

## **Scheme of Delegation**

### **1.0 PURPOSE OF PAPER**

#### **For decision**

- 1.1 To ask Members to approve the amended and updated Scheme of Delegation.

### **2.0 EXECUTIVE SUMMARY**

- 2.1 It has been a number of years since the Scheme of Delegation was amended and updated in any significant way.
- 2.2 One of the College Development Network's exemplar documents is a model Scheme of Delegation.
- 2.3 It is proposed that the Board adopt the model Scheme of Delegation in its entirety and in place of the current Scheme of Delegation. The layout is clearer and the language more straightforward and the adoption of this version will bring the Board in line with a number of other Boards across the sector.
- 2.4 The proposed and current Schemes of Delegation can be found below.

### **3.0 RECOMMENDATION(S)/ACTION(S) REQUIRED**

- 3.1 I recommend that the Regional Board: -
  - 3.1.1 Approve the amended and revised Scheme of Delegation.

### **4.0 BACKGROUND**

- 4.1 N/A

### **5.0 IMPLICATIONS AND CONSIDERATIONS**

- 5.1 Financial Implications
- 5.2 Learner Implications
- 5.3 Staff Implications
- 5.4 Equality and Diversity Implications/Equality Impact Assessment
- 5.5 Sustainability/Environmental Implications

## 6.0 RISK COMMENTARY

- 6.1 The Board should have clear, concise and up to date governance documentation to aid in the smooth running of the Board.

## 7.0 CONCLUSION

- 7.1 NA.

Ray McCowan, Board Chair and Ingrid Earp, Board Secretary

**Previous Board or College Committee Approvals:** None

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## PROPOSED SCHEME OF DELEGATION

### Scheme of Delegation of the Board of Management of Borders College (“the Board”)

#### Preamble

In accordance with paragraph 12(4) of the Further and Higher Education (Scotland) Act 1992 (“the 1992 Act”) a board may delegate the performance of any of their functions to their Chair, to any Committee appointed by them or to any member of their staff.

In accordance with paragraph C.8 of the Code of Good Governance for Scotland’s Colleges (“the Code”) delegation of responsibilities from, and matters reserved to, the Board and its Committee must be clarified through a Scheme of Delegation including the functions delegated by the Board to the Chair, Committees, the Principal and the Governance Professional.

This Scheme of Delegation must be approved by the Board before it comes into effect, and any subsequent amendments must also be approved by the Board.

#### 1 Authority Reserved to the Board

Whilst initial discussion or consideration may take place by Committees or individuals, the Board reserves making decisions on the following matters to itself:

- 1.1 determining the objectives of the Board
- 1.2 final approval of the College’s Strategic Plan and Regional Outcome Agreement
- 1.3 approval of the year-end Annual Report and Accounts
- 1.4 approval of the Annual Budget
- 1.5 final consideration of the Annual Audit Report
- 1.6 approval of the Strategic Risk Register
- 1.7 acquisition and disposal of heritable property, subject to approval of the Scottish Funding Council
- 1.8 appointment of Board members, in accordance with the 1992 Act and the College Sector Board Appointments: 2014 Guidance (***update of the Guidance pending***)
- 1.9 appointment and removal of the Principal
- 1.10 appointment and removal of the Governance Professional (in accordance with paragraph D.14 of the Code)
- 1.11 approval of terms and conditions of appointment of Board members
- 1.12 approval of the Students’ Association constitution and the election regulations for student officers

- 1.13 delegation of functions of the Board including remits of Committees and this Scheme of Delegation
- 1.14 the making, amendment and revocation of the Standing Orders of the Board.

## **2 Delegation to Committees**

- 2.1 In accordance with paragraph 13 of Schedule 2 to the 1992 Act, the Board may establish Committees for any purpose and any such Committee may appoint Sub Committees.
- 2.2 In accordance with paragraph C.8 of the Code, the minimum Committees required are Audit, Remuneration, Finance and Nominations/Appointments.
- 2.3 Each Committee and Sub Committee shall have a clearly defined remit which shall set out the duties and responsibilities delegated. The remit must be approved by the Board. The Committee may suggest amendments to the remit, but any amendments must be approved by the Board before they are implemented.
- 2.4 The Board may delegate functions to a specific Committee and this shall be clearly detailed within the minutes of the appropriate meeting.
- 2.5 The Board reserves the right to review the Committees required and the authority delegated to them as and when it deems it appropriate to do so.
- 2.6 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.

## **3 Delegation to Chair of the Board**

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

- 3.1 exercise judgement in the event of a need for an urgent decision during the period between Board meetings, such that:
  - 3.1.1 an extraordinary Board meeting is called in the case of material decisions;
  - 3.1.2 a proposal is circulated and a decision is approved by email (in accordance with the Standing Orders) and is thereafter homologated at the next Board meeting.
- 3.2 on behalf of the Board, sign and date the College's Annual Report and Accounts, after Board approval, and other documents as may be required.
- 3.3 represent the Board within the College and externally.
- 3.4 issue communications on behalf of the Board in whatever form is appropriate, both within and out with the College.

- 3.5 monitor, review and record the Principal's performance at least annually against performance measures agreed by the Board.
- 3.6 monitor, review and record the Governance Professional's performance at least annually against performance measures agreed by the Board.
- 3.7 ensure each Board member participates in an annual development meeting, facilitated either by the Chair or Vice Chair as appropriate.
- 3.8 initiate action further to a decision of the Board to take disciplinary action against, or suspend, the Principal or Governance Professional.
- 3.9 initiate action further to a decision of the Board to appoint a new Principal or Governance Professional.

#### **4 Delegation to the Principal**

The Principal, as Chief Executive of the College, shall be responsible for the operational management of the College subject to strategic and policy direction by the Board and the terms of any specific authority reserved to the Board. The Principal may in turn delegate tasks as appropriate to staff, including the Governance Professional.

The Principal has delegated authority to:

##### **General Management**

- 4.1 as appropriate, 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.
- 4.2 facilitate the management of the College and its provision of services within the framework determined by the College's Strategic Plan and Regional Outcome Agreement, the approved budget, and any other policies and strategies determined by the Board.
- 4.3 consult on behalf of the Board with representatives from key organisations, local and national, about the priorities contained within the College's Strategic Plan and Regional Outcome Agreement prior to final approval by the Board.
- 4.4 respond on behalf of the Board to consultative documents that may be sent to the College by the Scottish Government, the Scottish Funding Council or other external agencies.
- 4.5 incur expenditure in making visits and the provision of reasonable hospitality to representatives of other Colleges, organisations and companies, taking into account the principles of the Bribery Act 2010.
- 4.6 give a direction in special circumstances that any member of staff shall not exercise a delegated function.

- 4.7 take out membership of and attend meetings of outside bodies and professional associations where it is compatible with the duties of Principal and in the interests of the College to do so.
- 4.8 authorise the issue of press releases for publication and broadcasting on behalf of the College.
- 4.9 authorise the publication of any document on behalf of the College.
- 4.10 engage the services of outside persons, firms or organisations and enter into contracts and sign all deeds and other documents binding the Board for all purposes except those where the power to engage such services is delegated to a Committee or is reserved to the Board.
- 4.11 raise funds for and supply them to any of the activities which the Board has power to undertake.
- 4.12 provide courses as required by outside agencies and negotiate appropriate charges for these.
- 4.13 determine the dates of the College holidays and other details of the College's academic calendar.
- 4.14 appoint a senior member of staff to deputise for the Principal during periods of planned absence.

### **Staff Management**

- 4.15 determine an appropriate staff structure for the College consistent with the conditions of employment that currently apply after consultation and where appropriate, negotiation with representatives of recognised trade unions.
- 4.16 consult and negotiate with representatives of recognised trade unions on behalf of the Board.
- 4.17 establish procedures for the appointment of College staff in circumstances where the power to appoint has not been delegated to a Committee or is not reserved to the Board.
- 4.18 supervise, manage and deploy staff within the College and arrange appropriate induction and training for College staff.
- 4.19 establish procedures for taking disciplinary action against College staff up to and including dismissal subject to complying with the policies laid down by the Board.
- 4.20 grant unpaid leave of absence to any member of College staff in accordance with the relevant policies laid down by the Board.
- 4.21 represent the Board in negotiating and implementing conditions of service in relation to relevant College staff, including participation in national collective bargaining.

- 4.22 approve the secondment of College staff to external agencies in accordance with relevant policies laid down by the Board and to approve the appointment, where necessary, of a temporary replacement for the duration of the secondment.
- 4.23 in exceptional circumstances, agree individual severance arrangements with staff, taking into account limits set by the Scottish Funding Council and functions delegated to the Board or a Committee.
- 4.24 establish any other procedures required for the orderly management of College staff.

### **Student Management**

- 4.25 arrange for the provision of appropriate curriculum and support services for students and clients.
- 4.26 administer, in accordance with any policy determined by the Scottish Government or the Scottish Funding Council or the Board the disbursement of monies to students attending the College.
- 4.27 administer, in accordance with any policy of the Board, the provision of financial or other assistance to students of the College.
- 4.28 set and amend as necessary the level of tuition fees, examination expenses, maintenance and contribution scales for all courses offered by the College and to waive or grant remission of such fees or expenses in special cases within guidelines set by the Board.
- 4.29 authorise students and to make grants to students, to enable them to attend courses and conferences, and to undertake educational visits and excursions within the UK or abroad, within approved budgets and policies of the Board.
- 4.30 take appropriate disciplinary action including exclusion, against students in accordance with any policies of the Board.
- 4.31 provide financial or other assistance to the Students' Association of the College within the terms approved by the Board.

### **Property Management**

- 4.32 allocate accommodation within the College in order to meet student and staff needs and to arrange for any necessary alterations or adaptations to College property.
- 4.33 apply to the appropriate authority for any necessary statutory consents.
- 4.34 grant any way leave or servitude over property of the College on such terms as may be appropriate.
- 4.35 grant the use of College accommodation to outside bodies or persons for the purpose of holding meetings and functions on such terms and conditions as are reasonable in the circumstances.

## **Financial Management**

- 4.36 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. This includes agreeing Board approved budgetary limits.
- 4.37 act at all times in compliance with the Financial Memorandum, Conditions of Grant, Scottish Public Finance Manual and to follow the College's Financial Regulations, taking particular account of the delegated financial limits.
- 4.38 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.
- 4.39 terminate contracts, when it is in the best interests of the College to do so.
- 4.40 check the financial standing of potential contractors.
- 4.41 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.
- 4.42 administer any educational endowment which transferred to and vested in the Board in terms of Section 19(1) of the 1992 Act.
- 4.43 take out any necessary insurances to protect the interests of the College.
- 4.44 settle any claims whether or not such claims are insured or whether or not a court action has been raised.
- 4.45 spend public funds only for the purposes for which they were given and in accordance with any terms and conditions attached to them.
- 4.46 arrange for the presentation to the Board for approval an Annual Budget of income and expenditure, including revenue and capital, and to give regular updates on income and expenditure account, balance sheet and cash flow statement.
- 4.47 arrange for the preparation, audit and presentation to the Board of Accounts following the end of each financial year in compliance with the requirements of the Accounts Direction and encompassing Audit Scotland and the Scottish Funding Council instruction.
- 4.48 report 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 he or she must report the Board's intentions to the Scottish Funding Council in writing.

## **5 Absence of the Principal**

- 5.1 In the absence of the Principal, the Executive Team shall ensure that the essential functions and delegated authorities of the Principal are carried out with due regard to any relevant provisions of the Financial Memorandum with Fundable Bodies in the College Sector.
- 5.2 After a period of four weeks' unplanned continuous absence of the Principal, the Board shall designate a Vice Principal as the accountable officer for the duration of the Principal's absence, ensuring that the Scottish Funding Council is advised of such absence at the earliest opportunity.

## **6 Delegation to the Governance Professional**

The Governance Professional has delegated authority to:

- 6.1 administer, circulate, retain and publish as appropriate the records of all Board and Committee business.
- 6.2 undertake appropriate actions to ensure that the Board is sufficiently informed of its obligations as defined in legislation, the terms and conditions of grant, the Scottish Public Finance Manual, the Code and the Standing Orders.
- 6.3 administer staff elections to the Board and act as returning officer.
- 6.4 act as Standards Officer in accordance with Advice on the Role of a Standards Officer (issued by the Standards Commission for Scotland).
- 6.5 in accordance with the Code, report any unresolved concerns about the governance of a body to the relevant funding body (i.e. the Scottish Funding Council).

## **7 Absence of the Governance Professional**

- 7.1 In the absence of the Governance Professional, the Board shall agree temporary arrangements that can be put in place either by appointing a staff member to fulfil the delegated functions, or by making such other arrangements as may be required.

## **8 Previous Schemes**

- 8.1 This Scheme of Delegation replaces any previous versions as may have been approved by the Board.

Approved by the Board XX Month 20XX

# CURRENT SCHEME OF DELEGATION

## BORDERS COLLEGE

### REGIONAL BOARD

#### SCHEME OF DELEGATION

#### 1 Introduction

This scheme specifies the functions that are delegated by the Regional Board in terms of Section 12(4) of the 1992 Act, as amended by the 2005 Act and the 2013 Act.

All delegations must be exercised in accordance with the law and having regard to any lawful direction and/or guidance subsequently issued by the UK or Scottish Parliament or the Scottish Further and Higher Education Funding Council (SFC).

The delegations are dealt with in three sections:

- authority reserved to the Board;
- delegation to the Chair of the Regional Board;
- delegation to the Principal.

#### 2 Compliance

Where a responsibility has been delegated, there is nothing to prevent the delegator from dealing with the responsibility delegated, or from withdrawing or amending the delegation granted. Exercise by a delegate of a delegated responsibility is as if it had been done by the Board itself.

#### 3 Review

The Scheme of Delegation will be reviewed at least every three years and normally alongside a review of the Standing Orders. This shall not preclude a review being conducted before such time, should it be considered necessary by the Board, or to bring the Scheme of Delegation into line with Financial Memoranda which may be issued from time to time by the SFC.

#### 4 Scheme of Delegation

##### **Authority Reserved to the Board**

The following are reserved to the Board and are, in such circumstances, excluded from any Scheme of Delegation:

- 4.1 determining the objectives of the Board;
- 4.2 matters of new policy or variation of existing policy which is core to the business of the College;
- 4.3 borrowing money (other than overdraft facilities within the Principal's delegated authority) and, in connection with such borrowing, granting securities or giving guarantees or indemnities. Any such borrowing, granting securities or indemnities must comply with Section 12.7(a) of the 1992 Act as amended by the 2005 Act and the 2013 Act;

- 4.4 final approval of the College's Strategic Plan;
- 4.5 final approval of the audited annual accounts;
- 4.6 approval of the annual budget;
- 4.7 approval of financial forecasts prior to submission to the Scottish Funding Council;
- 4.8 final approval of the Outcome Agreement;
- 4.9 final consideration of the Annual Audit Report;
- 4.10 acquisition and disposal of heritable property;
- 4.11 appointment and dismissal of the Principal;
- 4.12 determining the processes and procedures for appointment and removal of the Board Secretary;
- 4.13 delegation of functions of the Board of Governors; and
- 4.14 the making, amendment and revocation of the document entitled 'Constitution and Standing Orders for the Board of Governors'.

Whilst the process of monitoring risk management has been delegated to the Audit Committee, the full Regional Board retains responsibility for risk within the College.

The Principal, as Chief Executive of the College, shall be responsible for the operational management of the College subject to strategic direction by the Board.

## **SECTION 1: DELEGATION TO THE CHAIR OF THE BOARD**

The Chair of the Board is authorised:

1. in the absence of both the Principal and the deputising Principal (the mechanism for appointing the deputising Principal is outlined in paragraph 2 below), in conjunction with a designated member of senior staff, to take such measures as may be required in emergencies subject to reporting to the appropriate Committees 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 (in the Principal's absence the deputising Principal is responsible for the operational management of the College).
2. the Chair is also required to nominate, after a period of four weeks' continuous absence of the Principal, a deputy Accounting Officer (normally the deputising Principal) to discharge this role in the Principal's absence (such action should, at the earliest opportunity be brought to the attention of the Scottish Funding Council and the Board).
  - a. In the event of continuous absence of eight weeks (including the four week absence referred to above) of the Principal (except in the case of serious illness when the period of continuous absence will be four weeks), the entire Board shall (in a special meeting called for this purpose) be required to invest the delegations ascribed to the Principal in this document to the deputising Principal and other members of the Executive Team as the Board considers appropriate until such time as the Principal is capable of discharging fully their functions as Principal/Chief Executive/Accounting Officer and academic leader of the College.

3. to exercise judgment in the event of a need for an urgent decision during the period between Board meetings, such that:
  - a. either an emergency Board meeting is called in the case of material decisions; or
  - b. to make the required decision and then report said decision to the next Board meeting.
4. to conduct annual staff development and performance review interviews with the Principal, including setting of performance standards for the Principal;
5. to initiate disciplinary action against the Principal or to suspend the Principal, with or without pay, which may later result in disciplinary action against the Principal;
6. to sign the College's Annual Financial Report prior to its submission to the Scottish Funding Council and after it has been approved by the Board;
7. to undertake external representation of the College as appropriate;
8. to approve Board papers for public consultation;
9. to lead the recruitment process and determine the terms and conditions for the Secretary in conjunction with the Chair's Committee when a vacancy arises with matters of remuneration agreed by the Chair's Committee;
10. appointment of members and co-opted members to standing committees with the Chair's Committee making recommendations to the Board;
11. removal from office of Board Members with the Chair's Committee making recommendations to the Board;
12. to conduct annual development and performance review interviews with the Board Secretary, including setting performance standards for the Board Secretary; and
13. to conduct Annual Review meetings with Board Members.

## **SECTION 2: DELEGATION BY THE REGIONAL BOARD TO THE PRINCIPAL, BORDERS COLLEGE**

The following list of functions may be exercised by the Principal of Borders College.

The Principal is authorised:

1. to manage and delegate as appropriate all College activities on a day to day basis subject to regular reporting to the Regional Board;

2. to carry out all functions necessary to enable them to fulfil the responsibilities of Principal and Accounting Officer and to implement through their management of the College the policy and decisions of the Board and Committees;
3. in emergency situations, to take such measures as may be required, subject to advising the Chair where possible and reporting to the appropriate Committee and to the Board as soon as possible thereafter on any items for which approval of the Committee or the Board would normally be necessary;
4. to represent the College in furtherance of the duties of the position of Principal and the interests of the College;
5. to sign all deeds and other documents binding the Board for all purposes to which Schedule 2, paragraph 20 of the 1992 Act as amended by the 2005 Act and the 2013 Act applies, when approved by minute;
6. approval of items of expenditure up to the limits as set out in the College's Financial Regulations; and
7. writing off of debts up to a value of £5,000 subject to the reporting requests specified in the current Financial Memorandum as issued to Colleges by the Scottish Funding Council.