

RNN Group Board - Governance Position Paper

RNN Group Board membership is as follows:

12 independent governors

The Principal and CEO

2 staff governors

2 student governors

Total – 17

There are an additional two co-opted governors on the Audit and Risk Committee and Finance and Resources Committee.

The Instrument and Articles of Government have a determined number of no less than twelve or more than twenty, with a determined number of up to 17 independent governors in the Standing Orders.

The Board is supported by an experienced Director of Governance.

Succession planning is ongoing. There are no identified skills gaps, and the Board is currently looking to recruit a new governor to support the DTEC, and to strengthen its membership across Quality and Standards Committee and Audit and Risk Committee. The next skills audit aligned to the Strategic Plan will take place in January 2027 and a Committee skills audit took place in May 2026.

The Board has a board profile and skills and diversity audit which the Search, Governance and Remuneration Committee considers on a regular basis when reviewing membership and succession planning. The last audit took place in June 2026.

Board structure

The Board operates a traditional board structure with five committees. Board meetings take place at least four times a year plus two strategy days. Committees are as follows:

Audit and Risk Committee

Finance and Resources Committee

Quality and Standards Committee

Search, Governance and Remuneration (SGR) Committee

Special Committee

In addition, there is a time limited English and Maths Task and Finish Group.

Membership of committees is based on the skills and expertise required to comply with the terms of reference. Co-opted members bring additional expertise where needed.

A Board and Committee structure chart and membership list is [available](#).

Statutory documents

- The Board has [Instruments and Articles of Government](#) (I&As) and byelaws in place which are reviewed every two years or as required. The most recent review is May 2024
- All Committees have [terms of reference](#) that are reviewed annually and approved by the Board
- The Board has adopted the AoC Code of Good Governance for English Colleges and the AoC Senior Post Holder Remuneration Code which it reviews against and complies with the Effective Senior Post Holder Appraisal and Chair Performance Review and Board Performance
- The Board and its Committees review and approve relevant governance and Group policies and the Audit and Risk Committee receives a policy framework
- All Board members complete and return [registers of interest](#) and code of conduct affirmations annually, and declarations of interest are a standing item on Board and Committee meetings.

Skills audit and Board profile

A skills and diversity audit is carried out to enable the SGR Committee to make recommendations to the Board on the appointment of new governors; the reappointment of existing governors; the succession strategies that will be required to enable succession to governance roles and the recruitment strategies to be undertaken. The skills audit helps demonstrate that governors have the necessary range of skills, expertise and diversity to support the Group effectively and responsibly for a sustainable and successful future, identifies vacancies on the Board and supports discussions on governance structure.

The skills and diversity audits are considered at the SGR Committee. Results received to date show:

- An experienced and diverse Board in terms of skills and experience covering all key areas of the Group's business including – finance (four qualified), audit and assurance, governance, estates and facilities, research and policy, business and skills, economic development, relevant government and public sector agencies, IT, education (including further education, higher skills, HE, student support and experience, STEM, T Levels), careers, people resources, workforce, digital transformation, marketing , safeguarding and equality, SEND
- Governors bring expertise from different sectors and areas of business with the majority of governors still working in their respective fields
- Governors are well matched to committees to utilise their skills for the benefit of the Group

Board profile

- The RNN Group Board promotes a culture of inclusivity where diversity in terms of protected characteristics is respected and celebrated. It is committed to a diversity of people on the Board to ensure it has the breadth of insight and experience needed to govern a genuinely inclusive and successful organisation. This is a focus for succession planning. See appendix one for the RNN Group Board profile, noting that a new diversity audit is currently out for returns and there are new governors on the Board

Succession planning

- Succession planning is a standing item on the SGR agenda which meets at least three times a year
- The Board appointed five new governors in October 2024 with skills in student voice, HE, estates and facilities, audit and finance and three new governors in 2025-6 with expertise in finance, quality and education. Since April 2025 there have been five independent governor resignations and one student governor resignation. All have cited capacity as the reason and this is an area of focus for the Board
- The Board appointed a new Chair in April 2025 and a new Vice Chair in May 2025. A new Chair of Quality and Standards was appointed mid-year in 2025-6.

The SGR Committee's aim is that new appointments:

- Are made following governance best practice models of appointment and abide by the Nolan Principles
- Are based on skills and experience
- Going forward will use positive action to address any imbalance in protected characteristics

Self-Assessment

The Board views self-assessment as an important and ongoing process made up of different activities to provide a holistic view. The Board carries out the following self-assessment processes:

- **External Governance Review** (completed in May 2024) and next review in September 2026 by Stephen King Consultancy Ltd.
The EGR was completed by Ian Ashman and concluded that *the effectiveness of governance at the Group is good, with a proven track record of success and with the ability to improve further towards excellence*. The recommendations and suggested enhancements from the review have been taken forward by the SGR Committee as part of the Governance Improvement Plan with all actions completed by June 2025
- Governance Improvement Plan – the Board has an annual Plan which is overseen by the SGR Committee and is available to view
- **Committee review of effectiveness and skills profiles**
An annual review of committee effectiveness. The review identifies areas where the Committee is focused and areas for further work for the following year
- **Annual review of the Chair and Director of Governance**
- **Annual governor appraisals with the Chair**
- **Exit surveys for departing governors**
- **Onboarding surveys for new governors**

Board development and engagement

On induction governors receive a governance induction, attend the Education and Training Foundation's induction, visit the colleges, and meet with Exec, staff and students.

Board development is an ongoing part of the governor role and there is an annual programme of opportunities including statutory safeguarding and prevent and equality training, bitesize Board sessions on key aspects of the Group, risk scrutiny sessions, learning walks and deep dives, school taster sessions and Group events. Governors have a target to attend at least three events a year and this is achieved. The Board receives the CEO and

Principal's weekly update to staff and a monthly Board Briefing including sector, Group and Board updates, and CEO presentations at the Board meetings.

Link governors

The link governor scheme was updated in 2024 to focus on statutory and student facing roles and has been reviewed and updated in 2025-6. The Board has the following link governors who meet with managers, go on visits and share their experiences with Committees and Board:

Safeguarding, – Steve Bulley

SEND, Inclusion and Equality, Diversity and Inclusion – Simon Ashton

Estates – Kay Mulcahy

Apprentices – Margaret Cobb

Adult Skills Funding – Margaret Cobb

Personal development and CEIAG – Shirley Collier

Curriculum Planning – recently vacant due to the resignation of Carol Stanfield in June 2026

HE and Higher Skills – Louise Woodcock

English and Maths – Hayley Tingle and Margaret Cobb

The Board also shares its governance expertise with the Exec and SLT for other roles including audit, finance, business, estates, governance, HR, IT, marketing, MIS and policy.