

0420 - Scheme of delegation

The trustees, individually and collectively, hereafter the Board, has the power to do any legal act within the scope of the constitution in pursuit of the charitable objects. This scheme of delegation sets out, in general terms, those matters on which only the Board may decide and to whom it otherwise delegates its powers, always subject to oversight.

The Board reserves the right to reverse any act taken in its name but anticipates that it would only use this right *in extremis*. The Board expects to input into any decision which materially affects the financial position, risk profile or reputation of the charity.

Unless time is of the essence, all decisions by the Board shall be taken at a Board meeting and recorded in a minute of that meeting. Where time is of the essence, Board decisions can be taken in accordance with this scheme of delegation by 'written resolution'; i.e. an email having the form of a proposal, approved by each trustee and entered into the charity's records. Alternatively, where a decision is imminent, the Board can delegate such a decision to be reported back at its next meeting.

MATTERS RESERVED TO THE BOARD

Number	Subject	Decision
1.01	Governance	<p>Board members</p> <ul style="list-style-type: none"> • Nomination of the Chair to the AGM • Nomination of the Vice Chair to the AGM • Appoint and remove Board Members within the terms of the constitution. • Appoint and dismiss committees and their membership that are directly accountable to the Board. • Confirm appointment of members of any committee of the charity as representatives on outside bodies. • Review, amend and approve proposals of the remuneration committee in respect of the setting of remuneration and conditions of service for senior employees.
1.02	Governance	<p>Control framework</p> <ul style="list-style-type: none"> • Create and modify standing orders. • Create and modify scheme of delegation. • Establish and approve Terms of Reference for all Board Committees. • Approve the opening and closing of bank accounts. • Approve any loan agreements. • Approve any unbudgeted expenditure of more than

		<p>£20,000 unless in extreme emergency.</p> <ul style="list-style-type: none"> • Create, modify and oversee financial control framework. 	
1.03	Governance	<p>Board operations</p> <ul style="list-style-type: none"> • Approve draft minutes of Board meetings. • Agree a forward schedule of meetings, and any additional meetings, as required so as to properly discharge the duties of trustees. • Decide on action to be taken over individual trustees breaches in legal, regulatory, scheme of delegation and codes of conduct. 	
1.04	Governance	<p>Constitutional change</p> <ul style="list-style-type: none"> • Amendments to the constitution are subject to members' approval. • Any changes proposed shall be subject to review by the Board. • Confirm the schedule of meetings. 	
1.05	Governance	<p>Compliance with laws and regulations</p> <ul style="list-style-type: none"> • Receive assurances from the Audit Committee that the framework for compliance with laws and regulations is operating effectively. 	
1.06	Strategy	<p>Strategic Planning</p> <ul style="list-style-type: none"> • Establish and adopt the Vision, Mission and Values of the charity and ensure that reasonable steps are taken by direct stakeholders to adhere to these. • Define the strategic aims and principle objectives of the charity covering a period not exceeding 5 years. • Approve the Charity's Financial/ Investment strategy. • Approve of the Charity's Fundraising strategy. • 	
1.07	Strategy	<p>Business planning</p> <ul style="list-style-type: none"> • Approve and monitor delivery of the annual business plan. • Approve all capital spend. 	
1.08	Staffing	<p>Staff</p> <ul style="list-style-type: none"> • Appoint, approve changes and function of, appraise, discipline and dismiss senior staff. • Appoint, approve changes in the staffing, business and/ or operating structure. • Approve individual compensation payments, excluding statutory terms and conditions payments. 	
1.09	Policy	<p>Strategic Policy framework</p> <ul style="list-style-type: none"> • Approve the policies on <ul style="list-style-type: none"> ○ Reserves ○ Grant-making ○ Fundraising ○ Conflicts of interest 	<ul style="list-style-type: none"> ○ Data protection ○ Investments ○ Dignity at work and discipline ○ Safeguarding

		<ul style="list-style-type: none"> ○ Fraud and bribery ○ Risk management ○ Human resources benefits and payments 	<ul style="list-style-type: none"> ○ vulnerable people ○ Whistle-blowing ○ Complaints ○ Health and safety
		<ul style="list-style-type: none"> • Right of review and direction of changes to Operational Policies. 	
1.10	Risk	<ul style="list-style-type: none"> • Approve the risk management strategy. • Review, advise and direct on risks to which the Charity is facing. 	
1.11	Assurance	<ul style="list-style-type: none"> • Approve the appointment of the external auditor or Independent Examiner. • Receive the External Auditor's Management Letter (or equivalent) and seek assurances from the Audit Committee that any matters raised have been addressed. 	
1.12	Performance	<ul style="list-style-type: none"> • Direct the establishment of such charity performance monitoring and reporting required to facilitate the discharge of trustees' duties and the management of the Charity. • Review all complaints received against the charity and ensure a timely and equitable resolution, whilst protecting the Charity and its reputation. 	

MATTERS DELEGATED TO BOARD COMMITTEES

Number	Subject	Decision
2.01	Governance	<p>Assurance Providers</p> <ul style="list-style-type: none"> • Recommend to the Board the appointment, continuation or removal of external auditors/ independent examiners to the Charity. • Recommend to the board the appointment, continuation or removal of investment managers to the Charity.
2.02	Risk	<p>Risk Management</p> <ul style="list-style-type: none"> • Establish the risk management strategy of the Charity and review its effectiveness and suitability from time to time. • Recommend to the Board the risk appetite of the Charity and review its effectiveness and suitability from time to time. • Oversee the operation of the risk management process.
2.03	Financial	<p>Internal Controls</p> <ul style="list-style-type: none"> • Review and oversee internal control framework and obtain assurance that it is operating effectively. • Recommend the investment policy to the Board and oversee compliance with the policy. • Provide assurance to the Board that the internal

		control framework is designed and operating effectively.
2.04	Financial	<p>Financial statements</p> <ul style="list-style-type: none"> • Review the draft financial statements on behalf of the Board for the purpose of recommending their approval. • Receive and review any auditor's management letter with a view to recommending acceptance of matters raised to the Board. • Review and revise any representation letter for the purpose of recommending to the Board that the Chair signs the letter.
2.05	Investment management	<p>Policy and portfolio</p> <ul style="list-style-type: none"> • Establish and periodically review the Charity's investment policy. • Periodically review portfolio performance to ensure objectives are being achieved and if not if there are valid reasons. • Consider performance of the investment company.
2.06	Business planning	<p>Business planning process</p> <ul style="list-style-type: none"> • Review business plans and test the financial elements to ensure they are consistent with the proposals. • Review the annual budget to ensure it is consistent with the financial strategy, plans for the year and that cash flow requirements can be met. • Provide assurance to the Board over the robustness of the budgetary process.
2.07	Compliance	<ul style="list-style-type: none"> • Review and oversee framework for compliance with laws and regulations and obtain assurance that it is operating effectively. • Provide assurance to the Board that the compliance framework is designed and operating effectively.
2.08	Grants	<p>Post-award</p> <ul style="list-style-type: none"> • Oversee the grant process and review the grant contract prior to signing
2.09	Staffing	<p>Management policies</p> <ul style="list-style-type: none"> • Oversee the creation of and review and recommend to the Board suitable human resources policies incorporating the arrangements for the appointment, removal, and remuneration of staff.
2.10	Staffing	<p>Resource planning</p> <ul style="list-style-type: none"> • Evaluate and make recommendations to the Board on the overall resourcing plans and budgets to achieve business and strategic plans. • Monitor resource utilisation against plans, considering and making recommendations to the Board on proposed variances.
2.11	Staffing	<p>Resource management</p>

		<ul style="list-style-type: none"> Act as arbiter of last resort for the HR management process.
2.12	Staffing	<p>Remuneration</p> <ul style="list-style-type: none"> Consider the remuneration of the most senior employed officers, make proposals to the Board on remuneration increases or levels, taking advice from the trustees. Consider and make recommendations to the Board on the Chief Executive's proposal on rates of increase of employee remuneration and ensure that sufficient budget exists or is planned to meet the proposal.

MATTERS DELEGATED TO THE CHAIR

Number	Subject	Decision
3.01	Governance	Approval of draft Board meeting agendas.
3.02	Governance	Casting vote in any matter where the Board is deadlocked.
3.03	Financial	Approval of emergency decisions up to a value of £20,000 and their notification to other Board members as soon as possible thereafter to secure retrospective approval.
3.04	Financial	Be an authorised signatory to the Charity bank accounts and exercise discretion over signing cheques or on-line payment authorisation to protect the interests of the Charity.
3.05	Staffing	The holding to account of the Chief Executive: including but not limited to general oversight and well-being and objective setting. This includes monitoring of performance and delivery of the Business Plan

MATTERS DELEGATED TO THE CHIEF EXECUTIVE

Number	Subject	Decision
4.01	Governance	<p>Board</p> <ul style="list-style-type: none"> Attend as required and contribute openly to Board and committee. All matters discussed in Board meetings may be shared with staff at the Chief Executive's discretion provided such matters have not been deemed confidential in the meeting. Prepare such papers as required for Board and Committee meetings so as to facilitate their circulation in accordance with the normal timetable for such matters
4.02	Governance	<p>Risk</p> <ul style="list-style-type: none"> Periodically review the risk register and contribute to the analysis therein and where required deliver actions so as to mitigate actual or perceived risk within the

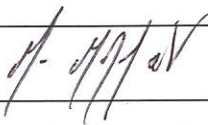
		<p>time periods specified.</p> <ul style="list-style-type: none"> Escalate to the Board any issues or concerns which might reasonably be expected to expose the Charity to significant reputational, business, financial, legal or other risk.
4.03	Operations	<p>Service delivery</p> <ul style="list-style-type: none"> Advise the Board on the suite of services and products that the Charity is able to offer to its beneficiaries in a sustainable manner protecting the reputation and agreed profile of the Charity. Deliver agreed services and products to those meeting the definition of beneficiary within the agreed parameters and performance indicators of each service or product. Raise with the Chair immediately any matter which is likely to have an actual or perceived significant effect on reputation, risk profile or financial performance.
4.04	Governance	<p>Internal Control framework</p> <ul style="list-style-type: none"> Comply at all times with the requirements of any internal control framework, including levels of delegated spending authority. Ensure compliance with the Scheme of Delegation by staff members
4.05	Assets	<p>Asset management</p> <ul style="list-style-type: none"> Ensure, subject always to policy guidance, the tangible fixed assets of the charity will be secured, maintained in good condition, good working order and generally managed to ensure their availability to those authorised to use them. Authorise users of the Charity's office-based fixed assets. There shall be a presumption that staff employed and trustees are considered to be authorised users of office-based assets.
4.06	Finance	<p>Budget</p> <ul style="list-style-type: none"> Deliver agreed objectives within the approved budget for those objectives. Develop the annual budget and obtain approval from the Board and monitor utilisation of the annual budget.
4.07	Finance	<p>Expenditure</p> <ul style="list-style-type: none"> Where spend is outside of the approved budget and/or there is no relevant business objective, make such recommendations to the Board on these matters in the best interests of the Charity. Within the approved budget approve individual purchases or those in aggregate up to £20,000. For purchases of more than £20,000 individually or in aggregate, countersignature by a Trustee of the charity is required.

		<ul style="list-style-type: none"> The Chief Executive may delegate an expenditure approval limit up to £1,000. For purchases of more than £1000 individually or in aggregate countersignature by the Chief executive.
4.08	Finance	<p>Procurement</p> <ul style="list-style-type: none"> Be responsible for ensuring that the Charity's procurement policy is adhered to at all times. Summarised that policy is: Up to £1,000 : ensure purchase represents good value for money £1,001 to £5,000 obtain up to three quotations £5,001 to £20,000 Invite three tenders and undertake evaluation process £20,001+ Invite 3 tenders, undertake evaluation process, interview where there is no clear advantageous tender. <p style="padding-left: 40px;">Single vendor negotiated tenders are permitted where there is a clear business case for so doing.</p>
4.09	Finance	<p>Reporting</p> <ul style="list-style-type: none"> Oversee production of regular management accounts to ensure that they are produced for circulation in a timely manner and way which reduces the risk of error. Contribute, most usually by way of explanation or discussion, as required to the production of the periodic management accounts or annual financial statements.
4.10	Fundraising	<p>Fundraising</p> <ul style="list-style-type: none"> Implement and oversee the Charity's fundraising strategy and policy. Advise on and identify requirements for fundraising initiatives.
4.11	Staffing	<p>Recruitment</p> <ul style="list-style-type: none"> Recruit staff in accordance with staffing plans approved by the Board
4.12	Staffing	<p>Staff Management</p> <ul style="list-style-type: none"> Oversee day to day line management of direct reporting staff. Appointment and dismissal of staff Oversee day to day management of business functions. Oversee any performance management and reporting framework that is mandated by the Board.
4.13	Policy	<p>Strategic framework</p> <ul style="list-style-type: none"> Ensure implementation and maintenance of compliance with strategic policy framework.
4.14	Policy	<p>Operational framework</p> <ul style="list-style-type: none"> Oversee the creation, management and operation of such operational policies as necessary to run and

		operate the business of the Charity.
4.15	Policy	Health and safety <ul style="list-style-type: none"> Oversee the mplementation of the Charity's Health and safety policy and day-to-ay management of providing a safe working environment.

Approval and Review

This scheme of delegation was prepared to provide a framework for decision – making. This policy will be reviewed at least once every three years to ensure continuing appropriateness.

Audit Committee	
Approved by:	Chair of the Audit and Risk Committee – 15.01.20
Board	
Approved by	Chair of Board
Signed:	
Date:	22-7-20
Date of next review	January 2023

Added to website - 27/01/20
 Circulated to staff - 27/01/20