

TAMESIDE COLLEGE FURTHER EDUCATION CORPORATION

AUDIT COMMITTEE TERMS OF REFERENCE

1. Constitution

The Tameside College Further Education Corporation hereby resolves to adopt the following terms of reference for the Audit Committee established in accordance with the Articles of Government of the College.

2. Objective

2.1 The Audit Committee shall 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, and securing economy, efficiency and effectiveness.

2.2 The Audit Committee shall ensure that the internal control systems and processes, including audit activities, of the Corporation and any of its subsidiaries are monitored actively, independently and objectively in order to:

- ensure the effectiveness of the College's internal controls;
- maintain the independence and effectiveness of the internal audit function;
- provide a sounding board for College management on issues of concern in connection with the College's internal control systems;
- advise on the reliability of the College's information systems;
- underpin the objectivity and independence of the financial statements auditors;
- increase public confidence in the objectivity and fairness of the Corporation's financial reports and in the quality of College systems for risk management and corporate governance;
- provide a medium of communication from auditors that is not controlled by College Management.

3. Membership

3.1 The Committee shall be appointed by the Corporation and shall comprise at least three and no more than five Members, of which at least two shall be Members of the Corporation Board.

3.2 Members of the Corporation's Resources Committee, the Chair of the Corporation, the Principal and any employee of the Corporation who holds a senior post shall be ineligible for membership of the Audit Committee.

3.3 A quorum shall be three Members.

3.4 The Chair of the Audit Committee shall be appointed by, and be a Member of, the Corporation Board.

3.5 If the Chair is absent from any meeting of the Committee, the Members present shall choose one of their number to act as Chair for that meeting.

3.6 The terms of office of Members of the Audit Committee shall be determined by the Corporation except that the term of office of any Member of the Committee shall not exceed four years.

3.7 Members who reach the end of their term of office shall be eligible for re-appointment to the Committee.

4. Attendance at Meetings

4.1 Members of College Management shall normally attend meetings at the invitation of the Committee, particularly where their area of responsibility is the subject of an audit report. The Committee shall also have the power to invite such other persons to attend meetings as may be desirable and necessary.

4.2 The Internal Audit Service must be invited to attend all meetings, as must the Financial Statements and Regularity Auditor where business relevant to them is being discussed.

4.3 Other Corporation Members shall have a right of attendance as observers.

4.4 The Audit Committee has the right, whenever it is satisfied that it is appropriate to do so, to go into confidential session and exclude any, or all, participants and observers, except the Clerk to the Corporation. When the Committee exercises this right the rules relating to quoracy must be observed.

5. Frequency of Meetings

5.1 Meetings shall be held not less than once in each term (i.e. at least three times in each academic year). The Internal Audit Service and the Financial Statements and Regularity Auditor may request a meeting if they consider that one is necessary.

6. Authority

6.1 The Audit Committee is authorised by the Corporation to investigate any activity within its terms of reference. The Committee is authorised to seek any information it requires from any Corporation Board Member, Committee of the Corporation or employee of the College. All Corporation Board Members and employees of the College are directed to co-operate with any request made by the Audit Committee.

6.2 The Audit Committee is authorised to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise if it considers this necessary provided that the Committee may not incur direct expenditure in this respect in excess of £5,000 (plus VAT) in a College Financial Year, without the prior approval of the Corporation.

6.3 The Audit Committee has the right to consult the Internal Audit Service and the Financial Statements and Regularity Auditor directly.

7. Duties

The Audit Committee shall:

- 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, and securing economy, efficiency and effectiveness (value for money);
- monitor the development and application of College arrangements for identifying and managing risk (including those designed to minimise risk of fraud, bribery, corruption and financial irregularities) and advise the Corporation on the adequacy and effectiveness of these arrangements;
- advise the Corporation on the appointment, re-appointment, dismissal and remuneration of the Financial Statements and Regularity Auditor and the Internal Audit Service (IAS);
- advise the Corporation on the scope and objectives of the work of the IAS, and the Financial Statements and Regularity Auditor;
- ensure effective co-ordination between the IAS, and the Financial Statements and Regularity Auditor;
- consider and advise the Corporation on the internal audit strategy and annual audit plans;
- advise the Corporation on internal audit assignment reports and annual reports and on control issues included in the management letters of the Financial Statements Auditors (including their work on regularity) and College Management's response to these;
- make recommendations to the Corporation on the approval of the College's annual financial statements following the Committee's review of the Financial Statements Auditor's management letter and consideration of the statements on Corporate Governance, Responsibilities of Members of the Corporation and the System of Internal Control;
- consider and advise the Corporation on relevant reports by the National Audit Office (NAO), the Chief Executive of Skills Funding and other funding bodies, and where appropriate, College Management's response to these;
- monitor, within an agreed timescale, the implementation of agreed audit recommendations from internal audit assignment reports, internal audit annual reports, the Financial Statements and Regularity Auditor's management letter and reports resulting from audits undertaken by any other agency/organisation;
- establish, in conjunction with College Management, relevant annual performance measures and indicators and to monitor the effectiveness of the performance of the IAS and the Financial Statements and Regularity Auditor and decide, based on this

assessment of performance, whether a competition for price and quality of the audit service is appropriate;

- ensure that all allegations of fraud and irregularity are properly followed up;
- monitor any work of a non-audit nature undertaken by the IAS and the Financial Statements and Regularity Auditors to ensure that their independence is not compromised.

8. Reporting Procedures

- 8.1 The Clerk to the Corporation shall act as Clerk to the Audit Committee and shall circulate the minutes of the meetings of the Audit Committee to all Corporation Board Members and, for information, to the Internal Audit Service provider and the Financial Statements and Regularity Auditor.
- 8.2 A copy of the draft minutes of each meeting of the Committee will be published on the College website after approval by the Chair of the meeting. Excluded from general publication will be the minutes relating to any matters which the Audit Committee deems to be confidential;
- 8.3 The Audit Committee shall produce an annual report for the Corporation Board and the Principal, as 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 and the Financial Statements and Regularity Auditor.

Approved by the Tameside College Corporation Board 15 October 2012.
Revised 19 November 2012

TAMESIDE COLLEGE FURTHER EDUCATION CORPORATION

CURRICULUM & STANDARDS COMMITTEE

TERMS OF REFERENCE

1. Constitution

The Tameside College Further Education Corporation hereby resolves to adopt the following terms of reference for the Curriculum and Standards Committee.

2. Objective

The Committee shall:

- advise the Corporation on the determination of annual success rate targets, including retention, achievement, value added and student attendance;
- ensure that effective mechanisms for monitoring curriculum-related aspects of performance are in operation;
- advise the Corporation on policies and procedures relating to the Learner Voice, including student welfare, student entitlement, student representation and student conduct.
- Promote outstanding Teaching & Learning and ensure effective systems are in place to develop Teaching Standards

3. Membership

- 3.1 Members of the Committee shall be appointed by the Corporation Board and shall comprise a minimum of five Members of which the majority shall be Members of the Corporation Board, including the Principal and the Staff and Student Members.
- 3.2 A quorum shall be three Members which must include at least one Independent Member of the Corporation Board.
- 3.3 The Chair of the Committee shall be appointed by the Corporation.
- 3.4 If the Chair is absent from any meeting of the Committee, the Members present shall choose one of their number to act as Chair for that meeting. The Principal, the Staff Member and the Student Members shall not be eligible for appointment as Chair.
- 3.5 The terms of office of members of the Committee shall be determined by the Corporation except that the term of office of any Member of the Committee shall not exceed four years.
- 3.6 Members who reach the end of their term of office shall be eligible for re-appointment to the Committee.

4. Attendance at Meetings

- 4.1 Members of College Management or such other persons as deemed desirable and/or necessary shall attend meetings at the invitation of the Curriculum and Standards Committee.
- 4.2 Other Corporation Members shall also have a right of attendance as observers.
- 4.3 The Clerk to the Corporation shall be responsible for overseeing the clerking arrangements for the Curriculum & Standards Committee.

5. Frequency of Meetings

- 5.1 Meetings shall be held not less than three times a year.

6. Authority

- 6.1 The Committee is authorised by the Corporation Board to investigate any activity within its terms of reference.
- 6.2 It is authorised to seek any information it requires from any employee of the College and all employees are directed to co-operate with any request for information made by the Committee.
- 6.3 The Committee is authorised by the Corporation to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise if it considers this necessary provided that the Committee may not incur direct expenditure in this respect in excess of £5,000 (plus VAT) in a College Financial Year, without the prior approval of the Corporation Board.

7. Duties

- 7.1 The Committee shall consider and make recommendations to the Corporation on:
 - the educational character and mission of the College;
 - the College Quality Strategy;
 - the College Charter and Disability Statement
 - the direction and educational content of the College Strategic Plan;
 - the development of curriculum-related policies and procedures resulting from national, regional and local initiatives.
- 7.2 The Committee will:
 - have oversight of quality issues within the College's educational provision and arrangements for:

- Receiving reports on the assessment of the quality of teaching, learning and assessment and monitoring action plans for improvement where required
 - setting and monitoring annual success rate and performance targets including value added, retention and achievement, timely achievement and student attendance
 - producing the College annual self-assessment report
 - preparation for Inspection
 - monitoring and improving performance in curriculum areas which are not meeting College targets and/or are performing at a level which is below the average when measured against national benchmarks by receiving Quality Improvement Reports
- receive, when appropriate, reports from staff on specified aspects of curriculum activity
 - monitor the effectiveness of the College Mission Statement particularly in relation to student entitlement
 - receive reports and recommendations from the Students' Union and other groups representing Tameside College students and advise the Corporation on appropriate action
 - monitor College policies and procedures relating to the Learner Voice, student entitlement, student representation, student conduct and welfare
 - monitor the application and effectiveness of the College's Safeguarding and Equality & Diversity policies and procedures in relation to their impact on learners

8. Reporting Procedures

- 8.1 The Clerk of the Corporation shall circulate the minutes of the meetings of the Committee to all Corporation Members.
- 8.2 A copy of the draft minutes of each meeting of the Committee will be published on the College website after approval of the draft minutes by the Chair of the meeting. Excluded from general publication will be the minutes relating to any matters which the Curriculum & Standards Committee deems to be confidential
- 8.3 The Corporation will receive summary reports on College performance which will include performance in the following areas;
- quality improvement actions plans
 - target setting and monitoring
 - curriculum initiatives
 - College and curriculum self-assessment grades

Approved by the Tameside College Further Education Corporation 15 October 2012

TAMESIDE COLLEGE FURTHER EDUCATION CORPORATION

REMUNERATION COMMITTEE TERMS OF REFERENCE

1. Constitution

The Tameside College Further Education Corporation hereby resolves to adopt the following terms of reference for the Remuneration Committee.

2. Objective

The Remuneration Committee shall review the policy on the pay and conditions of service for the Principal and the holders of designated senior posts and make recommendations to the Corporation accordingly, so as to:

- ensure that the Principal and holders of senior posts (as designated by the Corporation) are fairly rewarded for their individual contributions to the College's overall performance; and,
- demonstrate to the public that the pay of holders of senior posts is reviewed by a Committee which has no personal interest in the outcome of its recommendations and which gives due regard to the interests of the public and of the financial health of the College.

3. Membership

- 3.1 The Remuneration Committee shall be appointed by the Corporation and shall comprise:

The Chair of the Corporation

The Vice-Chair of the Corporation

One other Member of the Corporation, excluding the Principal and Staff and Student Members.

- 3.2 A quorum shall be two Members of the Remuneration Committee.

- 3.3 The Chair of the Remuneration Committee shall be the Chair of the Corporation.

- 3.4 Members retiring at the end of their term of office shall be eligible for re-appointment by the Corporation.

4. Attendance at Meetings

- 4.1 The Principal shall normally be invited to attend meetings of the Remuneration Committee save where his/her remuneration package is being considered. The Committee may invite other senior postholders to attend meetings when necessary.

- 4.2 Other Corporation Members shall also have a right of attendance as observers save that the Remuneration Committee may exclude Staff and Student Members and any

other Corporation Members who are employees of the College.

- 4.3 The Clerk to the Corporation shall be responsible for overseeing the clerking arrangements for meetings of the Remuneration Committee.

5. Frequency of Meetings

- 5.1 The Remuneration Committee shall normally meet on two occasions in each academic year (i.e. 1 September to 31 August).

6. Authority

- 6.1 The Remuneration Committee is authorised by the Corporation to investigate any activity within its terms of reference.
- 6.2 It is authorised to seek any information it requires from any employees of the College and all employees of the College are directed to co-operate with any request made by the Committee.
- 6.3 The Remuneration Committee is authorised by the Corporation to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise if it considers this necessary provided that the Committee shall not incur direct expenditure in this respect in excess of £5,000 (plus VAT) in any College financial year without the prior approval of the Corporation.

7. Duties

- 7.1 The Remuneration Committee shall advise the Corporation on specific remuneration packages of the Principal and other senior postholders (as designated by the Corporation) and in doing so shall consider the following component elements:

- basic salary;
- benefits in kind;
- annual bonus/performance related elements;
- pension provisions;
- the main terms and conditions in the service agreement for each designated senior postholder , with particular reference to the notice provisions.

- 7.2 The Remuneration Committee shall evaluate annually the specific remuneration packages of the Principal and designated senior postholders against:

- pre-established performance goals and objectives; and
- an appropriate peer group

For that purpose the Committee will review and assess performance target goals and objectives established before the commencement of the relevant period and determine whether such goals and objectives have been achieved at the end of the relevant period.

- 7.3 The Remuneration Committee shall advise the Corporation on any compensation

(including the augmentation of pension benefits) which may be payable in the event of an early termination of the employment of the Principal or any designated senior postholder, with the broad aim of:

- avoiding rewarding poor performance; and
- dealing fairly with cases where early termination is not due to poor performance.

7.4 The Remuneration Committee shall review on a continuing basis the Corporation's policy in relation to:

- all aspects relating to the remuneration of the Principal and designated senior postholders including salary levels, comparisons with similar colleges, performance criteria and compensation commitments on early termination;
- main component elements in the specific remuneration packages of each designated senior postholder, such as salary, benefits in kind, individual bonuses and pension entitlements;

8. Reporting Procedures

The Minutes of the Remuneration Committee shall normally be presented to the Corporation as a confidential agenda item.

Approved by the Tameside College Further Education Corporation 15 October 2012

TAMESIDE COLLEGE FURTHER EDUCATION CORPORATION

SEARCH COMMITTEE TERMS OF REFERENCE

1. Constitution

The Tameside College Further Education Corporation hereby resolves to adopt the following terms of reference for the Search Committee established in accordance with the Articles of Government of the College.

2. Objective

The Search Committee shall advise the Corporation on the appointment of Board and Committee Members (other than as a parent, staff or student Member) and such other matters relating to membership, appointments or governance self-assessment as the Corporation Board may remit to the Committee.

3. Membership

3.1 The Search Committee shall be appointed by the Corporation and shall comprise a minimum of three members, including up to two external co-opted members:

- the Chair of the Corporation
- the Vice-Chair of the Corporation
- the Principal
- the Chairs of any Committees of the Corporation
- where possible, up to two persons co-opted to serve on the Committee by the Corporation Board to represent the interests of the community and who is not already a Member of the Corporation.

3.2 Any persons co-opted to serve on the Committee will be of established standing, reputation and integrity in the community which the College serves but independent of the College. Such members will be free from any business or other relationship with the College which might compromise the exercise of their independent judgment.

3.3 A quorum shall be three Members of the Search Committee.

3.4 The Chair of the Committee shall be appointed by the Corporation Board save that the Principal shall not be eligible for appointment as Chair.

3.5 Corporation Board Members who are Members of the Search Committee shall hold a term of office on the Committee which is commensurate with their term of office as a Member of the Corporation.

3.6 Co-opted Committee Members shall be appointed for a term of office of up to four years.

3.7 Members retiring at the end of their term of office shall be eligible for re-appointment.

4. Attendance at Meetings

4.1 Other Corporation Members shall have a right of attendance as observers.

4.2 The Clerk to the Corporation shall be the Clerk to the Search Committee.

5. Frequency of Meetings

5.1 The Committee shall meet at least twice in each academic year.
(i.e. 1 September to 31 August)

6. Authority

6.1 The Search Committee is authorised by the Corporation Board to investigate any activity within its terms of reference.

6.2 It is authorised to seek any information it requires from any employee of the College and all employees are directed to cooperate with any request for information made by the Committee.

6.3 The Search Committee is authorised by the Corporation Board to obtain any professional advice it considers necessary in the exercise of its responsibilities, provided that the Committee may not incur direct expenditure in this respect in excess of £5,000, (plus VAT), in any College financial year without the prior approval of the Board.

7. Duties

7.1 The Search Committee shall consider and make recommendations to the Corporation on:

- the composition and balance of the membership of the Corporation Board and its Committees having regard to the necessary skills to ensure that the Corporation fulfills its statutory functions;
- the appointment of persons who are not Members of the Corporation as Members of any Committee of the Corporation;
- candidates for appointment and/or re-appointment as Members of the Corporation;
- policies and procedures for the induction, appraisal and development of Corporation Members.

7.2 The Search Committee shall be responsible for:

- undertaking and maintaining skills audits of Members of the Corporation;
- ensuring that the written procedure for the appointment of Members is reviewed and is publicly available;
- overseeing and reviewing the role description for Members of the Corporation;
- overseeing and reviewing the criteria for the recruitment and selection of Corporation Members;
- ensuring that a person specification is prepared to match any identified skills or experience and to maintain an appropriate balance in terms of gender and ethnicity amongst Members of the Corporation;
- short-listing and interviewing prospective Members;

- monitoring and reviewing the performance of the Corporation, its Committees and its Members;
- drafting the Corporation's annual self-assessment report on governance.

8 Reporting Procedures

- 8.1 The Clerk to the Corporation shall circulate the minutes of the meetings of the Search Committee to all Members of the Corporation.
- 8.2 Separate minutes will be taken of any issues which are regarded by the Search Committee to be confidential and as such will be retained in the "Confidential Minute" file in addition to being limited for circulation to Members of the Search Committee only.
- 8.3 A copy of these Terms of Reference and the Search Committee's advice to the Corporation, other than any advice which the Corporation is satisfied should be dealt with on a confidential basis, shall be published on the College website and be made available for inspection at the College by any person during normal office hours.