

Board of the Corporation

Section 3: Committees

Manager Responsible: Chair of the Board

Version Number: 1.0

Approval Date:	28 Sep 2018
Approved by:	Board of the Corporation
Minute number:	
Ratified by:	Not Required
Minute number:	
Review Date :	30 Sep 2019
Author / Editor:	Clerk to the Corporation

Intended Audience: <i>(Check appropriate box)</i>			
Staff:	<input checked="" type="checkbox"/>	Governors:	<input checked="" type="checkbox"/>
Students:	<input type="checkbox"/>	External:	<input checked="" type="checkbox"/>

AMENDMENT SUMMARY

<u>Version</u>	<u>Date</u>	<u>Remarks</u>
1.0	11 Sep 2018	Periodic Review

Age, Disability, Gender & Race Equality Statement

Age, Disability, Gender and Race Equality Impact Measures will be set and monitored through analysis of all data related to potential suspected or actual abuse of this policy.

A copy of the Equality Impact Assessment Initial Screening Form is attached as an Annex to this document

COMMITTEES

SECTION 3

PROCEDURAL GUIDELINES FOR COMMITTEES

The two major objectives are:

- to have short effective Corporation meetings and try to avoid debating everything twice;
- to involve, so far as is possible, all Members in the process of decision making.
 - (a) The Board has three Sub-Committees – Quality & Learners, Audit and Search, Governance and Remuneration - most routine issues are **Resolved** by the appropriate Committee, non-delegable, major and contentious issues are the subject of **Recommendations** which are then given further consideration by the whole Board of the Corporation. Most but not all issues come to the Board of the Corporation after preliminary consideration by one or more of the Committees.
 - (b) Each Committee is comprised of no more than nine members including the Principal. The Principal is a member of all the Committees except the Audit Committee. The Principal is required to withdraw from any part of a Meeting of the Search, Governance & Remuneration Committee which discusses his/her performance, pay or other terms and conditions of his/her employment. Thus most Members are on one or more of the Committees. All Members may receive (if requested) the agenda papers for Quality & Learners and Audit Committees, may attend and speak (but not to vote) at these meetings if he/she so chooses unless a member. Attendance at the Search, Governance and Remuneration Committees is by invitation of the Chair of that Committee, which will not be unreasonably withheld.
 - (c) If any Member wishes to put an item on the agenda of a Committee it should be discussed with the Clerk to the Corporation and/or the appropriate Committee Chair. Minor items can be raised under 'Any Other Business'. Only urgent items should normally be raised under AOB at meetings of the Full Board of the Corporation.
 - (d) Papers are submitted to the Committees on relevant issues together with a suggested **Recommendation** or **Resolution** from the staff member who has prepared the paper. Committees will normally **Resolve** routine or minor issues and make **Recommendations** on other issues if they are to be considered by the full Board of the Corporation. If one or more members of the Committee thinks that an agenda item should be sent to the Board of the Corporation with a recommendation rather than being resolved, then it passes to the full Board of the Corporation for decision.
 - (e) Unconfirmed minutes of the Committees will be presented to the next full meeting of the Board of the Corporation. Members may, if they wish, comment on items which have been **Resolved** by the Committees, and Committees may wish to take note of remarks of substance when they consider "Matters Arising" at their next meeting. In general, the full Board of the Corporation will 'note' the decision (Resolution) which has already been taken by the Committees. The full Board of the Corporation will consider **Recommendations** from the Committees and make their decision.
 - (f) Normally, five types of items will come directly to the Board of the Corporation meeting:

- (i) those issues that the Board is not permitted to delegate to a sub-committee;
- (ii) those issues which do not fall within the remit of one (or more) of the Committees and which are more appropriately dealt with by the full Board of the Corporation;
- (iii) those issues which are of some urgency which arise after the meeting of the relevant Committee;
- (iv) those issues which require additional discussion because of new information after discussion by a Committee and which are of such urgency that they cannot wait until the next meeting of the Committee;
- (v) where issues need to be discussed by more than one Committee, e.g. issues which contain serious financial implications. This problem will usually be taken care of by the logical ordering of the meetings but if this is not possible, and if it is necessary to have a decision within the current cycle of meetings, the issue will come directly to the meeting of the full Board of the Corporation.

<u>Committees – General</u>		
<u>No.</u>	<u>Standing Order</u>	<u>Authority</u>
1	The Corporation may establish a committee of the Corporation for any purpose or function, other than those assigned elsewhere in the Articles and may delegate powers to such a committee or to the Chair of the Corporation or to the Principal.	<i>AOG¹ (Clause 4(1))</i>
2	The Corporation shall determine the numbers of members and terms on which the members hold and vacate office.	<i>AOG (Clause 4(2))</i>
3	Committees may include persons who are not members of the Corporation. (External Co-optees)	<i>AOG (Clause 7)</i>
4	The Corporation shall establish a Search, Governance & Remuneration Committee to advise on the appointment and training of members of the Corporation and other membership and general governance issues as the Corporation may remit to these. The Corporation shall not appoint any member of the Corporation unless it has first considered the advice of the Search, Governance & Remuneration Committee.	<i>AOG (Clause 5(1))</i> <i>AOG (Clause 5(2))</i>
5	The Corporation shall establish a committee, to be known as the Audit Committee, to advise on matters relating to the Corporations Audit arrangements and systems of internal control.	<i>AOG (Clause 6(1))</i>
6	The Corporation shall ensure that a written statement of their policy regarding attendance at committee meetings by persons who are not committee members, and the publication of the minutes of committee meetings, is made available during normal office hours of the institution to any person wishing to inspect it.	<i>AOG (Clause 8(a))</i>

¹ *AOG Abbreviation for Articles of Governance*

Finance Matters

		<u>Authority</u>
<p>Policy</p>	<p>At the Board Meeting on 7 July 2017, the Board resolved to disband the Personnel Finance & General Purposes Committee, having considered a paper from the Clerk in this respect and the recommendation of the PFGP Committee itself at its Meeting on 27 June 2017.</p> <p>The Board decided to exercise scrutiny of finance matters in the future, following disbanding of the PFGP Committee, in the following ways:</p> <ul style="list-style-type: none"> • by adhering to the previous Terms of Reference of the PFGP Committee directly itself at each Board meeting • by appointing two designated Finance Governors to exercise scrutiny of finance, HR & estates matters between Board Meetings through, inter alia, review of the monthly Management accounts, enquiry of the Vice Principal, Finance and Corporate Services and the Principal • by establishing a Budget Working party, to which all governors are to be invited, meeting in late June each year to review in detail the Budget & Finance Forecast for the next two years and make a recommendation to the July Board approving that document <p>The new arrangements were reviewed by the Internal Auditors during 2017/18 to assess the risk (if any) to governance. They concluded (in an advisory Report) that governance was not weakened or compromised by the new arrangements.</p> <p>The Board reviewed the arrangements at its Meeting on 6 July 2018 and confirmed them for the future.</p>	<p><i>LSO</i></p>

<p>Objectives of the Board in Finance Matters</p>	<ol style="list-style-type: none"> 1. The Board is directly responsible for acting on policy matters relating to the efficient use of resources namely finance, capital builds and estates and human resources/employment matters, including Dovedale Nursery (subsidiary company) and the College's interest in Essex Shared Services Limited, its joint venture with South Essex College, for providing shared services. 2. The Board will perform a policy-making role; day to day management of College financial and Personnel associated matters are to be vested in the Principal. 3. Furthermore, the Board may also delegate its powers as appropriate to the Chair of the Corporation or a sub-committee, in addition to the Principal. The Corporation may, from time to time, seek advice from the Clerk to the Corporation in connection with non-delegable functions. 4. The Board will have direct ownership of an authority for the following functions: <ul style="list-style-type: none"> • To review the College Accommodation strategy and make recommendations to the Corporation • To formulate guidelines for, and oversee the discharge of, the Corporation's responsibilities for the proper management of the resources and assets of the College, and any subsidiary and joint venture companies • To ensure that the requirements of the Financial Memorandum with the Education & Skills Funding Agency and any requirements of other Government agencies to maintain solvency are fulfilled and to ensure the proper expenditure of public monies • To consider matters in relation to the College's human resources strategy and planning • To formulate a framework for the pay and conditions of staff 	<p>LSO AOG Clause 4(1)</p>

<p>Specific Terms of Reference for the Board</p>	<p>a. <u>Capital Builds and Estates</u></p> <ul style="list-style-type: none"> • To consider the financial implications of any proposed capital projects • To approve a planned programme of building maintenance and minor works within the budget allocated and monitor performance against the plan, including making virements within that programme • To review the condition of all buildings within the College's estate (whether owned or leased) and consider proposals for improvements and adaptations where necessary • To review the College's energy efficiency and sustainability arrangements, having taken relevant professional advice • To examine, scrutinise and approve contracts for proposed new Capital Builds for the College including, but not limited to, oversight of the tendering process and any other requirements in that connection required by the Financial Regulations • To monitor the performance of contracts for major Capital Builds and building related works generally • To authorise the utilisation of external consultants and advisers to support the construction, planning and legal aspects of Capital Builds and Estates projects 	
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	<p>b. <u>Finance</u></p> <ul style="list-style-type: none"> • To oversee the application of the College’s Financial Regulations and financial procedures, including considering proposed amendments to the Regulations and make recommendations to the Corporation • To consider and approve the annual estimates of income and expenditure and other budgets, including capital expenditure, taking advice from the Budget Working Party • To consider, review and report on the periodic management accounts of the Corporation (and of subsidiary trading companies or joint ventures) • To consider the solvency of the College and the safeguarding of its assets (including insurance cover and the disposal of assets) • To review the audited annual report and accounts of the College and its subsidiary company and joint venture company and approve them • To review generally on investments, borrowings and taxation issues, taking appropriate advice from external sources • To determine the policy for the setting of tuition and other fees • To authorise significant expenditure included in the overall budget allocations (both capital and revenue) or to authorise variations within budget allocations in accordance with the provisions of the Financial Regulations • To receive reports from the Principal in accordance with the Financial Regulations regarding any unbudgeted expenditure or overruns in budgeted expenditure 	
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	<p>c. <u>Human Resources</u></p> <ul style="list-style-type: none"> • To consider and make strategic decisions relating to Human Resources issues in support of the College Strategic Plan and generally review the risks arising from Human Resource issues • To monitor and evaluate the College's staffing profile and performance indicators in the light of strategic needs • To monitor and evaluate the human resource function with regard to compliance with legislative requirements and organisational needs • To monitor and evaluate the effectiveness of the Staff Development programme to determine the impact on organisational success • To review the results of staff surveys and plans developed by the College in response to the results thereof • To review reports on the business of the Health and Safety Committee and the Safeguarding Committee in order to gain assurance that the College is compliant with regulatory requirements and that strategies in these areas are appropriate and effective; and reporting thereon to the Board <p>d. <u>Business Development</u></p> <ul style="list-style-type: none"> • To consider and make strategic decisions relating to the development of the College's business activities, its marketing and its strategy for engaging stakeholders. • To set and monitor targets in connection with the College's expansion in new business areas, 	
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Quality & Learners Committee

Quality Committee	<u>Standing Order</u>	<u>Authority</u>
Membership	<p>Not more than 9 Corporation members to include the Principal.</p> <p>The term of office of membership of the Committee will normally be four years, unless determined otherwise by the Board. Members retiring at the end of their respective terms of office shall be eligible for re-appointment.</p> <p>External co-optees to the Committee are permitted but such persons shall not be eligible to be appointed as Chair.</p>	<p><i>AOG (Article 4(1))</i> <i>LSO</i></p>
Chair	<p>A corporation Member shall be appointed by the Board for a four year term, confirmed annually. In his/her absence from a Meeting, the Committee will appoint another Member of the Committee to act as Chair of the Meeting.</p> <p>The Committee may appoint a Vice Chair, other than the Principal, to act in the absence of the Chair.</p>	<i>LSO</i>
In attendance	<p>Governors who are not members of the committee may attend and speak at meetings but will not be eligible to vote.</p> <p>Appropriate members of the College Management may be invited to attend Committee meetings, in order to provide information and to present reports.</p>	<p><i>LSO (Board Minute 17/12/04)</i></p>
Quorum	<p>Meetings of the Committee shall be quorate if three or more members are present. If the number of Governors assembled for a meeting of the Committee does not constitute a quorum the meeting shall not be held.</p> <p>If another quorate meeting cannot be summoned before the next meeting of the full Board, agenda items may be referred direct to the Board for decision. A meeting of the Committee which is inquorate from the outset or which becomes inquorate during the course of its business may conduct an informal discussion of the agenda in order that informed recommendations may be presented to the Corporation when decisions are made.</p>	<p><i>LSO (Board Minute 07/07/03)</i></p>
Frequency	At least once per term to fit in with the reporting and planning cycle of the Board.	
Agenda Standing Items	Apologies; Minutes of Previous Meeting; KPIs ; Matters Arising, and date for next meeting; Risk Register; College Improvement Plan; Declaration of Interests.	<i>LSO</i>
Agenda and Papers circulated by	<p>Not later than seven days before the meeting.</p> <p>The Clerk to the Corporation.</p>	<p><i>IOG (Clause 12)(2)</i></p>

The Committee shall be serviced by the Clerk to the Corporation or an approved deputy.		
Objectives	<p>To monitor all College educational activities, including Apprenticeships and Higher Education programmes</p> <p>To monitor the student’s teaching and learning experience, their rates of improvement and their achievements while at and on leaving the College</p> <p>To monitor and analyse the trends in the Student Body satisfaction ratings</p> <p>To challenge the College Senior Leaders where necessary, to bring about improvement in the College performance</p> <p>To consider the determination of the quality strategy for the College (as required by Article 3(1)(b) of the Articles of Government</p> <p>To request and review appropriate quantitative and qualitative data for the College’s whole provision including verifiable auditable outcomes of all curriculum areas</p>	<i>AOG (Clause 4.(1))</i>
Terms of Reference	<ul style="list-style-type: none"> • To determine and recommend the Quality Strategy for the College to the Board for their approval • To scrutinise and recommend approval of the College Annual Self-Assessment Report and College Improvement Plan to the Board • To regularly review and monitor the College performance in line with the targets set in the College Strategic Plans and Quality Improvement plans (where relevant, these should be in line with National Averages) • To raise the quality of teaching and learning for all students at the College • To advise the Board and other Committees on matters concerning the quality and effectiveness of the curriculum. (14-16, 16-19 and 19+) The 19+ provision includes apprenticeships, employer responsiveness, Higher Education and any international provision • To regularly review, analyse and monitor student attendance, retention and success rates • To consider proposals and advise the Board and other committees on major structural changes to the curriculum offer and the resourcing implications for its delivery, e.g. staffing and physical requirements • To request and receive presentations from relevant managers or staff on curriculum delivery and developments for all sites of the College • To consider and advise on matters which may be referred by the Board to the Committee • To establish and monitor a mechanism for Governor engagement in which the Board Members have active involvement with key areas of the College, in order to inform their strategic approach to the quality of the College’s activities 	

	<ul style="list-style-type: none">• To provide effective support and challenge to the College's Senior Leaders, Managers, Staff and Students	
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Audit Committee		
	<u>Standing Order</u>	<u>Authority</u>
Powers	To advise, investigate and monitor. All recommendations to be taken to the next meeting of the full Corporation.	<i>AOG</i>
Membership	No more than eight members of which Corporation members must be in the majority. May not include the Corporation Chair or the Principal or Senior Postholders. (Membership should include at least one Member with current and relevant financial/audit/risk experience and co-optees are allowed.)	<i>LSO SFA Audit Code of Practice AOG (Clause 6)</i>
Chair	As for Quality & Learners Committee. External Co-opted Members will not be eligible to be Chair	<i>LSO & ACOP</i>
In attendance	Principal & Vice Principal Finance & Corporate Services and others specifically invited.	
Quorum	Three, of whom Corporation members must be in the majority.	<i>LSO (Board Minute 07/07/03)</i>
Frequency	At least once per term to reflect the needs of planning and reporting cycles of internal and external audit. Additional meetings at the discretion of Chair.	
Agenda Standing Items	Apologies; previous meeting minutes; matters arising; internal audit reports and other assurance reports; risk register and assurance map/dartboard; meetings with auditors privately and date for next meeting.	
Agenda and Papers circulated by	Not later than seven days before meeting. Clerk to the Corporation	<i>IOG (Clause 12) (2)</i>
The Committee shall be serviced by the Clerk to the Corporation or an approved deputy.		
Objective	The Articles of Government (Article 6(1)) require that the Corporation shall establish an 'Audit Committee' to advise the Board on matters relating to the Corporation's audit arrangements and systems of internal control and (Article 6(2)) it shall consist of at least three persons and may include	<i>SFA Audit Code of Practice</i>

Audit Committee		
	<u>Standing Order</u>	<u>Authority</u>
Terms of Reference	<p>members of staff at the institution (with the exception of those in senior posts) and shall operate in accordance with any requirements of the Chief Executive of the Education & Skills Funding Agency.</p> <p><u>Financial</u></p> <ol style="list-style-type: none"> 1. To advise the Corporation on the adequacy and effectiveness of the College's systems of internal control and its arrangements for risk management, control and governance processes, which secure economy, efficiency and effectiveness (value for money) 2. To consider and advise the Corporation on relevant reports by the National Audit Office (NAO), the Chief Executive of the Education & Skills Funding Agency or their successors and other funding bodies and, where appropriate, management's response to these reports 3. To monitor and scrutinize at each meeting the implementation of agreed recommendations relating to internal audit and assurance assignments and annual reports (where relevant), the financial statements auditor's management letter and the regularity auditor's management letter and any special reports commissioned 4. To be informed of all additional services undertaken by the financial statements auditor, the regularity auditor and any other assurance provider, including the Internal Audit Service, if one is appointed <p><u>Risk Management</u></p> <ol style="list-style-type: none"> 1. To advise the Corporation on Risk Management through familiarisation with the concept and requirements of Risk Management 2. To consider the College's risk appetite level based on the opinion of the Board as a whole and to monitor at each of its meetings, the College's progress against its Risk Management Action Plan and to review the Annual Risk Management Report for approval by the Corporation 3. To review the Risk Register regularly and report to the Corporation on any changes to existing risks, impact, likelihood and mitigation 	

Audit Committee		
	<u>Standing Order</u>	<u>Authority</u>
	<p>4. To identify any new (urgent or critical) risks through appropriate reporting mechanisms</p> <p>5. To ensure appropriate audit work on risk management is performed</p> <p>6. To collect information on risks and risk management</p> <p>7. To undertake appropriate training on risk management principles and practice</p> <p><u>Internal Audit</u></p> <p>1. To advise the Corporation on the appointment, re-appointment, dismissal and remuneration of the Internal Audit Service (IAS), if one is appointed, or to advise the Corporation on the arrangements for using the services of other assurance providers.</p> <p>2. To consider and advise the Corporation on the scope and objectives of internal audit and assurance work for the College, including audit needs assessments and strategic, annual and short term audit plans including one off assignments. The Committee will frame its work based on the assurance mapping process to ensure key College risks are assessed and reported to the Committee.</p> <p>3. To consider and advise the Corporation on internal audit assignment reports from whatsoever source obtained, and management's responses to these reports</p> <p>4. To liaise with the Quality & Learners Committee of the Board in connection with procuring assurance on curriculum and quality and other learner related matters, but with this Committee taking the overall responsibility</p> <p><u>Financial Statements Audit</u></p> <p>1. To advise the Corporation on the appointment, re-appointment, dismissal and remuneration of the financial statements auditor and the regularity auditor</p> <p>2. To consider and advise the Corporation on the financial statements auditor's reports and management letters (and the regularity auditor) and the management responses to these reports and receive the annual audited financial statement to inform that process</p> <p>3. To consider and advise the Corporation on the scope and objectives of the work of the financial statements auditor and the regularity auditor</p>	

Audit Committee		
	<u>Standing Order</u>	<u>Authority</u>
	<p>4. To consider and advise the Corporation on the annual financial statements and recommend their approval to the Corporation, including the Statement of Corporate Governance</p> <p><u>General</u></p> <ol style="list-style-type: none"> 1. To ensure effective co-ordination between the IAS (if one is appointed), the regularity auditor and the financial statements auditor, including whether the work of the financial statements auditor and regularity auditor should be relied upon for internal audit purposes or vice versa 2. To review at least annually and advise the Corporation on the adequacy of the College's Financial Regulations and to propose any amendments considered necessary 3. To ensure that all allegations of fraud and irregularity are properly followed up and to oversee the College's policy in this area, including commissioning any necessary investigations 4. To produce an Annual Report for the Corporation and the Principal (as Principal Accounting Officer), which includes the Committee's opinion on the effectiveness of the College's risk management, control and governance processes and any significant matters arising from internal audit and assurance work, the regularity auditor and the financial statements auditor 5. To meet annually with the IAS (if appointed) and financial statements auditor in a closed session, without College staff being in attendance 6. To properly discharge its duties, the Committee will be entitled to investigate any activity within its Terms of Reference, seek any information it requires from relevant sources, the financial statements auditor, the regularity auditor, Members of the Corporation, other Corporation Committees and management, plus relevant third parties (including the Clerk to the Corporation) and obtain external professional advice at reasonable cost 	

Search, Governance & Remuneration Committee

Powers	<p>To advise and monitor. All recommendations to be taken to the next meeting of the Corporation.</p> <p>However, the Corporation will not appoint or re-appoint any Member of the Corporation (other than the Principal) or a co-opted Member of a Committee unless it has first considered the advice of this Committee. Appointments shall be made in accordance with the Instrument and Articles of government and the Corporation's Governance Procedures.</p> <p>The Corporation will not make any decisions regarding the remuneration and terms and conditions of Senior Postholders without taking into account the advice of this Committee.</p>	<i>LSO AOG Clause 4(1))</i>
Membership	<p>The Corporation Chair, the Principal and the Chairs of each Committee.</p> <p>The Principal will be excluded from any part of the Meetings of the Committees at which his/her salary, terms and conditions or appraisal is discussed.</p> <p>The Committee can co-opt non-Members to serve on the Committee.</p>	<i>LSO (Board Minute 07/07/03)</i>
Chair	As for Quality & Learners Committee.	<i>LSO</i>
In attendance	By specific invitation.	
Quorum	Three, one of whom must be the Chair of the Corporation.	<i>LSO</i>
Frequency	As necessary, at least annually to review Governance procedures and salary and performance of Senior Postholders.	
Agenda Standing Items	<p>Apologies, Minutes of last Meeting, Matters Arising, Committee and Board Membership, Skills Matrix and Date for next meeting.</p> <p>At least annually, the salary and performance of Senior Postholders</p>	
Agenda and Papers circulated by	<p>Not later than seven days before the meeting.</p> <p>The Clerk to the Corporation</p>	<i>IOG (Clause 12) (2)</i>

Search, Governance & Remuneration Committee

The Committee shall be serviced by the Clerk to the Corporation or an approved deputy.

Terms of Reference	<p><u>Search & Governance</u></p> <ul style="list-style-type: none"> • To advise on governance arrangements and protocols and make recommendations to the Corporation • To advise on the appointment of Corporation Members • To advise on the co-option of co-opted members of the Corporation and any of its Committees • To determine and oversee the nomination and election process for staff and student Members of the Corporation • To review the membership of the Committees of the Corporation on an annual basis at the last meeting of the Committee for the academic year and to make recommendations to the Corporation for consideration at their July meeting as to the composition of the Committees of the Corporation for the next academic year • To advise on such other matters relating to membership, appointments and governance generally as the Corporation may remit to the Committee • To keep under review requirements for appointment or re-appointment of Members of the Corporation, including number, composition and balance of interests (including geographic coverage) represented on the Corporation and its Committees and making recommendations in that connection to the Corporation • To be responsible for oversight and implementation of arrangements to recruit, inform and interview potential Members in line with Corporation policy and to review the contribution of existing Members eligible for re-appointment and to make recommendations to the Corporation • To be responsible, when a vacancy in the membership of the Corporation is anticipated or identified, for researching suitable candidates either by the placing of an open advertisement in regional or local media or by initiating searches with relevant interested bodies • To interview potential Members of the Corporation usually through a panel of two or three Members (who need not be members of this Committee but excluding student members) and conduct said interviews in an informal manner (but within a formal framework, assessing understanding and 	<i>AOG (Article 5)</i>
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Search, Governance & Remuneration Committee

	<p>potential to contribute to the work of the Corporation with regard to a schedule of relevant issues and perceived skills requirements determined by the Committee from time to time. The Committee will assess possible candidates as to their suitability for appointment to the Board in accordance with the criteria mentioned above including, appropriate safeguarding training and confidential references</p> <ul style="list-style-type: none">• To review the performance of the Clerk to the Corporation and the Terms and Conditions of the contract, including levels of remuneration, with the Clerk for the provision of clerking services to the Corporation and make recommendations to the Corporation	
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<p>Terms of Reference</p>	<p><u>Remuneration</u></p> <ul style="list-style-type: none"> • To review the appraisals and performance objectives for the Principal and other Senior Post-Holders and the Clerk, for the forthcoming year, including the setting of agreed performance targets • To review and recommend to the Corporation the remuneration and conditions of service of Senior Postholders (as defined in the Instrument & Articles and designated by the College) taking into account evidence of remuneration levels at comparable Colleges, the performance of the individuals and of the College against established targets and the college's overall financial position) • To discharge any authority or responsibility of the Corporation in respect of discipline or grievances of Senior Postholders, including constituting a pool of independent Members from whom a Special Committee established under the Articles of Government shall be drawn, except that any other eligible Member may be co-opted for this purpose in the event of insufficient member of the Remuneration Committee being eligible or available. • To meet each of the Senior Postholders as required. • To be involved in the appointment procedures and interviews of Senior Postholder appointments. • To deal with any matters specifically referred to the Committee by the Board of the Corporation. 	
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CHELMSFORD COLLEGE

SPECIAL COMMITTEE

1. **OBJECTIVE**

The Committee shall be convened as and when appropriate in accordance with the Articles of Government to examine the case for the dismissal (including dismissal by reason of redundancy or expiration of a fixed term contract) of the holder of a Senior Post and to make recommendations to the Corporation.

2. **MEMBERSHIP**

- (a) The Committee shall be appointed by the Corporation and shall consist of three members of the Corporation.
- (b) The Chair of the Corporation, the Vice-Chair of the Corporation, the Principal, Staff Members and Student Members may not sit on the Committee. In addition, no person may sit on the Committee who has any interest in its findings or who has been involved in any way in an investigation or other disciplinary action leading up to the reference of the particular matter to the Committee unless it is reasonably impracticable to avoid it.
- (c) The Committee shall appoint a Chair from amongst their number.
- (d) The quorum shall be 3 members of the Committee.
- (e) The Committee shall be convened as soon as practicable after a reference to it and in any event shall hold its first meeting within 7 working days of being convened.
- (f) The Clerk to the Corporation shall be responsible for clerking the Committee

3. **TERMS OF REFERENCE**

- (a) To examine the case for the dismissal of a Senior Postholder (as defined in the Instrument & Articles of Governance) referred to the Committee by the Chair of the Corporation, the Vice-Chair of the Corporation, or a majority of the members of the Corporation.
- (b) To allow the person whose dismissal is to be considered the right to make representations. The representations which may be made in writing, may also be made orally, for which purpose the person whose dismissal is to be considered may be accompanied and represented by a friend.
- (c) In examining the case for dismissal the Committee shall consider whether the dismissal would be fair and reasonable in the circumstances, which may include (but is not limited to) reviewing the following: -

- any relevant documents and representations
- the terms and conditions of the Senior Postholder's employment
- any applicable disciplinary procedures
- any relevant ACAS guidance
- relevant legislation including unfair dismissal legislation, discrimination legislation and the Human Rights Act 1998

(d) Within ten days to prepare a written report containing its recommendations regarding the case for the dismissal of a Senior Postholder for consideration by the Corporation, excluding those members who served on the Special Committee, a copy of which shall be sent to the person to whom it relates.

4. REPORTING PROCEDURES

The Clerk to the Committee shall circulate minutes of the meetings of the Committee to all Corporation members with the exception of the student and staff governors.

FURTHER AND HIGHER EDUCATION ACT 1992

THE FURTHER EDUCATION CORPORATIONS (FORMER FURTHER EDUCATION COLLEGES)
(REPLACEMENT OF INSTRUMENTS AND ARTICLES OF GOVERNMENT) ORDER 2007

The Secretary of State for Innovation, Universities and Skills makes the following Order in exercise of the powers conferred by section 22(2) and (3) of the Further and Higher Education Act 1992². In accordance with section 22(3)(b) of that Act, he has consulted the Learning and Skills Council for England and the further education corporations listed in Schedule 3 to this Order (“the colleges”).

1. This Order may be cited as the Further Education Corporations (Former Further Education Colleges) (Replacement of Instruments and Articles of Government) Order 2007 and comes into force on 1 January 2008.
2. The Instrument of Government set out in Schedule 1 and the Articles of Government set out in Schedule 2 shall replace the Instrument and Articles of Government for each of the colleges.
3. Accordingly the Further Education Corporations (Former Further Education Colleges) (Replacement of Instruments and Articles of Government) Order 2006 and the Instrument and Articles of Government for each of the colleges which had effect immediately before 1 January 2008 are revoked.



17 December 2007

Team Leader,
FE Governance and Organisation Team
Further Education and Skills Directorate
Department for Innovation, Universities and
Skills

² 1992 c.13 : subsection(2) was amended by paragraph 23 of Schedule 9 to the Learning and Skills Act 2000 (c.21).

(Amended by the Board March 2013)