



## **ROLE DESCRIPTION**

**Role Title: Non-executive director – wholly owned subsidiary company of Bedford College (Bedford College is the name of the legal entity referred to as The Bedford College Group (“TBCG”))**

### **The Group’s Purpose**

The purpose of the Bedford College Group (TBCG) is to help individuals, communities, and society flourish through education by raising aspirations and reducing inequality to create a sustainable future. This is achieved through our relentless focus on community needs which drives our curriculum provision, determines our people and sets our budget priorities.

TBCG has two established wholly owned subsidiary companies, limited by shares to help it achieve its purpose: Bedford College Services Limited (overseeing hospitality and commercial activities) and Bedford College Professional Services Limited (providing personnel to support TBCG operations)

The Group’s six core values guide everything we do:

### **Valuing teamwork**

We are one team who by working together can achieve great things, respecting the opinion and valuing the contribution each of us makes.

### **Improving continuously**

We challenge ourselves to always do better by trying new things, sharing knowledge, reflecting on practice and learning from others.

### **Student centred**

At our heart is always doing what is best for our students. We consider students in all of our decision making to create positive outcomes and memorable experiences for every student.

### **Inclusive**

We celebrate differences and diversity, recognising that we can learn from each other.

### **Open and caring**

We care about the wellbeing of our staff, students, community and wider society, creating an environment built on trust where we listen, engage with and support each other.

### **Nurturing educational excellence**

We promote educational excellence by delivering programmes that stretch and challenge our students to achieve their ambitions.

**Appointments**

Appointments are subject to the articles of the relevant subsidiary company as amended from time to time. The relationship between Bedford College and its wholly owned subsidiaries are set out in management and services agreements.

Risk is managed on a group basis by The Bedford College Group and BCS operates subject to the Financial Regulations.

**Overall Responsibilities**

Promoting and demonstrating through behaviours the values and agreed culture of TBCG.

**Term of office**

A period of between one and four years; dependant on the needs of the Corporation at appointment and subject to the potential for re-appointment in accordance with the Instrument & Articles of Government and Standing orders.

**Time commitment**

As a minimum, we anticipate that you will be required to attend up to four board meetings per year. These meetings shall be scheduled annually, and we shall endeavour to provide you with at least seven days' notice of any change of the date, time or venue of board meetings.

You will be required to consider all relevant papers prior to each meeting.

You may be required to devote additional time to BCS as circumstances may from time to time require for the proper performance of your duties as a director, which might (without limitation) necessitate the convening of additional board or committee meetings and in accepting this appointment, you confirm you are able and shall devote such time as may be required.

## **Responsibilities as a non-executive director**

The Board as a whole is collectively responsible for the success of BCS, including:

- promoting the long-term sustainable success of BCS and generating value for the College
- acting with integrity
- ensuring that the necessary resources are in place for BCS to meet its objectives
- establishing a framework of prudent and effective controls, enabling risk to be assessed and managed
- ensuring effective engagement with, and encouraging participation from the College and other stakeholders

## **Main Duties:**

All directors must act in the way they consider, in good faith, would be most likely to promote the success of the relevant subsidiary for the benefit of its shareholder, the College. In doing so, as a director, you must have regard (among other matters) to:

- the likely consequences of any decision in the short, medium and long term
- the interests of employees and associates
- the need to foster business relationships with suppliers, customers and others
- the impact of the subsidiary operations on the community and the environment
- the desirability of the subsidiary to maintain a reputation for high standards of business conduct
- the need to act fairly between stakeholders of the subsidiary
- the need to treat all information as confidential and
- the relationship between the subsidiary and its shareholder, the College.

**Conflicts of Interest**

You will be required to disclose to the subsidiary company and the College the significant commitments (if any) you have outside your role in the subsidiary. You must inform the chairperson and company secretary in advance of any changes to these commitments. In certain circumstances, you may have to seek the Board's agreement before accepting further commitments which either might give rise to a conflict of interest or a conflict with any of your duties to the subsidiary, or which might impact on the time that you are able to devote to your role at the subsidiary.

**Fees**

You will not be remunerated for this appointment. The subsidiary shall reimburse you for all reasonable and properly documented expenses (including fuel costs) that you incur in performing the duties of your office in line with the Group expenses policy as amended from time to time.

**May 2023**

## **The Seven Principles of Public Life (Nolan Principles)**

### **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.

**These principles apply to all aspects of public life. The subsidiary has set them out here for the benefit of all who serve the public in any way.**

## PERSON SPECIFICATION

In applications, potential non-executive directors are asked to evidence how they meet the skills requirements, with particular reference to their experience in a minimum of two of the areas named. We recognise each non-executive director contributes different skills to the overall operation of the subsidiary board.

### Role Title: Non-executive director

	Essential	Desirable
<b>Essential Special Requirements</b>	<ul style="list-style-type: none"> <li>• Ability to work within a framework of collective decision-making in the best interests of the subsidiary company and the capacity to make objective decisions</li> <li>• Commitment to and interest in education and training in the local area</li> <li>• Commitment to TBCG and its role in the community</li> <li>• Ability to respect confidentiality</li> <li>• Responsibility for promoting and safeguarding the welfare of children, young people and vulnerable adults and for raising any concerns</li> <li>• Willingness to continuously update skills and knowledge and develop relationships</li> <li>• Understanding how to promote equality and diversity within the role</li> <li>• Willingness to work in line with the Nolan Principles of Public Life (attached) and Code of Conduct</li> <li>• Willingness to obtain DBS at enhanced level and to provide evidence of the right to live and work in the UK</li> </ul>	<ul style="list-style-type: none"> <li>• Willingness to attend occasional meetings with College staff and governors</li> <li>• Knowledge of and links with community groups served by the College</li> </ul>

<b>Knowledge/ Experience</b>	<ul style="list-style-type: none"> <li>• <b>Recent experience of leadership and or formulating strategy</b></li> <li>• <b>Experience of working effectively with people from diverse backgrounds</b></li> <li>• <b>Experience of constructively challenging others</b></li> <li>• <b>Experience of advising and / or scrutinising on matters relating to any of the following;</b> <ul style="list-style-type: none"> <li>- <b>Strategic planning</b></li> <li>- <b>Student work experience, apprenticeships, further education and young people</b></li> <li>- <b>Stakeholder engagement</b></li> <li>- <b>Estate management</b></li> <li>- <b>Events organization</b></li> <li>- <b>Cost control and budget management</b></li> <li>- <b>Sustainability</b></li> <li>- <b>Internal control and risk management</b></li> <li>- <b>Financial reporting</b></li> <li>- <b>Change management</b></li> <li>- <b>Governance</b></li> <li>- <b>Value for money</b></li> <li>- <b>Procurement / Purchasing</b></li> <li>- <b>Performance management and development</b></li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• <b>Experience of working as a Board member</b></li> <li>• <b>Understanding and experience of current educational policy</b></li> <li>• <b>Knowledge/skills/experience in finance or audit (to include an accounting/auditing qualification)</b></li> </ul>
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<b>Skills/Abilities</b>	<ul style="list-style-type: none"><li>• <b>Ability to work in line with our Values</b></li><li>• <b>Ability and willingness to access technology within the security framework set by TBCG (including but not limited to use of a TBCG email facility and electronic board portal</b></li><li>• <b>Ability to make a positive contribution to the team, valuing and respecting others' expertise and contribution</b></li><li>• <b>Ability to examine evidence and complex documentation and take an independent and unbiased view</b></li><li>• <b>Ability to promote our excellent reputation and behave appropriately and professionally in meetings</b></li><li>• <b>Ability to communicate effectively and confidently face to face, on the telephone and in writing</b></li></ul>	
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