

SOUTH LANARKSHIRE COLLEGE (BOARD OF MANAGEMENT)

APPOINTMENTS COMMITTEE

Constitution and Membership

The Committee will be chaired by the Chairing Member of the Board of Management. There will be no less than four members in total with a quorum of 3.

AUTHORITY

The Committee is authorised by the Board to seek independent professional advice to assist them in their deliberations.

Where the Board of Management has delegated powers to the Committee, the Committee remains under the Authority of the Board.

PROCEEDINGS

The Committee should meet as necessary and may do so informally provided a record of the proceedings is maintained.

DUTIES

The duties of the Committee are:

- To ensure that due process is followed in the recruitment of new or additional Board members.
- To conduct interviews and carry out such assessment as may be necessary with a view to selecting the best qualified applicants for membership of the Board.
- To ensure that the selection process is fully compliant with the College Policy on Equalities – which for the avoidance of doubt covers not only the protected characteristics in terms of the Equalities Act 2010 but also the principles of Equal Opportunity for All – and is also compliant with the principles of gender equality as these principles affect the gender balance in College Boards in Scotland
- To ensure that the selection process considers particularly the skill set required to ensure proper management of Strategic Risk
- To make appropriate recommendations to the Board in respect of Appointments or, where such power has been delegated by the Board, to instruct the Secretary / Clerk to issue letters of appointment.
- To take such action as may be necessary to ensure that the Board membership is quorate at all times

REPORTING PROCEDURES

The committee should direct the minutes and appropriate papers of its meetings to the Board of Management.

After approval, the Committee's Minutes and appropriate papers should be directed to the Regional Strategic Board and be published on the South Lanarkshire College Website.

SOUTH LANARKSHIRE COLLEGE (BOARD OF MANAGEMENT)

AUDIT AND RISK REMIT

Composition and Membership

The Board of Management will establish a Committee to the Board to be known as the Audit and Risk Committee.

The Committee and its Chair will be appointed by the Board and will consist of members with no executive responsibility for the management of the College. There shall be not less than three members. A quorum shall be three members. At least one member should have a background in finance, accounting or auditing but membership should not be drawn exclusively from people with such a background. The Committee may, if it considers it necessary or desirable, co-opt members with particular expertise to support its work. Any co-optee should not contribute to the quorum nor shall they have any voting rights. The Principal and the Chair of the Board of Management cannot be members of the Audit and Risk Committee. No member of the Committee can also be a member of the Finance and Resources Committee.

The Principal and the Head of Finance should normally attend each meeting at the request of the Chair.

The Head of Finance of New College Lanarkshire should normally be invited to attend each meeting.

Attendance of other Board Members shall be entirely at the discretion of the Committee Chair

The Committee will hold annually a private meeting (without College executives present) with internal and external auditors to discuss audit issues. Audit and Risk Committee Members or the internal or external auditors may request an additional private meeting at any time should there be issues that require to be discussed.

Purpose

The purpose of the Audit and Risk Committee is to assure the Board of Management that the College has in place a system of governance, internal control and risk management which is being maintained and developed to meet legislation and regulations applying to the sector. The Committee must support the Board and the Principal by reviewing the comprehensiveness, reliability and integrity of assurances: the College's governance, risk management and internal control framework. Further detail is provided in Annex A.

Alignment with Strategic Priorities

The Audit and Risk Committee is aligned to the College's strategic priorities of:

- Highest-quality education and support
- Sustainable behaviours

With a particular focus on the following values:

- Passionate about our roles and responsibilities
- Continually improving
- Delivering community and social value

The role of this committee is to provide oversight and challenge regarding the progress the college is making against the duties outlined below.

Equalities

In addition to the overarching role in respect of Audit & Risk, the Committee is required to consider the implications of all decisions and recommendations being considered from the perspective of Equalities – and this will be a standing item on all committee agendas.

In addition to the protected characteristics as defined by the Equalities Act 2010, the Committee shall consider equality of opportunity for all irrespective of socio-economic background.

Collaboration and Partnership

The Committee is required, wherever possible and appropriate, to work in partnership with New College Lanarkshire and Local Community Bodies to achieve the best learning outcomes for students and the most cost- effective use of resources.

Proceedings

The Committee should normally meet four times a year. The internal auditor should normally attend all Audit Committee meetings, together with other staff invited to attend. The external auditor should normally attend any meetings where external audit issues are being considered or at the request of the Chair.

Authority

The Committee is authorised by the Board to investigate any activity within the terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to co-operate with any request made by the Committee.

The Committee is authorised by the Board to obtain independent professional advice and to secure the attendance of non-members with relevant experience and expertise if it considers this necessary.

Duties of the Audit Committee (see Annex B)

The duties of the Committee include:

Effectiveness and Financial Control

- Reviewing the processes for ensuring the effectiveness of the financial and other internal control systems;
- Ensuring that all significant losses and cases of impropriety have been properly investigated and that the internal and external auditors, the Board of Management, [the Regional Strategic Board] and SFC have been fully informed of the matter where appropriate;
- Approving and monitoring of the College's policy on fraud, irregularity and whistleblowing, and how they are applied;
- Reviewing and advising the Board of Management on its compliance with corporate governance requirements and good practice guidance;

- Monitoring, annually or more frequently if necessary, the implementation of approved recommendations relating to both internal and external audit services and promote coordination of the two services;
- As regards securing Value for Money, ensuring that the College has systems and procedures to promote economy, efficiency and effectiveness. This may require identifying specific value for money studies.

Risk Management

- Advising the Board of Management on the concepts and requirements of risk management;
- Acting as a catalyst for risk management activity across the institution;
- Ensuring appropriate audit work on risk management;
- Bringing higher level risks, as identified in the Risk Register and discussed at Audit and Risk Committee meetings, to the attention of the Board of Management.
- For the avoidance of doubt, Risk will be a standing item on all Board and College committee agendas

Internal Audit

- Advising the Board on the criteria for the selection, appointment and remuneration of the internal auditor;
- Considering and advising the Board of Management on the audit needs assessment and the strategic and annual audit plans;
- Considering and advising the Board of Management on internal audit reports;
- Receiving an annual report from the internal auditor, which should include an opinion on the degree of assurance that can be placed on the systems of internal control.

External Audit

- Whilst it is now the responsibility of Audit Scotland to appoint the College's external auditors, the Audit Committee should review the remuneration of the external auditor and the scope of their work, including any non-audit services provided;
- Reviewing the external auditor's Management Letter and management response and having direct access to the external auditor; reporting to the Board where contents of Management Letter contains references to lack of effectiveness of financial controls;
- Considering and advising the Board of Management on external audit reports and management letters, taking into account: comments on accounting policies; compliance with accounting standards and the most recent SFC Accounts Direction; estimates and judgements used in the preparation of the financial statements; completeness of disclosure and context; and the statements on corporate governance, risk management and internal control;

- Considering the College's financial statements in conjunction with the Finance Committee and recommending, in tandem with the Finance and Resources Committee, that the Board of Management approve the Annual Report and Financial Statements each year;
- Facilitating one meeting per annum without the attendance of College officers, between Committee members and the external and internal audit providers to discuss the work undertaken during the year and any issues that may have arisen.

Other Duties

- Reviewing relevant reports from the Scottish Funding Council, Audit Scotland, European Commission, the Scottish Government and other organisations;
- Monitoring the performance and effectiveness of external and internal audit, and reporting on this to the Board of Management;
- Meeting with audit providers at the joint meeting with the Finance Committee, and as required, outwith the presence of College staff, to discuss, in particular, the remit of the Committee or issues arising from the audit of the financial statements.
- Monitoring the performance and effectiveness of the College's procurement arrangements, as measured via audits and reviews undertaken by APUC;
- Monitoring the College's compliance with the Code of Good Governance for Scotland's Colleges
- Considering the College's risk appetite annually or as deemed appropriate, during the year and make a recommendation to the Board of Management for its approval;

Reporting Procedures

The Committee should direct the minutes and appropriate papers of its meetings to the Board of Management [and, once these have been approved by the Board, to the Regional Strategic Board]. After approval, the Committee's minutes, and any appropriate papers, must then also be published on the College's website.

The Committee will produce an annual report which it will submit to the Board, accompanied by the internal auditor's annual report. A copy of this annual report must be submitted to the Funding Council within one month of being presented to the Board of Management.

Effectiveness of the Committee

The Committee shall refer to the Code for Good Governance for Scotland's Colleges and:

- Undertake an annual self-evaluation exercise of the performance of the Audit and Risk Committee which will be forwarded to the Board of Management for their information
- Prepare an annual report for the Board of Management on the performance and duties undertaken by the Committee.

Terms of Reference

Terms of reference take due cognisance of the current version of the following:

- "Statement of Responsibilities of Auditors and of Audited Bodies" (Audit Scotland);
- "Audit Committee Handbook" (Scottish Government);
- "Statement of Recommended Practice - Accounting for Further and Higher Education" (HE / FE SORP Board);
- "Code of Audit Practice" (Audit Scotland);
- "Financial Memorandum"
- "UK Corporate Governance Code" (Financial Reporting Council);
- "Scottish Public Finance Manual" (Scottish Government);
- "Government Financial Reporting Manual" (FReM) (UK Government)
- Financial Reporting Standards (FRS 102)
- Code of Good Governance for Scotland's Colleges

The main consideration is to ensure that the Audit Committee is independent and has sufficient authority and resources to form an opinion and to report on adequacy and effectiveness of the internal control system, including risk management and governance.

Responsibility for internal control remains fully with management, who should recognise that internal audit can only provide 'reasonable assurance' and cannot provide any guarantee against material errors, loss or fraud. Internal audit also plays a valuable role in helping management to improve systems of internal control and so to reduce the potential effects of any significant risks faced by the College. Risk management provides the opportunity for internal audit work to be efficient and focused. It does not necessarily imply that internal audit activity has to be increased.

Internal audit can also provide independent and objective consultancy advice specifically to help management improve the internal control system, including risk management and governance. In such circumstances, internal auditors apply their professional skills in a systematic and disciplined way to contribute to the achievement of corporate objectives. Such advisory work contributes to the opinion that internal audit provides on internal control, including risk management and governance.

Audit Appointment – Internal Audit

- The overview of the tender process for the appointment of internal audit providers, deciding the length of the agreement and any other pertinent factors to be considered
- The consideration of the appointment of the internal audit providers following the tender process and the subsequent recommendation to the Board.
- Review of the draft plan for work presented by the internal audit providers for the term of their appointment

Governance

- Review of the remit of the Audit and Risk Committee (annual – May / June meeting)

Annually

(a) Duties related to the review of the annual audited financial statements (at the October / November meeting)

- Review of the Annual Report of the to the Board of Management and the Auditor General for Scotland (the “Annual Report”). This is to be done in conjunction with the review of the audited Financial Statements. The Committee has to agree that the draft Financial statements can be considered by the Finance Committee. The Committee must also agree to forward the Annual Report to the Board of Management for their approval.
- Review of the external audit report of consolidated accounts
- Discussion of matters of concern with the College’s external and internal audit providers that may have arisen during the year. This should be done in the absence of College staff and executive officers.

(b) Other annual duties

- Preparation of the Annual Report of the Audit and Risk Committee to the Board of Management (October / November meeting)
- The determination of the external audit fee, the range of which is advised by Audit Scotland, and the external audit plan (May / June meeting)
- Review of the draft plan for work presented by the internal audit providers for the following year, with reference to the initial appointment documentation (August / September meeting)
- Review of the audit programme of the College’s Quality Audit Group (October/ November meeting)
- Completion of the self-assessment checklist from the Audit and Assurance Committee Handbook (February / March meeting)
- Consideration of Risk Appetite (May / June meeting)

Quarterly meetings

Consideration of:

- internal audit reports, including an update on progress of the annual cycle of internal audits
- College Risk Register
- Regional Risk Register
- the Technical Bulletins issued by Audit Scotland
- audits undertaken by external organisations such as Skills Development Scotland and the local authorities
- audits undertaken by the College’s own Quality Audit Group.

SOUTH LANARKSHIRE COLLEGE (BOARD OF MANAGEMENT)

AUDIT AND RISK REMIT

Composition and Membership

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The Principal and the Head of Finance should normally attend each meeting at the request of the Chair.

The Head of Finance of New College Lanarkshire should normally be invited to attend each meeting.

Attendance of other Board Members shall be entirely at the discretion of the Committee Chair

The Committee will hold annually a private meeting (without College executives present) with internal and external auditors to discuss audit issues. Audit and Risk Committee Members or the internal or external auditors may request an additional private meeting at any time should there be issues that require to be discussed.

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- Sustainable behaviours

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Proceedings

The Committee should normally meet four times a year. The internal auditor should normally attend all Audit Committee meetings, together with other staff invited to attend. The external auditor should normally attend any meetings where external audit issues are being considered or at the request of the Chair.

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- Considering the College's financial statements in conjunction with the Finance Committee and recommending, in tandem with the Finance and Resources

- Committee, that the Board of Management approve the Annual Report and Financial Statements each year;
- Facilitating one meeting per annum without the attendance of College officers, between Committee members and the external and internal audit providers to discuss the work undertaken during the year and any issues that may have arisen.

Other Duties

- Reviewing relevant reports from the Scottish Funding Council, Audit Scotland, European Commission, the Scottish Government and other organisations;
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- Monitoring the performance and effectiveness of the College's procurement arrangements, as measured via audits and reviews undertaken by APUC;
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The Committee will produce an annual report which it will submit to the Board, accompanied by the internal auditor's annual report. A copy of this annual report must be submitted to the Funding Council within one month of being presented to the Board of Management.

Effectiveness of the Committee

The Committee shall refer to the Code for Good Governance for Scotland's Colleges and:

- Undertake an annual self-evaluation exercise of the performance of the Audit and Risk Committee which will be forwarded to the Board of Management for their information
- Prepare an annual report for the Board of Management on the performance and duties undertaken by the Committee.

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- The consideration of the appointment of the internal audit providers following the tender process and the subsequent recommendation to the Board.
- Review of the draft plan for work presented by the internal audit providers for the term of their appointment

Governance

- Review of the remit of the Audit and Risk Committee (annual – May / June meeting)

Annually

(a) Duties related to the review of the annual audited financial statements (at the October / November meeting)

- Review of the Annual Report of the to the Board of Management and the Auditor General for Scotland (the “Annual Report”). This is to be done in conjunction with the review of the audited Financial Statements. The Committee has to agree that the draft Financial statements can be considered by the Finance Committee. The Committee must also agree to forward the Annual Report to the Board of Management for their approval.
- Review of the external audit report of consolidated accounts
- Discussion of matters of concern with the College’s external and internal audit providers that may have arisen during the year. This should be done in the absence of College staff and executive officers.

(b) Other annual duties

- Preparation of the Annual Report of the Audit and Risk Committee to the Board of Management (October / November meeting)
- The determination of the external audit fee, the range of which is advised by Audit Scotland, and the external audit plan (May / June meeting)
- Review of the draft plan for work presented by the internal audit providers for the following year, with reference to the initial appointment documentation (August / September meeting)
- Review of the audit programme of the College’s Quality Audit Group (October/ November meeting)
- Completion of the self-assessment checklist from the Audit and Assurance Committee Handbook (February / March meeting)
- Consideration of Risk Appetite (May / June meeting)

Quarterly meetings

Consideration of :

- internal audit reports, including an update on progress of the annual cycle of internal audits
- College Risk Register
- Regional Risk Register
- the Technical Bulletins issued by Audit Scotland
- audits undertaken by external organisations such as Skills Development Scotland and the local authorities
- audits undertaken by the College’s own Quality Audit Group

SOUTH LANARKSHIRE COLLEGE (BOARD OF MANAGEMENT)

CHAIRS COMMITTEE

Constitution and Membership

The Committee will be chaired by the Chairing Member of the Board of Management. There will be no less than four members drawn from amongst the Committee Chairs.

AUTHORITY

The Committee is authorised by the Board to seek independent professional advice to assist them in their deliberations.

Where the Board of Management has delegated powers to the Committee, the Committee remains under the Authority of the Board.

PROCEEDINGS

The Committee should meet as necessary and may do so informally provided a record of the proceedings is maintained.

DUTIES

The duties of the Committee are:

- To support the Chairing Member, on request, by providing advice guidance and assistance in his/her role and generally on any matter involving governance or which has been delegated to the Chairing member by the Board of Management
- To support the Remuneration Committee, on request, by providing advice guidance and assistance on any matter affecting the role of that Committee
- To advise the Board of Management on any matter involving severance arrangements in respect of senior staff and manage such arrangements as appropriate.
- To advise the Board of Management on any matter which the Committee considers would impact on strategic risk
- To advise the Board of Management as appropriate on any matter concerned with Community Benefit
- To carry out such other functions as may be delegated to the Chairs Committee by the Board of Management
- To monitor where the College stands in relation to other comparable institutions in the sector and report as required to the Board of Management.
- To monitor the College's implementation of Equalities Policy, including for the avoidance of doubt not only the protected characteristics in terms of the Equalities Act 2010 but also Equality of Opportunity for all

REPORTING PROCEDURES

The committee should direct the minutes and appropriate papers of its meetings to the Board of Management.

After approval, the Committee's Minutes and appropriate papers should be directed to the Regional Strategic Board and be published on the South Lanarkshire College Website – subject to restrictions on the reporting of reserved items so as to preserve essential confidentiality.

SOUTH LANARKSHIRE COLLEGE (BOARD OF MANAGEMENT)

CURRICULUM, QUALITY AND DEVELOPMENT COMMITTEE

COMPOSITION AND MEMBERSHIP

The Board of Management will establish a Committee to the Board to be known as the Curriculum, Quality and Development Committee.

The Committee and its Chair will be appointed by the Board. The Committee will meet four times per year. There shall be five members (this will include the Principal). A quorum shall be a minimum of three members of the Committee.

All Board Members shall be routinely invited to attend all committee meetings as shall a representative of the equivalent NCL Committee

PURPOSE

The Curriculum Quality and Development Committee considers and directs the learning and teaching and student support policies. The Committee monitors the quality assurance processes across all t College provision. In addition, it monitors activity relating to Developing the Young Workforce and provides oversight of the marketing and communication strategy.

It shall also be a requirement that this Committee consider at each meeting any strategic risk and equalities matters associated with the over-arching committee purpose and to ensure that all risks identified are duly entered on the Risk Register.

ALIGNMENT WITH STRATEGIC PRIORITIES

The Curriculum, Quality and Development Committee is aligned to the College's strategic priorities of:

- Successful Students
- Highest- Quality Education and Support
- Equalities – including both the protected characteristics as defined in the Equalities Act 2010, as it may be amended from time to time, and Equality of Opportunity for all irrespective of any adverse socio-economic factors

The role of this committee is to provide oversight and challenge regarding the progress the College is making against these priorities and in particular Equalities shall be a standing item on all Committee Agendas. .

TERMS OF REFERENCE

These Terms of Reference ensure that the Curriculum, Quality and Development Committee has specified authority and resources to form an opinion and to make recommendations and report to the Board.



PROCEEDINGS

The Committee should meet a minimum of four times per year. The Depute Principal and senior staff responsible for Curriculum, Developing the Young Workforce, Marketing and Quality may attend as specialist advisors.

DUTIES

The duties of the Committee shall include:

- Monitoring and advising on governance as it affects the terms of reference of the Committee.
- Advising on the development of, and, reviewing and approving the College learning and teaching strategy and student support policies and procedures.
- reviewing all quality and learning and teaching matters within the College.
- reviewing the self-evaluation process of the College and subsequent report prior to consideration by the Board of Management
- reviewing the College's curriculum portfolio to ensure it is aligned with local, regional and national priorities.
- reviewing the College's performance indicators and considering recommendations for improvement.
- Receiving strategic updates on matters concerned with College marketing, including an update on key marketing activities.
- Monitoring Developing the Young Workforce (DYW) activity within the College and reviewing progress.

- Ensuring that wherever practicable and appropriate the Committee works in partnership with New College Lanarkshire and local community bodies to achieve the best learning outcomes for students and the most cost-effective use of resources.

REPORTING PROCEDURES

The Committee should direct the minutes and appropriate papers of its meetings to the Board of Management.

After approval, the Committee's Minutes and appropriate papers should be directed to the Regional Strategic Board and be published on the South Lanarkshire College website.

Effectiveness of the Committee

The Committee shall refer to the Code for Good Governance for Scotland's Colleges and:

- Perform an annual self-evaluation exercise
- Prepare an annual report for the Board of Management on the performance and duties undertaken by the Committee.

SOUTH LANARKSHIRE COLLEGE (BOARD OF MANAGEMENT) FINANCE and RESOURCES COMMITTEE REMIT

Composition and Membership

The Board of Management will establish a Committee of the Board to be known as the Finance and Resources Committee. The Committee and its Chair will be appointed by the Board. No member of the Committee can also be a member of the Audit and Risk Committee.

The Chair shall be a non-executive Board member. There shall be a minimum of four members, one of whom shall be the Principal. A quorum shall be a minimum of three members of the Committee, two of whom should be non-executive members.

All Board Members shall be routinely invited to attend all committee meetings as shall a representative of the equivalent NCL Committee

Purpose

The purpose of the Committee is to assure the Board of Management that the College has appropriate strategies, plans, budgets and controls in place which manage identified risks creating a sustainable and stable College.

It shall also be a requirement that this Committee consider at each meeting any strategic risk associated with the over-arching committee purpose and to ensure that all risks identified are duly entered on the Risk Register. To that end the Secretary / Clerk will be responsible for ensuring that any concern with any matter relating to strategic risk be reported to the Chair of the Audit & Risk Committee in order that it may be considered at the next available Audit & Risk Committee meeting

Alignment with Strategic Priorities

The Finance and Resources Committee is aligned to the College strategic priorities of:

- Highest-quality education and support
- Sustainable behaviours
- Equalities – including both the protected characteristics as defined in the Equalities Act 2010, as it may be amended from time to time, and Equality of Opportunity for all irrespective of any adverse socio-economic factors and to that end will be required to refer any concerns with equalities issues to the Curriculum Quality & Development and/or the Human Resource Committee as may be appropriate.

With a particular focus on the following values:

- Passionate about our roles and responsibilities
- Continually improving
- Delivering community and social value

The role of this committee is to provide oversight and challenge regarding the progress the college is making against these priorities and values and in particular Equalities shall be a standing item on all Committee Agendas.

Terms of Reference

These Terms of Reference ensure that the Finance and Resources Committee has specified authority and resources to form an opinion and to make recommendations and to report to the Board.

Proceedings

The Committee should normally meet four times per year. Members of College management, including the Depute Principal and the Head of Finance, will normally attend as specialist advisors.

One of these meetings will be to recommend approval of the College Financial Statements to the Board of Management. The Chair of the Audit and Risk Committee should attend this meeting. (Note: the Chair of the Finance and Resources Committee should attend the meeting of the Audit and Risk Committee which considers the report of the external auditors on the audited Financial Statements.)

At all meetings of the Committee, both Strategic Risk and Equalities will be standing items on all Committee Agendas.

Duties

The duties of the Committee shall include:

Finance and Procurement

- Maintaining a strategic overview of all matters concerned with finance and procurement; the maintenance and development of the College estates; and advising the Board of Management accordingly.
- Reviewing the College finance strategy, including short and long-term financial sustainability plans and cash flow projections, with a view to recommending approval to the Board of Management.
- Considering the College Annual Report and Financial Statements and, in conjunction with the opinion of the Audit and Risk Committee on the report of the external auditor, recommend these for approval to the Board of Management [and, if required, to the Regional Strategic Board for consolidation purposes].
- Scrutinising annual operating plans and budgets prior to their submission to the Board of Management for approval, ensuring that they reflect the Board's strategic plan and take account of key risk areas.
- Monitoring management accounts as compared to plans and budgets.
- Monitoring College banking arrangements and, where appropriate, approve its overdraft facility.
- Considering appropriate financial benchmarking information.
- Reviewing reports made by the Head of Finance on financial matters prior to presentation to the Board.
- Reviewing the College approach to obtaining Value for Money
- Examining any issues which may have financial implications or which may be referred to it by the Board of Management.
- Ensuring that funds provided by the Scottish Funding Council and other funders are used in accordance with the terms and conditions specified in the appropriate offers of funding. Monitoring and advising on all financial returns requested by outside bodies, in particular, the Scottish Funding Council.
- Examining College policies on financial issues, ensuring that they retain currency and relevance.
- Approving the College Financial Regulations and ensuring compliance with compliance with the College's Financial Memorandum with the Lanarkshire Regional Strategic Body and/or Scottish Funding Council as appropriate .
- Reviewing the College's procurement strategy and monitoring procurement arrangements.

- Considering the quarterly report on Procurement and providing advice as appropriate.
- Considering the annual Procurement report and forwarding to the Board of Management.
- Considering and advising the Board of Management on matters of governance [including those matters concerning the Regional Strategic Board].

Estates

- Maintaining a strategic overview of all matters concerned with the maintenance and development of the College estates and advising the Board of Management accordingly.
- Advising the Board on the overall strategy and planning for the College's property and estates, with a view to recommending any strategy documents to the Board of Management for its approval. The Committee should also monitor the progress of the implementation of the strategy.
- Considering the quarterly report on Estates and providing advice as appropriate.
- Reviewing reports made by the Depute Principal and/or Head of Finance on estates-related matters prior to presentation to the Board.
- Examining College policies on financial and estates-related issues, ensuring that they retain currency and relevance.
- Monitoring all estates-related returns requested by outside bodies, in particular, the Scottish Funding Council.
- Advising the Board on the progress of capital and estates programmes and on the efficient and effective maximisation of the College estate.
- Examining any issues which may have estates implications or which may be referred to it by the Board of Management.
- Advising the Principal regarding expenditure on services to the College.
- Reviewing the College's Annual Climate Change Duties Report.
- Ensuring that wherever practicable and appropriate the Committee works in partnership with New College Lanarkshire and Local Community Bodies to achieve the best learning outcomes for students and the most cost effective use of resources

Reporting Procedures

The Committee should direct the minutes and appropriate papers of its meetings to the Board of Management.

After approval, the Committee's Minutes and appropriate papers should be [be directed to the Regional Strategic Board and] be published on the South Lanarkshire College website.

Effectiveness of the Committee

The Committee shall refer to the Code for Good Governance for Scotland's Colleges and:

- Perform an annual self-evaluation exercise
- Prepare an annual report for the Board of Management on the performance and duties undertaken by the Committee.

SOUTH LANARKSHIRE COLLEGE (BOARD OF MANAGEMENT)

HUMAN RESOURCES COMMITTEE

Constitution and Membership

The Board of Management will establish a Committee to the Board to be known as the Human Resources Committee.

The Committee and its Chair will be appointed by the Board. There shall be four members (this will include the Principal). A quorum shall be a minimum of three members of the Committee.

Purpose

The purpose of the Committee is to assure the Board of Management that the College has appropriate Human Resource strategies, plans, budgets and controls in place which manage identified risks and create a sustainable and stable college.

Alignment with Strategic Priorities

The Human Resource Committee is aligned to the college's strategic priorities of:

- Highest- Quality Education and Support
- Sustainable Behaviours
- Equalities – including both the protected characteristics as defined in the Equalities Act 2010, as it may be amended from time to time, and Equality of Opportunity for all irrespective of any adverse socio-economic factors

The role of this committee is to provide oversight and challenge regarding the progress the college is making against these priorities and in particular Equalities shall be a standing item on all Committee Agendas.

Terms of Reference

These Terms of Reference ensure that the Human Resources Committee has specified authority and resources to form an opinion and to make recommendations and report to the Board.

Proceedings

The Committee should meet four times per year. The Depute Principal and Head of Human Resources will attend as specialist advisors.

All Board members will routinely be invited to all meetings as will a representative of the equivalent NCL Committee at the discretion of the Committee Chair.

Wherever practicable and appropriate the Committee shall work in partnership with New College Lanarkshire and Local Community Bodies to achieve the best learning outcomes for students and the most cost-effective use of staff and other resources to that end.

Duties

The duties of the Committee shall include:

- Monitoring and advising on governance as it affects the terms of reference of the Committee.
- Maintain an overview of all matters concerned with staffing, equality, diversity and inclusion.
- Overview of College policies and procedures for staff-related matters.
- Advise and participate in the staff recruitment and interview process for posts as appropriate.
- Participate in staff grievance or disciplinary proceedings or other internal HR proceedings as and when appropriate.

- Advise and approve changes to management structures within all sectors of the College.
- Approve or reject proposals for staff upgrading as and when appropriate.
- Advise on Termination Procedures and the policy specifically related to resignations dismissals, early retirement and be aware of staff turnover.
- Advise on absence control and the appropriate policy in relation to authorised absence, unauthorised absence, short and long term sickness.
- Approve the College's Staff Development programme annually.
- Advise on workforce planning.
- Approve the College's Equality Outcomes and Plan.
- Receive reports from the Health and Safety and First Aid Committees.
- Identification of any strategic risk associated with the broad remit of this committee with the responsibility for (1) ensuring that any such risks are duly recorded on the Risk Register and (2) where appropriate, are reported through the Secretary / Clerk to the Audit & Risk Committee– declaring for the avoidance of doubt that Risk will be a standing item on all committee agendas.

Reporting Procedures

The Committee should direct the minutes and appropriate papers of its meetings to the Board of Management.

After approval, the Committee's Minutes and appropriate papers should be directed to the Regional Strategic Board and be published on the South Lanarkshire College website.

Effectiveness of the Committee

The Committee shall refer to the Code for Good Governance for Scotland's Colleges and:-

- Perform an annual self-evaluation exercise
- Prepare an annual report for the Board of Management on the performance and duties undertaken by the Committee

SOUTH LANARKSHIRE COLLEGE (BOARD OF MANAGEMENT)

CHAIRS COMMITTEE

Constitution and Membership

The Committee will be chaired by the Chairing Member of the Board of Management. There will be no less than four members drawn from amongst the Committee Chairs.

AUTHORITY

The Committee is authorised by the Board to seek independent professional advice to assist them in their deliberations.

Where the Board of Management has delegated powers to the Committee, the Committee remains under the Authority of the Board.

PROCEEDINGS

The Committee should meet as necessary and may do so informally provided a record of the proceedings is maintained.

DUTIES

The duties of the Committee are:

- To support the Chairing Member, on request, by providing advice guidance and assistance in his/her role and generally on any matter involving governance or which has been delegated to the Chairing member by the Board of Management
- To support the Remuneration Committee, on request, by providing advice guidance and assistance on any matter affecting the role of that Committee
- To advise the Board of Management on any matter involving severance arrangements in respect of senior staff and manage such arrangements as appropriate.
- To advise the Board of Management on any matter which the Committee considers would impact on strategic risk
- To advise the Board of Management as appropriate on any matter concerned with Community Benefit
- To carry out such other functions as may be delegated to the Chairs Committee by the Board of Management
- To monitor where the College stands in relation to other comparable institutions in the sector and report as required to the Board of Management.
- To monitor the College's implementation of Equalities Policy, including for the avoidance of doubt not only the protected characteristics in terms of the Equalities Act 2010 but also Equality of Opportunity for all

REPORTING PROCEDURES

The committee should direct the minutes and appropriate papers of its meetings to the Board of Management.

After approval, the Committee's Minutes and appropriate papers should be directed to the Regional Strategic Board and be published on the South Lanarkshire College Website – subject to restrictions on the reporting of reserved items so as to preserve essential confidentiality.

SOUTH LANARKSHIRE COLLEGE (BOARD OF MANAGEMENT)

REMUNERATION COMMITTEE

Constitution and Membership

The Board of Management will establish a Committee of the Board to be known as the Remuneration Committee.

The Committee will normally be chaired by the Vice Chair of the Board of Management. The Chair of the Board of Management cannot be the Chair of the Remuneration Committee. The Committee will consist of all the Chairs of the Board's Committees and will include the Chair as an ordinary member.

The Principal, whilst not a member of the Remuneration Committee, shall normally be in attendance at all meetings except when his/her salary, terms and conditions or severance payments are being considered and the Principal shall be consulted on remuneration relating to senior colleagues as defined and agreed by the Remuneration Committee.

All members of the Remuneration Committee are expected to comply with the Code of Good Governance.

The Committee meetings shall be minuted and the draft minute will be agreed by Chair prior to circulation.

Purpose

The purpose of the Committee is to assure the Board of Management that the College has appropriate strategies, plans, budgets and controls in place so as to remunerate appropriately the Principal in particular and senior staff in general.

It is a requirement that all Board Committees consider, in respect of any matter before them, the implications of any strategic risk or equalities considerations which might arise and in the case of the Remuneration Committee, the Minutes should either report that no such issues arise or should direct the Secretary / Clerk to refer the matter for consideration by the Audit & Risk Committee or the Human Resource Committee as appropriate.

Terms of Reference

These Terms of Reference ensure that the Remuneration Committee has specified authority and resources to form an opinion and to make recommendations and report to the Board on any matter forming part of the Committee Purpose.

Proceedings

The Committees shall meet as required to fulfil its remit and will normally meet at least twice per year with additional meetings as required.

Minutes, agendas and papers will normally be circulated to members of the Committee at least five working days in advance of the meeting.

Three members of the Committee shall be a quorum and, in the event that the Vice Chair is not available, an alternative Chair shall be appointed by the majority present. The Chair of the Board of Management may not however Chair the Remuneration Committee at any time.

Duties

The duties of the Committee shall include the following responsibilities:

- To approve in line with the Board of Management policies and procedures the total remuneration package for the Principal & Depute Principal and also any other staff outwith the National Recognition and Procedure Agreements – including but, without prejudice to the generality, the Secretary / Clerk to the Board – as also for any other staff grouping as may be referred to them for approval .
- To advise the Board of Management and to oversee the preparation of policies and procedures in respect of salaries, enrolments and conditions of service including severance arrangements and to keep these under review for the aforementioned staff.
- To prepare an annual Appraisal of the Principal
- To prepare, or at the discretion of the Committee to delegate as appropriate, an annual appraisal of the Depute Principal
- To seek from the Principal appraisal of any other senior staff deemed appropriate by the Remuneration Committee.
- Ensure that any severance packages must follow appropriate guidance issued by, inter alia, Scottish Funding Council and the Scottish Government.
- Refer any new severance schemes to the Scottish Funding Council requesting a written response as to the acceptability of the package.
- The Committee shall also demonstrate efficient and effective use of public funds in the Committee's decisions so that they reflect the performance of the organisation and the requirement for its ongoing financial sustainability.
- Determine the policy on Board members' expenses.
- To oversee the process of recruiting new Board of Management members and the appointment of a new Principal.
- The Committee will meet at least once every two years to undertake a review of its own performance and effectiveness as part of the overall review of the Board of Management.

- In order to fulfil its remit, the Committee may obtain professional advice as necessary.
- To undertake such other responsibilities as the Board of Management may determine.
- To be pro-active in considering and bringing to the attention of the Board of Management any matter which has the potential to present a risk which might need to be entered in the appropriate Risk Register
- At all times, in making decisions or recommendations, the Committee must be satisfied that the College is fully Equalities compliant – declaring for the avoidance of doubt that the term Equalities covers both the protected characteristics as defined in the Equalities Act 2010, as it may be amended from time to time, and also Equality of Opportunity for all irrespective of any adverse socio-economic factors.

Reporting Procedures

The Committee should direct the minutes and appropriate papers of its meetings to the Board of Management.

After approval, the Committee's Minutes and appropriate papers should be directed to the Regional Strategic Board and be published on the South Lanarkshire College Website.

