

Transition Board – Shetland Merger Project

Committee	Transition Board – Shetland Merger Project
Subject	Terms of reference for committees
Action requested	<input type="checkbox"/> For information only <input type="checkbox"/> For discussion <input type="checkbox"/> For recommendation <input checked="" type="checkbox"/> For approval
Brief summary of the paper	Terms of reference drafts for Committee structure agreed on 9th September
Resource implications [if yes, please provide detail]	Yes Further secretarial support will be required to support the committees
Risk implications [if yes, please provide detail]	Yes It is key to achieving assigned status that the arrangements for the new college are properly constituted.
Date paper prepared	18-Sep-20
Date of committee meeting	23-Sep-20
Author	Principal Designate
Equality and diversity	No
Status	Non-confidential
Freedom of Information Can this paper be included in 'open' business?*	Yes
Status following the meeting	

The board is invited to consider the information provided and approve the Terms of Reference for the HR and Remuneration Committee, the Finance and General Purpose Committee and the Learning, Teaching and Research Committee.

The board is asked to note that Terms of Reference will be presented for approval at the next meeting for Audit, Nominations and Appointments as well as Estates projects (which will be created for the Islands Deal project).

The Terms of Reference provided for approval have been drafted in line with the Code of Good Governance for Scotland's Colleges.

HR & Remuneration Committee - Terms of Reference

Date first approved	
Review Officer	
First review date	August 2021
Date review approved by BOM	
Next review date	

Constitution

The Transition Board has established a committee known as the HR & Remuneration Committee. The quorum for all meetings of the committee shall be three members who are entitled to vote.

The Committee may be attended, at the invitation of the Chair by members of the College's academic and support staff or by external advisers. The purpose of such an invitation will be to provide specialist information and advice to assist the Committee in its deliberations. Individuals attending on this basis may not vote on any decision made by the Committee.

Membership

Not less than five Board Members, including the Chair and Principal who are members *ex officio*.

Board Members who are employed at the College may not Chair the Committee.

Chair	<i>TBC</i>
Board members	<i>TBC</i> <i>TBC</i> <i>TBC</i> <i>TBC</i>
Ex Officio	Principle Designate - Jane Lewis Chair - David Sandison

Frequency of Meetings

The Committee shall meet no less than four times each year.

Remit (HR)

The Committee has overall responsibility for the direction and oversight of all personnel matters relating to the function of the Board of Management as employer of the College's staff.

The Committee shall oversee the development and auditing of all human resource strategies and work streams and this shall include:

1. Overseeing the Organisation and Professional Development Strategy and Annual Action Plan and monitoring actual performance against KPIs.
2. Overseeing the human resources measures surrounding turnover, absence, diversity and teaching qualifications
3. Ensuring that the College has appropriate succession plans in place for senior management, teaching and support staff

4. Reviewing all Human Resource policies within the College.
5. Overseeing the provision of occupational health support, the provision of computerised human resources systems and a Job Evaluation system.
6. Monitoring progress against Equality Scheme Action Plans.
7. Ensuring that the College provides appropriate Staff training and development.
8. Ensuring the College has in place an effective Performance Management framework monitored through regular statistical reports to the Committee.
9. Ensuring appropriate arrangements are in place for effective dialogue with trade unions
10. Ensuring that pay and conditions of employment are properly determined and that pension arrangements are monitored
11. Ensuring that the college is operating within all legal requirements relating to employment law and other legislation affecting employment.

Remit (Remuneration)

Members must undertake the online training module for Remuneration Committees provided by College Development Network within one month of appointment.

The Committee shall consider and make decisions on the remuneration package and conditions of service, and any changes thereof, of the College Principal and such other senior staff as is considered appropriate, taking into account:

1. That College senior management should be fairly rewarded for their individual performance and contribution to the College's overall performance
2. Where, in terms of senior management remuneration, the College stands in relation to other comparable institutions in the sector, organisations of a similar size and the local market;
3. The Scottish Government's approach to remuneration in the public sector;
4. The relationship between the remuneration of the senior management and that of other employees of the College
5. The benefits granted to senior management; and
6. The adequacy of pension arrangements and also the cost implication of pension arrangements including the pension effect of remuneration proposals.

The Committee shall review the annual appraisal of the Principal and Chief Executive by the Chair of the Board and review the Principal and Chief Executive's continuing professional development.

One member of the Board of Management shall represent the Board on the interview panel for Senior Management appointments.

The Committee shall consider such other matters relating to the Board of Management which the Chair shall from time to time determine, in particular in relation to severance payments.

The Committee should endorse any proposals for severance payments to Senior Managers and any exceptional settlements which will require to be formally notified to the Board of Management.

Finance & General Purpose Committee - Terms of Reference

Date first approved	
Review Officer	
First review date	August 2021
Date review approved by BOM	
Next review date	

Constitution

The Transition Board has established a committee known as the Finance & General Purpose Committee. The quorum for all meetings of the committee shall be three members who are entitled to vote.

The Committee may be attended, at the invitation of the Chair by members of the College's academic and support staff or by external advisers. The purpose of such an invitation will be to provide specialist information and advice to assist the Committee in its deliberations. Individuals attending on this basis may not vote on any decision made by the Committee.

Membership

Not less than five Board Members, including the Chair and Principal who are members *ex officio*.

Chair	<i>TBC</i>
Board members	<i>TBC</i> <i>TBC</i> <i>TBC</i> <i>TBC</i>
Ex Officio	Principle Designate - Jane Lewis Chair - David Sandison

Frequency of Meetings

The Committee shall meet no less than four times each year.

Remit

The Committee has overall responsibility (within the Financial Memorandum between the College and the Regional Strategic Body) for the direction and oversight of the College's financial affairs.

The Committee has responsibility for the College's existing buildings and estates.

The Finance and General Purposes Committee shall:

1. Monitor the financial position of the college and report to the Board on any necessary action
2. To receive and consider information on non-core grant supported activity including international student and business development activities
3. Keep the College Financial Regulations under review

4. Review, approve and monitor the implementation of the College's finance and estates strategies and associated plans, and to submit appropriate reports and recommendations to the Board
5. Review the effectiveness of financial management and controls within the College
6. Receive and approve the annual revenue and capital budgets and final accounts for recommendation to the Board
7. Make recommendations to the Board regarding the level of tuition fees and other charges
8. Approve the write-off of bad debts in accordance with the limits set in the Scheme of Delegation
9. Consider, and contribute to, the overall risk management strategy of the college
10. Ensure compliance with relevant College policies and financial statutory and regulatory requirements including those relating to charity legislation
11. Consider and report on issues of procurement giving consideration to value for money
12. Ensure that the college's existing buildings and estates are fit for purpose and are maintained to an appropriate standard, meeting all relevant regulatory requirements
13. Consider and report on any other financial matters which the Board may delegate or refer from time to time.

Learning, Teaching & Research Committee - Terms of Reference

Date first approved	
Review Officer	
First review date	August 2021
Date review approved by BOM	
Next review date	

Constitution

The Transition Board has established a committee known as the learning, Teaching & Research Committee. The quorum for all meetings of the committee shall be three members who are entitled to vote.

The Committee may be attended, at the invitation of the Chair by members of the College's academic and support staff or by external advisers. The purpose of such an invitation will be to provide specialist information and advice to assist the Committee in its deliberations. Individuals attending on this basis may not vote on any decision made by the Committee.

Membership

Not less than five Board Members, including the Principal who are members *ex officio* the Teaching Staff Representative and the Student Representatives.

Chair	<i>TBC</i>
Board members	<i>TBC</i> <i>TBC</i> <i>TBC</i> <i>TBC</i>
Ex Officio	Principle Designate - Jane Lewis HISA Shetland - Cally Mair Teaching Staff Representative - TBC

Frequency of Meetings

The Committee shall meet no less than four times each year.

Remit

The Committee has overall responsibility for monitoring the direction and performance of learning, teaching and research at the College.

The Learning, Teaching and Research Committee shall:

1. Oversee the development and implementation of the various strategies aligned to the committee and monitor their performance against targets
2. Recognise trends in education and research and recommend specific initiatives in the College.
3. Monitor student recruitment, retention and achievement and any actions identified
4. Monitor the progress of the annual Student Partnership agreement

5. Monitor data relating to the student experience and performance at the College
6. Ensure that the college continues to maintain and improve the quality of its provision.
7. Monitor the College's preparedness for the ongoing, external scrutiny of its provision.
8. Monitor the development of the College's International links
9. Monitor the Curriculum to ensure that the College meets the needs of students, stakeholders and the local community
10. Receive and consider information on research activity in the college including funding, curriculum support, student journey, professional development and stakeholder engagement
11. Review the results of the external verification visits carried out throughout the year
12. Monitor the level and type of complaints received
13. Receive regular reports from HISA and monitor the college response to student concerns.