



# The Governance Arrangements of the Corporation of the East Sussex College Group

## **SCHEME OF DELEGATION**

# **SCHEME OF DELEGATION for the East Sussex College Group (ESCG) Board**

*NB The Corporation of East Sussex College Group is known as the Board, and its members as governors, in its public facing bodies in order to facilitate understanding of its function within its communities.*

## **Introduction**

This scheme forms part of the Policy Framework, which determines how the ESCG Board (the Board) conducts its business and its relationship with the CEO. It should be read alongside the following documents, which set out the detailed rules, and the respective responsibilities of all parties:

- The Instrument and Articles of Government
- The Standing Orders
- The Financial Regulations, including the ESCG Bribery and Fraud statements
- Board policies for Equality and Diversity, Health and Safety, Safeguarding and Prevent
- Key ESCG policies detailed in the policy framework.

## **The Board model and the distinction between governance and management**

The Board has adopted a traditional model of governance.

The relationship between the Board and the CEO is fundamental to the successful management of the affairs of the Group, at the heart of which is the distinction between governance and management.

The overall aim of the Board is to agree its operational framework and strategies to ensure that it is able to monitor progress in implementing them. This requires having objective and effective means of knowing whether the Group is being properly managed to fulfil its mission and that it is in good financial health.

It is recognised that, to achieve this, it is both necessary and good governance for a Board to:

- Delegate matters to the CEO, in accordance with the provisions of the Articles of Government and in a way that reflects the complexity of the Group and the experience of the management team. These are set out below at Item 1
- Determine a clear set of executive limitations, which state the rules and boundaries within which the CEO must work to achieve the Groups aims. These are set out at Item 4.

## **1. Responsibilities**

1.1 The Board has five main responsibilities:

- a. the determination of the educational character and mission of the institution and for the oversight of its activities (including arrangements for consultation with staff and students)
- b. approving the quality strategy of the institution

c.. the effective and efficient use of resources, the solvency of the institution and the Group Board and for safeguarding their assets

d. approving annual estimates of income and expenditure

e. the appointment, grading, suspension, dismissal and determination of the pay and service of the holders of senior posts and

f. setting a framework for the pay and conditions of service of all other staff.

1.2 The Board retains to itself the powers and duties specified in Section 4 below, delegating other functions to the specified Committees and the Chair and CEO in order to ensure effective and efficient governance and management of the Board within the legal requirements.

1.3 The Board may not delegate the consideration of the case for dismissal and the power to determine an appeal in connection with the dismissal of the CEO, the Director of Governance or the holder of a senior post other than to a Committee of members of the Board.

1.4 The Board is responsible for assessing its own performance, at least on an annual basis.

## **2. Powers and Duties Reserved by the Board**

2.1 The determination of the educational character and mission of the ESCG.

2.2 Ensuring that academic standards, including success rates and targets, are monitored and appropriate action is taken where standards are unsatisfactory.

2.3 The approval of annual estimates of income and expenditure.

2.4 The review of the framework of pay and conditions of service for staff and senior post holders.

2.5 The approval of the ESCG Strategic Plan and Disaster Recovery Plan.

2.6 The approval and annual review of the ESCG Quality Strategy (which may form part of the strategic plan).

2.7 Approval of business and investment plans.

2.8 To determine the circumstances in which and at what level fees are to be charged provided these arrangements are integral to the annual estimates of income and expenditure approved by the ESCG Board.

2.9 Ensuring the solvency of the Group and the safeguarding of its assets.

2.10 Approval and review of franchise arrangements.

2.11 Approval of policy in respect of strategy.

2.12 Approval of the award of tenders for contracts \*.

2.13 Approval of any amendments to the provision of banking services \*.

2.14 Approval of the disposal of an asset \*.

2.15 Authorisation of contracts for services \*.

\*As set out in the Financial Regulations

2.16 Review of the business plan and control arrangements for overseas activities as appropriate.

2.17 The review and approval of policies as set out in the policy review cycle or as required by legislation.

2.18 Approval of the establishment and the procedure for the establishment of companies or joint ventures by the ESCG.

2.19 The appointment, discipline or dismissal of the CEO, Director of Governance or other senior post holder.

2.20 The modifying or revoking of the Articles of Government of the Board.

2.21 The determination of the number of members of the Board, the length of term of office, the appointment or removal of any member of the ESCG Board in accordance with the Instrument of Government.

2.22 The establishment of Committees or single task groups of the Board and the constitution and functions of such committees and the delegation or recovery of any powers, functions or duties to or from such committees, or the Board Chair or CEO.

2.23 The authorisation arrangements for members to authenticate the application of the Seal of the Corporation.

2.24 Ensuring the availability of written statements for the Board's procedure regarding attendance at meetings by persons who are not members and the publication of the minutes of meetings.

2.25 The determination of which staff posts within the Group shall be defined as senior posts of the College.

2.26 The establishment of rules and procedures setting out grievance and disciplinary procedures for staff and the same for senior post holders in accordance with Article 16.

2.27 The making and maintenance of a code of conduct for Board members, procedures for complaints, whistle blowing and openness including access to agenda and minutes.

2.28 The making of appointments to directorships of companies of which the Board owns or is a member.

2.29 Responsibility for health, safety, safeguarding, equality and diversity.

### **3. Delegation to Chair**

There shall be delegated to the Chair of the Board or in their absence the Vice Chair, the following powers:

3.1 To call a special meeting of the Board.

3.2 Where it would not be reasonable to wait until the next ordinary meeting of the Board, to establish a single task group if required as a response to an issue as a matter of urgency and to determine the number, membership and remit of the group following consultation with the CEO and Director of Governance.

3.3 The appointment to or amendment of membership of boards, committees and single task groups if required as a matter of expediency (this may in turn be delegated to the Director of Governance if needed to ensure that a meeting is quorate).

3.4 To undertake duties as assigned to the post in accordance with the disciplinary procedures for senior post holders.

3.5 To agree action taken by the CEO as a matter of urgency in accordance with the Standing Orders of the Board in circumstances where there is not time to utilise the provision for electronic resolution.

3.6 To approve the acceptance of hospitality offered to senior post holders by organisations which may be seen as having a potential interest in supplying goods or services to the College.

3.7 To act as the spokesperson for the Board.

#### **4. Delegation to CEO**

There shall be delegated to the CEO (who may in turn delegate to the holder of a Senior Post if permitted by the Articles) the following powers:

4.1 To implement the decisions of the Board and its Committees.

4.2 To organise, direct and manage the Group.

4.3 To have oversight of the day to day running of the Group estate, including any decision in respect of the closure of all or part of the college in response to any extenuating circumstance.

4.4 To lead the staff of the Group.

4.5 To appoint, assign, appraise, suspend and dismiss (within the framework set out by the Board) Group staff other than holders of Senior Posts.

4.6 To enter into contracts as necessary with third party providers in order to secure staffing resources to ensure a swift response to employer engagement needs.

4.7 To approve appointments, assignments and dismissals in connection with the above which may fall outside frameworks as approved by the Board.

4.8 To determine the duties of College Group staff.

4.9 The making of rules relating to the conduct of College Group staff.

4.10 To manage the budget and resources within the estimates approved by the Board.

4.11 The making of rules with respect to the conduct of students including procedures for suspension and expulsion.

4.12 To maintain student discipline and within the rules and procedure of the Group and provided in the Articles to suspend or expel students on disciplinary grounds or for academic reasons.

4.13 To deal with all other matters reasonably falling within the scope of the CEO's responsibilities and accountabilities including, without limitation, the granting of special leave of absence, the authorisation of overtime working and the authorisation of acquisition of

goods, materials and services necessary for the activities of the Group in accordance with Group policy and Financial Regulations.

Under Article 10, the CEO may delegate functions to the holder of any other senior post other than:

- The management of budget and resources, and
- Any functions that have been delegated to the CEO by the Board

## **5. Delegation to Local College Boards**

Within the mission and vision of the ESCG and consistent with the Group framework:

5.1 To work within a business plan, investment case (or deviation therefrom) subject to the receipt of prior approval from the Board.

5.2 Policy approval as specific to the College Board.

5.3 Authority to approve bids and tenders up to a limit as pre-determined by the Board.

5.4 Scrutiny of performance indicators as they relate to the agreed business plan.

5.5 Oversight of health & safety, safeguarding and equality & diversity as they relate to the College.

5.6 Recommendation to the Board for the Chair and Vice Chair and appointment of members to the LCB.

## **6 Further Delegation or Recovery**

The Board may delegate to or recover from any Committee or the CEO such matters as the Board may from time to time determine.

## **7 Interpretation**

7.1 For the avoidance of doubt the Board may determine any matter which, in accordance with its scheme of delegation has been delegated to a committee or working group, the Chair or CEO.

7.2 For the avoidance of doubt a Committee, College Board or working group, the Chair or CEO, rather than exercise the powers delegated in accordance with the scheme of delegation may refer the matter to the Board or relevant Committee for decision as the case may be.

Version	Effective from	Summary of change	Prepared by	Approved by
1	26.03.19	New Scheme of Delegation	Directors of Governance	ESCG Board