



For the future you want

SCHEME OF DELEGATION

Scheme of Delegation of the Board of Management of Edinburgh 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 Board Secretary.

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;
- 1.9 appointment and removal of the Principal;

- 1.10 appointment and removal of the Board Secretary (in accordance with paragraph D.13 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 Board Secretary'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 Board Secretary.
- 3.9 initiate action further to a decision of the Board to appoint a new Principal or Board Secretary.

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 Board Secretary.

The Principal has delegated authority for:

- 4.1 the academic, corporate, financial, estate and human resource management of the college including the maintenance of good order and discipline;
- 4.2 subject to the College's Financial Regulations, authorising any expenditure in the pursuance of responsibilities listed under 4.1;
- 4.3 taking 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;
- 4.4 delegation of responsibilities to other members of staff for the exercise of particular functions, while retaining ultimate responsibility to the Board for reporting on, and for performance against, the College's strategic objectives and targets.

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 the Chief Operating Officer 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 Board Secretary

The Board Secretary 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 Board Secretary

- 7.1 In the absence of the Board Secretary, 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 19 September 2018