

Perth College UHI Board of Management

Governance Manual

Section 3 - Scheme of Delegation

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1. INTRODUCTION

This scheme of delegation specifies the functions which are delegated by the Board of Management (the “Board”) in terms of Section 12(4) of the Further and Higher Education (Scotland) Act 1992 (“the Act”).

In accordance with paragraph C.8 of the Code of Good Governance for Scotland’s Colleges (the Code) delegations of responsibilities from, and matters reserved to, the Board and its Committees is clarified through this Scheme of Delegation including the functions delegated by the Board to the Chair, Committees, the Principal and Clerk to the Board of Management. The Scheme of Delegation must be approved by the Board of Management.

All delegations must be exercised in accordance with regard to any lawful direction and/or guidance subsequently issued by the Scottish Funding Council. All delegations should also ensure compliance with any relevant provisions of the Scottish Public Finance Manual and follow procedures consistent with the guidance contained in the Delegated Authority section of the Scottish Public Finance Manual.

Except for delegation of operational functions by the Principal and Chief Executive as specified in Section 8, a delegate may not further delegate without formal authorisation.

2. COMPLIANCE

The Board may from time to time amend, replace and / or supplement the terms of this Scheme of Delegation. Nothing in this Scheme of Delegation shall require the Board to delegate the performance of any of its functions and the Board may at any time and from time to time carry out any function that has been delegated in accordance with this Scheme of Delegation or withdraw, amend and/or replace any delegation made by the Board pursuant hereto.

3. REVIEW

The Scheme of Delegation shall be revised at least every three years. This shall not preclude a review being conducted before such time, should it be considered necessary by the Board of Management, or to bring the Scheme of Delegation into line with changes in legislation, regulation, or official direction or guidance.

4. AUTHORITY RESERVED TO THE BOARD OF MANAGEMENT

Whilst initial discussion or consideration may take place by Committees or individuals, the Board reserves its authority with regard to the undernoted matters:

- 4.1 determination of the mission, vision and key objectives of the Board of Management and the College;
- 4.2 final approval of the College's Strategic Plan in the context of the Regional Strategic Plan set by the Regional Strategic Board and the Regional Outcome Agreement;
- 4.3 final approval of the annual College budgets for revenue and capital expenditure, and financial forecasts;
- 4.4 approval of the Annual Report & Financial Statements, and the Annual Audit Report;
- 4.5 approval of the Strategic Risk Register;
- 4.6 approval of the Annual Health & Safety Report;
- 4.7 acquisition and disposal of heritable property, subject to the approval of the Scottish Funding Council within the terms of the Scottish Public Finance Manual;
- 4.8 in accordance with the Ministerial Guidance on College Sector Board Appointments, the appointment of assigned College Board members is the responsibility of the Regional Strategic Body, although recommendations may be made by the assigned College Board either directly, or via a delegated Nominations/Appointments Committee;
- 4.9 the appointment of Board Members to Board Committees, the appointment of Board Committee Chairs, and the co-option of additional members to Board Committees;
- 4.10 recommending to the Regional Strategic Body the removal of Board members from office prior to the termination of their period of appointment;
- 4.11 appointment and removal of the Principal & Chief Executive;
- 4.12 appointment and removal of the Clerk to the Board of Management;
- 4.13 approval of the Students' Association constitution and the regulations governing the election of HISA Perth student office bearers;
- 4.14 recognition of Trades Unions, Professional Associations and other Staff Associations within the College for the purposes of both formal consultation and negotiation;

- 4.15 the establishment and winding-up of any subsidiary company of the College, and the College's membership of any company;
- 4.16 the establishment of any Arm's Length Foundation to support the charitable aims of the College and the donation of resource to any such organisation;
- 4.17 financial expenditure in excess of the delegated limits as set out in the College's Financial Regulations
- 4.18 delegation of functions of the Board of Management including remits of Board Committees; the making, amending and revocation of Standing Orders of the Board; and this Scheme of Delegation.

5. DELEGATION TO THE CHAIR OF THE BOARD OF MANAGEMENT

The Chair must abide by the terms and conditions of their appointment in leading the Board and ensuring its effectiveness, and in exercising delegated authority. The Chair of the Board of Management is authorised:

- 5.1 to take such measures as may be required in emergencies, after consultation with the chair of the relevant Committee and with the Principal, subject to reporting to the appropriate Committee or to the board as soon as possible thereafter on any items for which approval of the Committee or the Board would normally be necessary;
- 5.2 to exercise judgement in the event of a need for an urgent decision during the period between Board meetings such that: either an emergency Board meeting is called in the case of material decisions; or to make the required decision, subject to homologation at the next Board meeting
- 5.3 to authorise expense claims on behalf of the Principal where such claims arise out of expenditure incurred in the performance of the Principal's normal duties, ensuring in doing so that such authorisations comply with the current Financial Regulations or any other policies adopted by the Board from time to time;
- 5.4 to sign the College's Annual Accounts and Financial Statements prior to its submission to the SFC and after it has been approved by the Board;
- 5.5 to undertake an annual review of the performance of the Principal including the setting of key performance targets or indicators as required;
- 5.6 to undertake an annual review of the performance of the Clerk to the Board including the setting of performance targets or indicators as required;
- 5.7 to ensure each Board member participates in an annual development review process;
- 5.8 to consider the role of the Board in circumstances where the performance of the Principal falls short of expectations but subject to professional advice being sought;
- 5.9 to represent the Board as and when required.

6. DELEGATION TO COMMITTEES OF THE BOARD OF MANAGEMENT

In accordance with paragraph 13 of schedule 2 of the 1992 Act, the Board may establish Committees for any purpose and any such Committee may appoint sub-committees.

In accordance with paragraph C.8 of the Code, the minimum Committees required are Audit Committee, Remuneration Committee, Finance Committee and Nominations/Appointments Committee.

- 6.1 Each Committee of the Board is delegated all functions relative to:
 - (a) the respective terms of reference of those Committees as detailed in the respective Terms of Reference as agreed and amended from time to time by the Board;
 - (b) any Minutes of the Board making a special delegation to a Committee;
 - (c) the review of matters of policy related to the work of that Committee.
- 6.2 Each Committee may exercise and perform on behalf of and in the name of the Board all of the authority, powers and duties of the Board in relation to the functions so delegated.
- 6.3 The Chair of each Committee is authorised to act on behalf of the Board between cycles so far as such acts relate to matters within the remit of the Committee of which he or she is Chair.
- 6.4 The minutes of each Committee meeting will be submitted to the Board for information at the next appropriate meeting. In addition, the Committee Chair shall give an update to the Board on key issues where requested to do so.

7. DELEGATION TO THE PRINCIPAL

- 7.1 The Principal & Chief Executive of the College, as Accountable Officer of the College, shall be responsible for the operational management of the College subject to policy and strategic direction by the Board of Management. The Principal may in turn delegate tasks as appropriate to other members of staff while retaining responsibility to the Board of Management for the exercise of these functions.
- 7.1 The Principal, as Chief Executive of the College, is responsible for the operational management of the College subject to strategic direction of the Board.
- 7.2 The Principal is authorised and empowered:
- (a) subject to the express reservations to the Board, to manage the College and to direct its operations and facilitate the management of the College within the framework determined by the College Strategic and Operational Plans, the approved budget and any other policies determined from time to time by the Board;
 - (b) to take such measures as may be required in emergencies subject to advising the Chair of the Board, where possible, and subsequently reporting to the appropriate Committee or to the Board as soon as possible thereafter any items for which approval of the Committee or Board would normally be necessary; and
 - (c) consistent with this Scheme of Delegation, to delegate such powers, responsibilities and authority to such members of staff of the Board as the Principal may from time to time determine.

General

- 7.3 to consult and negotiate with representatives of recognised Trades Unions and Professional Associations on behalf of the Board;
- 7.4 to take such measures as may be required in emergencies subject to advising the Chair where possible and homologation at the appropriate Committee or to the Board as soon as possible thereafter on any items for which approval of the Committee or the Board would normally be necessary;
- 7.5 to provide financial or other assistance to the HISA Perth within the terms of any scheme of establishment or policy of the Board;
- 7.6 to apply to the appropriate authority for any necessary statutory consents;
- 7.7 where it is competent and in the interests of the College to do so, to lodge with the appropriate authority, objections to the grant of any permission, licence, warrant etc;
- 7.8 to accept gifts of money, other property and services on behalf of the College and (in accordance with the College's policy on the receipt of gifts) and determine their application; or set up a trust to hold or administer them for the purpose for which they have been established;

Finance, contracts and procurement

- 7.9 Subject to reporting the same to the Board as soon as is reasonably practicable, to:
- (a) enter into and negotiate contracts and other binding arrangements for the supply of goods and services (whether bought, leased, hired or otherwise acquired) to the College on behalf of the Board all in accordance with the College's Contract Procurement Procedures;
 - (b) incur individual items of capital expenditure with a maximum amount as detailed in the College's Financial Regulations;
 - (c) sign, for and on behalf of the Board, European Social Fund and other Public Authority Support Certificates; and
 - (d) to make arrangements with insurance companies concerning the settlement of claims up to a value as detailed in the College's Financial Regulations;
- 7.10 to take personal responsibility for ensuring the proper and effective operation of financial, planning and management controls, and for giving effect to the Board's policies for securing the efficient, economical and effective management of all the College's income, assets and expenditure;
- 7.11 act at all times in compliance with the Financial Memorandum with UHI as the Regional Strategic body, conditions of grant, Scottish Public Finance Manual, and to follow the College's Financial Regulations taking particular account of the delegated financial limits;
- 7.12 to report to UHI as the Regional Strategic Body, to the Scottish Funding Council should the Board adopt a policy or commission an action which is incompatible with the terms of the Financial Memorandum or the Scottish Public Finance Manual, or which would infringe on the requirements of propriety or regularity, and report to the Board in writing on such matters being considered, and advise the Board that, should it wish to choose to continue with the policy or action, then as accounting officer they must report the Board's intentions to UHI as the Regional Strategic Body and to the Scottish Funding Council in writing;
- 7.13 to enter into and negotiate contracts and other binding arrangements for the supply of goods and services (whether bought, leased, hired or otherwise acquired) to the College or to authorise another to enter into such contracts up to a value of the relevant EU Procurement threshold or Board approved budgetary limits and all in accordance with the College's financial regulations;
- 7.14 to dispose of assets up to the value of the delegated financial limit as set out in the Finance Regulations and in line with the requirements of the Scottish Public Finance Manual;

- 7.15 to terminate contracts or to authorise the termination of contracts except in cases where the contracts have been specifically approved either by the Board or a Committee;
- 7.16 to administer any educational endowment which transferred to and vested in the Board in terms of section 19(1) of the Further and Higher Education (Scotland) 1992 Act;
- 7.17 on receipt of valid claims, to pay to members of the Board or co-opted members of the Board's Committees (whether or not they are also members of the Board) such allowances and expenses as the Board may have determined after taking cognisance of guidance issued by the SFC;
- 7.18 to vire monies from expenditure heads within agreed budgets taking account of and complying with the College's financial regulations;
- 7.19 to sign and date the report of the Board of the Annual Accounts in terms of the accounts direction given by the Scottish Ministers under paragraph 18 of Schedule 2 to the Further and Higher Education (Scotland) 1992 Act;
- 7.20 The College must obtain, through the Regional Strategic Body, SFC's prior written approval before entering into any undertaking to incur any expenditure that falls out with the specific delegated financial limits set out in Appendix A of the Financial Memorandum between the Regional Strategic Body and the College.

Employees and Board Members

- 7.21 to review the performance of members of the College Senior Management Team against predetermined targets as determined from time to time by the Performance Review and Remuneration Committee; and
- 7.22 to authorise Protection of Vulnerable Groups Scheme (PVG) checks from Disclosure Scotland on all Board Members appointed by the College.

8. DELEGATION TO THE CLERK TO THE BOARD OF MANAGEMENT

- 8.1 The Clerk to the Board is authorised to administer, circulate, retain and publish as appropriate the records of all Board and Committee business;
- 8.2 to maintain the Register of Interests of the members of the Board and members of the senior management team;
- 8.3 to administer staff elections to the Board, and act as Returning Officer for such elections;
- 8.4 to act as Standards Officer in accordance with Advice on the Role of a Standards Officer (issued by the Standards Commission for Scotland);
- 8.5 in accordance with the Code of Good Governance, report any unresolved concerns about the governance of the College to the SFC and/or Regional Strategic Body;
- 8.6 to undertake appropriate actions to ensure that the Board is sufficiently informed of its obligations as defined in legislation, the Scottish Public Finance Manual, the Code of Good Governance, and the Standing Orders.
- 8.7 to receive resignations from the Board and to inform the Board and the Regional Strategic body of vacancies and impending vacancies; and
- 8.8 to act on behalf of the Board, when authorised, as their representative and to enter into correspondence in any matter as directed by the Board.