

# Standing Orders and Scheme of Delegation of the Governing Body

Signed on behalf of the Governing Body:

*Barbara H. Stephens*

**(Chair)**

## **1. Introduction**

- 1.1 These Standing Orders and Scheme of Delegation explain the ways in which the Governing Body will fulfil their responsibilities for the proper conduct and management of the Academy Trust under their powers at Article 94 of the Memorandum of Association, and clarifies the relationships and responsibilities.
- 1.2 In the event that any question arises as to the interpretation of these Standing Orders, the Memorandum of Association will take precedence.
- 1.3 Having first taken the advice of the Clerk, the ruling of the Chair as to the meaning and/or application of these Standing Orders and Scheme of Delegation shall not be challenged at any meeting of the Board or a committee, nor open to discussion.
- 1.4 The use of one gender will mean all genders and the use of the singular will include the plural and vice versa (unless specifically stated).

## **2 Members**

- 2.1 Members oversee the achievement of the objectives of the company as defined in the Memorandum of Association.
- 2.2 They have the power to direct change in the fulfilment of the company's objects. Members can amend articles to strengthen governance in accordance with Charity Commission approval requirements.
- 2.3 They appoint a majority (up to 8) of the Governing Body, known as Sponsor Governors.
- 2.4 They have the power to remove Governors, should they have cause to do so.
- 2.5 They give overall direction to the strategy of the University Technical College.
- 2.6 Members of the Company include the Lead Employer Sponsor, The University Sponsor, with other founding members being known as Co-sponsors.
- 2.7 <sup>1</sup>The Chairman of the Governing Body shall be a member of the Company (but can be added retrospectively to the Membership by signing the register of members).

## **3. Ethos and Mission Statement**

The approved Ethos and Mission statement of the ECUTC is:

*'Empowering our young people and Britain's Energy Coast through innovative, technology focused education and training to achieve high standards and excellence.'*

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<sup>1</sup> In the M of A

*Our mission is to provide distinctive, innovative and technically-focused education and training to raise the aspirations and attainment of young people in West Cumbria. Our aim is to meet the current and growing skills demand from regional employers working in the rapidly-expanding Energy sector.*

#### **4. Governors' Powers and Responsibilities**

- 3.1 Governors are directors or trustees of the Academy Trust with responsibility for the effective management of the Trust's affairs as defined in the Memorandum of Association.
- 3.2 They have a duty to act in the best interests' of the Trust at all times and should exercise reasonable skill and care in carrying out their duties.
- 3.3 Their key responsibilities include:
- Ensuring that the Trust complies with all legislation, including charity and company law.
  - Operating the College in accordance with the Funding Agreement that has been signed with the Secretary of State.
  - Ensuring the quality of educational provision.
  - Challenging and monitoring the performance of the ECUTC.
  - Managing the Academy Trust's finances and property
  - Managing the staff
  - Appointing the Governors who are not sponsor governors
  - Delivering the Company's objects.

#### **4. Composition of the Governing Body**

4.1 The number of people who shall sit on the Governing Body shall not be less than three but shall not exceed 15.

4.2 The composition of the Governing Body shall be:

Up to 8 Sponsor Governors (appointed by the Members)

The Principal (ex-officio)

3 2Parent Governors

4 1 Staff Governor

<sup>2</sup>3 Co-opted Governor

#### **5. Appointment of Governors**

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<sup>2</sup> A co-opted Governor is appointed by Governors who have not themselves been so appointed.

5.1 At all times, the Members and the Governing Body will ensure that membership has an appropriate range of skills and experience and that due attention is given to succession planning.

5.2 Parent governors must be elected by parents of registered pupils at the Academy, by secret ballot, and he or she must be a parent of a pupil at the ECUTC at the time of election and throughout their term of office.

## **6. Term of Office**

6.1 The term of office of any person serving on the Local Governing Body shall be 4 years, save that the first year will be treated as a probationary year at the end of which period the Governing Body may terminate the appointment in accordance with paragraph 7.2.

6.2 The time limit shall not apply to the Principal, and to persons who are co-opted to the Local Governing Body whose term of office will be 1 year. Subject to remaining eligible, any person may be re-appointed or re-elected (including being co-opted again) to the local Governing Body. All Governors may serve a maximum of two terms of office.

## **7. Resignation and Removal**

7.1 A person serving on the Governing Body shall cease to hold office if he resigns his office by notice (but only if at least three persons will remain in office when the notice of resignation is to take effect).

7.2 A person serving on the Local Governing Body shall cease to hold office if he/she is removed by the person or persons who appointed him/her. Whilst at the same time as acknowledging that no reasons need to be given for the removal of a governor, the values of the ECUTC should be respected.

7.3 The Members may also remove a member of the Governing Body (except a sponsor or parent member), but only after they have given due regard to any representations by the Governing Body.

7.4 The Principal right to membership shall cease when he/she resigns or ceases to be a member of staff.

## **8. Eligibility to Serve**

8.1 A member of the Governing Body must be 18 years old at the date of his/her election or appointment. No current pupil of the ECUTC shall be entitled to serve.

8.2 A member of the Governing Body must complete an enhanced DBS check which confirms their suitability to work with children.

- 8.3 A member of the Governing Body must not be disqualified from holding office under Articles 69-81 of the Memorandum of Association and will sign an annual declaration to that effect.
- 8.4 A member of the Governing Body becomes ineligible to serve and shall cease to hold office on the resolution of the Governing Body if he is absent without the permission of the Chair from all meetings of the Governing Body held within a period of six months.
- 8.5 A member of the Governing Body shall also cease to hold office on the resolution of the Governing Body if he or she is absent without the permission of the Chair from more than 50 per cent of all meetings in a one-year period.
- 8.6 If a person, during their term of office, becomes disqualified from serving on the Governing Body, they shall give notice to the Chairman of the Governing Body and they will be deemed to have terminated their membership with immediate effect.

## **9. Appointment of Clerk**

- 9.1 The Governing Body shall appoint a Clerk, who shall not be a Governor or the Principal.
- 9.2 The Clerk will keep appropriate records and will provide advice and guidance to the Governing Body on governance issues, as determined by the Governing Body.
- 9.3 Where the Clerk is unable to attend a meeting of the Governing Body, the Governing Body may appoint one of their number, or any other person, to act as Clerk for that meeting.

## **10. Election of Chairman and Vice-Chairman of Governors.**

- 10.1 The Governors shall, each school year, at their first meeting in that year, elect a Chairman and Vice-Chairman from among their number, but who is not a member of staff.
- 10.2 Those wishing to put forward their nomination, should give notice to the Clerk at least 15 clear days in advance of the first meeting.
- 10.3 In the event of more than one candidate, the Clerk will organise a secret ballot to be held at the meeting.
- 10.4 The Clerk shall act as Chairman during that part of any meeting at which the Chairman is elected.

## **11. Governors' Interests**

- 11.1 As a condition of membership of the Governing Body, Governors shall be required to declare annually any financial business or personal interests, which, when publicly

known, would or could be perceived as likely to affect their judgement in accordance with the Conflict of Interest Policy.

- 11.2 The Trust must publish relevant business and pecuniary interests of Governors on the college website.

## **12. Role of Individual Governors**

- 12.1 The role that an individual governor is expected to fulfil is set out at Part B, Appendix 6.

## **13. Meetings of the Governing Body**

- 13.1 There shall be at least three general meetings of the Governing Body in any academic year, with additional meetings as the Governing Body may determine.

- 13.2 Notice of a meeting, together with the Agenda, will be given at least fourteen clear working days in advance of the meeting, unless the Chairman (or his substitute) directs that urgent business requires shorter notice.

- 13.3 Any three Governors may request a meeting in writing to the Clerk, who will convene the meeting as soon as possible.

- 13.4 A quorum will be one third of the membership of the Governing Body or 5 whichever is the greater, except in the following circumstances when the quorum will be two-thirds (9):

- The appointment of a parent governor
- The removal of a governor
- The removal of the Chairman or Vice Chairman.

- 13.5 Decisions will be taken by majority vote with each Governor entitled to one vote. Where there is an equal division of votes, the Chairman of the meeting will have the casting vote.

- 13.6 Only items of business on the agenda will be discussed at a meeting, unless the Chairman accepts additional items. These must be notified in advance of the meeting.

- 13.7 The Principal may invite a member of staff to attend in support of a particular item of business, following discussion with the Chair.

- 13.8 The Chair may at any time adjourn a meeting of the Board. The decision of the Chair in this matter shall be final and shall not be open to discussion. A meeting to resolve the remaining items of business must be called within seven days, the date of which will be agreed on adjournment.

13.10 Any person has the right to make written notes of proceedings of any meeting at which they are present. They do not have the right to make any recordings, either audio or visual, or by any other means, without the prior permission of the Chair.

#### **14. Publication of Minutes and Papers**

14.1 Minutes and papers of a meeting will be made available for inspection as soon as possible after the meeting, except for those items deemed to be confidential by the Governing Body.

14.2 Grounds for confidentiality have been agreed by the Governing Body as follows:

1. Consideration of the financial position of the Energy Coast UTC or any other matter, where disclosure might harm the College or its competitive position, as determined by the Governing Body.
2. Consideration of financial or other information relating to procurement decisions.
3. Items containing personal information relating to an individual.
4. Information provided in confidence by a third party who has not authorised its disclosure.
5. Where appropriate, professional advice received from professional advisers or instructions given to them.
6. Discussion of any legal proceedings in which the University Technical College is involved.
7. Information planned for publication in advance of that publication.
8. Any other matters, the publication of which would, in the Board's view, be detrimental to the College's interests.

#### **15. Committees**

15.1 The Governing Body may form committees to assist in the discharge of their business, who shall report to the Governing Body.

15.2 Committee membership will not exceed 5.

15.3 A minimum quorum will be 3.

15.4 The Principal will have the right of membership to any Committee with the exception of a Remuneration Committee (if so constituted).

15.5 The Chair will be elected from among the Committee's membership.

15.6 Committees will meet at least termly and more frequently at the discretion of the Chair.

## **16. Signing of Documents**

16.1 The Chair, the Principal and the Company Secretary will have the authority to sign any documents which give effect to a resolution of the Governing Body.

16.2 Authority to sign will, however, be subject to the conditions imposed by the Financial Scheme of Delegation at Part A.

## **17 Suspension of Standing Orders**

17.1 Any standing order may be suspended at any meeting provided that a majority of governors present and voting so decide and provided that in doing so there is no conflict with any statutory requirement.

## **18 Review**

18.1 The Clerk to the Governing Body will review these Standing Orders, and any other relevant policies and procedures relating to College governance at least annually, and will recommend to the Board any necessary revisions.



## Scheme of Delegation PART A FINANCIAL SCHEME OF DELEGATION

### Contents

- 1) Financial Powers and Duties Reserved for the Full Governing Body
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- 5) Financial Powers and Duties Delegated to Other Staff
- 6) Summary of Financial Authorisation Levels.

## **1. Powers and Duties Reserved for the Full Governing Body**

The Governing Body shall be responsible for:

### **General**

- 1.1 Approval of a written scheme of delegation of its financial powers and duties to its Finance, Resources and Premises Committee, the Principal and other staff. The scheme must satisfy the Governing Body's ultimate responsibility for ensuring that there are adequate operational controls in place for all the financial processes within the College.
- 1.2 Complying with any Financial Notice to Improve (FNtI) issued by the EFSA.
- 1.3 Approval of the Risk Management Policy and consideration of risks.
- 1.4 The Scheme of Delegation should be operated in conjunction with the Financial Policies and Finance Handbook of the College.
- 1.5 Publishing the Accounting Officer's value for money statement on their websites by the end of January following the financial year to which the statement relates

### **Budgets/Budgetary Control**

- 1.5 Formally approve the annual College budget at least two months prior to the start of each financial year. The EFSA must be notified within 14 days if it is formally proposed to set a deficit revenue budget for the current financial year, which it is unable to address after reserves are taken into account.
- 1.6 Approving the annual development plan on the recommendation of Finance, Resources and Premises Committee and the Principal.
- 1.7 Considering budgetary control reports from the Finance, Resources and Premises Committee at every meeting, which will include relevant explanations and documentation of any significant issues.
- 1.8 Authorisation of all virements in excess of £30,000 between budget lines. Details of all virements approved and authorised by the Finance, Resources and Premises Committee, are to be formally notified to the Governing Body.
- 1.9 Approval of a Treasury Management Policy which properly manages investment risk and regularly review this.

### **Purchasing**

- 1.10 Maintenance of a Register of all Business Interests for all Governors, senior staff and those College staff with financial responsibilities or other interests in accordance with the Conflict of Interest Policy.
- 1.11 Authorisation of the advertising of tenders above £100,000, and authorising the award of such tenders.

1.12 Tenders other than the most financially favourable, or late tenders, can only be accepted by the Governing Body who shall minute the reasons for their decision.

### **Income**

1.13 Authorisation of the write off of debts not collectable (The Secretary of State's approval is also required if debts to be written off are above the value set out in the annual funding letter).

### **Personnel**

1.14 The appointment of the Principal, and the Clerk. The appointment of Assistant Principals and Business Director (Chief Financial Officer) in conjunction with the Principal.

1.15 Ensuring the use of confidentiality clauses associated with severance payments do not prevent an individual's right to make disclosures in the public interest (whistleblowing) under the Public Interest Disclosure Act 1998.

### **Security of Assets**

1.16 Authorisation of the disposal of individual items of equipment and materials that have become surplus to requirements, unusable or obsolete with an original purchase value in excess of £5,000.

### **Accounts and Audit**

1.17 Appointment of internal and external auditors.

1.18 Receiving the reports of the internal auditor on the use of resources, systems of internal financial control and the discharge of financial responsibilities as set out in the financial regulations.

1.19 Receiving the reports of the external auditors and approving the audited financial statements prior to the submission to the Secretary of State by 31 December.

1.20 Informing the EFSA if it suspects any irregularity or instances of fraud exceeding £5,000 individually, or £5,000 cumulatively in any financial year. Any unusual or systematic fraud, regardless of value, must be reported in accordance with the Academies Financial Handbook.

## **2. Powers and Duties Delegated to the Finance, Resources and Premises Committee**

The Finance, Resources and Premises Committee shall be responsible for:

### **General**

2.1 Exercising the powers and duties of the Governing Body in respect of the financial administration of the ECUTC, except for those items specifically reserved for the Governing Body and those delegated to the Principal and other staff.

2.2 Reporting on decisions taken under delegated powers to the next meeting of the Governing Body.

### **Budgets and Budgetary Control**

2.3 Reviewing the annual ECUTC budget prior to the start of each financial year and recommending its acceptance, or otherwise, to the Governing Body.

2.4 Considering budgetary control reports on the ECUTC's financial position at every meeting, taking appropriate action to contain expenditure within the budget and report to the Governing Body.

2.5 Reviewing the virement of sums between the budget lines, subject to a limit of £30,000, as approved and authorised by the Principal, which are to be formally notified to the Finance, Resources and Premises Committee and minuted accordingly.

2.6 Reporting to the Governing Body all significant matters and any actual or potential overspending.

2.7 To approve the appointment of suitably qualified persons for the management of surplus funds in line with the Memorandum of Association and the Treasury Management Policy.

### **Purchasing**

2.8 Authorising the award of orders and contracts over £10,000 and up to £100,000. In respect of urgent action, this delegation is awarded to the Chair of the Finance, Resources and Premises Committee in consultation with committee members and reported to the Committee at its next meeting.

### **Insurances**

2.9 Ensuring that arrangements for insurance cover are in place and adequate, or has opted into DfE's Risk Protection Arrangements.

### **Security of Assets**

2.10a Approval of the Colleges Asset Management Plan

2.10b Ensuring that there are annual independent checks of assets and the asset register.

2.11 Authorising the disposal of individual items of equipment and materials that have become surplus to requirements, unusable, or obsolete, with an original purchase value of up to £5,000 and reporting such authorisations to the Governing Body.

### **Personnel**

2.12 Authorising permanent changes to the Academy's establishment.

### **Accounts and Audit**

2.13 Reviewing the draft annual accounts to ensure they are produced according to the Companies Act 1985 and DFE guidance issued for academies, and highlighting any significant issues to the Governing Body, prior to submission to the Secretary of State by 31 December.

2.14 Reviewing the reports of the Internal Auditor on the effectiveness of the financial procedures and control and to draw attention to any significant issues in their reporting to the Governing Body.

### **3. Financial Powers and Duties Delegated to the Principal**

The Principal has delegated powers and functions in respect of internal organisation, management and control of the Academy, the implementation of all policies approved by the Governing Body and for the direction of teaching and the curriculum.

The Principal is also the named Accounting Officer in accordance with the Academies Financial Handbook and is answerable to both the Accounting Officer of the Education Funding Agency and Parliament for the proper use of resources.

The Principal shall be responsible for:

#### **Budgetary Control**

3.1 Reviewing income and expenditure reports and highlighting actual and potential overspending to the Finance, Resources and Premises Committee.

3.2 Approving variations between budget lines of £10,001 and up to £30,000 and reporting such approval to the Finance, Resources and Premises committee.

#### **Financial Management**

3.3 Ensuring the arrangements for the collection of income, ordering of goods and services, payments and security of assets are in accordance with the Financial Scheme of delegation.

3.4 Share the EFSA annual 'Dear Accounting Officer' letter, setting out key responsibilities and highlighting any changes, with Governors, the Business Director and other members of the Senior Leadership Team.

#### **Purchasing**

3.5 Authorising orders and contracts over £5,001 and up to £10,000 in conjunction with the Business Director.

3.6 Ensuring that all contracts and agreements conform to the financial handbook.

#### **Payroll and Personnel**

3.7 Approving new staff appointments within the authorised establishment.

3.8 Certifying the payment of salaries each month in conjunction with the Business Director.

#### **Security of Assets**

3.9 Ensuring that proper security is maintained at all times for all buildings, furniture, equipment, vehicles, stocks, stores, cash, information and records under his/her control.

#### **Accounts and Audit**

3.10 The operation and financial processes within the ECUTC, ensuring that adequate operational controls are in place and that the principles of internal control are maintained.

3.11 Ensuring that full, accurate and up to date records are maintained in order to provide financial and statistical information.

3.12 Ensuring that all records and documents are available for audit by the appointed internal and external auditors.

#### **Value for Money Statement**

3.13 Ensuring that a signed statement of value for money is submitted annually to the EFSA by 31 December each year, and is published on the trust's website by the end of the following January.

### **4. Financial Powers and Duties Delegated to the Business Director**

The Business Director is the Chief Financial Officer (CFO) and shall be responsible for:

#### **Budgets/Budgetary Control**

4.1 Preparing an annual draft budget plan for consideration by the Finance, Resources and Premises Committee and the Governing Body before the start of the relevant financial year.

4.2 Monthly monitoring of expenditure and income against the approved budget and submitting reports on the ECUTC's financial position to every meeting of the Finance, Resources and Premises Committee.

4.3 Approving the virements between budget headings up to a value of £10,000 and reporting such to the Finance, Resources and Premises Committee.

#### **Purchasing**

4.4 Authorising orders and contracts over £2,000 and up to £5,000 in conjunction with Budget Holders or Finance Officer.

4.5 Maintaining a register of formal contracts entered into, amounts paid and certificates of completion.

4.6 Retention of quotes obtained for goods, works and services.

4.7 Ensuring that all correct invoices are duly certified by authorised staff before payments are made and that invoices, vouchers and other records are retained and stored in a secure way and are readily available for inspection by authorised persons.

4.8 Ensuring the appropriate division of duties between staff responsible for processing orders, receiving deliveries and processing payments.

#### **Payroll and Personnel**

4.9 Notifying the payroll provider of any matters affecting payments to employees.

4.10 Ensuring that the monthly payroll is checked, and certifying it for payment.

#### **Income**

4.11a Ensuring that all income is accurately accounted for and is promptly collected and banked intact by the Finance Officer.

4.11b Ensuring that invoices are raised in line with those agreed authorisation levels summarised under “6. Summary of Financial Authorisation Levels”.

#### **Banking arrangements**

4.12 Maintaining proper records of account and reviewing monthly bank reconciliations.

#### **Insurances**

4.13 Securing and submitting appropriate insurances for the Finance, Resources and Premises Committee for approval, opting into the DfE’s Risk Protection Arrangements if considered appropriate

4.15 Notifying the Finance, Resources and Estates Finance Committee on any eventuality that could affect the ECUTC’s insurance arrangements.

#### **Security of Assets**

4.16 Ensuring an Asset Management Plan is in place which includes a permanent and continuous register of all items of furniture, equipment and vehicles and plant.

#### **Accounts and Audit**

4.17 The establishment and maintenance of effective systems of internal control.

4.18 Ensuring that the annual accounts are properly presented in accordance with the annual Accounts Direction and adequately supported by the underlying documents and records of the ECUTC.

4.19 Ensuring the annual accounts are published on the College website by the January following year-end

4.20 The preparation of monthly Management Accounts

4.21 Ensuring that forms and returns to the DFE are completed in accordance with DFE guidance and timetables.

### **Information and Communication Systems**

4.22 Maintaining the standards of control for such systems in operation with the ECUTC to include the use of properly licensed software, and for the security and privacy of data in accordance with the Data Protection Act and for the proper disclosure of information under the Freedom of Information Act.

### **Value for Money Statement**

4.23 Preparing the annual Value for Money Statement for submission to the EFSA by 31 December and publication on the College website by the end of the following January.

## **5. Financial Powers and Duties Delegated to Other Staff**

Members of staff with delegated responsibilities should be aware that these must be exercised in accordance with the UTCs financial handbook.

The following responsibilities are delegated to other staff in addition to the Principal and Business Director.

### **Budgets and Budgetary Control**

5.1 Heads of Department/Budget Holders are responsible for checking and certifying monthly statements of expenditure against their delegated budget and for reporting any errors or irregularities to the Finance Officer or Business Director. Any actual or potential overspending shall also be reported to the Business Director.

### **Purchasing**

5.2 Budget Holders or the Finance Officer can authorise orders up to £1,999 provided it is within the scope and remaining balance of their delegated budget.

5.3 The following members of staff, in addition to the Principal and the Business Director, are authorised to open tenders in the presence of another authorised person:

- Vice Principal
- Assistant Principal

5.4 The following members of staff are authorised to receive and check goods

- Budget Holders
- Finance Officer
- Administrators nominated by the Budget Holder

### **Payroll**

5.5 Budget Holders must complete a monthly staffing return in accordance with the financial handbook.





## 6. Summary of Financial Authorisation Levels

Delegated Duty	Value	Delegated Authority	Method
Ordering goods and services and raising requisitions	Up to £1,000	Budget Holder	Selection from preferred supplier list unless otherwise agreed by BD
	£1,001-£5,000	Budget Holder and Business Director (BD)	
	£5,001-£10,000	As above plus Principal or Governor Designated Signatory	Minimum of 3 quotes
	£10,001-£50,000	As above plus the Finance Committee or the Chair of the Committee or the Chair of Governors	Minimum of 3 quotes
	£50,001-£100,000	As above	Formal Tendering Process
	Over £100,000	Governing Body	Formal Tendering Process (including OJEU if over threshold)
Authority to accept other than lowest quotation or tender or approval not to go out to formal tender or approval of a unique supply where a minimum of 3 quotes is not possible.		Governing Body	
Signatories for cheques, BACS payment authorisations and other bank transfers	Up to £30,000	Two signatories from: <ul style="list-style-type: none"> <li>• BD</li> <li>• Principal</li> <li>• Vice Principal</li> <li>• Governor Designated Signatory</li> <li>• Chair of Governors</li> <li>• Chair of the Finance Committee</li> </ul>	
	Over £30,000	<ul style="list-style-type: none"> <li>• Three signatories from the above</li> </ul>	
	Any	Two signatories (or as required by EFSA) from: <ul style="list-style-type: none"> <li>• BD</li> <li>• Principal</li> <li>• Governor Designated Signatory</li> </ul> The Chair of Governors (or nominated substitute)	

Signatories for EFSA grant claims and EFSA returns	Up to £10,000	<ul style="list-style-type: none"> <li>BD, with reporting to the Finance Committee</li> </ul>	
Virement of budget provision between budget heads	£10,001-£30,000	As above plus Principal	
	Over £30,000	Governing Body	
	Up to £5,000	Finance Committee	
Disposal of Assets	£5,001-£20,000	As above plus Governing Body	
	Over £20,000	As above, plus EFSA approval required for disposal of assets funded with more than £20,000 of EFSA grant	
	Up to 1% of annual income	Governing Body	
Write off of bad debts	Smaller of £45,000 or over 1% of annual income	As above plus EFSA approval	
	Any	EFSA approval	
Purchase or sale of any freehold property	Any	EFSA approval	
Granting or take up of any freehold property	Up to £5,000	FSO	
Raising invoices to collect income	Up to £5,000	Finance Department	
	£5,001 to £30,000	As above plus BD or Principal	
	£30,001-£100,000	As above plus Chair of Finance Committee	
	Over £100,000	Governing Body	
Ex-gratia payments	Any	EFSA approval	

Scheme of Delegation PART B  
Other Reservations/Delegations and Terms of Reference for Committees

Terms of Reference

1. The Governing Body shall have overall responsibility for the delivery of the educational character and mission of the ECUTC
2. The LGB has responsibility for the appointment of the Principal and the Clerk, and any staffing related issues pertaining to the Principal and the Clerk.
3. The LGB is responsible for the determination of the number of members of the Board and any variation thereof.
4. The LGB is responsible for the appointment of the Chair and Vice Chair
5. The LGB is responsible for the removal from office of the Chair or Vice Chair, in accordance with the processes laid down in the Articles of Association
6. The LGB is responsible for the removal from office of any Governor, in accordance with the processes laid down in the Articles of Association.
7. The LGB is responsible for the establishment of Committees and the determination of delegations to Committees.
8. The LGB is responsible for the determination of a written scheme of delegation of financial powers
9. The LGB is responsible for the governance and conduct of the ECUTC, including the approval of policies.
10. The LGB is responsible for ensuring that all legal and regulatory returns and submissions are made in full and on time, including submissions to the Department for Education, Companies House and any other required returns.

Constitution

1. There will be up to 8 Governors appointed by the Members of the ECUTC.
2. There will be a maximum of 15 Governors, provided that Governors appointed by the Members are in the majority
3. The Principal will be an ex-officio member of the Governing Body
4. There will be two Parent Governors.
5. There will be a Staff Governor
6. The term of office of all governors, with the exception of the Principal, will be four years. All Governors may serve a maximum of two terms of office.
7. The Governors may request the attendance of members of staff to inform their discussions; these members of staff shall not be Governors.
8. The LGB will meet four times per academic year; at the beginning of the autumn term for the appointment of Chair, Vice Chair, Committee Chairs and such other business as is required, and once at the end of each term.
9. The quorum will be a majority of the Governors appointed at that time.

## Appendix 2 Terms of Reference and delegations to the Finance, Resources and Premises Committee

### Advisory

1. To consider and advise the Governing Body on:
  - 1) Financial matters, including investment and borrowing
  - 2) Risk management
  - 3) Land, Building and estates
  - 4) Human Resources
2. To recommend the annual estimates of income and expenditure to the Governing Body for approval.
3. To consider at each meeting a monitoring report on income and expenditure and to make recommendations and observations to the Governing Body.
4. To monitor the deployment of non-financial resources, including personnel and property, to advise the Board on the effectiveness of the use of such resources.
5. To consider proposals for major capital expenditure and to make recommendations to the Board.
6. To monitor progress towards the timely achievement of capital build projects to cost and advising the Board.
7. To make recommendations for the Treasury Management Policy.

### Delegated matters:

1. To approve expenditure on capital schemes coming within the approved capital programme of the ECUTC.
2. To approve all plans and contracts for acquisition or disposal of land and buildings or construction of new buildings for the ECUTC provided that such decisions are within the overall capital programme approved by the Corporation.
3. To determine rules, procedures and policies relating to staff recruitment, training and development, induction, promotion and disciplinary matters and to make

recommendations on the pay and conditions of service of staff (other than for the Principal and the Clerk reserved to the Governing Body).

4. To determine policy, procedures, rates and conditions for travel, subsistence or other allowances payable to staff and members of the Board.
5. To monitor the safeguarding of the physical assets of the ECUTC including appropriate insurance cover.
6. To monitor compliance with statutory requirements relating to premises and buildings.
7. To establish procedures regarding any patents accruing to the ECUTC from inventions and discoveries made by staff in the course of their work.

## Constitution

- 1) Membership shall be 5: The Principal plus 4 members. At least one member shall be a person with senior financial experience; if necessary, this person shall not be a governor but may be co-opted on to the Committee.
- 2) The members of the Finance Committee shall also be the Audit Committee, with the exception of the Principal and any other employee of the UTC, who may attend but will not be members
- 3) A quorum will be three members.
- 4) The Committee will meet six times per year; at least once per term in person at the UTC. Up to three meetings may be held by telephone and/or video-conference.
- 5) The Chair of Governors shall not be a member but may attend
- 6) The Business Director shall not be a member but may be invited to attend by the Chair of the Committee or the Principal.

## Appendix 3 Terms of Reference of the Audit Committee

1. To consider, advise and provide assurance to the Governing Body on:
  - 5) risk management procedures;
  - 6) the effectiveness of the operation of financial and others controls;
  - 7) the accuracy and compliance of information submitted to DfE / ESFA that affects funding; and
  - 8) the appointment of the external auditors.
2. To review and approve the ECUTC's Risk Management Strategy / Plan and monitor the effectiveness of risk management procedures.
3. To review ECUTC's risk register at each meeting, considering:
  - a. the completeness of the register given the internal and external operating environment and the risks;
  - b. assessment of the current impact and likelihood of identified risks;
  - c. the appropriateness of mitigating controls;
  - d. assurance over the effectiveness of mitigating controls; and
  - e. progress towards implementing specific actions to reduce risk.
4. To agree a programme of internal audit work annually to deliver scrutiny that provides coverage across the year. This programme will be informed by the risk register.
5. To appoint auditors to perform the programme of internal audit work.
6. To consider the internal audit reports and the ECUTC's response. To review the progress towards implementing previous recommendations.
7. To consider outputs from other assurance activities by third parties including ESFA financial management and governance reviews, funding audits and investigations.
8. Have access to the external auditor as well as those carrying out internal scrutiny, and consider their quality.
9. Ensure that information submitted to DfE and ESFA that affects funding, including pupil number returns and funding claims (for both revenue and capital grants) completed by the ECUTC is accurate and in compliance with funding criteria.
10. To recommend to the Governing Body the appointment or reappointment of the external auditors.
11. To monitor the performance of the external auditors against key performance indicators.



12. To review the ECUTC's Annual Report and Financial Statements and recommend its approval to the Governing Body.
13. To review the External Auditor's Management Report and monitor progress towards implementing any recommendations.

## Constitution

- 7) Membership shall be four trustees, with membership shared with the Finance, Resources and Premises Committee with the exception of ECUTC staff, who may be in attendance at the Audit Committee but will not be members.
- 8) A quorum will be three trustees.

## Appendix 4

### Terms of Reference and delegations to the Employer Engagement Committee

1. The Committee will be concerned with any contacts between the UTC and employers, locally or nationally.
2. The Committee will receive reports of activities undertaken by employers in support of the UTC curriculum or enrichment of the student experience. This may include visits undertaken by students, and external training experiences.
3. The Committee will consider and seek to encourage links with employers not currently represented on the Governing Body, and may co-opt additional members to the Committee in support of these links.
4. The Committee will receive reports on Combined Cadet Force activities inside and outside the college.
5. The Committee will also consider other links which may support the progression of UTC students into tertiary study and employment.

### Constitution

1. The members will be three governors representing employers, the Principal and such other members as are co-opted by the Committee. The Chair of the Governing Body may attend the committee.
2. The Committee may co-opt up to four additional members, who shall not be governors, but who will represent other employer organisations.
3. The Committee will meet at least once per term.
4. The quorum will be three members.

## Appendix 5

### Terms of Reference and delegations to the Curriculum and Standards Committee

1. The Committee will be concerned with all aspects of the learning experience of students within the UTC and will make recommendations to the Governing Body on relevant matters.
2. The Committee will approve policies delegated to them by the Governing Body and will make recommendations on policies reserved to the Governing Body, as appropriate.

#### Advisory

1. To receive reports from the Principal on the educational performance of students within the school, both from internal assessment and external examination and the measures being taken to achieve continuing improvement, both for the student body as a whole and for subsets of the student body.
2. To oversee the school's self-assessment processes which inform strategic planning and lead to continuing improvement.
3. To monitor and consider the curriculum structure and subjects and qualifications being offered by the school, and to make recommendations to the Governing Body as appropriate.
4. To receive assessment reports on the quality of all the educational services provided by external providers to the UTC and to advise on any necessary action.
5. To receive a termly overview of Complaints and Compliments and to consider any trends in underperformance.
6. To monitor progress towards the achievement of the targets set by the Governing Body with respect to the recruitment, retention, achievement and destination of students and to report to the Governing Body.
7. To monitor the outcome of lesson observations and monitor action plans where performance is unsatisfactory.
8. To monitor student and parent surveys.

#### Constitution

10. The members will be four governors plus the Principal.. If possible, one member shall be a parent governor.
11. The Chair of the Governing Body may attend the committee but will not be a member.

12. The Committee may request the attendance of members of staff to inform their discussions; these members of staff shall not be members of the committee.
13. The Committee will meet at least once per term.
14. The quorum will be three members.

## Appendix 6 Delegations to the Principal

1. To inform the Governing Body and its Committees of all significant matters, achievements, activities and events related to the work of the ECUTC.
2. To accept grants and sign associated contracts with any Government agency or department.
3. To accept other grants on behalf of the ECUTC and sign contracts with the grant-making bodies, provided that any significant obligations under the contract have been approved by the Governing Body.
4. To sign other documents which give effect to a decision taken by the Governing Body.
5. Preparing the ECUTC's responses and communications to other organisations in line with policy.
6. To act as, or to ensure the appropriate substitution, of the Responsible Authorised Person under safeguarding legislation.
7. To take responsibility for the direction of teaching and learning and the Curriculum and to make recommendations on significant changes to the Governing Body or its committees.
8. To ensure that any practice, activity, decision or organisational circumstance that is unlawful, imprudent, or in violation of generally accepted business and profession ethics or generally accepted accounting principles is not allowed.
9. With respect to the treatment of students and staff of the organisation, to ensure that any practice, activity, decision or organisational circumstance that would cause or allow conditions that are unsafe, unfair or undignified is not allowed.

## Appendix 7 Roles and Responsibilities of the Chair and Vice Chair

1. With the support of the Clerk, to ensure :
  - (a) That appropriate issues are brought to the Board
  - (b) That the business at Board meetings is conducted efficiently and effectively
  - (c) That issues before the Board are debated fully and that all governors have the opportunity to contribute.
  - (d) That discussions and decisions are properly summarised and recorded
2. To exercise a second or casting vote where there is an equality of votes on any issue at a Board meeting.
3. To exercise any specific authority delegated by the Board together with a general delegated authority to act, after consultation with the Principal and the Clerk and wherever possible, the Vice Chair and any relevant committee Chair, on any issue arising which is both urgent and important, which would normally be dealt with by the Board, but which cannot wait for the next meeting. Such action to be reported to the Board for information at the next available meeting.
4. To develop an effective working relationship with the Principal and the Clerk based on a full understanding of the role of the Board in the governance of the College.
5. To provide leadership for the Board.
6. Where appropriate, to offer both general and specific support to the Principal where strategic, major or contentious issues are involved.
7. To appraise the Principal and to ensure appropriate opportunities for development and training for the Principal.
8. To instigate disciplinary action against the Principal or the Clerk should the need arise and constitute a panel to deal with the necessary stages of the action.
9. To call the necessary committee or panel to deal with staff disciplinary issues if the need arises.
10. To oversee and arrange appraisal of the work of the Clerk to the Governors.

11. To represent the College and the Board on appropriate occasions and in particular to handle relations with the media on behalf of the Board.
12. To ensure that arrangements exist for the induction and development of Board members.
13. To call a Special Meeting of the Board

**The time commitment of the Chair would be expected to average out at 10 hours a month.**

#### **Role and Responsibilities of the Vice Chair**

1. The Vice Chair will deputise for the Chair in his or her absence. For the any period deputising as the Chair, the above responsibilities will apply.
2. The Vice Chair will assist the Chair in appraising the Principal and the Clerk.
3. The Vice Chair will assist the Chair to consider urgent actions under paragraph 3.

**The time commitment for the Vice Chair is expected to average out at 7 hours a month.**

## Appendix 8 Roles and Responsibilities of a Governor

### Purpose of the Role

1. To contribute to strategy and monitor outcomes.
2. To look after the ECUTC's well-being and act in the best interests of the ECUTC at all times.
3. To ensure the ECUTC's financial well-being and that public money delivers quality and good value for money.
4. To both support and challenge the Principal and senior staff in the decision-making process.

### Duties

5.
  - a) Articulation of the vision, values and strategic direction and approval of the strategic plan;
  - b) Approving the quality strategy of the institution;
  - c) Oversight and monitoring of college activities;
  - d) Effective and efficient use of resources;
  - e) Financial probity;
  - f) Safeguarding assets;
  - g) Approving annual estimates of income and expenditure and three-year financial plan;
  - h) Appointment, grading, suspension, dismissal, appraisal and determination of the conditions of the Principal and the Clerk;
  - i) Setting the framework for the pay and conditions of service of all other staff;
  - j) Agreeing retention and achievement targets, monitoring achievements and standards;
  - k) Ensuring the correct policies and procedures necessary to fulfil legal obligations.

### Accountabilities

6. To the ECUTC's learners the quality of experience and outcome.
7. The Government and its agencies for the use of public funds;
8. The local community, to meet local need.
9. The ECUTC staff (as an employer)

## Governor Person Specification

### **Core elements:**

10. Governors should be able to demonstrate:
- a) An active interest in education and a commitment to raising standards and opportunities in line with local need.
  - b) Commitment to promoting equality and diversity;
  - c) Willingness to promote the ECUTC within the community it serves;
  - d) Ability to work positively with others and to contribute as a member of the Governing Body;
  - e) Agree policies and strategies and ensure these can be monitored and improved if necessary;
  - f) Ability to make reasoned decisions and to act honestly and diligently.
  - g) Commitment to attend Governing Body meetings and committees (as required) and Governors' training sessions.

### **Generic Skills**

11. The skills which would be welcomed:
- a) Strategic Awareness;
  - b) Financial Awareness;
  - c) Critical listening and appraisal skills;
  - d) Ability to ask probing questions in an appropriate manner;
  - e) Integrity to act without self-interest;
  - f) Ability to work within a framework of collective decision-making;
  - g) Awareness of the standard in public life  
(Objectivity; integrity; honesty; selflessness; leadership; openness; accountability);
  - h) Communication skills and the ability to influence.

### **Eligibility**

12. There are eligibility criteria which prospective and existing governors must meet and which can be found in the declaration form at appendix 7

**The time commitment of being a governor should average out between 3.5-5 hours per month. This is dependent on committee memberships and other roles open to a Governor.**



## Appendix 9 ECUTC Governor Declarations Eligibility to Serve

1. I confirm that
  - 1) my estate has not been sequestrated and if so, the sequestration has been discharged or annulled;
  - 2) I am not the subject of a bankruptcy restrictions order or an interim order.
2. I have not been subject to a disqualification order or a disqualification undertaking under the Company Directors' Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under country court administration order).
3. I have not been convicted of any offence of dishonesty or deception.
4. I have not been removed from the office of charity trustee on the grounds of misconduct or mismanagement.
5. I have not been convicted of any offence which would prohibit my working with children under the Safeguarding Vulnerable Groups Act 2006 or Section 142 of the Education Act 2002.
6. I have not at any time been convicted of a criminal offence, excluding any offence for which the maximum sentence was a fine.
7. I will complete an enhanced disclosure under Section 113B of the Police Act 1997.
8. I will inform the Chairman immediately of any change of circumstance which could threaten my eligibility to serve.

### Data Protection

I am content for my contact details to be shared for the efficient conduct of business of the Governing Body and the ECUTC.

### Conduct

I will act in the best interests of the ECUTC at all times and, according to the principles of good governance, with honesty; integrity; leadership; openness; objectivity; accountability and selflessness.

Name:

Signature:

Date:

## Appendix 10



### Declaration of Business Interests and Gifts and Hospitality Register

Name of Governor or Member of Staff:

Name of Business	Nature of Business	Nature of Interest	Day of Appointment or Acquisition	Date of Cessation of Interest	Date of Entry

### Receipt of Gifts and Hospitality

Name of Business providing Gift or Hospitality	Nature of Business	Relationship of Business to School	Nature of Gift or Hospitality	Date of receipt of Gift or Hospitality	Value of Gift or Hospitality

I certify that I have declared a) all beneficial interests which I or any person closely connected with me (spouse, parent, personal or business partner) have with businesses or other organisations which may have dealings with the school and b) all gifts and hospitality received by me from prospective suppliers or other interested parties.

Signed	Date:
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### Explanatory Notes:

Members of staff and school governors are forbidden from being involved in decision-making relating to the purchases by the school of goods and services from

themselves, their relatives or organisations in which they or those close to them have significant interest. The school is required to maintain a register of such interests.

This form provides a standard way for governors and staff to declare such interests. It will be kept in the School Office and is open for inspection by authorised persons (e.g. OFSTED inspectors, Internal Audit, Education Officers etc.).

A significant interest is defined as one in which the individual stands to gain substantial direct or indirect reward from a transaction made with the school. Owning a firm that makes supplies to the school would qualify, whereas owning a few shares in British Telecom would not. Most interests fall between these extremes.

In deciding whether an interest should be registered, ask yourself:

- a. Is the interest significant?
- b. Does the interested party stand to gain direct or indirect reward from a transaction with the school?

**Notes on Completion of Register of Interests:**

Senior staff, for the purposes of declaration of interests, are defined as:

- i. Principal
- ii. Senior Business Manager
- iii. Any other member of staff so designated by the Principal

Interests to be declared are any financial, business or personal interests which, when publicly known, **would or could be perceived as likely to affect your judgement in relation to any aspect of the College's business.**

For guidance you should consult the Conflict of Interest Policy and consider declaring the following interests:

## Financial Interests

- i. Remunerated employment, office, profession or other activity
- ii. Directorship of a company
- iii. Shareholdings (greater than 5%) in a company (senior staff must declare all shareholdings)
- iv. Partnership in a business or professional partnership
- v. Consultancies (whether or not remunerated)
- vi. Trusteeship of a trust where you or your spouse/partner or a member of your family may be a beneficiary
- vii. Gifts or hospitality offered by outside bodies and arising from your position as a governor or as a senior staff member
- viii. All known financial interests with the College, such as provision of goods and services or remuneration for lectures or academic consultancies

## Personal Interests

- i. Membership of another public body, including:
  - Local Authorities
  - Health Authorities
  - NHS Trusts
  - Other Governing Bodies
  - Other education and training institutions.
- ii. Unremunerated posts, honorary positions and other positions that might give rise to a conflict of interest or of trust
- iii. Membership of closed organisations
- iv. “Other close relatives” includes father, mother, brother, sister, child, stepchild or grandchild.

**If in doubt declare it!**