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REVIEW	Sept 2008

Quality Assurance Policies and Procedures

GOVERNANCE COMMITTEES, MEMBERSHIP AND TERMS OF REFERENCE

1 Governors Committee

1.1 Terms of Reference

- To determine the educational character and mission of the College and ensure that there are effective means of monitoring whether College management is fulfilling the mission.

1.2 Composition

Mr A Mullan (Chair)
Mr M Cottingham (Vice Chair)
Mr D Waddington (Principal and Chief Executive)
Mrs J Regan
Mr M Ward
Mr K Lister
Mr W Beattie
Mr P McMorris
Ms S Sargeant
Mr A Bayston
Mr S Salvin
Mrs W Richardson
Mrs L Watson
Prof C Allan
Mrs H Watts
Mr N Godfrey
Mrs S Wright

2 Audit Committee

2.1 Terms of Reference

The committee shall consist of a minimum of Four members of the corporation, of whom at least one member will have relevant financial/audit expertise. Members of the Audit Committee will not be members of the Finance & General Purposes Committee and will not include the chair of the governing body, the Principal and other senior post holders.

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The role of the Audit Committee is advisory and will address the adequacy and effectiveness of the corporation's systems of internal control and its arrangements for risk management, control and governance purposes. The advice from the committee will primarily be formed through a consideration of the work of the corporation's internal audit service (IAS), its financial statements auditor (formerly known as the external auditor) and its funding auditor (formerly known as the ISR auditor).

The Audit Committee will:

- advise the governing body on the adequacy and effectiveness of the corporation's systems of internal control and its arrangements for risk management, control and governance processes, and securing economy, efficiency and effectiveness (value for money);
- advise the governing body on the appointment, reappointment, dismissal and remuneration of the financial statements auditor and the IAS;
- advise the governing body on the scope and objectives of the work of the IAS, the financial statements auditor and the funding auditor;
- ensure effective co-ordination between the IAS, the funding auditor and the financial statements auditor including whether the work of the funding auditor should be relied upon for internal audit purposes;
- consider and advise the governing body on the audit strategy and annual internal audit plans for the IAS;
- advise the governing body on internal audit assignment reports and annual reports and on control issues included in the management letters of the financial statements auditor and the funding auditor, and management's responses to these;
- monitor, within an agreed timescale, the implementation of agreed recommendations relating to internal audit assignment reports, internal audit annual reports, the funding auditor's management letter and spot-check reports and the financial statements auditor's management letter;
- consider and advise the governing body on relevant reports by the NAO, the LSC, other funding bodies and where appropriate, management's response to these;
- establish, in conjunction with College management, relevant annual performance measures and indicators, and monitor the effectiveness of the IAS and financial statements auditor through these measures and indicators and decide, based on this review, whether a competition for price and quality of the audit service is appropriate;
- produce an annual report for the governing body and accounting officer, which should include the committee's advice on the effectiveness of the College's risk management, control and governance processes, and any significant matters arising from the work of the IAS, the funding auditors and the financial statements auditor;
- ensure that all allegations of fraud and irregularity are properly followed up
- be informed of all additional services undertaken by the IAS, the financial statements auditors and the funding auditors

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- recommend the annual financial statements to the governing body for approval.

2.2 Composition

Mr M Cottingham (Chair)
Mrs J Regan
Mrs H Watts
Mr S Salvin

3 Finance and General Purposes Committee

3.1 Terms of Reference

The committee shall consist of a minimum of four members of the corporation and will include the chair and the Principal. This committee will:

- consider and advise the corporation on all aspects of the corporation's finances, financial policies, controls and strategy;
- make recommendations to the governing body on the financial implications of the College property strategy
- consider and make representations to the corporation on the annual estimates and budgets of revenue and capital income and expenditure and other budgets;
- consider, review and report on the periodic management accounts of the corporation and of any subsidiary trading companies or other joint ventures;
- consider any proposed capital projects and advise the corporation on their financial implications;
- consider and make representations to the corporation on the solvency of the corporation and the safeguarding of its assets;
- consider and advise the corporation on taxation issues;
- advise the corporation generally on investments and borrowings and seek appropriate advice from external sources;
- determine tuition and other fees;
- assist the management of the college with all matters related to human resource management;
- assist with negotiations with trade unions and professional associations
- recommend to the board, action associated with changes to pay and conditions of service.

The corporation shall remain responsible for the approval of the annual estimates of income and expenditure, ensuring the solvency of the corporation and safeguarding its assets.

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3.2 Composition

Mr M Ward (Chair)
Mr D Waddington
A Mullan
A Bayston

4 Search Committee

4.1 Terms of Reference

The committee will consist of a minimum of four members of the corporation and will include the chair and the Principal. The Search Committee:

- will advise on the appointment of business, community and local authority members of the corporation and other matters relating to membership and appointments which the corporation may remit to them;
- will advise on the co-option of the co-opted members of the corporation;
- will evaluate the contribution made by all existing governors before proposing their re-appointment to the corporation;
- will maintain a balance of expertise on the board to support the executive of the College in the achievement of the corporation's policies;
- Will bear in mind the terms of appointment of particular categories of governors (as detailed in section 1.5. of the Standing Orders document).

The corporation shall consider the advice of the Search Committee before appointing any member of the corporation (other than the Principal). They may make rules specifying the procedures for the conduct of the search committee and they shall make available for inspection by any member of the public during normal office hours a copy of any such rules, the remit of the committee and its advice to the corporation.

4.2 Composition

Mr A Mullan (Chair)
Mr D Waddington
Mr K Lister
Mr P McMorris
Mr M Cottingham

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5 Remuneration Committee

5.1 Terms of Reference

The committee shall consist of a minimum of four members of the corporation and will include the chair of the corporation.

- the committee will determine the remuneration and other terms and conditions of employment of holders of senior posts, including the Clerk to the Governors;
- the senior post-holders are defined by the corporation as the Principal, Vice-Principal, Deputy Principals and Assistant Principals of the corporation;
- the review of the salaries and conditions of service will be undertaken by the committee with the anniversary for review being the autumn term each year;
- the committee will consider the salary and conditions of service and determine an appropriate package for each senior post-holder;
- the committee will report to the corporation that the review has taken place and the salary bands of senior post-holders will be published in the annual accounts of the corporation;
- if it is proposed to consider the remuneration or conditions of service of the Clerk to the Governors, the chair (not the Clerk) shall send out the relevant papers to the members of the Remuneration Committee.

5.2 Composition

Mr A Mullan (Chair)
Mr M Ward
Mr M Cottingham
Mr P McMorris
Prof C Allan

6 Estates Committee

6.1 Terms of Reference

The committee shall consist of a minimum of four members of the corporation and will:

- consider all the College's development strategies and recommend the strategies to the corporation;
- consider all major building programmes (projects with a value greater than £100,000) and ensure appropriate project management, and recommend to the board such developments;
- assist the College with all schemes associated with reducing estates management costs.

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6.2 Composition

Mr D Waddington
Mr K Lister
Mr W Beattie
Mr S Salvin

7 Staff Appeals Committee

7.1 Terms of Reference

The committee shall consist of a minimum of five members of the corporation. According to the College's disciplinary procedures a member of staff who is dismissed from the corporation has the right of appeal to the Staff Appeals Committee.

- The committee will consider all appeals against dismissal and the decision of the committee shall be final;
- An employee who wishes to appeal against dismissal must inform the Clerk to the Governors within 10 working days of the wish to appeal.

7.2 Composition

Mr A Mullan (Chair)
Mrs J Regan
Mr K Lister
Mr P McMorris
Mrs S Sargeant

8 Student Appeals Committee

8.1 Terms of Reference

The committee shall consist of a minimum of five members of the corporation and will:

- According to the student disciplinary procedures a student affected by the third stage of the procedures (i.e. suspended or expelled) shall have the right of appeal to the Student Appeals committee;
- The committee will consider all appeals and the decision of the committee shall be final.

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8.2 Composition

Mr A Mullan (Chair)
Mr W Beattie
Mr K Lister
Mrs H Watts
Mr N Godfrey

9 Senior Staff Selection Committee

9.1 Terms of Reference

The committee shall consist of a minimum of five members of the corporation and will:

- determine the composition of the Executive Committee (number of senior postholders and roles);
- approve the selection criteria for a senior post-holders post;
- determine the process by which selection shall occur in accordance with all regulations;
- carry out the interviews for such appointments;
- make the appointment on behalf of the board for all senior postholder posts other than the Principal and Vice Principal and report the appointment to the board;
- recommend to the board the appointment of the Principal or Vice Principal.

9.2 Composition

Mr A Mullan (Chair)
Mr D Waddington
Mr M Ward
Mr M Cottingham
Mr P McMorris

For the appointment of a new Principal, the committee will include the chair and or vice-chair, but not the current Principal. For other senior posts the committee will include the Principal.

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10 Curriculum and Standards Committee

10.1 Terms of Reference

The committee shall consist of a minimum of four members of the corporation including the Principal and will:

- Consider the College's development plan and curriculum strategies and recommend them to the corporation
- Monitor performance of students on College programmes and approve reports to be submitted to the corporation detailing retention, achievement and progression
- Maintain a balance of industrial experience on the committee in order to advise the Principalship in the achievement of the corporation's curriculum goals
- Meet termly and approve a termly curriculum report with the board.

10.2 Composition

Mr P McMorris
Ms S Sargeant
Mr D Waddington
Mr S Salvin
Mrs L Watson

11 Quorum

11.1 The quorum for board meetings is not less than 40% of the approved membership.

11.2 The quorum for a committee meeting is a minimum of 2. The exceptions are the Remuneration Committee, Staff Appeals, Student Appeals and Senior Staff Selection, where a quorum is a minimum of 3 members.