



CODE OF CONDUCT FOR GOVERNING BODY MEMBERS

September 2024

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1. INTRODUCTION

- 1.1 This Code provides guidance to members of the Governing Body on the standards of conduct and accountability expected of them in fulfilling their responsibilities as a governor and conforms with the Department of Finance's Guidance on Codes of Conduct for Board Members.
- 1.2 As public office holders, the behaviours and actions of governors must accord with the principles set out in this Code of Conduct and it is the responsibility of each governor to ensure that they are familiar with, and comply with, all provisions of the code. Governors must also abide by the terms and conditions of their appointment as provided at the commencement of their tenure as governor.
- 1.3 In addition to this Code of Conduct, governors should familiarise themselves with the documents within the Governance Documents channel on the Governing Body Team in Microsoft Teams, particularly:
 - (a) The Further Education (NI) Order 1997;
 - (b) The Articles of Government for South West College;
 - (c) The Instrument of Government for South West College;
 - (d) The Standing Orders of the Governing Body and its committees;
 - (e) The Partnership Agreement between the Department for the Economy and South West College;
 - (f) The Conflict of Interests Policy;
 - (g) The Hospitality & Gifts Policy;
 - (h) SWC Vision, Mission and Values;
 - (i) FE Circular 07/17 - Remuneration of Governing Body Chairs and Members
 - (j) The Guide for Governors of NI Further Education Colleges;
 - (k) Managing Public Money NI.
- 1.4 If a governor is in doubt about the provisions of this Code, or any of the related documents referred to above, the Secretary to the Governing Body should be consulted in the first instance.
- 1.5 This Code also applies to every committee or working group of the Governing Body and to any subsidiary body of the College to which governors may be appointed.

2. SEVEN PRINCIPLES OF PUBLIC LIFE

2.1 The actions and decisions taken by governors must align with the Seven Principles of Public Life (the Nolan Principles), namely:

- **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 financial or other obligation to outside individuals or organisations that might, or might be perceived to, influence them in the performance of their 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 to the public for their decisions and actions 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 they take. They should give reasons for their decisions and restrict information only when the wider public interest 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 conflict arising in a way that protects the public interest.

- **Leadership**

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

3. AIMS AND VALUES

3.1 The College's Mission, Vision and Values are set by the Governing Body and encapsulate the core purpose and aims of the College. Governors should have due regard to these when conducting college business and when considering its activities and proposed activities.



OUR MISSION

South West College works, in partnership, to provide inclusive lifelong opportunities, to enrich lives, support business and to promote community, economic and social wellbeing.



OUR VISION

Inspiring Learning –
Empowering People



OUR VALUES

Respectful
Accountable
Engaging
Committed

4. CORPORATE RESPONSIBILITY

4.1 The Governing Body is committed to:

- (a) Acting within its powers, as conferred by the relevant sections of the Further Education (NI) Order 1997, and, in accordance with the provisions of the Articles and Instrument of Government and the Partnership Agreement;
- (b) Recognising the Governing Body's obligations to all those with whom it has dealings including students, employees, government departments, suppliers, other educational institutions and partners, and the wider community; and
- (c) Ensuring that it conducts its business in accordance with the ethical standards as set out in more detail in this Code.

5. CONDUCT OF INDIVIDUAL GOVERNORS

5.1 Governors should:

- (a) Make themselves aware of their responsibilities as members of the Governing Body as set out in the FE (NI) Order 1997, the Articles and Instrument of Government, the Partnership Agreement and the Guide for Governors of NI FE Colleges;

- (b) Exercise the highest standards of propriety and accountability in all aspects of Governing Body activity including the proper use of college resources;
- (c) Act in good faith and in the best interests of the College at all times;
- (d) Use care, skill and diligence in undertaking their role;
- (e) Seek to protect the good reputation of the College and maintain the trust and confidence of those with whom it deals.

5.2 Governors should not:

- (a) Use information gained in their capacity as a governor for personal gain, for political purposes, to promote their private interests, or for any other improper purpose;
- (b) Disclose any information which is confidential in nature or which is provided in confidence without authority. This duty continues to apply subsequent to the end of governors' terms of office;
- (c) Put themselves in a position where there is conflict (actual, potential or perceived) between their personal interests and their duty to the Governing Body;
- (d) Be bound in speaking or voting by mandates given to them by other bodies or persons.

5.3 Individual governors are furthermore expected to:

- (a) Work co-operatively with other governors in supporting the aims and objectives of the College;
- (b) Base their views on matters coming before the Governing Body or its committees on an honest assessment of the available facts unfettered by influence or representation from others;
- (c) Accept that they are bound by the collective decisions of the Governing Body whether they agree with them or not and refrain from publicly revealing or criticising the views of other governors expressed at meetings of the Governing Body or its committees;
- (d) Understand that individual governors have no legal or other authority outside meetings of the Governing Body or its committees;
- (e) Respect the confidentiality of business and the record of discussions and decisions that are, on occasion, deemed not for publication;

- (f) Be aware of and accept that individual governors, other than the Chair, do not have the right to make statements or express opinions on behalf of the Governing Body, other than with the Governing Body's approval;
- (g) Recognise that governors should not normally, without prior consultation with the Secretary to the Governing Body, deal directly with college staff, including senior staff, outside of Governing Body and committee meetings, and that the Secretary to the Governing Body will act as the point of contact in all matters between governors and the executive;
- (h) Enhance their effectiveness as a governor through participation in training and development and other knowledge building opportunities;
- (i) Attend, as far as practicable, all meetings of the Governing Body and its committees to which they are appointed; and
- (j) Have regard to the different, but complementary, responsibilities of the Governing Body and the Chief Executive. Whereas the Governing Body is responsible for determining the strategic policy and the overall direction of the College, the Chief Executive is responsible for implementing the Governing Body's decisions and managing the affairs within the budget and framework fixed by the Governing Body. Governors should work together so that the Governing Body and the Chief Executive perform their respective roles effectively.

6. CONFLICTS OF INTERESTS

- 6.1 The Instrument of Government requires that governors shall not take or hold any interest in any property held or used for the purpose of the College except with the approval of the Department for the Economy.
- 6.2 The Instrument of Government further requires that the Governing Body prepare and maintain a Register of Interests which will be open for public inspection.
- 6.3 Governors, in order to comply with the requirements of the Instrument of Government as regards registration and declarations of interest, must:
 - (a) Complete and submit an annual Register of Interests return to the Secretary to the Governing Body;
 - (b) Declare any amendments required to their entry in the Register of Interests as soon as reasonably practicable;

- (c) Declare any conflict of interest (actual, potential or perceived) arising from a matter coming before the Governing Body or a committee of the Governing Body and withdraw from the meeting during consideration of the subject matter in which the interest has been declared.

6.4 Governors must have due regard for their responsibilities under the College's Conflict of Interest Policy which is available in the Governance Documents channel on the Governing Body Team in Microsoft Teams.

7. HOSPITALITY AND GIFTS

7.1 Governors should not accept gifts, hospitality or benefits of any kind from a third party which might reasonably be thought to compromise their personal judgement or integrity.

7.2 Governors must declare any hospitality or gifts received or offered for the purposes of updating the Register of Hospitality and Gifts and will be invited to do so at every meeting of the Governing Body.

7.3 Governors must have due regard for their responsibilities under the College's Hospitality and Gifts Policy which is available in the Governance Documents channel on the Governing Body Team in Microsoft Teams.

8. CONCERNS IN RESPECT OF GOVERNING BODY MEMBERS

8.1 The College's Grievance, Complaints, Freedom to Speak Up / Raising a Concern and other procedures may be invoked in respect of a concern relating to a member of the Governing Body.

8.2 The procedure to manage concerns raised in respect of Governing Body members is detailed in Annex 5 of the Partnership Agreement.

Adopted by the Governing Body on 11 September 2024