

HANDBOOK

for Senior Executives and Non-Executives
of London Churchill College



Version 2



**LONDON
CHURCHILL
COLLEGE**



HANDBOOK for Senior Executives and Non-Executives of London Churchill College 2018-2028

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Message from the College Principal

I have pleasure in welcoming you to London Churchill College and hope our association will be fulfilling and rewarding.

In this Handbook, you will find some guidance for executives and non-executives taking an active role in the good running of London Churchill College. These are important functions and I hope this Handbook will serve as a useful resource for all. Direction guidance is more fully articulated in our documents on strategy and governance but where an overlap occurs this will be found to be complementary.

Senior positions in the College play a substantial role in the management and quality monitoring activities and with such the College must continue to interface with reviewing regimes who need to be assured that criteria and standards are met and maintained. This is our task.

Thank you for supporting the College.



Dr Nick R Papé
Principal

1. Non-Executive Members (NEMs)



Professor David Bonner
Chair



Neil Pearce



Dr Frank Haddleton



Graham Morrell



Gerry Takamura



Stephen Hyde

2. Introduction

- 2.1. This is a governing document that identifies roles in decision-making within the College and describes how the College carries out its functions to assess and/or review a “fit and proper” person test in relation to key individuals who own and/or manage the College.
- 2.2. The document includes the requirements placed on the College by the Office for Students (OfS), the regulator for the College, to ensure that key individuals of the College meet a “**fit and proper**” person test.

3. Approval

- 3.1. The document has been approved by the Board of Directors

4. Office for Students (OfS)

- 4.1. A condition of registration (Condition E2) by the Office for Students is that an HE provider’s management and governance arrangements are “adequate and effective.” In order to satisfy this condition, the HE provider must demonstrate that it is owned and managed by “fit and proper” persons.

5. Fit and Proper Persons

- 5.1. Pursuant to the advice published by the Office for Students, the College has identified the following College office-holders whom it must demonstrate are “fit and proper” persons:
 - The College Principal
 - Members of the Principal’s Executive Group
 - Members of the College Oversight Board
 - The ‘Accountable Officer’
 - The Directors of London Churchill College Limited
 - All Shareholders of London Churchill College Limited.

6. Definitions

6.1. The Board of Directors

- 6.1.1. The Board of Directors include both senior executives involved in the operation of the College and non-executive members with responsibility for the oversight of the College

6.2. College Principal

- 6.2.1. The Principal of the College chairs the College’s Academic Board and is required to attend all full College Oversight Board meetings.

6.3. Principal’s Executive Group: Members

- 6.3.1. This group comprises functional or operational Heads or acting Heads of the College, who regularly meet and advise the College Principal.

6.4. College Oversight Board: Non-Executive Members

6.4.1. This College Oversight Board, acting under the authority of the Board of Directors, has oversight of governance and strategic matters and acts as a resource for the Board of Directors. It also carries out functions of audit and financial matters as directed by the Board of Directors or College Principal.

6.5. Accountable Officer

6.5.1. The Accountable Officer is a senior officer of the College, who reports to the OfS, the designated data body and the designated quality body on behalf of the College and has the responsibilities set out by the OfS; this would normally be the College Principal.

6.6. Shareholders of London Churchill College Limited

6.6.1. These are all persons holding shares in London Churchill College Limited.

7. The Requirements for Fit and Proper Persons

The Office for Students states that “a fit and proper” person:

- 7.1. Is of good character;
- 7.2. Has the qualifications, competence, skills and experience that are necessary for the role;
- 7.3. Is able by reason of health, after reasonable adjustments are made, to perform the tasks properly of the office or position for which appointed;
- 7.4. Has not been responsible for, been privy to, contributed to, or facilitated, any serious misconduct or mismanagement (whether unlawful or not) in any position for which employed or in the conduct of any entity with which the individual is or has been associated.

8. Indicators that a Person may not be a Fit and Proper Person

The Office for Students uses the following indicators to indicate that a person may not be a fit and proper person:

- 8.1. Disqualification from acting as a company director, or from acting as a charity trustee, as set out in the Company Directors Disqualification Act 1986 or the Charities Act 2011;
- 8.2. Conviction of a criminal offence anywhere in the world;
- 8.3. Subject of any adverse finding in civil proceedings, where relevant, including but not limited to bankruptcy or equivalent proceedings (in the last three years);
- 8.4. Subject of any adverse findings in any disciplinary proceedings by any regulatory authorities or professional bodies;
- 8.5. Involvement in any abuse of the tax systems;
- 8.6. Involvement with any entity that has been refused registration to carry out a trade or has had that registration terminated.

- 8.7. Involvement in a business that has gone into insolvency, liquidation or administration while the person has been connected with that organisation or within one year of that connection;
- 8.8. Dismissal from a position of trust or similar;
- 8.9. Involvement with a higher education provider that has had its registration refused or revoked by the OfS or has had similar action taken against it by another regulator (this includes, but is not limited to, serving on a board/governing body, having voting rights, being a significant shareholder/owner, serving in a senior position, etc.).

9. Undertaking a Fit and Proper Person Test

During the due diligence, we undertook as part of your appointment process, we established your good character and confirmed that you have the qualifications, competence, skills and experience that are necessary for your role.

- 9.1. We now ask you to re-confirm that you are a fit and proper person, as defined by the Regulatory Advice for the Registration of Current Providers for 2019-20 (Appendix B). We also ask you to re-confirm your commitment to the Nolan Principles of Public Life and the Public Interest Governance Principles as set out by the OfS;
- 9.2. This form and the information contained within it will enable us to:
 - 9.1.1. bring to your attention the 'fit and proper' persons extract from the OfS Regulatory Advice for the Registration of Current Providers for 2019-20 (Appendix B);
 - 9.1.2. demonstrate our commitment to working with the highest standards of openness, integrity and accountability;
 - 9.1.3. notify you on how the College will use the information and personal data you provide for (see section 10 below).

10. How we will use this information

- 10.1. The OfS requires us to confirm that every individual whose details we have passed to it has consented in writing to the OfS holding and processing their personal data for the purpose of its regulation of the College, and that we will provide a copy of this consent on request (section 17). However, under General Data Protection Regulations (GDPR), the lawful basis under which it is necessary for us to process your personal data is contained within article 6 (c) of the GDPR: 'compliance with a legal obligation';
- 10.2. You will be invited to sign a declaration which states that you have read, understood and completed this form and you confirm you are a fit and proper person;
- 10.3. For more information about how the OfS will use your information please visit the OfS website. If you would like to know more about how the College uses the information it holds on you, please view our Staff Privacy Notice; we will follow the same approach to handling data on members of all Boards, Committees and Groups.

- 10.4. Self-assessment form to be given to Directors, Non-Executive Members and Senior Executives, then returned;
- 10.5. Internal process form to be used by Office to assess and evidence each self-assessment form; to be kept on file.
- 10.6. The purpose of the self-assessment form is to collect information from all Directors, Non-Executive Directors, Non-Executive Board Members and senior staff in order to satisfy the management and governance conditions around the College's registration with the OfS. As part of this, we need to demonstrate that "the organisation is owned and managed by 'fit and proper' persons";
- 10.7. We seek confirmation from you all when you are initially appointed in a post and then annual confirmation thereafter. We are now maintaining/updating this record for our own purposes and to be able to respond to any future OfS requirements.

10.2 Processes

10.2.1. The test will comprise 3 separate processes:

- a) A briefing paper given to and kept by Directors, Non-Executive Members and Senior Executives;
- b) Self-Assessment Form and declaration;
- c) Evidence of Self-Assessment Form

11. Overview

Stage	Standard	Assurance process	Evidence
At appointment of the key person.	Good character The College ensures that all available information is sought to confirm that the individual is of good character.	Engagement checks include: 1. two references, one of which must normally be most recent employer; 2. qualification and professional registration checks; 3. Identity checks; 4. Search of insolvency and bankruptcy register; 5. Search of disqualified directors register	References Letters Copies of relevant qualifications and membership of professional bodies. Proof of ID Register search results
	Good character If the person is suitable but does not meet the indicative characteristics outlined above, the reasons for the appointment should be recorded and information about the decision should be made available to those that need to be aware.	1. Decisions and reasons for decisions recorded in minutes. 2. External advice sought as necessary.	Record the due process.

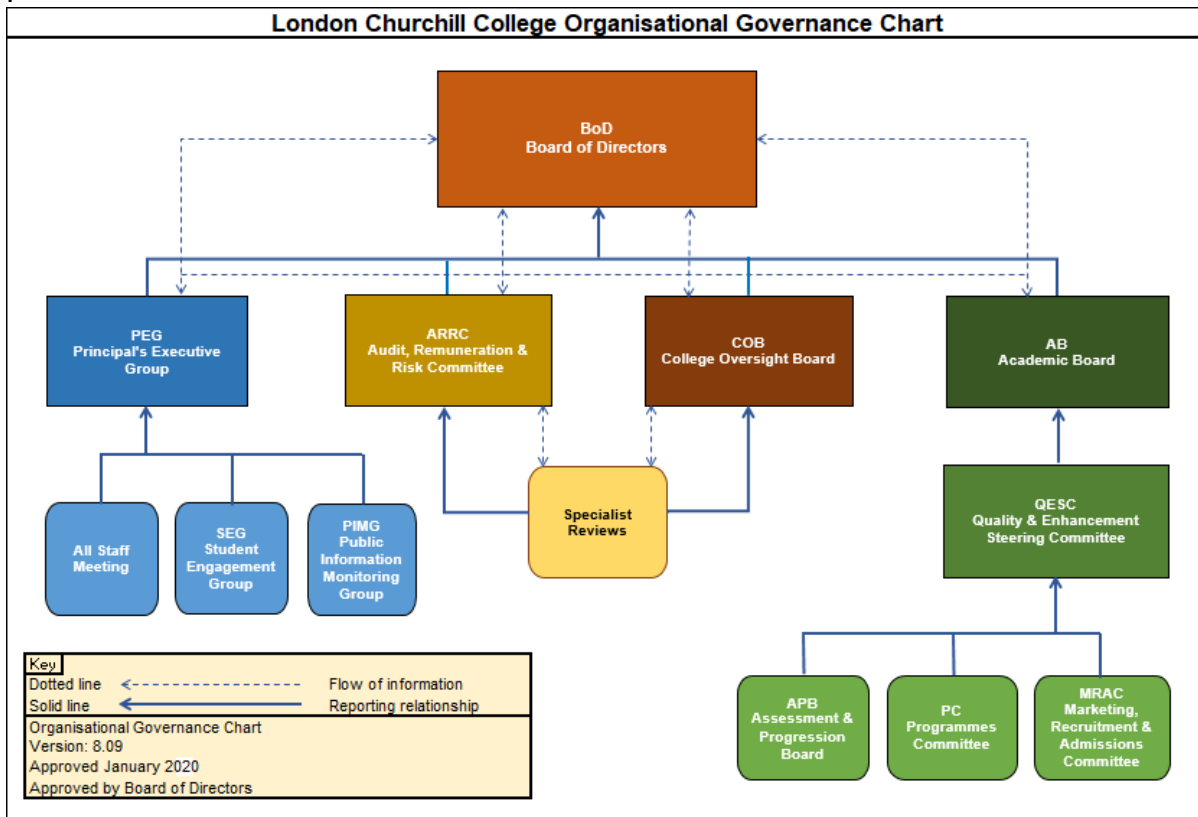
	<p><u>Qualifications, competence, skills and experience</u></p> <p>Where specific qualifications are deemed by the College as necessary for a role, the College will make the person specification clear and should engage those individuals that meet the required specification.</p>	<p>Engagement checks include a candidate's qualifications and employment references.</p> <p>Requirements included within the job description for all relevant posts.</p> <p>Checked as part of the pre-engagement checks and references on qualifications.</p>	<p>References Letters</p> <p>Copies of relevant qualifications and membership of professional bodies.</p> <p>Person specification</p>
	<p>The College considers a person's physical and mental health, subject to equalities and employment legislation.</p>	<p>Self-declaration by the individual.</p>	<p>Records of meeting with the individual.</p>
	<p>The College assures that the individual has not been at any time responsible for, privy to, contributed to, or facilitated, any serious misconduct or mismanagement in the carrying on of a regulated activity.</p>	<p>Consequences of false or inaccurate or incomplete information included in recruitment packs.</p> <p>Self-declarations of fitness including explanation of past conduct/character issues where appropriate by candidates;</p>	<p>References letters.</p>
Continued fitness of existing key appointments	<p>The fitness of key persons is regularly reviewed by the College to ensure that they remain fit for the role they are in.</p>	<p>Assessment of continued fitness to be undertaken normally each year.</p> <p>Checks of insolvency and bankruptcy register and register of disqualified directors normally to be undertaken each year.</p>	<p>Record the due process</p> <p>Register search results;</p>
	<p>If the College discovers information that suggests a key person is not of good character after she/he has been appointed to a role, the College must take appropriate and timely action to investigate and rectify the matter.</p>	<p>Action taken and recorded as required</p>	<p>Record the due process</p>

12. Administration of the Fit and Proper Person Test

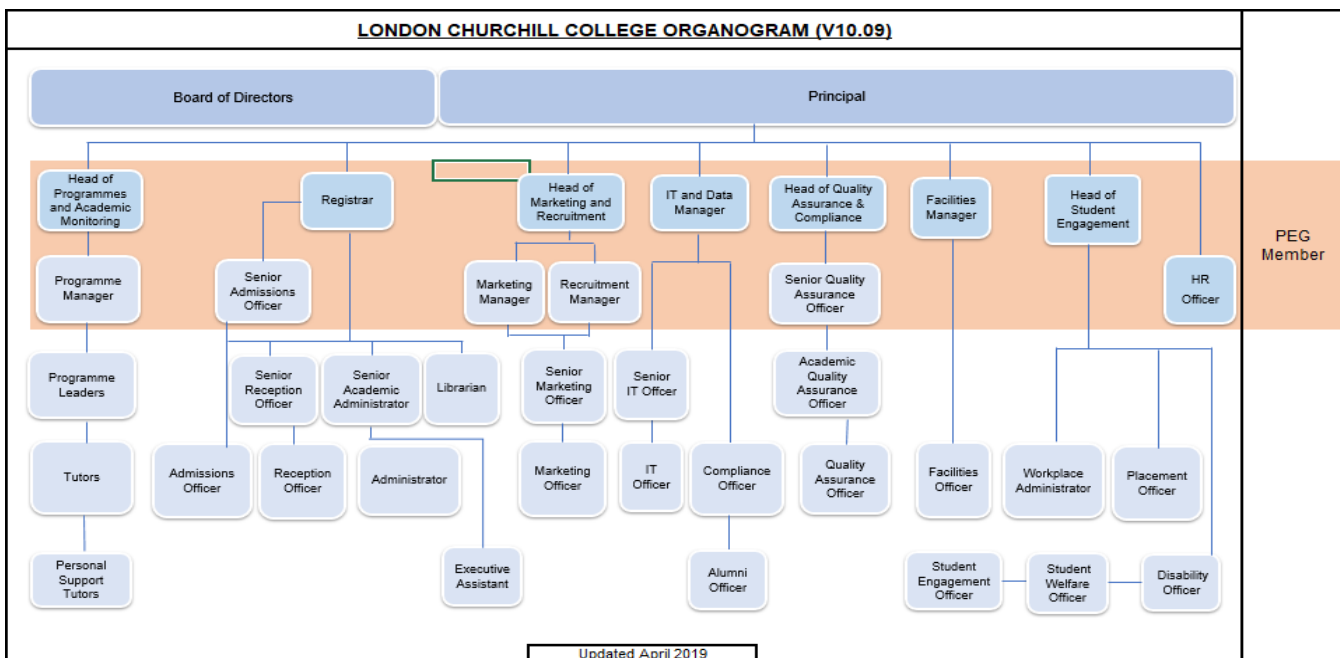
- 12.1. The Test (see Appendix A) will be administered by the College Principal, who is responsible for certifying annually to the Board of Directors and the College Oversight Board (and if required, to the Office for Students and other statutory agencies) that all relevant persons [as identified above] fully satisfy the requirements of the Test.

13. Organisational Governance Chart

13.1. The following chart shows the juxtaposition of LCC Boards, Groups and Committees and communication interrelationships. This is a unicameral structure with operations and academic matters clearly delineated.



14. Organogram



- 14.1. The chart above shows the interrelationship of the main College post-holders and reporting structure. This is a dynamic document and will be updated regularly to adjust to changing circumstances.

15. Appointment of Non-Executive Members to COB

15.1. Introduction

- 15.1.1. The aim of this section of the document is to help the Board of Directors (BoD), the College Oversight Board (COB), the College Principal and any relevant Board or Committee of the College to understand the process used by the College for the appointment of Non-Executive Members to the COB. In the context of the College, Non-Executive Member means any external member who is not part of the executive team and typically does not engage in the day-to-day management of the College.
- 15.1.2. The BoD delegates responsibility to the Principal of London Churchill College to make recommendations regarding the suitability of prospective NEMs and to make suitable appointments, which the BoD will approve.
- 15.1.3. In the case of non-approval, the decision of the BoD is final.

15.2. Consideration for appointment

A Non-Executive Member (NEM) should bring skills to the COB which expand and complement the strengths of existing senior staff. Some of the specific skills or attributes the BoD / Principal looks for in a prospective NEM include:

- 15.2.1. Strategic thinker
- 15.2.2. Balanced
- 15.2.3. Impartial
- 15.2.4. Diplomatic
- 15.2.5. Understanding of the College's business
- 15.2.6. Experience of higher education in the United Kingdom
- 15.2.7. Specialism in any area that might benefit the College.

15.3. Best Interest

- 15.3.1. As all directors have a core set of legal responsibilities that they must carry out, the NEM needs to act in the best interests of the College and to meet legitimate interests of the shareholders and other interested parties

15.4. Person Specification, Role and Remuneration

The Principal will draw upon the following criteria for the role of the NEM:

- 15.4.1. The NEM is expected to bring an objectivity and independence of view to the College Oversight Board's discussions. The NEM is expected to advise on papers submitted to COB meetings, to attend COB meetings, other College meetings as arranged and any extraordinary general meetings, and generally to use their best endeavours to promote and advance the interests of the College.
- 15.4.2. As the College is a private limited company, it is important to recruit someone who is familiar with the operations of the College, its board's

cultures and its current performance. Additionally, the NEM should feel comfortable with the College's plans, staff, systems and structures.

15.4.3. The appointment as a NEM of the COB is a contract for services and is not a contract of employment. It is expected that the NEM should be prepared to devote approximately 4 to 8 days a year to the work of the College. The NEM is required to serve on a committee or committees of the COB and will be given copies of the terms of reference and details of any specific responsibilities involved in serving on such committees.

15.4.4. The NED will receive a fee of £300 per meeting attended, payable against invoices submitted after attendance at each meeting. For any additional work agreed for the NEM, the remuneration will be £300 per day. The remuneration is inclusive of all costs incurred regarding the appointment. Any additional consultancy provided by a NEM will form part of a separate agreement.

15.5. Appointment Process

The role of the NEM of COB concerns corporate governance as well as adding credibility, business experience and commercial introductions.

As part of the recruitment process:

15.5.1. The Board of Directors or Principal as the delegated authority will consider whether the post is to be advertised internally and/or externally.

15.5.2. The Board of Directors or Principal as the delegated authority, will make the appointment of a NEM in strict conformity with applicable Equality legislation and should the post be advertised, will decide the closing date, and the composition and timing of the interview panel

15.5.3. The normal process for a prospective NEM is to attend at least one COB Meeting as an Observer followed by discussion with the Principal or Chair of the COB, deciding whether to join as a NEM.

15.6. Duration of Appointment

15.6.1. The NEM must be independent of the College and whose term of office is normally limited to a maximum of three terms of three years.

15.6.2. The appointment is for a period of three years per term served, renewable for an additional two terms, unless terminated earlier by either party upon 3 calendar months' written notice, or by The Board of Directors or Principal as the delegated authority in its absolute discretion at any time with immediate effect on payment of money in lieu of notice.

15.6.3. The appointment and any subsequent re-appointment as a NEM are at all times the responsibility of the Board of Directors or through delegated authority to the Principal of the College.

15.7. Conditions of Appointment

In addition to the generic conditions applicable for the appointment of all senior staff of the College, the following additional conditions are applicable for the appointment of NEMs to the COB:

- 15.7.1. By accepting the appointment, the appointee undertakes that the NEM has sufficient time to carry out the duties and has declared to the COB details of all other significant business and other interests and a broad indication of the time spent devoted to such commitments.
- 15.7.2. The NEM must advise the COB of any subsequent changes to these commitments.
- 15.7.3. All fees will cease to accrue with effect from the date of ceasing, for whatever reason, to be an NEM of the BOD.
- 15.7.4. The College will use its reasonable endeavours to obtain appropriate officers' liability insurance for the benefit of the NEM and to maintain the cover in force for so long as the appointee is a NEM, subject to the provisions governing such insurance and on such terms as the Board of Directors or Principal as the delegated authority may from time to time decide.
- 15.7.5. During the appointment as a non-executive director, the NEM must not put her or himself in a position of conflict with the duties to the College.

Appendix A: Fit and Proper' status form for individuals

16. Document 1: Fit & Proper Person, Briefing Paper

16.1. Introduction

- 16.1.1. The purpose of the self-assessment form is to collect information from all Directors, Non-Executive Directors, Non-Executive Board Members and senior staff in order to satisfy the management and governance conditions around the College's registration with the OfS. As part of this, we need to demonstrate that "the organisation is owned and managed by 'fit and proper' persons";
- 16.1.2. We seek confirmation from you all when you are initially appointed in a post and then annual confirmation thereafter. We are now maintaining/updating this record for our own purposes and to be able to respond to any future OfS requirements.

16.2. Overview

- 16.2.1. During the due diligence, we undertook as part of your appointment process, we established your good character and confirmed that you have the qualifications, competence, skills and experience that are necessary for your role;
- 16.2.2. We now ask you to re-confirm that you are a fit and proper person, as defined by the Regulatory Advice for the Registration of Current Providers for 2019-20 (Appendix 1). We also ask you to re-confirm your commitment to the Nolan Principles of Public Life and the Public Interest Governance Principles as set out by the OfS;
- 16.2.3. This form and the information contained within it will enable us to:
 - a) bring to your attention the 'fit and proper' persons extract from the OfS Regulatory Advice for the Registration of Current Providers for 2019-20 (Appendix 1);
 - b) demonstrate our commitment to working with the highest standards of openness, integrity and accountability;
 - c) notify you on how the College will use the information and personal data you provide for (see 3 below).

16.3. How we will use this information

- 16.3.1. The OfS requires us to confirm that every individual whose details we have passed to it has consented in writing to the OfS holding and processing their personal data for the purpose of its regulation of the College, and that we will provide a copy of this consent on request (section 98 of Appendix 1). However, under General Data Protection Regulations (GDPR), the lawful basis under which it is necessary for us to process your personal data is contained within article 6 (c) of the GDPR: 'compliance with a legal obligation';

- 16.3.2. You will be invited to sign a declaration which states that you have read, understood and completed this form and you confirm you are a fit and proper person;
- 16.3.3. For more information about how the OfS will use your information please visit the OfS website. If you would like to know more about how the College uses the information it holds on you, please view our Staff Privacy Notice; we will follow the same approach to handling data on members of all Boards, Committees and Groups.

Document 2: Fit & Proper Person, Self-Assessment

17. Self-Assessment Form and Declaration

If you answer 'yes' to any of the questions in this declaration, you must provide full details in additional information box, making it clear to which question you are referring.

(All information provided will be kept confidential and managed in line with our Data Protection policy, see statement at the end of the form)

#	Question	Detail	Delete as appropriate
1)	Have you ever been or are you currently a director, a partner in a partnership, a trustee, secretary or controller of a company, or an officer of an organisation that has, either during your connection or within one year of that connection:	a) Gone into liquidation	Yes / No
		b) Called in a receiver or administrator	Yes / No
		c) Been wound up	Yes / No
		d) Been convicted of an offence that potentially carries a custodial offence for an individual	Yes / No
2)	Have you ever had or used a different personal name? (Answer yes regardless of the reason for the change or name or use of a different name)	a) Marriage	Yes / No
		b) Deed poll	Yes / No
		c) <i>Nom-de-plume</i>	Yes / No
3)	Have you ever been convicted of a criminal offence anywhere in the world? ¹ You do not need to declare 'spent' convictions under the Rehabilitation of Offenders Act 1974.		Yes / No
4)	Have you ever been the subject of any adverse finding in civil proceedings, where relevant, including, but not limited to bankruptcy or equivalent proceedings (in the last three years)?		Yes / No
5)	Have you been involved in any abuse of the tax system?		Yes / No
6)	In the last five years, have you been the subject of any civil action relating to your professional or business activities that has resulted in a judgement or finding against you by a court, or a settlement (other than a settlement consisting only of the dismissal by consent of a claim against it and the payment of its costs) being agreed?		Yes / No

¹ For example Conspiracy, Corruption, Involvement in serious organised crime or directing serious organised crime, Bribery, Cheating the Revenue, Conspiracy to defraud, fraud or theft, fraudulent trading, fraudulent evasion, destroying, defacing or concealing of documents or procuring the execution of a valuable security, attempting to pervert the course of justice, money laundering, terrorist offences or offences linked to terrorist activities, an offence in connection with the proceeds of drug trafficking

7)	Have you ever been disqualified by a court from being a director or from acting as a charity trustee, as set out in the Company Directors Disqualification Act 1986 or the Charities Act 2011, or from acting in the management or conduct of the affairs of any company?	Yes / No	
8)	In the last ten years, have you been:	a) Refused or been restricted in the right to carry on any trade, business or profession for which a specific licence, registration or other authority is required?	Yes / No
		b) Investigated about allegations of misconduct or malpractice in connection with your professional activities which resulted in a formal complaint being proved but no disciplinary order being made?	Yes / No
		c) The subject of disciplinary procedures by a professional body or employer resulting in a finding against you?	Yes / No
		d) Reprimanded, excluded, disciplined or publicly criticised by any professional body to which you belong or have belonged?	Yes / No
		e) Refused entry to or excluded from membership of any profession or vocation?	Yes / No
		f) Dismissed or requested to resign from any office, employment or partnership (other than through redundancy)?	Yes / No
		g) Reprimanded, warned about future conduct, disciplined or publicly criticised by any regulatory body, or any officially appointed enquiry concerned with the regulation of a financial, professional or other business activity?	Yes / No
		h) The subject of a court order at the instigation of any regulatory body, or any officially appointed enquiry concerned with the regulation of a financial, professional or other business activity?	Yes / No
9)	Are you currently undergoing any investigation or disciplinary procedures in respect of issues that would give rise to any 'yes' answers to questions in this declaration?	Yes / No	
10)	Have you been involved with any entity that has been refused registration to carry out a trade or has had that registration terminated?	Yes / No	
11)	Have you been dismissed from a position of trust or similar?	Yes / No	
12)	Have you been involved with a higher education provider that has had its registration refused or revoked by the Office for Students or has had similar action taken against it by another regulatory (this includes, but is not limited to, serving on a board/governing body, having voting rights, being a significant shareholder/owner, serving in a senior position, etc)?	Yes / No	
13)	I have used arrangements notified under the Disclosure of Tax Avoidance Schemes ("DOTAS") rules in Part 7 Finance Act 2004 in respect of which a reference number has been issued under section 311 of Finance Act 2004, where the arrangements featured charitable reliefs or which used a charity, and where my tax position has been adjusted by HMRC to wholly or partly remove the tax advantage generated by the arrangements and such adjustments have become final.	Yes / No	

14)	Have you used tax arrangements which have been successfully counteracted under the general anti-abuse rules (see Part 5 of Finance Act 2013 or section 10 National Insurance Contributions Act 2014, as enacted or as amended from time to time) where such counteraction has become final?	Yes / No
15)	Have you been actively involved in designing and/or promoting tax avoidance schemes featuring charitable reliefs or which used a charity?	Yes / No
16)	Have you made compositions or arrangements with creditors from which you have not been discharged?	Yes / No

Additional Information

Declaration
<p>I, the undersigned, declare the self-assessment to the London Churchill College and give consent to share it with the Office for Students, as evidence that I am a fit and proper person to hold the post for which I have been assessed.</p> <p>Print Name:</p> <p>Signature:</p> <p>Date:</p>

18. Data Protection

18.1. The following is a Privacy Notice under Data Protection law:

18.1.1. The information supplied on this form will be used to assure your fitness to hold a governor position at London Churchill College. The legal basis for processing your personal data is that it is necessary for the performance of a task in the public interest.

- 18.1.2. Your information may be shared with the Office for Students (OfS) if required and/or similar organisations with regulatory/inspection oversight responsibilities over the University.
- 18.1.3. The information will be held for the duration of your time as a Governor including any amendments made during the period of your role [plus 12 years]. This declaration will be kept securely and in confidence. Access to this information will be restricted to designated persons and relevant third parties who are authorised to view it as a necessary part of their work.
- 18.1.4. You have the following rights for your personal data: request a copy of your data from us; to request us to cease processing if you suffer damage or distress; to correct the data; to restrict our data processing activities.

19. Annex 1: Nolan Principles of Public Life

The principles have been taken from the government website and are the basis of the ethical standards expected of public office holders. Please read the below principles and confirm your commitment to them in the self-assessment form.

- 19.1. **Selflessness:** Holders of public office should act solely in terms of the public interest;
- 19.2. **Integrity:** Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships;
- 19.3. **Objectivity:** Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias;
- 19.4. **Accountability:** Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this;
- 19.5. **Openness:** Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing;
- 19.6. **Honesty:** Holders of public office should be truthful;
- 19.7. **Leadership:** Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

20. Annex 2: Public Interest Governance Principles as set out by the OfS

The Principles below have been extracted from the OfS website and apply to all registered providers. Please read the below statements and confirm your commitment to them in the self-assessment form.

- 20.1. **Academic freedom:** Academic staff at an English higher education provider have freedom within the law:
 - 20.1.1. to question and test received wisdom; and
 - 20.1.2. to put forward new ideas and controversial or unpopular opinions; without placing themselves in jeopardy of losing their jobs or privileges they may have at the provider.

- 20.2. **Accountability:** The provider operates openly, honestly, accountably and with integrity and demonstrates the values appropriate to be recognised as an English higher education provider;
- 20.3. **Student engagement:** The governing body ensures that all students have opportunities to engage with the governance of the provider, and that this allows for a range of perspectives to have influence;
- 20.4. **Academic governance:** The governing body receives and tests assurance that academic governance is adequate and effective through explicit protocols with the senate/academic board (or equivalent);
- 20.5. **Risk management:** The provider operates comprehensive corporate risk management and control arrangements (including for academic risk) to ensure the sustainability of the provider's operations, and its ability to continue to comply with all of its conditions of registration;
- 20.6. **Value for money:** The governing body ensures that there are adequate and effective arrangements in place to provide transparency about value for money for students and (where a provider has access to the student support system or to grant funding) for taxpayers;
- 20.7. **Freedom of speech:** The governing body takes such steps as are reasonably practicable to ensure that freedom of speech within the law is secured within the provider;
- 20.8. **Governing body:** The size, composition, diversity, skills mix, and terms of office of the governing body is appropriate for the nature, scale and complexity of the provider;
- 20.9. **Fit and proper:** Members of the governing body, those with senior management responsibilities, and individuals exercising control or significant influence over the provider, are fit and proper persons;
- 20.10. **Records:** Where degree awarding powers (DAPs) are solely contained in the provider's governing documents, and no order either under section 76 of the Further and Higher Education Act 1992, or under the Higher Education and Research Act 2017 exists, the provisions setting out those powers must be retained and may not be altered without the consent of the Office for Students;
- 20.11. **(XI) Independent members of the governing body:** There must be at least one external member of the governing body who is independent of the provider, and whose term of office is normally limited to a maximum of three terms of three years or two terms of four years. For providers with large governing bodies, or more complex legal forms, additional independent members may be appropriate.

Document 3: Assess and Evidence Each Self-Assessment Form

21. Fit and Proper Person Enquiries

Name of Director undertaking Assessment:

1)	Is the individual of good character?	Yes / No
	Evidence base:	
2)	Does the individual possess qualifications, competence, skills and experience that are necessary for the role?	Yes / No
	Evidence base:	
3)	Is the individual able by reason of their health, after reasonable adjustments are made, to perform properly the tasks of the office or position for which they are appointed?	Yes / No
	Evidence base:	
4)	Has the individual completed the 'fit and proper person' self-assessment included in Declaration of Interests? When?	Yes / No

5)	Are there any positive responses? If so, list them below and state how these were dealt with	Yes / No
6)	What are the results of a company director search on the Companies House website? List all companies, including those no longer trading.	
	Company name and number	Role
		Date of Appointment
		Appointment active? Yes / No
7)	6. Results from checks of:	
8)	Disqualified directors on: https://www.gov.uk/search-the-register-of-disqualified-company-directors	Yes / No
9)	Individual insolvency register: https://www.insolvencydirect.bis.gov.uk/eiir/	Yes / No
10)	Bankruptcy and debt relief restrictions: https://www.insolvencydirect.bis.gov.uk/IESdatabase/viewbrobrusummary-new.asp	Yes / No
11)	If the individual had identified that they are a trustee of a registered charity on their self-declaration, what are the result of a search of the Charity Commission's website of other trusteeships?	
12)	Results of a search of disqualified trustees on http://apps.charitycommission.gov.uk/trusteeregister/search.aspx?RegisteredCharityNumber=&CurrentLanguage=English&SubsidiaryNumber=&DocType&	

13)	Are there negative indicators following an internet search on the individual? Please list the searches run (include inter-alia: fraud, misconduct, disciplinary, disqualification, evasion, regulatory, reputation, discharge, financial)	Yes/No

Completed by:

Name		Job Title	
Date of initial completion			
Date of last update			

22. Appendix B

Regulatory Advice for the Registration of Current Providers for 2019-20

https://www.officeforstudents.org.uk/media/1094/ofs2018_04.pdf