

## **COMMITTEE STRUCTURE – (as at March 2022)**

### **Appeals Committee                      Quorum 3**

Membership – to be chosen by Chair (excluding Staff and Student Governors)

Terms of Reference - to hear appeals from senior post holders + staff where the Principal delivered the initial sanction

To meet – as required but within 15 working days ordinarily of an appeal being made or 20 working days if made during July/August

Clerk – Mrs B Robinson

Adviser to the Group – HR or Legal consultants (as required)

### **Audit Committee                              Quorum 3**

Mr J Aslam  
Mr J Fitzgerald  
Mrs A Moore  
Mrs N Salter

Terms of Reference

-to advise the governing body on the adequacy and effectiveness of the college's systems of internal control and its arrangements for risk management, control and governance processes, and securing economy, efficiency and effectiveness (value for money)

-to advise the governing body on the appointment, reappointment, dismissal and remuneration of the financial statements/regularity auditors and other assurance providers

-to advise the governing body on the scope and objectives of the work of the internal auditors (where appointed), the financial statements auditor and other assurance providers (where appointed)

-to establish, in conjunction with management, relevant annual performance measures and indicators, and to monitor the effectiveness of the IAS (where appointed) and financial statements auditor through these measures and indicators and to decide, based on this review, whether a competition for price and quality of the audit service is appropriate

-to monitor and review the effectiveness of the College's internal audit function (where applicable)

-to review and monitor the external auditor's independence and objectivity and the effectiveness of the audit process, taking into consideration the relevant UK professional and regulatory requirements

-to develop and implement policy on the engagement of the external auditors to supply services other than financial statements, audit and regularity audit, taking into account relevant ethical guidance. Report to the governing body identifying any matters in respect of which it considers that action or improvement is needed and making recommendations as to the steps to be taken (where services other than financial statements, audit and regularity audit are provided, the governing body should explain in its Annual Report and Financial Statements how auditor objectivity and independence is nonetheless safeguarded)

-to provide a written annual report to the governing body that outlines the activities of the audit committee as they relate to the year under review and to the terms of reference of the Committee. The annual report should include the Audit Committee's view of its own effectiveness. The report should also include the Committee's opinion on the adequacy and effectiveness of the College's systems and arrangements for risk management, control and governance processes and for securing economy, efficiency and effectiveness. The annual report must be submitted to, and approved by, the Corporation before the "Members Report" in the annual accounts is

signed. A copy of the Audit Committee's annual report must be submitted to the relevant funding provider with the annual accounts.

- to advise the Corporation on control and other issues included in the management letters and reports of the financial statements and regularity auditor, and of any reports submitted by other providers of assurance (including internal audit where applicable) to the Corporation; and management's responses to these
- to monitor, within agreed timescales, the implementation of all audit recommendations
- to monitor & scrutinise FOI/GDPR/Data Protection matters
- to ensure it has overseen the College's policy on fraud and irregularity and ensure that all allegations and instances of fraud and irregularity are proportionately, independently and properly investigated; that outcomes are reported to the Audit Committee; that the external auditors (and internal auditors where appointed) have been informed and that appropriate follow up action has been planned/actioned, and that all significant cases of fraud or suspect fraud or irregularity are reported to the Chief Executive of the appropriate funding body.
- to recommend the annual financial statements to the governing body for approval.
- the right to scrutinise any activity within its terms of reference, which may involve engaging a third party to assist
- the right to access all the information and explanations it considers necessary, from whatever source, to fulfil its remit
- a requirement for the Corporation to appoint a minimum membership of three, a majority of whom must be governors, which must not include the Chair of the Corporation or Principal
- a responsibility for the Corporation, in appointing members, to maintain the committee's independence and objectivity
- a restriction on the committee not to adopt an executive role

To meet – at least termly

Chair – Mr Aslam            Clerk – Mrs B Robinson

### **Financial Monitoring Committee**

Mr A Douglas  
Mr S Driver  
Mr A Pascoe  
Mr P Townsley

### **No delegated Powers**

#### Terms of Reference

- to receive and scrutinise cash flow forecasts monthly to be able to provide levels of assurance to Corporation
- to monitor financial management aspects of "Accountability Review" and make Corporation (and/or Audit) aware of any amendments to governance arrangements
- to review financial key performance indicators and make recommendations to Corporation
- to aid in the process of quarterly health checks to the Bank as required
- to advise Corporation on the expenditure on a single item in excess of £50,000 where this is funded by the College
- to advise Corporation on the expenditure on a single item in excess of £50,000 where this is funded externally and has not already been approved at the application bidding stage
- to advise Corporation on the awarding of contracts in excess of £50,000 where this is funded by the college
- to advise Corporation on the awarding of contracts in excess of £50,000 where this is funded externally and has not already been approved at the application bidding stage
- to monitor the spending of capital monies over £50,000 whether funded externally or by the college
- to conduct a post-project evaluation within 2 months of completion of all capital projects with a value over £50,000 including actual expenditure against budget and reconciling funding arrangements where a variance has occurred as well as other issues affecting completion of the project
- to advise Corporation on any proposed new aspect of business or the proposed establishment of a company or joint venture which will require an investment in buildings, resources or staff time
- to receive termly report from Director of Finance & Resources on the adherence of the treasury management policy (within management accounts)

-to receive notification of payment of staff loans  
- to advise Corporation of any contracts/agreements for off-site collaborative provision (franchising)  
-to advise Corporation on establishing procedures to deal with any patents accruing to the College from inventions and discoveries made by staff in the course of their research  
Where any proposed payments to staff other than designated senior post-holders are within the budget allocated for the purpose by the Corporation:

- severance payments up to the statutory maximum; or
- up to the value of £10,000 including statutory payments and any enhancements

may be approved by the Principal, in consultation with the Chair of Governors

Any proposed severance payments to staff other than designated senior post-holders in excess of the statutory maximum or £10,000, if that is higher, require consideration by the FMC and approval by the Corporation

-to advise Corporation on the purchase, lease or rent of land, buildings or fixed plant  
- to receive an annual summary of income and expenditure of international visits  
- to monitor the Principal's expenses

To meet – termly

Chair – Mr A Douglas

Clerk – Mrs B Robinson

### **Human Resources Committee**

**Quorum 3**

Membership – members to be chosen by Chair (excluding Staff and Student Governors)

Terms of Reference

- to act as a hearing for disciplinary and capability procedures for senior post holders

To meet – as required

Clerk – Mrs B Robinson

### **Quality Assurance Committee**

**No delegated powers**

Mr J Fitzgerald

Mr A Pascoe

Mr P Raistrick

Mr P Townsley

& Mr H Darwin, Mrs C Holmes & Mrs Rinaldi to advise

Terms of Reference

- to constantly review quality of provision
- to monitor detail in Self-Assessment Report (SAR) and scrutinise prior to presentation to Corporation
- to validate data presented
- to monitor and scrutinise quality assurance procedures
- to consider value added data
- to scrutinise key performance indicators (KPIs) relating to quality
- to provide governors with assurances that they are:
  - (a) tackling the performance issues that need to be dealt with
  - (b) aware of the major areas of weakness
  - (c) advising on actions being taken to address these
  - (d) able to demonstrate impact of the actions taken

To meet – termly

Chair – Mr J Fitzgerald

Clerk – Mrs B Robinson

### **Remuneration Committee**

**Quorum 3**

Mr A W Pascoe

Mr S Driver

Mr P Raistrick

Terms of Reference

- to discuss and recommend to the Corporation the role descriptions of the senior post holders
- to determine the contracts of the senior post holders
- to determine the performance & performance related pay of senior post holders (awarding of the annual cost of living pay increase made to teaching staff to be automatically awarded at the same rate & time to the Principal

and awarding of the annual cost of living pay increase made to support staff to be automatically awarded at the same rate & time to the Director of Governance)

- benchmarking data to be sent directly to members by Director of Finance & Resources
- agenda & meeting link to be arranged by Director of Governance
- minutes to be taken by a member of committee
- SPH not required to attend unless specifically invited

NB – senior post holders include Principal and the Clerk to Corporation/Director of Governance

To meet – annually or as required

Chair – Mr A Pascoe

Clerk – see above

### **Search Committee**

**Quorum** no delegated powers

Mrs A Moore

Mrs S Hotchin

Mr J Watkinson

**Vacancy**

Terms of Reference:

### **Search**

- To routinely review vacancies as/before they arise and recommend candidates for approval to Corporation
- To be responsible for nominating candidates for approval of Corporation
- to consider and make recommendations on the Corporation's composition and balance in terms of skills, knowledge, equality and diversity
- To undertake review of Succession Planning – governors, Chair & Vice Chair
- To undertake Annual Audit of Skills/Knowledge/Diversity of Membership
- To receive Annual report of Governor Attendance
- To review nomination & election process for Student Governors
- To review of Parent & Staff nomination & election process (bi-annually)
- To review Student Leadership Team Constitution
- To review use of Co-opted positions on committees

### **Governance**

- To be responsible to advising governors on best practice in governance arrangements
- To review of governor training & induction programme
- To Review Public Access Policy
- To Review Public Value Statement
- To Review Publishing Arrangements Statement
- To Review Self-Assessment Process of Corporation
- To Review of Instruments & Articles
- To recommend focus & format of Corporation Planning Day
- To be responsible for promoting Planning Days, governor events and other contributions of governors to fully embrace the culture of "Governance with Impact".
- To monitor implementation of FE Good Code of Governance
- To review Standing Orders
- To produce Annual Report of Search Committee (Review of effectiveness of Search Committee)
- To review Code of Conduct
- To monitor implementation of Governance Improvement Plan
- To monitor implementation of Communication & Engagement Strategy
- To advise on best practise in governance arrangements

To meet – termly

Chair – Mrs A Moore

Clerk – Mrs B Robinson

**International Committee** – no delegated powers

Mr A Pascoe

Mr L Riley

**Vacancy**

& to invite other participants as required

- To consider and develop the International Strategy
- To receive recommendations from Financial Monitoring Committee re the budget income and expenses and to consider the value of spend
- To recommend due diligence where appropriate
- To make recommendations to Corporation

To meet – as required

Chair – Mr A Pascoe          Clerk – Mrs B Robinson

**Buildings Committee** – delegated powers – yes with some decisions being recommended to full Corporation as members felt appropriate

Mr A Pascoe  
Mr J Aslam  
Mr S Driver  
Mr J Fitzgerald  
Mrs A Moore

To focus on Building Projects 2021-22 & beyond to include but not limited to:

- (a) Schedule of projects
- (b) Financial Matters
- (c) Timescales & Process
- (d) Outcomes for learners/links to Strategic Development Plan
- (e) Sustainability
- (f) Use of local contractors

NB the Buildings Committee members are authorised to seek expert independent advice to provide further assurance as felt appropriate

To meet – as required and with the ability to waiver 7 days notice

Chair – Mr A Pascoe          Clerk – Mrs B Robinson

**Advance Colleges Trust (ACT) Representatives**

Mr A Pascoe  
Mr J Fitzgerald  
Mr P Townsley

- To represent the Corporation at ACT meetings
- To keep governors informed of progress

To meet – as required

Chair – n/a          Clerk – n/a

**Appraisal Group**

Mr S Driver  
Mr A Pascoe (Chair)  
Mrs A Moore

**Chair of Corporation**

Mr A Pascoe

**Vice Chair of Corporation**

Mr P Townsley

**E&D Named Governors**

Mrs A Moore  
Mrs S Hotchin

**Safeguarding (incl Prevent, Medical Needs & Mental Health Champions) Named Governors**

Mrs A Moore  
Mrs S Hotchin

**Learner Voice Named Governors**

x 2 Student Governors

**Health & Safety Named Governor**

**Vacancy**

**Careers Education, Information, Advice & Guidance Governor (CEIAG)**

Mrs A Moore