

**Procedure for Complaints
against the
Corporation and Board Members**

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1 Introduction and Purpose

Further Education Corporations are statutory bodies and exempt charities established under the Further and Higher Education Act 1992. In fulfilling their responsibilities, Corporation Board Members must uphold the highest standards of conduct, accountability and governance. This procedure sets out how concerns may be raised about the conduct, decisions or actions of individual Board Members or the Corporation as a whole. The purpose of this policy is to ensure that all such concerns are handled fairly, transparently and independently, and in full compliance with regulatory and statutory requirements.

2 Scope

- 2.1 This procedure applies to complaints concerning the governance and conduct of the Corporation and its individual Board Members, including the Principal/Chief Executive where acting in the capacity of a Board Member. Complaints must relate to the performance of their functions, the exercise of corporate powers, or alleged breaches of governance duties, statutory obligations or regulatory requirements, including the Department for Education Accountability Agreement and the 2025 AoC Code of Good Governance
- 2.2 Complaints concerning College management, staff (including the Director of Governance), services, academic matters or operational issues fall outside the scope of this procedure and should be addressed through the College's general complaints procedure.

3 Submitting a Complaint

- 3.1 Any individual or organisation may submit a complaint about the Corporation or an individual Board Member. Complaints must be made in writing, clearly titled "**Complaint**", and addressed to the Director of Governance. Submissions should identify the person raising the concern, set out the nature and grounds of the issue, include relevant supporting documentation, and outline the outcome sought. Written complaints may be sent via email or post to the Director of Governance at the College's principal address.

Complaints may be submitted anonymously; however, this may limit the ability to fully investigate the matter. Anonymous complaints will be considered on the information available.

The Corporation reserves the right to discontinue complaints that are vexatious, malicious, or repetitious. Reasons for such decisions will be provided where appropriate.

4 Initial Actions by the Director of Governance

- 4.1 Upon receiving a written complaint, the Director of Governance will acknowledge receipt as promptly as possible, usually within 5 working days. The Director of Governance will then determine whether the matter relates to an individual Board Member or the Corporation as a whole and will ensure that it is referred to an appropriate and impartial individual or body for investigation. This initial assessment will normally be completed within ten working days of receipt of the complaint. Where the complaint concerns the Corporation as a whole, the Director of Governance will ensure that the matter is referred externally, as the Corporation cannot investigate itself.

- 4.2 The Director of Governance will ensure that the Chair of the Corporation is made aware of any complaint, as appropriate. If a complaint is raised against the Chair of the Corporation, the Director of Governance will inform the Vice Chair of the Corporation.

5 Complaints Against an Individual Board Member

- 5.1 Where the concern relates to the conduct or actions of a specific Board Member, the Director of Governance will refer the matter to one of the following, provided they have not been involved in the matter:
- 5.1.1 the Audit Committee;
- 5.1.2 an Independent Governor with no connection to the issue; or
- 5.2 an external governance specialist with substantial FE governance experience. The appointed investigator will review all available information and may meet with the individual raising the concern and the Board Member concerned if required to establish the facts. They may also seek advice from internal or external auditors or other independent advisers if this would support the investigation.
- 5.3 A written findings report will be produced and shared with the individual raising the concern and with the Corporation.
- 5.4 An interim report will normally be provided within 28 days of appointment, and the investigation will normally be completed within 8–12 weeks unless there are exceptional circumstances.

6 Complaints against the Corporation as a Whole

- 6.1 Where a complaint concerns the Corporation collectively, an internal investigation is inappropriate. In such cases, the Director of Governance will appoint an external, independent investigator - such as a governance consultant, an FE governance professional from another Corporation, or an auditor with relevant expertise. This ensures impartiality and aligns with best practice expectations under the FE Code of Good Governance.
- 6.2 The independent investigator will conduct a full review of the matter, including examination of relevant documents, minutes, decisions and, where necessary, interviews with the person raising the concern and with appropriate senior leaders. A written report of findings will be submitted to both the Director of Governance and the Corporation.
- 6.3 An interim report will normally be provided within 28 days, with the full investigation completed within a reasonable timeframe, normally not exceeding 12 weeks.

7 Consideration of the Investigation Report

- 7.1 The investigation report will be reviewed by the Audit Committee (or an alternative independent body where appropriate), which will provide recommendations and advice to the Corporation.
- 7.2 As the body legally responsible for governance, the Corporation will receive the findings of the investigation; determine whether the complaint is substantiated in whole or in part; and decide what actions, if any, should be taken.
- 7.3 Possible outcomes may include (but are not limited to):
- no further action;
 - recommendations for governance improvement;
 - training or development requirements;
 - referral to external authorities.

- 7.4 Any Board Member who is the subject of the concern will withdraw from the meeting and take no part in discussions or decisions relating to the outcome.

8 Communication of the Outcome

- 8.1 Once the Corporation has considered the investigation report, the Director of Governance will issue a written outcome within seven working days. This written response will be sent to the individual who raised the concern and to any Board Member named in the matter.
- 8.2 The response will clearly set out the decision, the reasons for that decision and any actions or remedial measures the Corporation has agreed to take.
- 8.3 Where the findings identify a significant governance issue, breach of statutory or regulatory duty, or any matter that may constitute a notifiable or reportable event under the Department for Education's oversight and accountability framework, the Director of Governance will ensure that the issue is escalated to the relevant external authority. This may include, but is not limited to, the Department for Education, the Secretary of State, the Office for Students, or any other regulatory body with jurisdiction over Further Education Corporations.
- 8.4 In all cases, the Corporation will ensure that agreed actions arising from the decision are recorded, implemented in a timely manner, and subject to ongoing monitoring. Wherever possible, the Audit Committee will oversee this monitoring to provide assurance that appropriate governance arrangements are reviewed and strengthened where required.

9 Appeals

The complainant may request a review of the process (but not a reinvestigation of the complaint) within ten working days of receiving the outcome.

Any such review will be conducted by an independent person not previously involved in the matter, which may include an external governance specialist.

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Procedure reviewed and approved by:

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