

SOUTH CHESHIRE COLLEGE

MINUTES OF THE MEETING OF THE CORPORATION HELD ON THURSDAY 19 JULY 2007 COMMENCING AT 2.00PM

Present:

K Lea (Chair of the Corporation)
D J Collins (Principal and Chief Executive)
B Dean (leaving and returning to the meeting as shown)
J Dowell (from the point shown)
D Felton
S Field
G Fyffe
V Harris
S Utting
A Yusuf (from the point shown)

L Hall (External Co-opted Corporation Committee member) (observing) (until the point shown)

In attendance:

L Davis (Chief Executive, LSC) (from & until the points as shown)
P Swift (Deputy Principal and Director of Studies)
G Bebbington (Director of Finance and Administration) (until the point shown)
K Gee (Director of Marketing and Operations) (until the point shown)
D Harwood (Director of Quality)
S Cowell (Managing Director, South Cheshire Enterprises Limited)
E Davies-Jones (Clerk to the Corporation)

The Clerk confirmed that the meeting was quorate.

Item

35/07 FORMAL MATTERS

35/01/07 Apologies for Absence

Apologies for absence were received from John Dwyer, Tim Wheeler, Ian Carruthers, Margaret Simon and Pat Birchall.

35/02/07 Declarations of Interest

At this point in the meeting the Chair asked the members attending this meeting to declare any personal or prejudicial interests and the nature of that interest, in any item of business on the agenda and, if necessary, to leave the meeting prior to discussion of that item. Bronwyn Dean declared an interest in that part of Agenda Item 8.6 (Report of the Search Committee) concerning her possible re-appointment as a member. Vic Harris as a Director of South Cheshire Enterprises Limited declared his interest in Agenda Item 7 (Potential Cleaning Contract – Response from South Cheshire Enterprises Limited). No other declarations of interest were made.

35/03/07 Approval of Minutes of Meeting held on 22 May 2007

Members reviewed the Part A minutes of the last meeting of the Corporation held on 22 May 2007.

IT WAS RESOLVED that the minutes of the meeting held on 22 May 2007 be approved as a true and accurate record of that meeting and that the Chair sign them accordingly.

There were no matters arising which are not covered by the main agenda

Julia Dowell joined the meeting at this point.

36/07 STRATEGIC PLAN 2007/8 – 2009/10

The Principal presented the College's strategic plan for 2007/8-2009/10 which includes details of the College's seven key strategic aims which is updated and presented annually on a rolling basis. The Principal tabled an amended section 9 of the plan detailing the Human Resource Management 2007 -2010. The strategic plan highlighted the following specific points and the Principal responded to members' questions as follows:

- continued growth in the numbers of 16-19 years full time learners;
- the accommodation strategy to complete the new build programme within the timescales and budget as approved in principle by the LSC.
- the financial status of the college deteriorating to Grade B status due to the financing of the new build programme but then moving back to Grade A status during the course of the plan;

The Principal went on to inform members that the strategic plan will be reviewed and updated in January 2008 in the light of the proposals for changes in methods of funding as recently announced by the government

IT WAS RESOLVED to:

- ***approve the College's strategic plan for 2007/08-2009/10, as presented, for submission to Learning and Skills Council; and***
- ***agree to receive a review and, if appropriate, an updated plan in January 2008.***

Abdi Yusuf joined the meeting whilst the Strategic Plan was being presented.

37/07 LEARNING AND SKILLS COUNCIL (LSC) ENROLMENTS v TARGETS 2006/07

The Deputy Principal presented the paper updating members on the actual student numbers achieved against LSC targets for the current year, performance to date of the Higher Education Funding Council Provision (HEFCE) together with outline details of the initial allocations for 2007/08 . He informed members that:

- the college has, to date, achieved 100.8% of the funding target and 101.5% of the full time equivalent target which is well above the minimum 97% performance required to avoid claw-back of funding;
- the HEFCE funded consortium provision has seen a slight growth during the year and there is an opportunity to increase activity in this area in 2007/08 with the availability of additional student numbers within the consortium;
- the 14-16 Young Apprenticeship Science programme operating in partnership with Shavington High School has been very successful with 30 young people

- participating in year one of a two year programme and with a new intake of 30 young people which has been agreed by the LSC to commence in 2007/08;
- the Young Apprenticeship Sports Leadership, Coaching and Management programme operating in partnership with Ruskin High School is due to commence in 2007/08;
 - the College has, through services provided by South Cheshire Enterprises Limited, enrolled 60 students under the Train to Gain contract with all of these adult in the workplace, the majority undertaking NVQ in Customer Service with a smaller number in Business Administration and Construction.

IT WAS RESOLVED to receive the report and to note the progress in 2006/07 towards student numbers and financial targets.

38/07 THREE YEAR FINANCIAL FORECAST 2007/08 – 2009/10

The Director of Finance and Administration presented the paper providing members with details of the College's three-year financial forecast for 2007/08-2009/10 including the detailed financial objectives and he highlighted the following key matters and assumptions:

- funding for inflation at 2.5% each year
- growth in learner numbers(particularly 16-18 year old students) has been included in the three-year development plan discussed with and submitted to the Learning and Skills Council;
- forecasts take into account a slight increase in adult learner numbers;
- the major re-development of the Dane Bank site estimated at £59 million over the three years of the plan;
- the £59 million being financed by a £10 million bank loan and £42 million capital support by the Learning and Skills Council resulting in the college dropping to a Grade B financial health status for the two years covering the major building works; an improving bank balance from 2010-11 onwards due to the sale of land together with increased learner numbers resulting in Grade A status being regained in 2011-12 ;
- the operating surplus reduces to £266,000 and the Bank Balance to £1,042,000 in 2007-08 reflecting the impact of the new build project commencing in 2007-08;
- the current ratio: 1.59:1 (2007-08), 1.31:1 (2008-09) and 1.45:1 (2009-10);
- Reserves as a percentage of income: 23.5% (2007-08), 21.1% (2008-09), 19.6% (2009-10);
- Staff Costs as a percentage of income: 66% (2007-08), 66.8% (2008-09), 67.2% (2009-10).

IT WAS RESOLVED –

- ***to approve the three-year financial forecast as presented and to note the reconciliation to the college budget for 2007/08;***
- ***that the most appropriate financial health group for the College remains Grade A for 2007/08.***

39/07 RISK MANAGEMENT PLAN 2007/08

The Director of Finance and Administration presented the College's risk management plan highlighting the following-

- the updated risk register for the current year;
- the three separate proposed risk registers for 2007/08:

- the risk register pertaining to main college activities incorporating the same risk assessment methodology as in previous years;
- the campus re-development project risk register covering those specific risks associated with a major building project particularly in terms of financial control and regulations and health and safety issues; and
- the separate risk register for the college's subsidiary company monitored by the Board of Directors of that company;

He informed members that the campus re-development risk register is to be further reviewed to ensure that it incorporates and monitors all risks related to the new build programme as identified in the new build risk register approved at the Corporation meeting on 20 July 2006, the risks identified at the Risk Management Workshop held in March 2007 and the further input received from the College's internal auditors.

IT WAS RESOLVED to approve the risk management plan for 2007/08 and its underlying process for submission to the Learning and Skills Council alongside the Strategic Plan.

40/07 OPERATIONAL PLAN 2006/07

The Principal presented the College's operational plan for the year, setting out the College's aims and objectives, together with those of the Learning and Skills Council, Crewe and Nantwich Borough Council and the Cheshire Consortium of Colleges, the proposed actions in respect of each and the progress towards implementation of the actions made since the last Corporation meeting held on 22 May 2007. He drew members' attention to the progress made against the 60 objectives and the major improvements which had taken place over the year.

The Chair noted that the outcome formed the basis for the six monthly review in January 2008 and that a revised operational plan would be presented at that time.

IT WAS RESOLVED to receive the updated operational plan and note the progress towards its implementation.

41/07 FINANCIAL STATEMENTS 2006/7 to 30 JUNE 2007

The Director of Finance and Administration presented the financial statements for the period to 30 June 2007 and informed members that the position was stable and that operating targets were being met. The financial statements showed:

- closing bank balance £2,215,000 (original estimate £1,612,000);
- the projected operating surplus of £341,000 against a forecast of £311,000;
- surplus for the year to date of £3,000 against an estimate of £688,000;
- closing bank balance projected to the end of the year to be £1,734,000 against an estimate of £1,545,000;
- current ratio of 1.61:1;
- the closing bank balance 12 month rolling forecast for June 2008 to be £520,000 reflecting a cash out flow of approximately £1,695,000;
- the financial forecasts assuming that the actual build is commenced in February 2008;
- the performance of the enterprise activities with:
 - the Training Restaurant turnover increasing by £4,200 compared to last year but being £8,000 below the budgeted target;

- the Nursery turnover increasing by £40,000 compared to last year and being £15,000 above the budgeted target.

IT WAS RESOLVED to receive the financial statements to 30 June 2007.

42/07 COLLEGE BUDGET 2007/08

The Director of Finance and Administration presented the College budget for 2007/08. He advised that the members of the Finance Committee had previously considered and approved a draft of the budget at its meeting held on 28 June 2007 and that there were no differences from that draft.

Members noted the following chief features of the budget and received replies to questions as follows:

- Learning and Skills Council funding allocation provides £15,671,000;
- operating surplus after inherited depreciation, of £266,000 is anticipated;
- HEFC funding increase to £1.191,000;
- general provision for salary increases of 3% and operating costs of 2.5%; provision for ex gratia non-SMT staff discretionary bonus payment of £140,000 (approximately £250 per staff member);
- closing bank balance of £1,095,000 representing a net cash out flow of £677,000 which includes new build project payments of £4,075,000 being made in the year and includes bank borrowings of £2,700,000 as at 31 July 2008;
- Grade A Financial Health status maintained as at July 2008 whilst funding leasing of IT equipment (£250,000) Capital Equipment (£50,000) and major new build projects (£4,075,000).

IT WAS RESOLVED to approve –

- ***the College budget for the year commencing 1 August 2007, its underlying assumptions and the operating surplus of £266,000 prior to payment of the staff bonus;***
- ***the provision of £140,000 for the discretionary ex-gratia staff bonus amounting to approximately £250 per staff member for those staff who are not senior post holders.***

43/07 POTENTIAL CLEANING CONTRACT – RESPONSE FROM SOUTH CHESHIRE ENTERPRISES LIMITED

Vic Harris having declared an interest in this item was not involved in the discussion of this matter or the making of the resolution.

The Managing Director of the College's subsidiary company presented a paper to members outlining the details of the proposed heads of terms under which South Cheshire Enterprises Limited propose to provide cleaning services to South Cheshire College as from 1 September 2007. Members discussed the proposal under which the College would purchase and maintain the capital equipment required.

IT WAS RESOLVED to:

- ***receive and approve the basic terms on which cleaning services are to be provided to South Cheshire College by South Cheshire Enterprises Limited;***

- **terminate the contract with CBS and to award a three year contract to South Cheshire Enterprises Limited for provision of cleaning services to South Cheshire College;**
- **require the Director of Finance and Administration to review the financial implications regarding the ownership and maintenance of the capital equipment.**

44/07 REPORTS OF THE CHAIR, CHIEF EXECUTIVE AND COMMITTEES

44/01/07 Report of the Chair

The Chair reported to members that with regard to the new build programme he had been involved in a formal review of the team of design consultants which had required his attendance at a number of additional meetings. He had also recently met with the Project Manager for the purpose of reviewing the content of the proposed contract for the main building contractor in order to consider amendments to further protect the position of the College during the building process. He went on to inform members that he had undertaken focus group meetings with both staff and students as part of the governor/curriculum link programme and that he had undertaken the formal appraisal of the Principal and the formal appraisal of the Clerk and Solicitor to the Corporation.

IT WAS RESOLVED to receive the report.

44/02/07 Report of the Chief Executive

The Principal presented his report to the Corporation. He drew members' attention particularly to:

- the reorganisation with the five existing faculties have been reduced from five to four and a post of Head of Resource Utilisation created at Head of Faculty level to deal with college wide estates and timetabling matters and the transition arrangements for the new build;
- the investigations taking place as to the viability and desirability of introducing the International Baccalaureate from September 2008;
- the implementation of the AOC recommendation for a pay rise for all staff who are not senior post holders, of 2% from August 1st with an additional 1% from February 1st;
- the recent initiative where parents were invited to the college for a briefing session on what is expected of college students and their role in the process.

He informed members that the Ofsted annual assessment visit had taken place and that the feedback received had been excellent.

IT WAS RESOLVED to receive the report.

44/03/07 Report of the Audit Committee

The Chair of the committee, presented the report informing members of the matters which had been considered by Audit Committee members at the meeting held on 28 June 2007, confirming that the committee members had undertaken a review of the performance of the committee using the self assessment checklist provided by the Chartered Institute of Public Finance and Accountancy. He informed members of those internal audit reports which had

been received and considered by the committee and drew members attention particularly to those recommendations put forward by the Audit Committee to the Corporation concerning the approval of the strategy for internal audit and periodic audit plan for 2007/08 and the fee proposed for the provision of the financial statements audit for the 2006/07 accounts.

IT WAS RESOLVED to receive the report and to:

- ***approve the strategy for internal audit for 2007/08 to 2009/10 and the periodic audit plan for 2007/08 as proposed by the internal auditors;***
- ***approve the fee for the financial statements audit of the 2006/07 accounts;***
- ***require that the College should go out to competitive tender for financial statements audit in the following year.***

44/04/07 Report of the Finance Committee

The Chair of the committee, presented the report informing members of the matters which had been considered by Finance Committee members at the meeting held on 28 June 2007 and in particular informed members of the recommendations put forward by the Finance Committee for consideration by the Corporation namely the:

- proposed banking/investment strategy for 2007/08;
- college budget as already considered by members (ref: minute no. 42/07);
- Capital and ICT procurement and general leasing proposal for 2007/08.

The Director of Marketing and Operations informed members that the proposed negotiations for the purchase of freehold property adjacent to the College, which had been discussed at the Finance Committee meeting on 28 June 2007, had not progressed as the vendor had agreed to sell to another party.

IT WAS RESOLVED to receive the report and to approve

- ***the Banking/Investment Strategy for 2007/08, the continued use of the Business/Premium Account on a daily basis and placement on Treasury Overnight Deposit of the sum of £1,000,000 from August 2007 to January 2008;***
- ***approve the total allocation of £50,000 for capital equipment and a total spend of £250,000 on leasing and licensing costs as included within the College budget;***

44/05/07 Report of the Organisational Development Committee

In the absence of the Chair of the committee, the Clerk presented the report informing members of the matters which had been considered by Organisational Development Committee members at the meeting held on 19 June 2007 and in particular the recommendations put forward by the Organisational Development Committee for consideration by the Corporation namely the College's current policies which have been reviewed and are to continue without amendment, those policies which, following review, have been updated and amended and the proposals for the approval and adoption of three new policies. Members considered the details of the proposed new policy dealing with phased and the benefits that this policy would offer to staff in the period prior to their retirement.

IT WAS RESOLVED to receive the report and to –

- **approve that the Residentials and Exchanges (SCCPOL 18) and the Code of Conduct for College Staff (SCCPOL 03) continue in the current format until the next cycle review date unless a change in circumstances requires a review at an earlier date :**
- **approve and adopt the Disciplinary Procedure (Staff) SCCPOL 27 as updated and amended**
- **approve and adopt the Grievance Procedure (Staff) SCCPOL 26 as updated and amended in line with the Joint Agreement on Guidance on Grievance Procedures in Further Education Colleges**
- **approve and adopt the following new policies and joint agreements:**
 - **Phased Retirement Policy;**
 - **Joint Agreement on Transgender Equality in Employment;**
 - **Joint Agreement on Guidance for Gender Equality in Employment in Further Education Colleges;**
- **confirm that consideration of the terms and conditions under which staff are engaged by the College's subsidiary company, South Cheshire Enterprises Limited, does not fall within its terms of reference of the Organisational Development Committee and as such is not a matter for consideration by that committee.**

44/06/07 Report of the Search Committee

Bronwyn Dean having declared an interest left the meeting and was absent during the discussion and passing of the resolution concerning the matter of her re-appointment, returning to the meeting when the matter had been dealt with.

The Chair of the committee, presented the report informing members of the matters which had been considered by Search Committee members at the meeting held on 9 July 2007 and in particular the recommendations put forward by the Search Committee for consideration by the Corporation namely the:

- re-appointment of Margaret Simon;
- re-appointment of Bronwyn Dean;
- proposed composition (membership and chairing) of the Corporation committees for 2007/8;and
- review of the terms of reference of the committees which support the Corporation.

He informed members that the recommendation concerning the term of office for those members being considered for re-appointment, was being made as a direct result of the proposed revisions to the Instrument and Articles of Government concerning the composition of the Corporation. The term of office as proposed would allow for future flexibility enabling the Corporation to adjust to the new provisions as and when they are introduced.

IT WAS RESOLVED to receive the report and –

- ***approve the re-appointment of Margaret Simon as a local authority member for a further term of one year from 1 August 2007;***
- ***approve the re-appointment of Bronwyn Dean as a community member for a further term of one year from 1 August 200, subject to confirmation of the nomination being received from Crewe and Nantwich Council for Voluntary Action;***
- ***approve the changes to the composition of the Corporation committees for 2007/08, as detailed on the pages appended to these minutes;***

- *approve the terms of reference of the committees which serve to support the Corporation, as set out on the pages appended to these minutes;*

44/07/07 Report of the Quality and Standards Committee

Dr Utting, as the member of the committee chairing the meeting of the committee held on 14 June 2007, presented the report informing members of the matters which had been considered at that meeting. He drew members' attention in particular to the recommendation that the College Charter be approved without amendment as the current format and content remain appropriate and closely aligned with the College's Mission statement and strategic plan.

IT WAS RESOLVED to receive the report and to approve the College Charter SCCPOL 04

44/08/07 Report of the Clerk

The Clerk reported the details of members' attendance records for 2006/7 as required by the attendance policy adopted by the Corporation at its meeting held on 6 December 2001.

IT WAS RESOLVED to note the attendance of members at meetings to date in 2006/7 which has reached approximately 83 % and to request that the Clerk review the attendance record against that of other colleges in the sector.

45/07 CAMPUS DEVELOPMENT

45/01/07 Report of the Campus Development Committee

The Chair presented the report to members informing members of the matters which had been considered by the committee at its meetings held on 8 and 22 June 2007 and in particular the formal review of the progress of the project and the appointments of the design team members.

IT WAS RESOLVED to:

- ***approve the signing and sealing of the Form of Appointment of Jefferson Sheard as Architect;***
- ***approve the signing and sealing of the Form of Appointment of Faber Maunsell as Building Services Engineer and BREEM Consultant; and***
- ***note that the Committee, acting with the authority and on behalf of the Corporation, has:***
 - ***accepted the RIBA Stage C Design.***
 - ***approved the signing and sealing of the Form of Appointment of Turner Townsend Project Management Limited as Project Manager/Employer's Agent;***
 - ***approved the short list of six firms to be invited to tender as Principal Contractor for the project on the basis of a two stage tender process.***

The Director of Finance and Administration left the meeting at this point.
Liz Davis joined the meeting at this point.

45/02/07 Presentation of the RIBA Stage C design

The Director of Marketing and Operations gave the presentation informing members of the details of the RIBA Stage C design as approved and informed members that the design is now progressing to RIBA Stage D.

IT WAS RESOLVED to receive the presentation.

46/07 PRESENTATION

Mrs Liz Davis, Chief Executive, Learning and Skills Council Cheshire and Warrington gave a presentation to members outlining the challenges and opportunities facing the FE sector in moving to a demand led system and self regulation.

IT WAS RESOLVED to thank Ms Davis for the presentation.

Liz Davis, Liz Hall and the Director of Marketing and Operations left the meeting at this point.

47/06 DATES OF MEETINGS

Members considered the proposed dates for meetings of the Corporation and its committees for the remainder of 2007 and 2008 together with a schedule of the key business matters to form the agendas for those meetings.

IT WAS RESOLVED to note the dates proposed for meetings for the remainder of 2007 and in 2008 and the schedule of key business matters for consideration at those meetings.

There being no further business, the meeting concluded after Part B confidential items at 5.20 p.m.

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(Chair)

Production: 20 July 2007
Chair's approval: 23 July 2007
Corporation approval: 30 November 2007

CORPORATION COMMITTEES

AUDIT COMMITTEE

Dr S Utting (Chair)
Mrs B Dean
Mr A Yusuf
Mr D Felton
Mr G Martin (External)

FINANCE COMMITTEE

Mr V Harris (Chair)
Mr K E Lea
Dr D J Collins
Mrs M Simon
Miss L Hall

ORGANISATIONAL DEVELOPMENT

Mr V Harris (Chair)
Dr D J Collins
Mrs J Dowell
Mr G Fyffe
Ms C Blanchard
Miss L Hall

SEARCH COMMITTEE

Mr K E Lea (Chair)
Dr D J Collins
Mr V Harris
Mrs C Blanchard
Mr P Swift (co-opted member of the committee, not being a member of the Corporation)

REMUNERATION COMMITTEE

Mr V Harris (Chair)
Mr K E Lea
Mrs M Simon
Mr S Yates
Mr G Fyffe

QUALITY AND STANDARDS COMMITTEE

Mr S Yates (Chair)
Dr D J Collins
Mrs J Dowell
Dr S Utting
Mr Gordon Fyffe
Student governor

CAMPUS DEVELOPMENT COMMITTEE

Mr K Lea (Chair)
Dr D J Collins
Mr V Harris
Mr J Dwyer
Mrs M Simon

FINANCE COMMITTEE TERMS OF REFERENCE (1.08.07)

1. To determine from time to time the regulations governing the financial administration of the Corporation and standing orders relating to contracts to be entered into by the Corporation and to oversee compliance with such regulations and standing orders
2. To oversee the finances, accounts, investments and assets of the Corporation including reviewing arrangements for securing solvency and safeguarding of assets
3. To monitor the effective and efficient use of the Corporation's resources including reviewing arrangements for securing value for money
4. To ensure that proper accounts and financial records are kept by the Corporation
5. To consider reports and advise the Corporation on the College's funding and its sources and the terms and conditions upon which it is provided including (without limitation):
 - Tuition and other fees and the College's policy for providing financial support for students;
 - Funding applications to and allocations from the Learning and Skills Council and Higher Education Funding Council and their successors from time to time;
 - Enrolments of full-time and part-time students;
 - Franchising (in accordance with the requirements of Learning and Skills Council guidance applicable from time to time);
 - European Social Fund
6. To consider and report to the Corporation upon the annual estimates of income and expenditure, capital expenditure requirements (including loans) and the Corporation accommodation strategy
7. To consider reports periodically in accordance with the schedule set out in the Corporation's Standing Orders on the monitoring and control of the Corporation's budget and financial position and to report to the Corporation upon the financial results of each accounting year
8. To consider and determine subject to the approval of the Corporation the annual allocation of funds to approved expenditure headings in accordance with the Corporation's financial policy and Strategic Plan
9. Approving capital expenditure within the approved programme, including the College's annual capital equipment and ICT procurement and general leasing proposals
10. Monitoring building projects in accordance with the financial regulations and making appropriate recommendations to the Corporation on the following:
 - initial approval of the project;
 - consideration of the implications of any alternative procurement routes;
 - receipt of a report of the results of the tender process for major contractors and timetable for the project;
 - review and approval of the results of the tender process for any necessary funding;
 - monitoring of progress as appropriate and consideration of action proposed to correct significant departures from forecast outcome (in respect of cost overrun, 10% or more of the original contract value is regarded as significant);
 - review of outcomes to establish whether objectives have been met and any relevant lessons learnt.
11. To consider and determine subject to the approval of the Corporation the Corporation investment, borrowing and information technology policies and reviewing the College's banking arrangements
12. To consider and advise the Corporation upon, and to review the progress of, new ventures (defined as any substantial arrangement proposed to be entered into for business purposes, whether extending the College's provision, or of a commercial nature).
13. To produce and submit to the Corporation an annual report summarising the work undertaken by the Committee during the academic year preceding the report.
14. To consider matters which are within the responsibilities of the Corporation as specified in article 3 of the articles of government of the Corporation and –
 - do not fall within the terms of reference of any other committee of the Corporation; and
 - do not fall within the non-delegable responsibilities of the Corporation specified in article 5 of the articles of government of the Corporation
15. To consider matters referred to the Committee by the Corporation

AUDIT COMMITTEE TERMS OF REFERENCE (1.08.07)

The Audit Committee shall advise on matters relating to the Corporation's audit arrangements and systems of internal control. The Committee's terms of reference shall be as set out in paragraphs (1)-(12) below and it shall operate in accordance with any requirements of the Learning and Skills Council. The Corporation must not add to these terms of reference responsibilities that require the Audit Committee to adopt an executive role, or its members to offer professional advice to the Corporation. Advice should be given only in committee members' capacity as governors, and only within their terms of reference. Rather than adopt an executive role, the Audit Committee should seek formal professional opinions from the internal audit service, financial statements auditor or other professional advisers to the Corporation.

1. 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 controls for securing economy, efficiency and effectiveness (value for money)
2. To advise the governing body on the appointment, reappointment, dismissal, and remuneration of the financial statements auditor and the internal audit service
3. To advise the governing body on the scope and objectives of the work of the internal audit service, financial statements auditor and the funding auditor (where appointed)
4. To ensure effective co-ordination between the internal audit service, the funding auditor (where appointed) and the financial statements auditor including whether the work of the funding auditor should be relied on for internal audit purposes
5. To consider and advise the governing body on the audit strategy and annual internal audit plans for the internal audit service
6. To 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 (including their work on regularity) and the funding auditor (where appointed), and management's response to these
7. To 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 (where appropriate) and the financial statements auditor's management letter
8. To consider and advise the governing body on relevant reports by the National Audit Office, the Learning and Skills Council and other funding bodies, and where appropriate, management's response to these
9. To establish, in conjunction with college management, relevant annual performance measures and indicators, and to monitor the effectiveness of the internal audit service, 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
10. To 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 internal audit service, the funding auditor (where appointed) and the financial statements auditor
11. To ensure that all allegations of fraud and irregularity are properly followed up; and
12. To be informed of all additional services undertaken by the internal audit service, the financial statements auditor and the funding auditor (where appointed).

ORGANISATIONAL DEVELOPMENT COMMITTEE TERMS OF REFERENCE (1.08.07)

1. To advise the Corporation on the framework for the pay and conditions of service of staff other than the holders of senior posts
2. To review and monitor all policies and procedures that relate to the conduct and welfare of staff, including equality and diversity issues and the response to any surveys of staff opinion
3. To review and monitor the College's policy and arrangements for safeguarding the health and safety of staff and students
4. To monitor sickness absence of staff
5. To advise the Corporation on procedures for the suspension and dismissal of staff and for the conduct of grievances
6. To review and monitor the Corporation's personnel procedures, including the operation of the Corporation's third-party lecturing arrangements
7. To review and monitor the Corporation's staff development policies and their implementation
8. To consider matters referred to the Committee by the Corporation

QUALITY AND STANDARDS COMMITTEE TERMS OF REFERENCE (1.08.07)

1. To recommend to the Corporation and monitor targets and college performance in respect of student achievement, retention, progression, attendance and destinations.
2. To review and report to the Corporation on the College's inspection and self assessment processes, including the College's self assessment reports.
3. To monitor and report to the Corporation on surveys of student opinion and complaints.
4. To review and monitor all policies and procedures that relate to the conduct and welfare of students, including equality and diversity issues, policies relating to disciplinary action, substance misuse and child protection but excluding health and safety.
5. To monitor and report to the Corporation on the College's quality systems.
6. To monitor and report to the Corporation on curriculum and learning support development.

REMUNERATION COMMITTEE TERMS OF REFERENCE (1.08.07)

The Remuneration Committee's terms of reference shall be to advise the Corporation on –

1. the remuneration of the Principal and other senior postholders, including basic salary, benefits in kind, annual bonus/performance related elements, pension provisions and the main terms and conditions in the service agreement of the Principal and each senior postholder, with particular reference to notice provisions;
2. succession planning in respect of senior postholders;
3. the remuneration of the Clerk to the Corporation.

SEARCH COMMITTEE TERMS OF REFERENCE (1.08.07)

1. To advise the Corporation on the appointment and reappointment of business, local community body and local authority members of the Corporation and the co-option of co-opted members of the Corporation and such other matters relating to membership and appointments as the Corporation shall remit to it having regard at all times to the provisions of the Instrument and Articles of Government and the policy of the Corporation.
2. To gather nominations in respect of vacancies on the Corporation and to determine and apply the processes whereby such nominees are screened and shortlisted.
3. To consider from time to time and to make recommendations to the Corporation on the composition and balance of the Corporation and its Committees.
4. To initiate searches for potential candidates through consultation with local authorities, local bodies and employers.
5. To undertake a regular skills audit in order to test the range of skills and experience on the Corporation.
6. To review annually or more frequently if necessary the Corporation's governance and decision-making processes and procedures, standing orders and records of attendance of members and to make such recommendations as may be appropriate.
7. To consider matters referred to the Committee by the Corporation.

CAMPUS DEVELOPMENT COMMITTEE - Terms of reference (1.08.07)

1. Constitution

1.1 The Committee will be a Committee of the Corporation Board.

2. Membership

2.1 The Committee shall consist of:

- the Principal
- Ken Lea
- Vic Harris
- Margaret Simon
- John Dwyer

2.2 The chair of the Committee shall be Ken Lea and in the event that he is not able to attend any meeting of the committee Vic Harris.

2.3 A quorum will be 3 members.

3. Duties

3.1 Subject to the provisions of paragraph 3.2 below, the Committee shall be advisory in nature. It will consider the following matters in detail and make recommendations to the Corporation as appropriate:

- planning, progress and implementation of the campus development project
- risk management issues associated with the campus development project
- financial implications of the campus development project

3.2 Subject to and in accordance with the provisions of the Corporation's Financial Regulations the Committee is authorised by the Corporation to:

- approve the content of the Application in Principle and the submission of that document to the Learning and Skills Council
- approve the submission of the detailed funding bid to the Learning and Skills Council;
- approve the tender list following a pre-qualification process for construction contractors
- approve the appointment of the preferred bidder for the construction contract
- approve the tender list following a pre-qualification process for demolition contractors
- approve the appointment of the preferred bidder for the demolition contract
- approve the tender list for provision of bank finance
- approve the appointment of the preferred bidder for provision of bank finance
- approve the tender list for estate agents to handle the sale of excess disposal
- approve the appointment of the preferred bidder for the provision of estate agency services to handle the sale of the excess land
- approve & sign off the Stage D design
- approve the legal advice and implementation of the same to terminate the existing leases with third parties
- develop and monitor the risk register for the new build programme

PROVIDED ALWAYS that the Committee delivers detailed and timely reports to the Corporation as to the use of the delegated powers referred to in this paragraph 3.2

3.3 The Committee may visit, and obtain information from, other college building projects for comparative purposes.

4. Frequency of meetings

4.1 Meetings shall be held as appropriate but there shall be at least one per month.

5. Reporting procedures

5.1 The Clerk to the Corporation shall be Clerk to the Committee.

5.2 The Clerk to the Committee shall circulate minutes of the meetings of the Committee to the Corporation.