair following the review meeting**

*Summary of*

- *the review discussion*
- *actions to be taken forward with or on behalf of the Trustee e.g. individual training and development*
- *comments to be taken forward in the Chair's report to the Board*
- *any other actions to be taken forward e.g. to the Principal and/or the Governance Professional*

**Chair's summary:**

## APPENDIX II

### CHAIR'S PERFORMANCE REVIEW

Purpose: to assess the Chair's performance

- Trustees to complete the questionnaire and return it to the Governance Professional, who will produce an analysis report for the Trust Board to consider at a subsequent meeting
- the Board will consider the reported outcomes (the Chair will absent him/herself from the meeting for the discussion)
- Any actions to be taken forward will be agreed by the Board and reported to the Chair by the Governance Professional

	Strongly Agree	Agree	Disagree	Strongly Disagree
The Chair is an effective leader of the Trust Board, ably demonstrating the skills and experience necessary for the role.				
How might performance be improved?				
The Chair ensures that appropriate strategic issues are brought to the Trust Board.				
How might performance be improved?				
The Chair allows and encourages Trustees to participate in discussions.				
How might performance be improved?				
The Chair has an effective and productive relationship with the Chief Executive Officer and Executive Principal, where appropriate offering general and specific support.				
How might performance be improved?				
The Chair has an effective and productive relationship with the Governance Professional				

	Strongly Agree	Agree	Disagree	Strongly Disagree
How might performance be improved?				
The Chair ensures that the Trust Board sets strategic and corporate objectives that articulate the college's vision and ethos.				
How might performance be improved?				
The Chair ensures that the Trust Board monitors the performance of the college against the objectives and indicators the Trust has approved.				
How might performance be improved?				
The Chair effectively conducts the appraisals of the Chief Executive Officer and the Executive Principal				
How might performance be improved?				
The Chair deals well with any problems of what might be described as 'group dynamics' e.g. dominant member / director contributions at the expense of quieter colleagues, group tensions etc, reaching corporate consensus.				
How might performance be improved?				