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 is currently one co-opted governor on the Audit and Risk 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.

There are no identified skills gaps, and the Board is currently advertising for a new Chair of Finance and Resources Committee and a financially qualified co-opted governor. A full review of skills will take place in 2025-6 in line with the new Strategic Plan.

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.

Board structure
The Board operates a traditional board structure with five committees. Board meetings take place at least four times a year plus a strategy day. 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 Capital Projects Steering Group and 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 forms 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.

A new skills and diversity audit was completed in May 2025 with results 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 (three 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

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

- Four governors come to the end of their first term of office in 2025 and would like to continue for a second term
- The Board appointed a new Chair in April 2025 and a new Vice Chair in May 2025
- The Board is currently advertising for a co-opted financially qualified governor
- One governor (business and skills) is on sabbatical from February 2025 for up to a year

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)
  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 on track to be completed by June 2025
- **Board self-assessment**
- **Committee review of effectiveness**
  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.

Link governors

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

Safeguarding, Prevent and SEND – Simon Ashton

Equality, Diversity and Inclusion – Sohil Zokari

Environment and Sustainability – Kay Mulcahy

Health and Safety – Kay Mulcahy

Apprentices – Margaret Cobb

Adult Skills Funding – Margaret Cobb

Personal development and CEIAG – Shirley Collier

Curriculum Planning – Carol Stanfield

HE and Higher Skills – Donna Clifford and 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.