

**STANMORE COLLEGE FURTHER EDUCATION CORPORATION**

**CODE OF CONDUCT**

**FOR GOVERNORS**

## CONTENTS

<b>Clause</b>	<b>Page</b>
<b>1</b> INTRODUCTION .....	1
<b>2</b> INTERPRETATION .....	2
<b>3</b> AIMS AND VALUES.....	2
<b>4</b> DUTIES .....	3
<b>5</b> STATUTORY ACCOUNTABILITY .....	4
<b>6</b> PUBLIC SERVICE VALUES .....	4
<b>7</b> SKILL, CARE AND DILIGENCE .....	4
<b>8</b> POWERS.....	4
<b>9</b> CONFLICTS OF INTEREST .....	5
<b>10</b> COLLECTIVE RESPONSIBILITY .....	6
<b>11</b> OPENNESS AND CONFIDENTIALITY .....	6
<b>12</b> COMPLAINTS.....	7
<b>13</b> ATTENDANCE AT MEETINGS.....	7
<b>14</b> GOVERNANCE DEVELOPMENT .....	7
APPENDIX 1 .....	9
APPENDIX 2 .....	10
APPENDIX 3 .....	11
APPENDIX 4 .....	12
APPENDIX 5 .....	15

# CODE OF CONDUCT FOR GOVERNORS

## 1. INTRODUCTION

1.1 This Code is intended as a guide, to indicate the standards of conduct and accountability which are expected of Governors to enable them to understand their legal and ethical duties and to assist them both in carrying out those duties and in their relationship with the Corporation and Principal as the Chief Executive. This Code therefore is aimed at promoting effective, well informed and accountable college governance, and is not intended to be a definitive or authoritative statement of the law or good practice.

1.2 In addition to this Code, Governors are recommended to familiarise themselves with the following:

1.2.1 the Corporation's Instrument of Government;

1.2.2 the Corporation's Articles of Government;

1.2.3 the Financial Memorandum entered into by the Corporation with the Learning and Skills Council;

1.2.4 the Corporation's Mission Statement and those of the Adult and Sixth Form Colleges and the Corporation's corporate objectives;

1.2.5 the Corporation's Strategic Plan;

1.2.6 the strategic plan of London West Learning and Skills Council;

1.2.7 the principles laid down by the Committee on Standards in Public Life (Nolan Committee) for those holding public office, namely:

- selflessness;
- integrity;
- objectivity;
- accountability;
- openness;
- honesty; and
- leadership.

An extract of the report of the Nolan Committee setting out these Principles in more detail is set out at Appendix 1.

1.2.8 'The College Governor' issued by the Council as an advisory document or its equivalent; and

1.2.9 'The Governor Training Materials' (2002) issued by the Council as advisory documents or their equivalent.

Appendices 1 The Seven Principles of Public Life, 2 Main Responsibilities of Governors, 3 Main Responsibilities of the Principal, 4 Financial Memorandum of the Council and 5 Powers of the Board of Governors are attached to this Code for reference. They should not be read as an exhaustive statement of duties, powers or provisions, and Governors should refer to the source documents listed above. If a Governor is in doubt about the provisions of this Code or any of the source documents, the Clerk should be consulted and, if necessary, professional advice should be obtained. However, ultimate responsibility for the appropriateness of conduct as a Governor of SCFEC and for any act or omission in that capacity rests with the individual Governor. This Code applies to every committee or working party of the Corporation and to every subsidiary company or joint venture of the Corporation to which Governors may be appointed.

- 1.3 By accepting appointment to the Board of Governors, each Governor agrees to accept the provisions of this Code.

## **2. INTERPRETATION**

In this Code:-

- 2.1 'Corporation' means Stanmore College Further Education Corporation (SCFEC)
- 2.2 'Mission Statements' means the statements set out at paragraph 3.1 of this Code or such other mission statements as may be agreed by the Corporation from time to time.
- 2.3 'Council' means the Learning and Skills Council for England or any successor body;
- 2.4 'Governor'/ 'Chair', 'Principal' and 'Clerk' mean respectively the Member of the Board of Governors of the College, the Chair of the Board of Governors, the Principal of SCFEC and the Clerk to the Board of Governors;
- 2.5 Local Council means the local office of the Learning and Skills Council within whose remit SCFEC falls.
- 2.6 all other definitions have the same meanings as given in the Corporation's Instrument and Articles of Government; and
- 2.7 words importing one gender import any gender.

## **3. AIMS AND VALUES**

### **3.1 Corporation Mission Statement:**

Our mission is to provide high quality education and training through an innovative curriculum delivered within a supportive environment.

### **Sixth Form College Mission Statement:**

The mission of Stanmore Sixth Form College is to promote academic and personal success within a caring and supportive environment.

## **Adult College Mission Statement:**

The mission of Stanmore Adult College is to provide lifelong learning opportunities for the whole community in a welcoming and supportive environment.

- 3.2 The Mission Statements together with the corporate objectives of the Corporation agreed by the Board of Governors from time to time seek to encapsulate the core purposes and aims of the Corporation. Governors should have due regard to these purposes and aims when conducting the business of the Board of Governors and considering the activities and proposed activities of the Corporation.
- 3.3 The Board of Governors recognises its obligations to all those with whom it and the Corporation have dealings, including students, employees, suppliers, other educational institutions and the wider community. In particular, the Board of Governors is committed to combating any discrimination within the College on the grounds of race, ethnic or national origin, religion, age, disability or sexuality and to the principles set out in the Charter for Further Education and in the Adult and Sixth Form Colleges' own Charters, copies of which are available from the Clerk.
- 3.4 The Board of Governors is also committed to ensuring that it conducts its business in accordance with the highest ethical standards as set out in more detail in this Code.

## **4. DUTIES**

- 4.1 Governors owe a fiduciary duty to the Corporation. This means that they should show it the highest loyalty and act in good faith in its best interests. Each Governor should act honestly, diligently and (subject to the provisions appearing in paragraph 10 of this Code relating to collective responsibility) independently. The actions of Governors should promote and protect the good reputation of the Corporation and the trust and confidence of those with whom it deals.
- 4.2 Decisions taken by Governors at meetings of the Board and its committees must not be for any improper purpose or personal motive. Decisions taken must always be for the benefit of the Corporation, its students and staff and other users of the College and must be taken with a view to safeguarding public funds. Accordingly, Governors must not be bound in their speaking and voting by mandates given to them by other bodies or persons.
- 4.3 Governors must observe the provisions of the Corporation's Instrument and Articles of Government and in particular the responsibilities given to the Board by the Corporation's Articles of Government. Those responsibilities, including a list of "reserved" responsibilities which are so important that they must not be delegated, are set out in Appendix 2.
- 4.4 Governors should comply with standing orders to ensure that the Board conducts itself in an orderly, fair, open and transparent manner and must keep those standing orders under periodic review.
- 4.5 Governors should also have regard to the different, but complementary, responsibilities given to the Principal as the Corporation's Chief Executive. [Those responsibilities given to the Principal by the Corporation's Articles of Government are set out in Appendix 3.] Whereas it is the Board of Governors' function to decide strategic policy and overall direction and to monitor the performance of the Principal

and any other senior postholders, it is the Principal's role to implement the Board's decisions, and to manage the Corporation's affairs within the budgets and framework fixed by the Board. Governors should work together so that the Board and the Principal perform their respective roles effectively.

## **5. STATUTORY ACCOUNTABILITY**

5.1 Governors are collectively responsible for observing the duties set out in the Financial Memorandum which the Corporation has entered into with the Council as a condition of receiving public funds. A summary of some of the more important requirements of the Financial Memorandum is set out in Appendix 4.

5.2 Although the Council is the main provider of funds to the Corporation, Governors should note that they are also responsible for the proper use of income derived from other sources, such as the Higher Education Funding Council for England (HEFCE) and the European Union (EU) and for the control and monitoring of expenditure of such income, in order to meet the requirements of the relevant funding body and public audit.

5.3 As accounting officer for the Council, its Chief Executive is directly responsible and accountable to Parliament for ensuring that the uses to which the Council puts its funds are consistent with the purposes for which the funds were given and comply with the conditions attached to them. The Principal, as accounting officer for the Corporation is also directly responsible and accountable to Parliament, through the Committee of Public Accounts, for the effective stewardship by the College of public funds. The Principal may be required to appear before the Committee of Public Accounts, alongside the Chief Executive of the Council, to give an account of the use made by the Corporation of such funds. The Board of Governors is accountable to Parliament for ensuring the financial health of the Corporation, and to the Courts for ensuring that the Corporation is conducted in accordance with the Education Acts and the general law.

## **6. PUBLIC SERVICE VALUES**

Public service values are at the heart of the further education service. High standards of personal and corporate conduct, based on the principles set out in paragraph 1.2.7 and Appendix 1 of this Code, and the recognition that students and other users of the Corporation's services come first, are a requirement of being a Governor, and should underpin all decisions taken by the Board.

## **7. SKILL, CARE AND DILIGENCE**

A Governor should in all his or her work for the Corporation exercise such skill as he or she possesses and such care and diligence as would be expected from a reasonable person in the circumstances. This will be particularly relevant when Governors act as agents of the Corporation, for example, when functions are delegated to a committee of the Board or to the Chair. Governors should be careful to act within the terms of reference of any committees on which they serve.

## **8. POWERS**

Governors are responsible for taking decisions which are within the powers given to the Board by Parliament under sections 18 and 19 of the Further and Higher Education Act 1992 as amended by the Learning and Skills Act 2000. A summary of those

powers is set out in Appendix 5. If a Governor thinks that the Board is likely to exceed its powers by taking a particular decision, he or she should immediately refer the matter to the Clerk for advice.

## **9. CONFLICTS OF INTEREST**

9.1 Like other persons who owe a fiduciary duty, Governors should seek to avoid putting themselves in a position where there is a conflict (actual or potential) between their personal interests and their duties to the Board. They should not allow any conflict of interest to arise which might interfere with the exercise of their independent judgement.

9.2 Governors are reminded that under the Corporation's Instrument of Government they must not take or hold any interest in any of the Corporation's properties or receive any remuneration for their services (save as a member of the Corporation's staff) without the written approval of the Secretary of State for Education and Skills.

9.3 Governors are reminded that under the Corporation's Instrument of Government they must disclose to the Corporation any direct or indirect financial interest they have, or may have, in the supply of work or goods to or for the purposes of the Corporation or in any contract or proposed contract concerning the Corporation or in any other matter relating to the Corporation or any other interest of a description specified by the Corporation or any duty which is material and which conflicts or may conflict with the interests of the Corporation.

9.4 If an interest of any kind (including an interest of a spouse or partner of a Governor or of a close relative of the Governor or his or her partner or spouse) is likely or would, if publicly known, be perceived as being likely to interfere with the exercise of a Governor independent judgement, then the interest, financial or otherwise, should:

9.4.1 be reported to the Clerk; and

9.4.2 be fully disclosed to the Board of Governors before the matter giving rise to the interest is considered.

Governors should withdraw from that part of the meeting at which the matter giving rise to the interest is considered, and on no account may vote in relation to the matter.

9.5 For the purposes of clause 9.4 "close relative" includes but is not limited to a father, mother, brother, sister, child, grandchild and step-father/mother/ brother/sister/child.

9.6 Governors must not receive gifts, hospitality or benefits of any kind from a third party which might be seen to compromise their personal judgement or integrity. Any offer or receipt of such gifts, hospitality or benefits should immediately be reported to the Clerk.

9.7 The Clerk will maintain a Register of Members' Interests which will be open for public inspection. Governors must disclose routinely to the Corporation all business interests, financial or otherwise, which they may have, and the Clerk will enter such interests on the Register. Governors must give sufficient details to allow the nature of the interests to be understood by enquirers. Governors should inform the Clerk whenever their circumstances change and interests are acquired or lost. In deciding whether an interest should be disclosed, Governors should have regard to the meaning given to "interest" in paragraphs 9.4 and 9.5 of this Code.

## **10. COLLECTIVE RESPONSIBILITY**

- 10.1 The Board of Governors operates by Governors taking majority decisions in a corporate manner at quorate meetings. Therefore, a decision of the Board, even when it is not unanimous, is a decision taken by the Governors collectively and each individual Governor has a duty to stand by it, whether or not he or she was present at the meeting of the Board when the decision was taken.
- 10.2 If a Governor/ disagrees with a decision taken by the Board, his or her first duty is to have any disagreement discussed and minuted. If the Governor strongly disagrees, he or she should consult the Chair and, if necessary, then raise the matter with the Board when it next meets. If no meeting is scheduled, the Governor should refer to the power of the Chair or any five Governors under the Instrument of Government to call a special meeting and, if appropriate, exercise it, requesting the Clerk to circulate the Governor's views in advance to the other Governors. Alternatively, as a final resort, the Governor may decide to offer his or her resignation from office, after consulting the Chair.

## **11. OPENNESS AND CONFIDENTIALITY**

- 11.1 Because of the Board of Governors' public accountability and the importance of conducting its business openly and transparently, Governors should ensure that, as a general principle, students and staff of the Corporation have free access to information about the proceedings of the Board. Accordingly, agendas, minutes and other papers relating to meetings of the Board are normally available for public inspection when they have been approved for publication by the Chair.
- 11.2 There will be occasions when the record of discussions and decisions will not be made available for public inspection; for example, when the Board considers sensitive issues or named individuals and for other good reasons. Such excluded items will be kept in a confidential folder by the Clerk, and will be circulated in confidence to Governors. Some confidential items are likely to be of a sensitive nature for a certain period of time only (for example information relating to a proposed commercial transaction or a collaboration with another institution). The Board should specify how long such items should be treated as confidential or, if this is not possible, such items should be reviewed from time to time to consider whether the confidential status should be removed and the item made available for public inspection. However, staff and student Governors have no right of access to minutes dealing with matters in respect of which they are required to withdraw from meetings under the Corporation's Instrument of Government.
- 11.3 It is important that the Board and its committees have full and frank discussions in order to take decisions collectively. To do so, there must be trust between Governors with a shared corporate responsibility for decisions. Governors should keep confidential any matter which, by reason of its nature, the Chair or members of any committee of the Board are satisfied should be dealt with on a confidential basis.
- 11.4 Governors should not make statements to the press or media or at any public meeting relating to the proceedings of the Board or its committees without first having obtained the approval of the Chair or, in his or her absence, the Vice Chair. It is unethical for Governors publicly to criticise, canvass or reveal the views of other Governors which have been expressed at meetings of the Board or its committees.

## **12. COMPLAINTS**

In order to ensure that the affairs of the Corporation are conducted in an open and transparent manner and that the Corporation is accountable for its use of public funds but also to its employees, its students and the community it serves, it is important for there to be appropriate complaints procedures in place and for these to be well publicised. Governors are reminded of their specific responsibility under the Articles of Government to make rules specifying the procedures in accordance with which employees may seek redress of any grievances relating to their employment, of the importance of having a formal complaints procedure in place to handle issues raised by students, former students and third parties and of the legal requirement to have a whistleblowing procedure in place.

## **13. ATTENDANCE AT MEETINGS**

A high level of attendance at meetings of the Board and its committees is expected so that Governors can perform their functions properly.

## **14. GOVERNANCE DEVELOPMENT**

- 14.1 Governors must obtain a thorough grounding in their duties and responsibilities by participating in the Corporation's governance induction and training programmes.
- 14.2 In order to promote more effective governance, Governors will carry out an annual review of the performance by the Board of its duties and responsibilities, as part of a continuing and critical process of self evaluation.
- 14.3 The Corporation shall seek to ensure that all Governors are appointed on merit, in accordance with an open selection procedure carried out by the Search Committee, and are drawn widely from the community which the Corporation serves, having regard to provisions relating to the membership of the Board in the Corporation's Instrument of Government and the need for continuity, balance and a range of appropriate skills and interests.

**AS A GOVERNOR, I AGREE TO OBSERVE THIS CODE OF CONDUCT TO THE BEST OF MY ABILITIES.**

Dated:

.....

Name of Governor

**Data Protection:** The information you have provided on this and supplementary forms will be held on the College Database and used for the following purposes – internal administration, Governors’ web page, .....As a data subject you are entitled to see the information held about you.

## **APPENDIX 1**

### **The Seven Principles of Public Life**

*The following is an extract from the Second Report  
of the Nolan Committee on Standards in  
Public Life, May 1996*

#### **SELFLESSNESS**

Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

#### **INTEGRITY**

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties.

#### **OBJECTIVITY**

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

#### **ACCOUNTABILITY**

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

#### **OPENNESS**

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

#### **HONESTY**

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

#### **LEADERSHIP**

Holders of public office should promote and support these principles by leadership and example.

## APPENDIX 2

### Summary of Main Responsibilities of Governors under the Articles of Government

#### *Responsibilities*

Under the Corporation's Articles of Government the Board of Governors shall be responsible:

- (a) for the determination of the educational character and mission of the institution and for oversight of its activities;
- (b) for the effective and efficient use of resources, the solvency of the institution and the Corporation] and for safeguarding their assets;
- (c) for approving annual estimates of income and expenditure;
- (d) for the appointment, grading, suspension, dismissal and determination of the pay and conditions of service of the holders of senior posts and the Clerk (including, where the Clerk is, or is to be, appointed as, a member of staff, his appointment, grading, suspension, dismissal and determination of pay in his capacity as a member of staff);
- (e) for setting a framework for the pay and conditions of service of all other staff; and
- (f) for setting the policy by which the tuition and other fees payable to the Corporation are determined (subject to any terms and conditions attached to grants, loans or other payments paid or made by the Council).

“Senior Post” means the post of Principal and such other senior posts as the Governors may determine for the purposes of the Articles.

#### *Responsibilities which must not be delegated*

The Articles of Government prohibit the Board of Governors from delegating the following:-

- (a) the determination of the educational character and mission of the institution;
- (b) the approval of the annual estimates of income and expenditure;
- (c) ensuring the solvency of the Corporation and the safeguarding of its assets;
- (d) the appointment or dismissal of the Principal or holder of a senior post;
- (e) the appointment or dismissal of the Clerk (including, where the Clerk is, or is to be, appointed as a member of staff his appointment or, subject to Article 12(9), dismissal in his capacity as a member of staff); and
- (f) the modifying or revoking of the Articles of Government.

The Board of Governors may, from time to time, resolve to add other functions which must not be delegated to this list of “reserved” responsibilities.

## APPENDIX 3

### **Summary of main responsibilities of the Principal under the Articles of Government.**

Under the Articles of Government, the Principal shall be the Chief Executive of the Corporation and shall be responsible for:

- (a) making proposals to the Corporation about the educational character and mission of the institution, and for implementing the decisions of the Corporation;
- (b) the organisation, direction and management of the institution and leadership of the staff;
- (c) the appointment, assignment, grading, appraisal, suspension, dismissal, and determination, within the framework set by the Corporation, of the pay and conditions of service of staff other than the holders of senior posts or the clerk where he is also a member of the staff;
- (d) the determination, after consultation with the Academic Board, of the institution's academic activities, and for the determination of its other activities;
- (e) preparing annual estimates of income and expenditure, for consideration and approval by the Corporation, and for the management of budget and resources within the estimates approved by the Corporation;
- (f) maintaining student discipline and, within the rules and procedures provided for within these Articles, suspending or expelling students on disciplinary grounds and implementing decisions to expel students for academic reasons.

## APPENDIX 4

### Summary of Main Provisions of the Financial Memorandum of the Council

The Department for Education and Skills (DfES) requires the Council to enter into an agreement set out in a financial memorandum with the Corporation for the purpose of regulating its relationship in financial and related matters and setting out the terms and conditions on which public funds will be paid by the Council to the College.

A revised financial memorandum (FEFC Circular 99/48) was published and became effective in August 1999, and this sets out the framework of relationships and responsibilities between Colleges and the Council in Annex B.

The memorandum is divided into two parts. Part 1 contains the general terms and conditions under which the Council funds colleges. A summary of the main provisions of Part 1 appears below. Part 2 consists of any specific conditions which might apply to the Corporation and is the subject of individual annual notification.

Important points to note in relation to Part 1 are as follows:-

(a) ***Responsibilities***

The Board of Governors is responsible for:

- determining the educational character and mission of the Corporation and for oversight of its activities;
- ensuring the solvency of the Corporation and the safeguarding of its assets, in particular the Board must receive at least termly a report that reviews the Corporation's financial position;
- appointing, grading, suspending, dismissing and determining the pay and conditions of service of the Principal and other senior postholders;
- setting a framework for the pay and conditions of service of all other staff;
- ensuring that the financial, planning and other management controls, including controls against fraud and theft, required by the Corporation are appropriate and sufficient to safeguard public funds;
- approving the appointment of external auditors and an internal audit service;
- securing the efficient, economical and effective management of all the Corporation's resources and expenditure, capital assets and equipment and staff, so that the investment of public funds in the Corporation is not put at risk;
- ensuring that appropriate financial considerations are taken into account at all stages in reaching decisions and in their execution;
- planning and conducting the Corporation's financial and academic affairs so that its total income is not less than sufficient, taking one year with another, to meet its total expenditure;
- making appropriate arrangements to appoint a Clerk with the necessary expertise to fulfil the duties of the post;
- approving an annual budget at the start of each financial year;

- determining tuition fees;
- approving rules and procedures relating to staff grievances, conduct, suspension, dismissal and appeals;
- approving the students' union constitution and rules relating to the conduct of students;
- acting within the powers given in sections 18 and 19 of the 1992 Act (see Appendix 5 to this Code).

Within this framework the Board of Governors must require the Principal to take personal responsibility, which may not be delegated, for ensuring the proper and effective operation of the financial, planning and management controls of the Corporation and for giving effect to the Board's policies for securing the efficient, economical and effective management of all the Corporation's income, assets and expenditure.

With regard to the Clerk, the Board of Governors should specify the procedures which the Clerk and the Board should follow if the Corporation acts inappropriately or beyond its powers.

(b) ***Land and buildings***

The Board of Governors should manage and develop its estate with regard to guidance issued from time to time by the Council, keep its holdings of land and buildings under review with the objective of rationalising and disposing of those which it considers in the light of its estate strategy to be no longer needed and to maintain its estate in accordance with its accommodation strategy.

There are detailed requirements in relation to obtaining the consent of the Council for certain land and buildings transactions.

(c) ***Borrowing and leasing***

Under section 19 of the Further and Higher Education Act 1992 (see Appendix 5), the Corporation must obtain the consent of the Council to any secured or unsecured borrowing proposal. The Council has given a general consent to certain categories of borrowing, for example, up to 5% of the Corporation's annual revenue on an unsecured basis.

There are detailed requirements relating to obtaining the Council's consent for certain borrowing on a secured basis.

(d) ***Account and financial management***

The Corporation is required to notify the Council in writing if at any time there is a significant deterioration in its financial position.

The Corporation may be required to put in place a recovery plan or a risk reduction plan where the Council has concluded that there is a risk to the Corporation's liquidity, service delivery or asset base.

(e) *Other matters*

The Financial Memorandum contains a number of detailed requirements relating to the allocation of funds, audit, contingent liabilities, the provision of information and the imposition by the Council of penalties where a Board of Governors fails to comply with any of the conditions of funding.

## APPENDIX 5

### Summary of the Statutory Powers of the Corporation

#### *Principal Powers*

Under section 18(1) of the Further and Higher Education Act 1992 a further education corporation\* may:-

- (a) provide further and higher education;
- (b) provide secondary education to persons who would, if they were pupils at the school, be pupils in the fourth key stage, or provide secondary education or participate in the provision of secondary education at a school (subject to the consultation with the appropriate local education authority); and
- (c) supply goods or services in connection with their provision of education.

These powers are known as the Corporation's "principal powers".

#### *Supplementary Powers*

Under section 19 of the 1992 Act the Corporation may do anything which appears to it to be necessary or expedient for the purpose of or in connection with the exercise of any of the principal powers conferred by section 18 of the Act, including in particular the following:-

- (a) the power to acquire and dispose of land and other property;
- (b) the power to enter into contracts, including in particular:
  - (i) contracts for the employment of teachers and other staff for the purposes of or in connection with carrying on any activities undertaken in the exercise of the Corporation's principal powers; and
  - (ii) contracts with respect to the carrying on by the Corporation of any such activities;
- (bb) subscribe for or otherwise acquire shares in or securities of a company. This power may not be exercised for the purpose of conducting an educational institution, or providing education funded by the LSC unless the LSC consents;
- (c) the power to borrow such sums as the Corporation thinks fit for the purposes of carrying on any activities it has power to carry on or to meet any liability transferred to it under sections 23 to 27 of the 1992 Act (i.e. when the Corporation achieved its corporate independence on 1st April 1993) and, in connection with such borrowing, the power to grant any mortgage charge or other security in respect of any land or other property of the Corporation. This power may not be exercised without the consent of the Council, which may give its consent for a particular borrowing or for borrowing of a particular class;

---

\* In this summary, "Corporation" is used rather than "Board of Governors" since this is the expression adopted by the 1992 Act

- (d) power to invest any sums not immediately required for the purposes of carrying on any activities the Corporation has power to carry on;
- (e) power to accept gifts of money, land or other property and apply it, or hold and administer it on trust for, any of those purposes; and
- (f) power to do anything incidental to the conduct of an educational institution providing further or higher education, including founding scholarships or exhibitions, making grants and giving prizes.

The Corporation may also provide facilities of any description (including boarding accommodation and recreational facilities for students and staff and facilities to meet the needs of students having learning difficulties) which appear to be necessary or desirable for the purposes of or in connection with the carrying on of the principal powers.

The powers conferred by section 19 of the 1992 Act are known as “supplementary powers”.

© **Eversheds, 2002 – All rights reserved. This publication may not be reproduced in whole or in part in any material form (including photocopying or storing it in any medium by electronic means) without the prior written consent of Eversheds, save that further education colleges or other education establishments which are fully paid subscribers to the Eversheds College Governance Service are hereby licensed to copy the whole or extracts from this publication for internal use only.**