



STANDING ORDERS FOR THE CONDUCT OF MEETINGS OF THE CORPORATION AND RELATED MATTERS

**Approved by the Corporation – 6th October 1999, Minute 24/99 refers
Updated April 2001 following revisions to the Instrument and Articles of Government;
Reviewed and approved by the Corporation - 27th June 2001, Minute 48/01 refers.
Further updated and approved by the Corporation – 12th July 2003, Minute 51/03 refers
Revised and approved by the Corporation – 29th March 2006, Minute: 20/06 refers
Revised and approved by the Corporation – 24th September 2008, Minute 57/08 refers**

1. INTRODUCTION

1.1 General

These Standing Orders have been devised to draw together the range of rules and procedures for the Conduct of Corporation business. They are framed from the requirements placed on the College within the Instrument and Articles of Government.

A copy of these Standing Orders will be given to each Member on appointment to the Corporation and will be the basis on which the Chairman of the Corporation and each Chairman of its committees conduct meetings and all processes of the Corporation are enacted.

1.2 Interpretation

In these Standing Orders:

‘College’ means Fareham College;

‘Governing Body’ means the Corporation of Fareham College;

‘Committee’ means a Committee of the Corporation;

‘Chairman’ means the Chairman of the Corporation or of a Committee of the Corporation as the context requires;

‘Member’ means a member of the Corporation;

‘Principal’ means Principal and Chief Executive;

‘Clerk’ means Clerk to the Corporation;

Words importing one gender shall import all genders.

1.3 The ruling of the Chairman as to the meaning and/or application of these Standing Orders shall not be challenged at any meeting of the Governing Body, or be open to discussion.

1.4 These Standing Orders shall take effect, subject to any statutory provision, for the time being in force affecting Further Education Corporations, in particular the Instrument and Articles of

Government set out in the Education (Government of Further Education Corporations)(former further Education Colleges) Regulations 1992 and subsequent modification orders.

2 Composition of the Corporation

- 2.1 The composition of the Corporation is determined by the framework laid down in the Instrument of Government. (Paragraph 2 applies). The membership of the Corporation of the College will be determined from time to time by the Corporation having regard to the provision of the Instrument of Government (Paragraphs 3 & 4) and the recommendations of the Search Committee.
- 2.2 The Corporation has established a Search Committee to assist it in the appointment of members in an open and structured way in accordance with the Articles of Government and the Rules for Procedures of the Committee (Article 5(3) applies). The Rules and Procedures of the Search Committee, including the Terms of Reference of the Search Committee and the membership framework, as approved by the Corporation, are included in **Annex 1**. The final decision for determining the membership of the Corporation including the individuals to be appointed to serve on the Corporation rests with the Corporation as a Body.

3. Appointment of Members of the Corporation

- 3.1 The Corporation will use its Search Committee to make recommendations to it on the selection of members in accordance with the Rules and Procedures for the Search Committee, specified in **Annex 1** of these Standing Orders.
- 3.2 All appointments to the Corporation will be scrutinized to determine eligibility (Paragraph 8 of the Instrument) and any member subsequently becoming disqualified from holding office shall notify the Clerk in accordance with paragraph 8(10) of the Instrument.

4. Appointment of Chairman and Vice-Chairman

- 4.1 The Chairman will be annually elected at the meeting of the Corporation before the expiry of the term of office in any year, in accordance with paragraph 6(8) of the Instrument;
- 4.2 The appointment of Chairman will be the first item of business at the first scheduled meeting before the expiry of the term of office in any year and the Corporation shall be required to choose a Chairman from its number (paragraph 6(1) of the Instrument applies). A member of the Corporation who is not standing as the Chairman will take the Chair for this item, normally in accordance with the following:
 - If the current Chairman is not standing for re-election, he/she will take the chair for this item;
 - If the current Chairman is standing for re-election, then the Chair will be taken by the current Vice-Chairman unless he/she is standing for the Chairmanship;
 - If the current Vice-Chairman is unable to take the Chair because they are standing, then the Corporation members present will choose one from their number to take the Chair for this item.

As there will be no Chairman to hold a casting vote, if an election is necessary, voting will continue until a majority is achieved.

- 4.3 Members of the Corporation will be required to make formal nominations in advance of meetings where the election will take place. Where a ballot is necessary, it will be conducted

at the start of the meeting by the Clerk using ballot papers under the direction of the Chairman, as agreed under 4.2 above.

- 4.4 The provision of paragraphs 4.1 and 4.2 of this Code will also apply to the operation of all Corporation Committees unless the Chairmanship is a fixed appointment, as in the case of the Search Committee.
- 4.5 The rules which relate to the appointment of Chairman will apply to the election of Vice-Chairman except that the Chairman will take the Chair and will have a casting vote when elections take place. The provisions of paragraph 4.2 of these Standing Orders will not, therefore, be necessary.
- 4.6 The Principal and any staff or student member is ineligible for appointment as Chairman or Vice-Chairman but may participate in the appointment process.
- 4.7 If both the Chairman and Vice-Chairman of the Corporation are absent from any meeting of the Corporation, the members present shall choose one of their numbers to act as Chairman for that meeting, provided that the members chosen shall not be the Principal or any staff or student members.
- 4.8 The Chairman or Vice-Chairman may resign at any time by giving notice in writing to the Clerk;
- 4.9 At the last meeting before the expiry of a term of office or following a resignation, members shall elect a new Chairman or Vice-Chairman in accordance with the normal rules.

5. The Role of the Clerk

- 5.1 Under paragraph 7 of the Instrument, the Corporation is required to appoint a Clerk who may not be the Principal or a member of the Corporation. Specific provisions relate to the role of the Clerk. That person will serve as Clerk until he/she resigns the appointment or the Corporation determine that the appointment should be terminated. The appointment will be in accordance with the job description which is **Annex 2**.
- 5.2 Under paragraph 14(9) of the Instrument, the Clerk is required to withdraw from that part of any meeting at which his/her remuneration, conditions of service, conduct, suspension, dismissal or retirement are to be considered and in other circumstances if he/she is also a member of staff of the College. Neither will he/she be entitled to see the minutes (Instrument of Government, paragraph 15(4)). On such occasions the members will appoint from their number a person to act as Clerk for the duration of the meeting or part of a meeting. The arrangements for this are outlined in **Annex 3**.

6. Attendance by Members at Meetings of the Corporation

- 6.1 Members have been appointed to serve on the Corporation in the expectation that they will make time in their schedule to attend and fully participate in the work of the Corporation and the life of the College as laid down in the Rules of Conduct for the Corporation. If, however, a member is prevented from attending a Corporation meeting or a development event, that member should notify the Clerk and give as much notice as possible. The purpose of this is to enable the Clerk to:
 - Give apologies at the meeting and record these in the minutes;
 - Ascertain whether or not the meeting will be quorate.

- 6.2 The minutes will record the point during the meeting when a member withdraws from a meeting.
- 6.3 The Instrument of government, (paragraph 10 (2)) provides for the Corporation to consider removing a member from office if that member has been absent from meetings of the Corporation for a period longer than 6 consecutive months without the permission of the Corporation.

In the light of individual circumstances, it may be appropriate for the Corporation to grant leave of absence to a member from his/her duties as a member of the Corporation. The criteria for deciding whether to remove a member from the Corporation or whether special leave will be granted will be based on the following:

- Previous attendance record at Corporation and committee meetings and development events, prior to the 6 months' continuous absence;
- Validity of reasons given for absence, for example ill health, bereavement, pressure of work;
- Consideration on whether or not the reasons, however valid, are likely to prevent a speedy return to full involvement in the business of the Corporation.

- 6.4 In accordance with the Terms of Reference of the Search Committee and its responsibility for membership issues, the Corporation will be advised on the position for individual members by that Committee before making a decision.
- 6.5 Staff (including the Principal) and student members will cease to hold office when they cease to be members of staff or students of the College.
- 6.6 Parent members will cease to hold office at the end of their term of office even if their son/daughter has completed his/her studies at the College before that time.
- 6.7 Every Governor appointed as a member of a Committee will cease to be a member of that Committee when he ceases to be a Governor unless he has been appointed for a further term of office as a Governor, or specifically becomes a co-opted member of Committee.

7. Proceedings for Meetings – Order of Business, Debate, Voting, Re-consideration of Resolutions

- 7.1 Ordinary meetings of the Corporation and its committees shall be held at least once in each Academic Term as the business of the Corporation requires. The Clerk will prepare an annual calendar of Corporation meetings and the meetings of the Committees. These will conform to an overall cycle which will enable, as far as possible, the meetings of the Committees of the Corporation to feed into the termly scheduled meetings of the full Corporation. The overall calendar will be agreed at the summer term meeting preceding the year in question and, as far as possible, every effort will be made to adhere to the arrangements outlined therein.

At the start of the academic year in question, the Clerk will prepare the key elements of business to be agreed with the Chairman of the Corporation and the Chairmen of the Committees by the end of September in that year so that there is a clear understanding of the major issues which will feature as discussion items during the course of the year.

- 7.2 All meetings will be summoned by the Clerk who shall send to members written notice of the meeting and a copy of the agenda thereof, at least 7 clear days in advance of the meeting.

- 7.3 If there are good reasons for doing so, the Chairman of a Committee has authority to re-arrange the date of a meeting in consultation with the Clerk. The Chairman may also cancel a committee if the Clerk advises that there is insufficient business requiring a committee's attention to justify a meeting before the next scheduled meeting of the committee.
- 7.4 Once the major agenda items have been established, the Clerk will be responsible for ensuring that agenda are developed appropriately and will draw the Chairman's attention to any departures from the agreed agenda in advance of the meeting, should that be necessary. Members wishing to place items on the agenda of meetings must notify the Clerk fourteen days before the date of the meeting. In the case of urgent business which has arisen since the agenda was circulated, the item must be notified to the Clerk twenty-four hours before the meeting for inclusion under "correspondence."
- 7.5 All meetings of the Corporation will be accompanied by a Chairman's agenda, for use by the Chairman of the Corporation, which will identify the key items to be discussed and the information required by the Chairman as part of the Chairman's briefing process. This will be copied to the Chairman, Principal and any other relevant College staff. The Clerk will complete the Chairman's agenda at the meeting to identify agreed action and, when the minutes of the meeting are passed to the Chairman for approval, he/she will also receive a copy of the completed Chairman's agenda which will identify those items which need to be carried forward or are outstanding. When the agenda is published for the next meeting, it is the duty of the Clerk to draw the Chairman's attention to any action which needs to be further reviewed.
- 7.6 A Special Meeting of the Corporation may be called at any time by the Chairman of the Corporation or by any 5 members by written request. When the matter to be considered demands urgent consideration, the Chairman of the Corporation, or in the Chairman's absence, the Vice-Chairman of the Corporation can decide to give written notice of less than 7 days.

However, such Special Meetings will normally be called where the delaying of business until the next scheduled meeting of the Corporation would have a detrimental effect upon the College, and will normally involve only one or two items of key business.

Where there is a special meeting of the Corporation as specified in paragraph 12(4), the minutes of the last scheduled meeting will not normally be available but will appear on the agenda of the next scheduled meeting of the Corporation to be followed by the minutes of the special meeting in chronological order.

7.7 Preparation of Agenda and Papers

- (i) The Clerk will be responsible for the maintenance of all documentation relating to Corporation business and such documents are available from the Clerk's office and the library (see paragraph 10 of these Standing Orders).
- (ii) In accordance with the requirements of paragraphs 14 & 16 of the Instrument of Government, any matters which are confidential are outlined in the Corporation's Code of Conduct (Section 9 of the Code refers).
- (iii) In accordance with the arrangements made for the annual planning of meetings, members who wish to place items on the agenda of normal scheduled meetings should inform the Clerk at least fourteen days before the date of the meeting.

- (iv) If a Governor wishes to raise any business which has arisen since the agenda for a meeting was circulated, he/she should notify the Clerk twenty-four hours before the meeting for the item to be included as an item of “correspondence” on the agenda.
- (v) In accordance with the specific arrangements which relate to the Clerk to the Corporation, **Annex 3** applies to any papers which need to be sent to the Corporation in relation to the conditions of service, conduct, suspension, dismissal or retirement of the Clerk (paragraph 12(3) of the Instrument applies).

7.8 Quoracy

- (i) The Corporation has agreed a membership of 20 (twenty). The number of members necessary to constitute a quorum is 8. (NB: this quorum may change if the Governing Body determines that its total number of members should be amended).
- (ii) The numbers required to constitute a quorum at a committee of the Corporation is 40% of the total membership including the Principal and the Chairman who are *ex-officio* members of all Committees except the Audit Committee.

7.9 Proceedings of Meetings

(i) Agenda and Papers for the Meeting

- (a) The Clerk will be responsible for drawing up the agenda, preparing paper and inviting members to attend in accordance with clause 11 of the Instrument and taking due note of any regulations relating to confidentiality under paragraph 9.5 of the Code of Conduct;
- (c) Papers will be despatched to arrive seven days in advance of the meeting;
- (d) Members of the Corporation will receive reports from the committees of the Corporation with appropriate recommendations at each meeting although the papers and minutes of each committee will be available from the Clerk for inspection by any member;
- (e) The agenda and papers and, following the meeting, the draft minutes, will be available from the Clerk and lodged in the College library in accordance with paragraph 16 of the Instrument;
- (f) All documents of the Corporation except those deemed to be confidential by the Corporation or which name current/future students/staff, are available for inspection during normal office hours.

(ii) The Order of Business at Meetings

- (a) In accordance with normal practice, the minutes of the last meeting will normally be taken as the first agenda item after apologies for absence and any election of Chairman;
- (b) The minutes will either be agreed and signed by the Chairman or the master will be amended by the Clerk as required by the Corporation in the presence of the meeting and then signed by the Chairman;

- (c) The order of business of the meeting may be altered in accordance with the Corporation's wishes;
- (d) Separate minutes will be taken of those parts of meetings from which staff and student members or the Clerk has withdrawn and, in accordance with paragraphs 14(4), (7), & (9) of the Instrument, any such member or the Clerk will not be entitled to see the minutes of that part of the meeting or any papers in relation thereto.

(iii) Decisions taken at Meetings

- (a) Any matter to be decided by the Corporation will be drawn to the attention of the Corporation and will normally be supported by appropriate papers;
- (b) The view of the Corporation shall be determined by the voices of those present. If a member indicates dissent, then a vote shall take place in accordance with paragraphs 13(1) and (2) of the Instrument;
- (c) Voting may not take place by proxy or by postal vote (paragraph 14(1) of the Instrument);
- (d) Any revision or variation to a resolution can only take place at subsequent meetings if it is a specific item on the agenda (paragraph 14(3) of the Instrument);
- (e) Any amendment to a recommendation brought before the Corporation may be proposed and seconded so long as it is relevant and does not have the effect of introducing materially new issues. Where such proper amendment has been proposed and seconded, it shall be dealt with before any further amendment is moved;
- (f) The Chairman shall rule on the admissibility of a point of order and explanation.

8. Action taken by the Chairman and Vice-Chairman of the Corporation

8.1 Article 3 of The Articles of Government distinguishes between the roles of the Corporation, the Principal and the Academic Board.

Article 5 allows for the delegation of functions to the Committees, the Chairman of the Corporation or the Principal with the exception of the following responsibilities which cannot be delegated:

- The determination of the educational character and mission of the institution;
- The approval of the annual estimates of income and expenditure;
- Ensure the solvency of the institution and the Corporation and the safe-guarding of their assets;
- The appointment or dismissal of the Principal or designated senior postholders;
- The appointment or dismissal of the Clerk;
- The modifying or revoking of the Articles of Government.

There may be occasions when issues are raised which should be placed before the Corporation and its committees but the next scheduled meeting is too long to wait and it is not thought sufficiently significant to call a Special Meeting. In such circumstances the Chairman of the Corporation may take action on behalf of the Corporation provided that such a course of action does not run contrary to the Articles of Government, Financial Regulations and any other relevant regulations.

8.2 The Chairman's Action falls into two categories:

- (i) Routine matters which would not normally have merited discussion by the Corporation. These will include:
 - the signing of routine documents on behalf of Governors;
 - responding to approaches made to the Corporation by external organisations;
 - overseeing/agreeing to the more detailed aspects of the implementation of matters which the Corporation has already agreed.
- (ii) Matters which are judged to be too urgent to await a meeting of the Corporation - Such action should only be undertaken by the Chairman on matters of significance if the delay of a decision would seriously disadvantage the College. Otherwise, the Chairman is required to call a Special Meeting of the Corporation, if necessary with less than the normal seven days' notice, in accordance with the provisions of the Instrument of Government.

8.3 If Chairman's action is required between meetings, the Clerk will keep as full a record as possible of the action which has been taken and report it as a separate agenda item to the next Corporation meeting. Reporting on the item will also include advice from the Clerk as to whether the Chairman had delegated authority to take the action in question. Any action which is, therefore, taken by the Chairman of a non-routine nature must be formally communicated to the Clerk if he/she is not involved in the action and, therefore, in a position to make a formal report anyway to the Corporation. In the absence of the Chairman, the Corporation authorises the Vice-Chairman to act as though he/she were Chairman in the same way. In the case of Chairman's action in respect of the suspension from duty of a senior postholder, the Articles of Government (Article 11) requires the Chairman or the Vice-Chairman to report such suspension in writing to the Corporation and the Learning and Skills Council within two working days, or as soon thereafter as practicable.

9. Attendance and Public Access to Meetings

9.1 General

The Corporation believes that its business is open to public scrutiny and, with the exception of those items of business which are deemed to be confidential as defined within the instrument of Government, for example the pay and remuneration of an individual, its policy is that the Corporation meetings are open meetings. Members of staff who are not Corporation members or senior postholders will be regularly in attendance at all meetings and other members of staff will be invited, particularly where they may be presenting particular reports to the Corporation. Papers and minutes of the Corporation are published in accordance with the arrangements and, with the exception of those items specifically designated as confidential, all papers and minutes are available for public scrutiny as are any documents, Regulations, bye-laws etc. of the Corporation.

9.2 Entitlement to Attend Corporation and Corporation Committee Meetings

Entitlement to attend meetings of the full Corporation will be restricted to members of the Corporation, the Clerk and a Minute Secretary. Entitlement to attend the committees set up by the Corporation will be restricted to the membership written into the terms of reference for that committee, the Clerk and other members of the Corporation subject to eligibility and with the approval of the appropriate Chairman.

Whilst paragraph 11.2 of the Instrument which refers to members with a financial interest in the College does not require a member to withdraw from that part of the meeting considering a proposal in relation to that interest, the Corporation may determine that it would be appropriate for a member to withdraw where that member has a financial interest.

9.3 Attendance of Staff other than Corporation Members and the Clerk

The Corporation has determined that members of the Senior Management Team and other staff may attend meetings of the Corporation and its committees for the purpose of providing information and giving advice. Such staff will be asked to withdraw from the meeting when the Chairman deems this to be appropriate, usually in respect of confidential items.

9.4 Attendance by the Inspectors and other External Agencies

From time to time, the relevant Inspectors or other external agencies may be invited to attend meetings of the Corporation for items specifically agreed by the Corporation.

9.5 Attendance by Auditors

In accordance with the arrangements for the College Auditors, they will attend the relevant meetings of the Corporation, the Audit Committee and, where necessary, other committees of the Corporation.

10. Publication of Minutes and Papers

10.1 Agenda, papers and minutes of the meetings of the Corporation and its committees are held by the Clerk's office or in the College Library and Information Centre. Anyone wishing to read them can do so by asking the Clerk or one of the library staff. Certain items of a financial or personal nature are excluded such as the following:

- An issue relating to a named individual employed at, or proposed to be employed at the College;
- An issue relating to a named student at or applicant for admission to the College;
- Any matter which the Corporation decides that by virtue of the nature of the item should be dealt with on a confidential basis,

10.2 Matters relating to individual members of staff come under the confidential section of the minutes and will not be made publicly available. The Corporation and its committees are empowered to identify other items that they wish to be minuted under the confidential section.

10.3 All Governors and co-opted members of committees must respect the confidentiality of any papers made available to them whether for purposes of the Governing Body or committee meetings or otherwise for so long as those papers remain confidential.

10.4 In order to ensure that the Corporation operates in keeping with a spirit of openness, all items which are deemed to be confidential, either by virtue of the paper supporting that item or because the associated minute has been deemed to be to confidential, will be reviewed at the end of every academic term to establish its ongoing status. If the item is no longer confidential because it has become public within the College, then the associated paper and/or relevant minutes will be deemed to be available for public scrutiny. The Clerk will be responsible for reviewing all full Corporation and committee papers termly to establish the current status of confidential papers and will judge whether they can be released. He/she will report annually on this to the full Corporation.

11. Committees, Terms of Reference and Quoracy

11.1 The Corporation has established 4 committees and has agreed terms of reference for each of them and an annual programme of business. These committees are:

Students, Curriculum & Quality Committee
Finance & Resources Committee
Audit Committee
Search Committee

The terms of reference of these Committees are **Annex 4(i)-(iv)**.

11.2 The Clerk will periodically request the Corporation to review the terms of reference of committees, including details of quoracy, to ensure that they are in line with current requirements of the Corporation, the Learning and Skills Council and Auditors.

11.3 Members will be responsible for adhering to the Instruments and Articles of Government, Terms of Reference, these Standing Orders and the Governors' Code of Conduct whilst conducting their Corporation business within committees.

12. Arrangements for Senior Staff

The Corporation has formally designated senior postholders in accordance with the Articles of Government and has established a framework for senior postholders which is **Annex 5** to these Standing Orders.

13. Governors' Interests

13.1 Except with the approval in writing of the Secretary of State no Governor shall take or hold any interests in any property held or used for the purpose of the College, or receive any remuneration for their services as a Governor, provided that a Governor who is a member of the staff of the College (including the Principal) may receive remuneration in that capacity.

13.2 A Governor who has any financial interest in:

- (a) the supply of work or goods to or for the purposes of the College;
- (b) any contract or proposed contract concerning the College or;
- (c) any other matter relating to the College.

and is present at a meeting of the Corporation at which the supply, contract or other matter is to be considered, shall at the meeting disclose the fact including the nature and extent of that interest and shall not take part in the consideration or vote on any question with respect to it and shall not be counted in the quorum present at the meeting in relation to a resolution on

which he is not entitled to vote.

13.3 Standing Order 13.2 shall not prevent the member of the Corporation considering and voting upon proposals for the Governing Body to insure the members of the Corporation against liabilities incurred by them arising out of their office or the Corporation obtaining such insurance and paying the premiums.

13.4 The Clerk shall maintain a Register of Interests of Governors and Senior Managers in a form prescribed by the Governing Body and outlined in **Annex 6**. Governors and Senior Managers will be required to declare their own interests and those of their immediate family defined as a spouse/partner, child.

14. Governors' Expenses

14.1 Governors may be reimbursed for expenses properly incurred in attendance of meetings and in the performance of their other duties. Governors may not, however, be paid remuneration for their services as Governors. The expenses which the Corporation will, therefore, properly bear as costs are as follows:

- Travelling expenses incurred when Governors are asked to attend meetings/training sessions which are not part of their normal scheduled.
- Governor's duties, for example attendance by the Chairman at LSC Chairmen's Conferences;
- Subsistence expenses related to the above.

14.2 These will be paid in accordance with the rates which are used for staff at the time in question, being the cheaper of second class rail travel or travelling at the lowest car mileage rate. All expenses must be authorised in advance by the Chairman (whose claims will be authorised by the Vice-Chairman) and must be passed to the Clerk for reimbursement, who will check the claims to ensure that they are in accordance with these provisions and make payment to the Governor in question.

15. Independent Professional Advice for Members

15.1 This procedure is based on the premise that Corporation Members shall have the right to take advice from: the Corporation's advisers; or, if necessary, at the Corporation's expense, independent advisers on any matters concerning the exercise of their powers and responsibilities.

Such matters shall:

- **include** advice on legal, accounting and regulatory duties,
- **exclude** advice to individual Corporation Members concerning their own respective personal interests in relation to the Corporation.

15.2 A Member who wishes to seek advice under this procedure shall give prior written notice to the Clerk to the Corporation and provide:

- a summary of issues on which advice is sought; and
- if independent advice is sought (i.e. not from the Corporation's existing advisers), the names(s) of the advisers whom the Member wishes to instruct together with a short

explanation of the reasons why consultation with the Corporation's advisers on the particular issue(s) is considered to be inappropriate.

- 15.3 The Clerk shall ensure the Chairman of the Corporation and the Principal are advised of the Member's requirements.
- 15.4 On behalf of the Corporation, the Chairman will consider the merits of the case and pay or contribute towards the costs of independent professional advice. The contribution to be made will be based on the merits of each individual case. The decision shall be made after consultation with the Principal.
- 15.5 The Chairman shall decide whether to authorise such payment or contribution as soon as practicable after receiving a copy of the notice seeking advice under this procedure and in any event within ten working days.
- 15.6 The Clerk will notify the Member in writing whether the costs for the professional advice are payable by the Corporation and, if they are not, brief reasons shall be stated in support of the decision not to provide support.
- 15.8 Any advice which is obtained under this procedure shall, on request, be made available to all Corporation Members.
- 15.8 References in this procedure to the Chairman shall include, in his or her absence, references to the Vice-Chairman.

16. Statements made on behalf of the Corporation

- 16.1 Statements made on behalf of the Corporation will normally only be made by:
 - The Chairman, or Vice-Chairman in his absence;
 - The Principal;
 - The Clerk.
- 16.2 Individual members of the Corporation must abide by the provision of the Code of Conduct for members of the Corporation. Members of the Corporation are appointed to contribute to the work of the Corporation and not appointed to represent any organisation, interest group or persons. Furthermore, they shall not be bound in speaking and voting by mandates from any other body or persons.

17. Membership of the Corporation – Availability of Information to the Public

A list of the names of members of the Corporation is published and available in the Clerk's office the College Library and Information centre. Addresses and telephone numbers of individual members of the Corporation will not be made available to third parties without the permission of that member. Persons wishing to contact members of the Corporation may do so by writing to:

F.A.O The Clerk to the Corporation
Fareham College
Bishopsfield Road
Fareham PO14 1NH

18. Use of Corporation Seal

- 18.1 Although there is no requirement under the Further and Higher Education Act 1992 for any document to be sealed by the Corporation, under general law any document executed by the Corporation as the Deed should be under Seal, such as a transfer of property by the Corporation or signing a contract. Section 20(4) of the Further and Higher Education Act indicates that the execution of a document by the Corporation under its Seal shall be treated as exclusive evidence that the document has been properly issued by the Corporation. The onus of proof would be on the person challenging the document to prove a contrary intention.
- 18.2 In accordance with paragraph 21 of the Instrument of Government, the application of the Seal of the Corporation shall be authenticated by the signature of either the Chairman or some other member of the Corporation authorised either generally or specifically by the Corporation, and the signature of one other member. The Corporation has formally agreed that the Chairman and the Principal shall be generally authorised to authenticate the seal of the Corporation and that the Corporation will receive an annual report detailing the occasions on which the seal of the Corporation has been used, thereby formally ratifying the use of the seal which will have been authenticated by the Chairman and the Principal.
- 18.3 The arrangements for the use of the Corporation Seal are outlined in the College's Financial Regulations.

19. Amendments to the Standing Orders for the conduct of meetings and related matters

Standing Orders will be reviewed at least every two years to coincide with the review cycle of the Corporation or earlier by the Corporation to meet changing circumstances.

Amendments to this document require the agreement of the Corporation unless covered directly by statute in which case change will be implemented on the introduction of the new legislation and notified to the Corporation.

These Standing Orders were originally approved and adopted by the Corporation of Fareham College at the Corporation meeting held on 6th October 1999, Minute no. 24/99 refers.

These Standing Orders were further updated and approved by the Corporation of Fareham College at the Corporation meeting held on the 27th June 2001, Minute 48/01 refers.

Further updated and approved by the Corporation of Fareham College at the Corporation meeting held on the 12th July 2003, Minute 51/03 refers.

Further updated and approved by the Corporation of Fareham College at the Corporation meeting held on 29th March 2006, Minute 20/06 refers

Further updated and approved by the Corporation of Fareham College at the Corporation meeting held on 24th September 2008, Minute xxxx refers

Signed by:
Clerk to the Corporation

Date: