

## Resources, Culture & Impact Committee

### Terms of Reference – 2024-25

#### 1. Purpose

**Appendix A** includes a one-page summary outlining the context and purpose of the Resources, Culture & Impact (RC&I) Committee.

#### 2. Composition

<b>Core Membership</b>	<ul style="list-style-type: none"> <li>The CEO &amp; Principal (or designate) – <i>ex officio</i></li> <li>The Chair of the Board – <i>ex officio</i></li> <li>Up to six further members of the Board, which may include Independent, Staff and Student Governors.</li> </ul>
<b>Co-opted Members</b>	<ul style="list-style-type: none"> <li>Up to two Co-opted Members may be appointed for a two-year renewable term of office.</li> <li>Co-opted Members may not be elected as Chair.</li> </ul>
<b>Committee Chair &amp; Committee Vice Chair</b>	<ul style="list-style-type: none"> <li>The Committee Chair and Committee Vice-Chair will be annually appointed by the Board.</li> <li>In the absence of the Committee Chair and Vice-Chair, the RC&amp;I Committee may appoint another member to act as Chair for that meeting.</li> </ul>
<b>Lead Officers</b>	<ul style="list-style-type: none"> <li>Chief Operating Officer</li> <li>Executive Director of Finance</li> <li>Director of People</li> </ul>
<b>Other Attendees</b>	<ul style="list-style-type: none"> <li>The Director of Governance, who will act as Clerk to the Committee.</li> <li>The RC&amp;I Committee may invite the Corporation’s advisers or other third parties to attend meetings as appropriate.</li> <li>Such persons shall be entitled to speak at the meeting, but not to vote.</li> </ul>

#### 3. Meetings & Quoracy

<b>Frequency</b>	<ul style="list-style-type: none"> <li>To meet <b>at least three times a year</b>, and as required.</li> </ul>
<b>Pre-Meetings</b>	<ul style="list-style-type: none"> <li>To meet at least annually with trade union representatives, outside of the formal Committee meeting.</li> </ul>
<b>Quorum</b>	<ul style="list-style-type: none"> <li>40%, with <b>at least three members present</b>.</li> <li>Co-opted Members have full voting rights and are counted as part of the quorum.</li> </ul>
<b>Minutes</b>	<ul style="list-style-type: none"> <li>Meeting minutes (excluding confidential items) will be circulated to all members of the Board, via the Governor’s portal (Diligent Boards).</li> <li>Any recommendations for approval will be tabled for Board consideration at its earliest convenience.</li> </ul>

#### 4. Relationship With Other Committees

<b>Audit, Risk &amp; Compliance Committee</b>	<ul style="list-style-type: none"> <li>Any issues relating to financial controls or processes (including financial risk) sit within the remit of the Audit, Risk &amp; Compliance Committee, whilst any risk to College finances sit within the RC&amp;I Committee's purview.</li> </ul>
<b>Capital Development Board</b>	<ul style="list-style-type: none"> <li>All expenditure outside the Capital Development Programme must be reported and considered by the RC&amp;I Committee for recommendation to the Board.</li> </ul>
<b>Governance, Performance &amp; Reputation Committee</b>	<ul style="list-style-type: none"> <li>The Governance, Performance &amp; Reputation Committee determines and advises the Board on the remuneration, pay grading and conditions of service for Senior Post Holders.</li> <li>The Governance, Performance &amp; Reputation Committee also oversees the effectiveness of the senior post holder appraisal process and the extent to which performance targets are met.</li> </ul>
<b>Curriculum, Skills &amp; Quality Committee</b>	<ul style="list-style-type: none"> <li>Any matters pertaining to the following areas will have shared committee oversight responsibilities:               <ul style="list-style-type: none"> <li>Arrangements for obtaining the views of staff &amp; students.</li> <li>Diversity, equity and inclusion.</li> <li>Subcontracting arrangements.</li> </ul> </li> <li>Matters related to staff recruitment, resourcing and wellbeing are directly linked to the effective delivery of the curriculum provision.</li> </ul>

#### 5. Responsibilities

<b>Resources</b>	<ul style="list-style-type: none"> <li>To consider and advise the Board on all aspects of the college's finances, per the Financial Regulations, including but not limited to:           <ul style="list-style-type: none"> <li>The annual budget.</li> <li>Reports, key documents and forecasts on financial matters, such as the monthly management accounts, annual financial statements, Financial Regulations and the College Financial Forecasting Return (CFFR).</li> <li>Financial elements of the College's Risk Register and their outcomes, with a view to advise and make recommendations to the Board on financial risk appetite.</li> <li>To ensure robust oversight of the College's sub-contracting arrangements.</li> </ul> </li> <li>To maintain and review the Five-Year Financial Plan, and to advise the Board on financial implications and significant financial/ infrastructure risks associated with new capital projects, proposals or ventures.</li> <li>To provide control and oversight, from a financial perspective, of major development programmes considered by the Capital Development Board, throughout all of their phases and to ensure adherence to the financial aims and aspirations of the College as set out in the Strategic Plan.</li> </ul>
<b>Culture</b>	<ul style="list-style-type: none"> <li>To ensure that a culture which inspires a sense of belonging and pride has been established, benefiting both staff and students alike.</li> <li>To consider and advise the Board on key aspects of the College's People Strategy related activities.</li> <li>To ensure that the college is managing its people issues effectively, in keeping with good practice and monitoring impact on organisational performance.</li> <li>To ensure robust systems for recording, storing and reporting staff diversity, equity &amp; inclusion data, as well as effective monitoring of associated policies and procedures.</li> </ul>

<b>Impact</b>	<ul style="list-style-type: none"> <li>To ensure oversight of the Environmental, Social &amp; Governance Statement, particularly with regards to the impact on the local communities that the college serves.</li> </ul>
<b>Governance</b>	<ul style="list-style-type: none"> <li>To review the Committee’s terms of reference at least annually.</li> <li>To deal with any matters specifically referred to the RC&amp;I Committee by the Board.</li> <li>To obtain outside legal or other independent professional advice as necessary.</li> </ul>

## 6. Non-Delegable Functions

The Board has responsibility for the following duties, for which the RC&I Committee will consider and recommend:

- Approval of the annual budget, including approval of the pay award.
- Ensuring the solvency and liquidity of the College and for safeguarding the assets.
- All substantive accounting information provided to external stakeholders and all substantive accounting data and information used to support decision making within the corporation.
- Publishing arrangements for obtaining the views of staff and students on the determination and periodic review of the educational character and mission of the institution and the oversight of its activities.
- Setting a framework for the pay and conditions of service of staff. With the exception of senior post holders, the CEO is responsible for the appointment, assignment, grading, appraisal, suspension, dismissal and determination of the pay and conditions of staff.

## 7. Delegable Functions – Policies, Key Documents & Routine Reports

Whilst some functions are non-delegable, certain duties have been delegated to the RC&I Committee for approval. The following table distinguishes between those reports, policies and key documents that have been designated for Committee level (rather than ESCG Board) approval, as indicated in **yellow/bold**:

Item	Joint Review	Approval Level	Frequency
<b>Term Specific Agenda Items</b>			
1. RC&I Priority Board Key Performance Indicators	-	Board	Annual
<b>2. RC&amp;I Committee Key Performance Indicators</b>	-	<b>Committee</b>	<b>Annual</b>
<b>Annual Reports</b>			
3. Diversity, Equity & Inclusion Report and Action Plan	CS&Q	Board	Annual
4. Gender Pay Gap Report	-	Board	Annual
5. Health, Safety & Welfare Report	ARaC	Board	Annual
6. Subcontracting Arrangements – 2025-26	CS&Q	Board	Annual
<b>Policies &amp; Key Documents</b>			
5. Arrangements for Obtaining the Views of Staff & Students	CS&Q	Board	Annual
6. Cash Management Policy	ARaC	Board	Annual
<b>7. Disposal of College Property</b>	-	<b>Committee</b>	<b>Every 2 Years</b>
8. Diversity, Equity & Inclusion Policy	CS&Q	Board	Every 3 Years
9. Environmental & Sustainability Policy	ARaC	Board	Every 3 Years
10. Financial Regulations	ARaC	Board	Annual
11. Health, Safety & Welfare Policy	ARaC	Board	Annual
12. Risk Management Policy	ARaC	Board	Annual
13. Staff & Governor Expenses Policy	-	Board	Annual
<b>14. Student Support Funds Policy</b>	-	<b>Committee</b>	<b>Annual</b>

Item	Joint Review	Approval Level	Frequency
<b>15. Treasury Management</b>	-	<b>Committee</b>	<b>Every 2 Years</b>
16. Tuition & Fees Policy	-	Board	Annual
17. RC&I Committee Terms of Reference	-	Board	Annual

## 8. Review & Approval

- Committee Review & Recommendation for Approval 20<sup>th</sup> June 2024
- ESCG Board Approval 8<sup>th</sup> July 2024

### *Summary of Changes*

Version	Effective	Summary of Change	Prepared By	Approved By
1.	3 <sup>rd</sup> July 2023	New RC&I Committee Terms of Reference	Director of Governance	ESCG Board
2.	8 <sup>th</sup> July 2024	<ul style="list-style-type: none"> <li>• Minor grammatical amendments.</li> <li>• Meeting frequency minimum reduced from four to three times per annum.</li> <li>• Removal of requirement for joint annual meetings with ARaC Committee.</li> <li>• Additional verbiage regarding the oversight of Diversity, Equity &amp; Inclusion for staff.</li> <li>• Joint oversight of the Annual Diversity, Equity &amp; Inclusion Report and Action Plan with the CS&amp;Q Committee</li> <li>• New term specific agenda item (KPIs) with Board and Committee level approvals</li> <li>• New Policy – Cash Management Policy</li> </ul>	Director of Governance	ESCG Board

# Resources, Culture & Impact Committee

## Strategic Priority

- **Finance & Risk:** We will secure strong financial foundations that ensure East Sussex College's long-term sustainability to invest in its students, people & infrastructure.
- **People & Culture:** We will become an exceptional employer by investing in our people and creating a culture that inspires a sense of belonging and PRIDE, to ensure our students have the best experience whilst studying with us.

