



MORLEY COLLEGE LONDON

GOVERNING BODY

SCHEME OF DELEGATION

***Approved by the Board 2 November 2020
Review by 31 July 2024***

SCHEME OF DELEGATION

1. This document makes clear how the Governing Body delegates its powers under the Articles of Association adopted on 15 July 2019 (the 'Articles') so as to ensure compliance with the requirement in the Code of Good Governance for English Colleges adopted on 13 October 2015 (the 'Code'), as amended on 1 April 2019, for organised and clear governance and management structures.
2. Article 9.1 gives the Governing Body the following powers:
 - 9.1.1 the determination of the corporate strategy, educational character and mission of the College and the oversight of its activities;
 - 9.1.2 the effective and efficient use of resources, the solvency of the College and the safeguarding of its assets;
 - 9.1.3 the appointment, grading, supervision, 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, his or her appointment, grading, supervision, dismissal and determination of pay in his or her capacity as member of staff);
 - 9.1.4 setting a framework for the pay and conditions of services of all other staff;
 - 9.1.5 approving the financial strategy of the College;
 - 9.1.6 being the principal financial and business authority of the College, ensuring that proper books of account are kept and approving the annual budget and audited financial statements;
 - 9.1.7 examining and evaluating (or arranging for the examination and evaluation of) the College's systems of internal financial control;
 - 9.1.8 setting the policy by which tuition and other fees payable to the College are determined (subject to any terms and conditions attached to grants, loans or other payments paid or made by the funding body);
 - 9.1.9 appointing the Auditors and determining their remuneration.
3. Article 15.7 requires the Governing Body not to delegate any of the following matters:
 - 15.7.1 the determination of the educational character and mission of the institution;
 - 15.7.2 the approval of the annual estimates of income and expenditure;
 - 15.7.3 the responsibility for ensuring the solvency of the College and for safeguarding its assets;
 - 15.7.4 the appointment of the Principal;
 - 15.7.5 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);
 - 15.7.6 the modification or revocation of these Articles;
 - 15.7.7 the making, amendment or repeal of or addition to any bye-laws, regulations and policy statements which are the non-delegable responsibility of the Governing Body under these Articles;
 - 15.7.8 the appointment of the Auditors; or
 - 15.7.9 the determination of the appointment of any Governor.

4. Article 25.1 places responsibilities on the Principal as follows:
 - 25.1 Subject to the responsibilities of the Governing Body, the Principal and Chief Executive shall be the Chief Executive of the College, and shall be responsible for the academic and executive direction and management of the College, including financial management, organisation, structure, conduct and discipline.
5. Governors recognise the need for a clear distinction between the roles of governance and management. While the Governing Body has overall responsibility for the effective operation of the College and the implementation of strategy, it does not involve itself in the day-to-day operations of the College. It aims to maintain a strategic overview:
 - a) determining the mission, vision and values of the College;
 - b) setting strategic goals and objectives and the key performance indicators (KPIs) by which progress towards those goals and objectives is measured;
 - c) providing a high-level strategic and policy framework to guide those responsible for delivery of the strategic goals and objectives;
 - d) monitoring their progress; and
 - e) seeking and obtaining assurance that appropriate systems and processes are in place to ensure full implementation of the strategic plan.
6. The Governing Body has approved and will keep under review the College's Strategic Plan, which includes statements of the College's mission, vision and values, its strategic goals and objectives and the KPIs that will be used to monitor progress. The Governing Body also reserves to itself the right to approve and keep under review the following supporting strategies:
 - a) Curriculum Strategy;
 - b) Digital Transformation and IT Strategy;
 - c) Estates Strategy;
 - d) External Engagement Strategy;
 - e) Finance Strategy;
 - f) Marketing and Communications Strategy; and
 - g) People Strategy.
7. The Articles require the Governing Body to approve and keep under review the following policies and procedures¹:
 - a) Recruitment, Probationary, Performance Management and Development, Reward, Disciplinary, Grievance and Capability Policies and Procedures for Senior Post-holders;
 - b) Pay and Conditions of Service Policy for staff other than Senior Post-holders;

¹ A policy is a formal statement of a principle or rule that all members of the College community must follow. Policies relate to issues important to the College mission and operation. A procedure informs governors, staff and students how the policy will be implemented.

- c) Disciplinary and Grievance Policies and Procedures for staff other than Senior Post-holders;
 - d) Risk Management Policy;
 - e) Financial Regulations and Treasury Management Policy;
 - f) Fees Policies (comprising Fees and Refunds Policy and Supply Chain Fees and Charges Policy);
 - g) Student Admission, Engagement, Complaints and Disciplinary Policies; and
 - h) The constitution of the student representative bodies.
8. The Governing Body also reserves to itself the right to approve and keep under review the following policies, procedures and plans (some of which require Governing Body approval because of statutory or regulatory requirements) :
- Annual Audit Plans;
 - Anti-fraud Policy;
 - Capability Policies and Procedures for staff other than Senior Post-holders;
 - Code of Practice on Freedom of Speech and Expression;
 - Complaints Policy and Procedure;
 - Data Protection Policy;
 - Environmental Sustainability Policy^[MMcN1],
 - Equality and Diversity Policy;
 - Freedom of Information Policy;
 - Governors' Travel and Subsistence Policy;
 - Health and Safety Policy;
 - Local Government Pension Scheme Discretions Policy;
 - Public Interest Disclosure ('Whistleblowing') Policy;
 - Redundancy Policy; and
 - Safeguarding and Prevent Policy.
9. Any policy that is a variation of an existing policy applying only to a limited number of students (for example, a Complaints Policy and Procedure applying only to Higher Education Students) does not require the specific approval of the Governing Body so long as it is based on the principles set out in the approved College-wide policy and any procedures do not impact on the student experience in such a way that different students receive a materially different quality of experience.
10. The Governing Body has delegated to the Principal the following responsibilities:
- a) to keep the Governing Body fully informed about progress towards its strategic goals and objectives;
 - b) to provide the Governing Body with assurance, supported by such evidence as the Governing Body may require, that systems and processes (including appropriate

policies, procedures and plans) are in place to ensure delivery of the College's strategic goals and objectives;

- c) to provide the Governing Body with assurance, supported by such evidence as the Governing Body may require, of compliance with the policies and procedures that it has approved;
 - d) to make the Governing Body aware of any internal or external developments that may affect the delivery of its strategic goals and objectives or compliance with its policies;
 - e) to draft and present to the Governing Body such proposals as the Principal may think appropriate for changes to the mission, vision or values of the College, to the Strategic Plan or any of its supporting strategies or KPIs or to the policies, procedures and plans that the Governing Body has approved;
 - f) to prepare annual estimates of income and expenditure for consideration and approval by the Governing Body, and to manage the College's budget and resources within the estimates approved by the Governing Body;
 - g) to authorise expenditure within limits set out in the Financial Regulations approved by the Governing Body;
 - h) to organise, direct and manage the College and lead its staff;
 - i) within the policy framework approved by the Governing Body, to determine the pay and conditions of service of staff other than Senior Post-holders and to manage the appointment, grading, appraisal, suspension and dismissal of those staff; and
 - j) to determine any other policies, rules and bye-laws that the Principal may think necessary for the government and conduct of the College.
11. The Principal shall not cause or allow any practice, activity, decision or organisational circumstance that is unlawful, imprudent, or in violation of generally accepted business and professional ethics or generally accepted accounting principles or that might bring the College into disrepute.
12. The Principal shall have due regard to issues of equality and diversity in respect of the treatment of students and staff. The Principal shall not cause or allow any practice, activity, decision or organisational circumstance that would cause or allow conditions that are unsafe, unfair or undignified.
13. As provided in Articles 15.5, 15.6 and 15.8, the Governing Body may establish committees and may delegate powers to those committees other than powers that have been delegated to the Principal or are non-delegable under Article 15.7 (as set out in paragraph 3 above). The primary purpose of committees is to provide detailed scrutiny of College systems and performance and of proposed strategic and policy initiatives and to advise the Governing Body. No executive powers are currently delegated to committees.
14. To enable the Governing Body to discharge its duties it should be supplied with timely, relevant and accurate information. To that end, an annual cycle of business and calendar of Governing Body and committee meetings will be drawn up by the Clerk, in liaison with the Chair, committee chairs, the Principal and other members of the Senior Leadership Team. The calendar will identify the key standing reports and business items that will enable the Governing Body to fulfil its strategic decision-making and monitoring roles and to meet its statutory responsibilities.

15. In the preparation of reports for the Governing Body or any of its committees, authors should be mindful of the Governing Body's strategic role and responsibilities. Reports should state clearly the outcome that is sought after the report has been considered. This should normally be either:
 - a strategic, policy or governance decision (in the case of a report to a committee, normally a recommendation to the Governing Body to take such a decision, with or without amendments proposed by the committee); or
 - an agreement as to the level of assurance that can be taken from the information provided.

16. It is recognised, however, that governors also play the role of 'critical friend', contributing their knowledge and experience to the consideration of matters on which management has yet to reach a conclusion. Some reports will therefore be of a consultative nature, seeking governors' views on how a particular issue might be addressed or an initiative developed. Report authors should be careful to distinguish matters on which governors are being consulted from those on which they are asked to come to a decision.