

Scheme of Delegation

The Board sets the framework of policies and strategies within which the College's managers operate and then monitors these operations. This Scheme of Delegation distinguishes between matters reserved exclusively for the Board's approval or decision, and matters delegated to committees and individuals. These have been cross-referenced against the legal framework governing colleges, including the Instrument and Articles of Government, Education and Skills Funding Agency's Financial Memorandum and Post -16 Audit Code of Practice.

Role of the Board of Governors

1. The main business of the Board of Governors is to determine the educational character of the College and to oversee its overall performance and financial solvency.
2. The educational character of the College includes the broad purpose and strategic direction of the College, the nature of its educational programme, pattern of courses and any special characteristics of its range of subjects, its overall ethos, admissions policy and its relationship to its learners, communities and stakeholders.
3. It is the role of the Governing Body to set the college mission and strategic direction, oversee quality and financial performance, challenge the executive on delivery and hold the Principal to account.
4. Article 3.1 sets out the responsibilities of the **Corporation**:
 - 3.1.1 the determination and periodic review of the educational character and mission of the institution and the oversight of its activities;
 - 3.1.2 publishing arrangements for obtaining the views of staff and students on the determination and periodic review of the educational character and mission of the institution and the oversight of its activities;
 - 3.1.3 approving the quality strategy of the institution;
 - 3.1.4 the effective and efficient use of resources, the solvency of the institution and the Corporation and safeguarding their assets;
 - 3.1.5 approving annual estimates of income and expenditure;
 - 3.1.6 the appointment, grading, suspension, dismissal and determination of the pay and conditions of service of the holders of senior posts and the Clerk, including, where the Clerk is, or is to be appointed as, a member of staff, the Clerk's appointment, grading, suspension, dismissal and determination of pay in the capacity of a member of staff;
 - 3.1.7 setting a framework for the pay and conditions of service of all other staff.
5. There are some powers which the Board of Governors **shall not delegate** under Article 7:

- 7.1.1 the determination of the educational character and mission of the institution;
- 7.1.2 the approval of the annual estimates of income and expenditure;
- 7.1.3 the responsibility for ensuring the solvency of the institution and the Corporation and for safeguarding their assets;
- 7.1.4 the appointment of the Principal or holder of a senior post;
- 7.1.5 the appointment of the Clerk, (including, where the Clerk is, or is to be, appointed as a member of staff the Clerk's appointment in the capacity of a member of staff);
- 7.1.6 the modification or revocation of the Articles;
- 7.1.7 the consideration of the case for dismissal of the Principal, the Clerk or the holder of a senior post, other than to a committee of members of the Corporation; and
- 7.1.8 the power to determine an appeal in connection with the dismissal of the Principal, Clerk or the holder of a senior post, other than to a committee of members of the Corporation

Role of the Principal

Article 3.2 sets out the responsibilities of the **Principal**:

- 3.2.1 making proposals to the Corporation about the educational character and mission of the institution and implementing the decisions of the Corporation;
- 3.2.2 the determination of the institution's academic and other activities;
- 3.2.3 preparing annual estimates of income and expenditure for consideration and approval by the Corporation, and the management of budget and resources within the estimates approved by the Corporation;
- 3.2.4 the organisation, direction and management of the institution and leadership of the staff;
- 3.2.5 the appointment, assignment, grading, appraisal, suspension, dismissal and determination, within the framework set by the Corporation, of the pay and conditions of service of staff, other than the holders of senior posts or the Clerk, where the Clerk is also a member of the staff; and
- 3.2.6 maintaining student discipline and, within the rules and procedures provided for within these Articles, suspending or expelling students on disciplinary grounds or expelling students for academic reasons.

6. Further, under the Financial Memorandum the Principal is identified as the Accounting Officer and:

'The Governing Body shall require the accounting officer to take personal responsibility, which shall not be delegated, to assure them that there is compliance with the Financial Memorandum and all other terms and conditions of funding. The accounting officer may be

required to appear before the Parliamentary Committee of Public Accounts on matters relating to the College's use of Public Funds.'

7. Article 8 allows the Principal to delegate functions other than:

- (a) the management of budget and resources; and
- (b) any functions that have been delegated to the Principal by the Corporation.

The Board has **delegated** the following powers and responsibilities to the Principal:

- (c) Informing the Board of Governors, its committees or the Chair as appropriate, of all significant matters, achievements, activities and events related to the work of the College;
- (d) Setting a framework for the pay and conditions of service of staff, other than senior postholders or the Clerk;
- (e) Making any rules relating to the conduct of students, including suspension, discipline, academic appeals and complaints procedures;
- (f) Obtaining the views of staff and students on the determination and periodic review of the educational character and mission of the institution and the oversight of its activities;

Role of Committees

8. Article 4 explicitly allows for the delegation of Corporation powers to its committees and the Principal:

The Corporation may establish committees for any purpose or function, other than those assigned in these Articles to the Principal or Clerk and may delegate powers to:

- 4.1.1 such committees;
- 4.1.2 the Chair, or in the Chair's absence, the Vice-Chair; or
- 4.1.3 the Principal.

9. The Board has resolved to establish five committees:

Finance, Resources and Investment Committee
Audit Committee (required under Article 6)
Learning, Teaching and Assessment Committee
Search and Governance Committee (required under Article 5)
Staffing and Remuneration Committee



COMMITTEE TERMS OF REFERENCE

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| FINANCE, RESOURCES AND INVESTMENT COMMITTEE |
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1. Membership

The Committee shall consist of at least 4 members (who may or may not be members of the Board) and the College's Vice-Principal, Finance and Resources. Additional members (whether Board members or not) deemed to have the skills required to enhance the work of the Committee may be co-opted by the Board as required.

Members of the Audit Committee may not serve on the Finance, Resources and Investment Committee.

2. Quorum

50% of members, rounded up represent a quorum, provided that non-Board members are not in a majority.

3. Term of Office

The members of the Committee shall hold office from the date of their appointment until their resignation or their omission from membership of the Committee on subsequent consideration by the Board (whichever shall first happen).

4. Chairmanship

The Chair of the Committee shall be appointed by the Board. If the Chair is absent from a meeting, the members shall choose one of their number (other than the Principal or a staff or student member) to act as Chair for that meeting.

5. Frequency of Meetings

The Committee shall meet as necessary but normally at least once per term. The Chair or any three members may call a meeting.

6. Attendance at meetings

Non-members may be invited to attend meetings but will not have voting rights.

Other Board members (except those serving on the Audit Committee) shall have the right to attend meetings and participate but not vote.

7. Clerking

The Director of Governance shall act as Clerk to the Committee.

8. Reporting

The Chair shall provide a written summary report at the subsequent Board meeting and the papers and minutes shall be available to all Governors via the e-portal.

9. Duties

The Finance, Resources and Investment Committee has responsibility, on behalf of the Board, to consider and advise the Board on all aspects of the College's financial affairs and other matters delegated to it by the Board. All decisions approved by the Committee are subject to the revenue or capital impact not taking the College beyond the latest budget approved by the Board.

Finance

- i. Considering, monitoring and advising the Board on all aspects of the College's finances, financial policies and controls, ensuring the efficient use of resources, the solvency of the institution and the safeguarding of its assets.
- ii. Considering, reviewing and recommending the annual financial statements to the Board for approval.
- iii. Considering and recommending the annual estimates of Income & Expenditure and the 2 - year Financial Forecasts to the Board for approval, and any subsequent Control Budget.
- iv. Reviewing and monitoring the monthly management accounts of the College, including cash flow and performance against the approved budget and relevant KPIs.
- v. Receiving and considering the annual report on the activity of Craven Rural and Business Skills Centre Ltd (CRaBSC) and nominating Members and Directors from the College on the Craven Rural and Business Skills Centre Limited (CRaBSC).
- vi. Advising the Board on investments and borrowings, where appropriate, seeking advice on such issues from external sources and monitoring any covenants
- vii. Considering and approving the policy by which the tuition and other fees payable to the Corporation are determined (subject to any terms and conditions attached to grants, loans or other payments paid or made by the Education Skills Funding Agency).
- viii. Considering the policy on sub-contractors' fees and the appointment of sub-contracting partners and recommending them to the Board;
- ix. Considering and reviewing the financial regulations on a regular basis and recommending them to the Board;
- x. Considering and reviewing risks relating to the work of the Committee and monitoring any action plans.
- xi. To consider any other specific issues referred to the Committee by the Board.

Estates and Technology

- i. Considering and monitoring all capital projects and advising the Board thereon.
- ii. Considering, and advising the Board on all specific accommodation and facilities proposals including funding of any project involving the construction or leasing of accommodation and disposals of sites or buildings.
- iii. Considering and recommending the College's Accommodation Strategy to the Board
- iv. Considering, approving and monitoring the College's digital strategy and implementation;

Health and Safety

- i. Reviewing the College's Health and Safety Policy for recommendation to the Board and monitoring and advising the Board on the effectiveness of the College's arrangements for health and safety, including receiving an annual report thereon.

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| <p style="text-align: center;">SEARCH AND GOVERNANCE COMMITTEE</p> |
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1. Membership

The Committee shall consist of at least 4 members (who may or may not be members of the Board) including the Principal and Chair of the Board. Additional members (whether Board members or not) deemed to have the skills required to enhance the work of the Committee may be co-opted by the Board as required.

2. Quorum

50% of members, rounded up represent a quorum, provided that non-Board members are not in a majority.

3. Term of Office

The members of the Committee shall hold office from the date of their appointment until their resignation or their omission from membership of the Committee on subsequent consideration by the Board (whichever shall first happen).

4. Chairmanship

The Chair of the Committee shall be appointed by the Board. If the Chair is absent from a meeting, the members shall choose one of their number (other than the Principal or a staff or student member) to act as Chair for that meeting.

5. Frequency of Meetings

The Committee shall meet as necessary but normally at least once per term. The Chair or any three members may call a meeting.

6. Attendance at meetings

Non-members may be invited to attend meetings but will not have voting rights.

Other Board members shall have the right to attend meetings and participate but not vote.

7. Clerking

The Director of Governance shall act as Clerk to the Committee.

8. Reporting

The Chair shall provide a written summary report at the subsequent Board meeting and the papers and minutes shall be available to all Governors via the e-portal.

9. Duties

The Search and Governance Committee has responsibility, on behalf of the Board, for considering and advising the Board on the appointment of members of the Board and co-opted members of committees, and on other governance matters delegated to it by the Board.

- i. Interviewing and nominating candidates to fill Governor vacancies on the Board and for determining the process whereby candidates are identified and nominated.
- ii. Initiating searches for potential candidates and considering and advising the Board on the composition and balance of the Board, taking into account a regular audit of the skills of the Board.

- iii. Considering succession planning for Board postholders, including the Chair, Vice-Chair and Committee Chairs through an open and transparent recruitment process including external advertisement, where appropriate and making recommendations to the Board.
- iv. Developing policies and procedures for the induction, training and appraisal of Board members and overseeing and reviewing the implementation of such policies and procedures.
- v. Developing and keeping under review such other policies as required for the effective governance of the College including but not exclusively
 - i. Standing Orders
 - ii. Scheme of Delegation
 - iii. Instrument and Articles
 - iv. Code of Conduct
 - v. Rules for the appointment, reappointment and removal of Governors
- vi. Monitoring and review of agreed governance KPIs
- vii. Reviewing the workings of the Board and its committees and making recommendations to the Board to support it in ensuring effective governance, having due regard to the Instrument and Articles of Government.
- viii. Reviewing the outcomes of the annual Governors' self-assessment and monitoring progress against the Governance Quality Improvement Plan (QIP)
- ix. Considering and reviewing risks relating to the work of the Committee and monitoring any action plans
- x. To consider any other specific issues referred to the Committee by the Board.

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| <p style="text-align: center;">LEARNING, TEACHING AND ASSESSMENT COMMITTEE</p> |
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1. Membership

The Committee shall consist of at least 4 members (who may or may not be members of the Board) and the College's Vice-Principal Curriculum and Quality. Additional members (whether Board members or not) deemed to have the skills required to enhance the work of the Committee may be co-opted by the Committee as required.

2. Quorum

50% of members, rounded up represent a quorum, provided that non-Board members are not in a majority.

3. Term of Office

The members of the Committee shall hold office from the date of their appointment until their resignation or their omission from membership of the Committee on subsequent consideration by the Board (whichever shall first happen).

4. Chairmanship

The Chair of the Committee shall be appointed by the Board. If the Chair is absent from a meeting, the members shall choose one of their number (other than the Principal or a staff or student member) to act as Chair for that meeting.

5. Frequency of Meetings

The Committee shall meet as necessary but normally at least once per term. The Chair or any three members may call a meeting.

6. Attendance at meetings

Non-members may be invited to attend meetings but will not have voting rights.

Other Board members shall have the right to attend meetings and participate but not vote.

7. Clerking

The Director of Governance shall act as Clerk to the Committee.

8. Reporting

The Chair shall provide a written summary report at the subsequent Board meeting and the papers and minutes shall be available to all Governors via the e-portal.

9. Duties

The Learning, Teaching and Assessment Committee has responsibility, on behalf of the Board, to consider and advise the Board on issues of curriculum, teaching and learning, quality and standards in the College and other matters delegated to it by the Board.

- i. Monitoring and advising the Board on the effectiveness of the College's arrangements for quality and standards.
- ii. Considering and recommending the College's Quality of Education Strategy to the Board;
- iii. Reviewing the College Self-Assessment Review and Quality Improvement Plan and recommending it to the Board, and monitoring the progress of improvement plans.

- iv. Considering and approving any student union constitution
- v. Agreeing and monitoring progress against the College's targets for academic performance and national benchmarks, including attendance, retention, achievement, destinations, and progress of learners through agreed key performance indicators.
- vi. Considering and monitoring summary information on staff development and performance management
- vii. Considering summary information on student ~~surveys undertaken in College~~ and stakeholder feedback, and monitoring any action plans
- viii. Considering, and advising the Board, where appropriate, on any new or updated policies or strategies affecting learning, teaching, curriculum, quality and standards.
- ix. Reviewing the range and responsiveness of the College's curriculum offer to ensure that it is appropriate and meets the needs of learners, employers and the local community
- x. Scrutinising the performance of different groups of learners to ensure equality of outcomes for all groups
- xi. Receiving and considering reports on careers information and guidance provided to students, and approving related policies.
- xii. Receiving and considering reports on quality and standards of HE in the College.
- xiii. Considering and recommending the HE Strategy to the Board.
- xiv. Considering and recommending the College's Access and Participation Plan to the Board.
- xv. Considering and monitoring performance and action plans relating to the College's validating body for HE
- xvi. Reviewing the College's policies relating to Safeguarding Children and Vulnerable Adults and Prevent for recommendation to the Board, and monitoring the effectiveness of the College's arrangements for safeguarding, including receiving an annual report thereon.
- xvii. Considering and reviewing risks relating to the work of the Committee and monitoring any action plans.
- xviii. To consider any other specific issues referred to the Committee by the Board.

AUDIT COMMITTEE

1. Membership

The Committee shall consist of a minimum of 3 and a maximum of 6 members, the majority of whom shall be Governors and collectively shall have an appropriate mix of skills and expertise including recent and relevant experience in risk management, finance and audit and assurance. The Board, in appointing members, shall ensure that the Committee's independence and objectivity is maintained.

The Chair of the Board, the Principal and Chief Executive Officer, members of the Finance, Resources and Investment Committee and any Staff or Student Governor shall not be eligible for membership.

Persons who are not members of the Board but are deemed to have the skills required to enhance the work of the Committee may be appointed as co-opted member of the Committee.

2. Quorum

50% of members, rounded up represent a quorum, provided that non-Board members are not in a majority.

3. Term of Office

The members of the Committee shall hold office from the date of their appointment until their resignation or their omission from membership of the Committee on subsequent consideration by the Board (whichever shall first happen).

4. Chairmanship

The Chair of the Committee shall be appointed by the Board and will normally be a Governor to allow effective feedback to the Board. If the Chair is absent from a meeting, the members shall choose one of their number (other than the Principal or a staff or student member) to act as Chair for that meeting.

5. Frequency of Meetings

The Committee shall meet as necessary but normally at least once per term. The Chair or any two members may call a meeting.

The meetings shall be timely with the work of the College's audit service including the financial statements auditor.

6. Attendance at meetings

Non-members may be invited to attend meetings but will not have voting rights.

Other Board members (except those serving on the Finance, Resources and Investment Committee) shall have the right to attend meetings and participate but not vote.

The Vice-Principal Finance and Resources and Principal and Chief Executive Officer shall normally attend meetings of the Committee but shall not have voting rights.

7. Clerking

The Director of Governance shall act as Clerk to the Committee.

8. Reporting

The Chair shall provide a written summary report at the subsequent Board meeting and the papers and minutes shall be available to all Governors via the e-portal. The Committee shall present an annual report on its work to the Board.

9. Duties

- i. Assessing and providing the Board with an opinion on the adequacy and effectiveness of the College's assurance arrangements, framework of governance, risk management and control processes for the effective and efficient use of resources, solvency and the safeguarding of assets.
- ii. Advising the Board on the appointment, re-appointment, dismissal and remuneration of the external auditor, reporting accountant, internal audit and other assurance providers and establishing that all such assurance providers adhere to relevant professional standards.
- iii. Considering and advising the Board on the scope and objectives of the work of the internal and external auditors, including the audit strategy and annual internal audit plans.
- iv. Ensuring effective co-ordination between the internal and external auditors, reporting accountant and any other assurance providers.
- v. Reviewing and considering reports submitted by the external auditor, reporting accountant, internal audit and other assurance providers, and monitoring the implementation of recommendations to agreed timescales.
- vi. Monitoring, within an agreed timescale, the implementation of agreed recommendations arising from any reports of audit and assurance providers.
- vii. Considering and advising the Board on relevant reports by the National Audit Office, the Education and Skills Funding Agency and other funding bodies and, where appropriate, management's response to these.
- viii. Establishing, in conjunction with College management, relevant annual performance measures and indicators to monitor the effectiveness of the internal and external audit services and deciding, based on this review, whether a competition for price and quality of the audit service is appropriate.
- ix. Responsibility for producing an annual report for the Board summarising the Committee's activities relating to the financial year under review, including
 - x. any significant issues arising up to the date of preparation of the report, which is submitted to the Board before the statement of corporate governance and internal control in the annual accounts is signed.
 - xi. the Committee's view on its own effectiveness and how it has fulfilled its terms of reference.
 - xii. the Committee's opinion on the adequacy and effectiveness of the College's assurance arrangements, framework of governance, risk management, and control processes for the effective and efficient use of resources, solvency and the safeguarding of assets,
 - xiii. any significant matters of internal control included in the reports of audit and assurance providers to the College.
- xiv. Overseeing the College's policies and processes around fraud, irregularity, impropriety and whistleblowing
- xv. ensuring proper, proportionate and independent investigation of all allegations of fraud and irregularity and that investigation outcomes are reported to the Committee.
- xvi. Ensuring that all significant cases of fraud or suspected fraud, theft, bribery, corruption, irregularity, major weakness or breakdown in the accounting or other control framework are reported to the ESFA as soon as possible.
- xvii. Ensuring that risks around fraud have been identified and controls put in place to mitigate them.
- xviii. Ensuring that the external auditor (and internal auditor if applicable) are informed of investigation outcomes and other matters of fraud, irregularity and impropriety, and that appropriate follow-up action has been planned/actioned.
- xix. Advising the Board on the provision of any additional services by the external auditor, reporting accountant, internal audit and other assurance providers, and explaining how independence and objectivity have been safeguarded.

- xx. Considering the annual report and financial statements for recommendation to the Board.
- xxi. Overseeing the College's risk management arrangements, advising the Board on its adequacy and effectiveness.
- xxii. Overseeing the College's processes and procedures relating to data protection.
- xxiii. Overseeing the College's arrangements relating to Freedom of Information
- xxiv. Meeting privately with auditors and separately with the Vice-Principal Finance and Resources at least once a year

10. Authority

The Committee is authorised by the Board to: -

- i. investigate any activity within its terms of reference.
- ii. access all the information and explanations it considers necessary, from whatever source, to fulfil its remit
- iii. obtain external professional advice in accordance with the financial regulations and the budget approved by the Board.

The Board must not add to these terms of reference responsibilities that require the Audit Committee to adopt an executive role, or its members to offer professional advice to the Board

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| <p style="text-align: center;">STAFFING AND REMUNERATION COMMITTEE</p> |
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1. Membership

The Committee shall consist of at least 3 members (who may or may not be members of the Board) and the Chair of the Board. Additional members (whether Board members or not) deemed to have the skills required to enhance the work of the Committee may be co-opted by the Board as required. The Principal and Chief Executive Officer, and any Staff or Student Governor shall not be eligible for membership.

2. Quorum

50% of members, rounded up represent a quorum, provided that non-Board members are not in a majority.

3. Term of Office

The members of the Committee shall hold office from the date of their appointment until their resignation or their omission from membership of the Committee on subsequent consideration by the Board (whichever shall first happen).

4. Chairmanship

The Chair of the Committee shall be appointed by the Board but shall not be the Chair of the Board. If the Chair is absent from a meeting, the members shall choose one of their number (other than the Principal or a staff or student member) to act as Chair for that meeting.

5. Frequency of Meetings

The Committee shall meet as necessary but normally at least once per term. The Chair or any two members may call a meeting.

6. Attendance at meetings

Non-members may be invited to attend meetings but will not have voting rights.

Other Board members shall have the right to attend meetings and participate but not vote. The Principal & CEO may be invited to attend meetings but must withdraw when requested to do so.

7. Clerking

The Director of Governance shall act as Clerk to the Committee.

8. Reporting

The Chair shall provide a written summary report at the subsequent Board meeting and the papers and minutes shall be available via the e-portal.

9. Duties

- i. Considering and advising the Board on the specific remuneration packages of the senior post-holders with a view to ensuring that they are fairly rewarded for their individual contributions to the College's overall performance, having due regard to the financial health of the College and public accountability. In so doing the Committee shall consider (inter alia) basic salary, benefits in kind, any performance related bonus (together with the appropriate performance criteria), pension provision, the terms and conditions of each senior post-holder's contract of employment and the remuneration of other management posts to try to ensure consistency in relativities. In addition, consideration will also be given to pay and employment conditions for staff across the College. The Annual AoC salary survey shall be used as a source of objective and

- comparative data and the Committee shall engage other independent expertise if required to provide appropriate benchmarking information.
- ii. Considering and recommending to the Board the approach and policy on the remuneration of senior posts.
 - iii. Receiving and considering reports on the outcomes of the annual appraisals of the Principal & CEO, Vice-Principal Finance and Resources, Vice-Principal Curriculum and Quality and Director of Governance, and, where appropriate, probationary reviews for these posts;
 - iv. Considering and approving appropriate policies and procedures in relation to the employment of senior post-holders, including Grievance and Disciplinary procedures.
 - v. Considering, advising on and monitoring any temporary arrangements which are proposed to cover the whole or part of a designated senior post that has become vacant.
 - vi. Advising the Board on the arrangements and composition of the Selection Panel for senior post holder appointments.
 - vii. Preparing and submitting an annual report to the Board that meets the requirements of the Colleges' Senior Post Holder Remuneration Code.
 - viii. Reviewing and monitoring the College's employment policies and procedures and framework of pay and conditions for staff, with specific reference to the requirements of the Colleges' Senior Post Holder Remuneration Code.
 - ix. Considering and recommending the College's People Strategy to the Board.
 - x. Reviewing and monitoring key performance indicators in relation to the College's human resource functions and staff development.
 - xi. Reviewing and monitoring the College's arrangements relating to Equality and Diversity including the gender pay gap
 - xii. Considering and reviewing risks relating to the work of the Committee
 - xiii. To consider any other specific issues referred to the Committee by the Board.

10. Authority

The Committee is authorised by the Board to obtain legal or any other independent professional advice when it considers this to be necessary to carry out its remit more effectively.