

TRINITY LABAN: ACCOUNTABILITY FRAMEWORK

STATEMENT OF PRIMARY RESPONSIBILITIES AND SCHEDULE OF DELEGATION OF POWERS

A INTRODUCTION

1. The Institution is governed by the Memorandum and Articles of Association which sets the context for the operation of the institutional accountability framework. The Accountability Framework maps:
 - matters reserved for decision by the Board of Governors – the Statement of Primary Responsibilities;
 - the powers of the committees;
 - the powers of the Principal

2. The Board of Governors and its committees and the institutional management are required to operate within a framework of law, regulation and good practice, including:
 - the Company and Charity regulations;
 - the Memorandum and Articles of Association;
 - the Office for Students (OfS) terms and conditions of funding for higher education institutions;
 - the terms and terms and conditions of Research England grant;
 - the OfS Audit Code of Practice;
 - the Conservatoire's Financial Regulations;
 - The Conservatoire's Academic Regulations.

3. The Board of Governors retains the authority to determine directly any matter delegated under this schedule.

4. Those with delegated authority are required to ensure that they act with regard to budgetary limits set by the Board and that they refer onwards major issues which may require attention at a more senior level.

5. The Schedule of Delegation identifies only responsibility for the final stage of decision-making.

6. The Chair of the Board or the Principal may refer a matter to the Board or a committee rather than exercise the delegated powers set out in the schedule

7. Each committee of the Board will have delegated authority to establish sub-committees and working groups in order to support its work.

B STATEMENT OF PRIMARY RESPONSIBILITIES OF THE BOARD OF GOVERNORS

Acting in compliance with the Memorandum and Articles of the Institution and in alignment with good practice, the Governors will directly:

1. determine the educational character and mission of Trinity Laban through approval of long-term academic and business plans and key performance indicators, and ensure these meet the interests of the stakeholders;
2. delegate authority to the Principal, as chief executive, working with the Executive Team of the institution, and establish and keep under regular review the policies, procedures and limits within such management functions as shall be undertaken by and under the authority of the head of the institution;
3. ensure the establishment and monitoring of systems of control and accountability, including financial and operation controls and risk assessment, and procedures for handling internal grievances and for managing conflicts of interest in order to ensure the effective and efficient use of resources, the solvency of Trinity Laban and for safeguarding its assets;
4. approve annual estimates of income and expenditure and ensure processes are in place to monitor and evaluate the performance and effectiveness of the institution against the plans and approved key performance indicators, which should be, where possible and appropriate, benchmarked against other comparable institutions;
5. establish processes to monitor and evaluate the performance and effectiveness of the governing body itself;
6. conduct its business in accordance with best practice in higher education corporate governance and with the principles of public life drawn up by the Committee on Standards in Public Life (Annex A);
7. safeguard the good name and values of the institution;
8. conduct the appointment, grading, suspension, appraisal, assignment, dismissal and determination of the pay and conditions of service of the Principal as chief executive, and other senior post holders as identified by the Board, and put in place suitable arrangements for monitoring their performance:

9. appoint a secretary to the governing body and ensure that, if the person appointed has managerial responsibilities in the institution, there is an appropriate separation in the lines of accountability;
10. set a framework for the pay and conditions of service of all other staff and be responsible for establishing a human resources strategy;
11. be the institution's legal authority and, as such, to ensure that systems are in place for meeting all the institution's legal obligations, including those arising from contracts and other legal commitments made in the institution's name;
12. make such provision as it thinks fit for the general welfare of students, in consultation with the Academic Board;
13. act as trustee for any property, legacy, endowment, bequest or gift in support of the work and welfare of the institution;
14. ensure that the institution's constitution is followed at all times and that appropriate advice is available to enable this to happen.

C ROLE OF ACADEMIC BOARD

Academic Board has the leading responsibility the maintenance of Academic Standards and the maintenance and enhancement of academic quality, subject to the overall responsibilities of the Board of Governors. The Academic Board is responsible for assuring the Board of Governors of the academic health of the Institution.

D CHAIR OF THE BOARD OF GOVERNORS

The Chair is responsible for leading the Board of Governors, chairing meetings and ensuring that the Board carries out its duties in line with the principles of public life and its legal and regulatory responsibilities. The Chair may deal with urgent and non-contentious matters arising on behalf of the Board by Chair's Action. The action will be presented for endorsement at the next meeting. Chair's Action will be kept to a minimum. The Board may, from time to time, delegate authority to the Chair to act on its behalf, receiving reports on such action and taking care to ensure that the Board continues directly to exercise its duties under the Statement of Primary Responsibilities. The Vice-Chair(s) have authority to exercise the functions of the Chair in his or her absence.

E THE PRINCIPAL

1. The Principal is responsible to the Board of Governors, as chief executive and senior academic officer of the Institution, acting within the Accountability Framework, for the

leadership and operational direction of the Institution. The Principal proposes the institutional strategy for the approval of the board and leads the implementation of the approved Strategic Plan. The Principal is the Accountable Officer to the OfS and is responsible to the Board for the management of the staff and the other resources of the Institution.

2. The Principal may delegate aspects of the management of the Institution to members of the Executive but he retains responsibility for their actions.
3. The members of the Executive are responsible to the Principal for the leadership and management of their faculties/directorates in accordance with their job descriptions and the Accountability Framework of the Institution. They may delegate responsibilities to members of their management teams but retain ultimate responsibility for their work
4. Summary of delegated powers of the Principal

The Principal is authorized to:

- 4.1 To appoint all staff other than the members of the Executive (whose appointments are subject to the approval of the Board), and the Secretary & Clerk to the Governors and Company Secretary, who is directly appointed by the Board.
- 4.3 To approve and revise job descriptions for all staff within HR policies and procedures, including members of the Executive (apart from the job description for the Secretary & Clerk to the Governors and Company Secretary, which shall be approved by the Board).
- 4.4 To review the performance of staff, including members of the Executive, including disciplinary and dismissal procedures for reasons other than redundancy, acting in accordance with HR policies and procedures.
- 4.5 To authorize expenditure within the approved institutional budgets and to approve unbudgeted expenditure within the limits prescribed by the Financial Regulations.
- 4.6 To direct the academic, artistic, research and operational business of the Institution, within the Institutional Strategic Plan.
- 4.7 To determine student number plans, reporting to the Finance & General Purposes Committee.
- 4.8 To determine the structure of management groups of the Institution.
- 4.9 To act as a chief spokesperson and representative of the Institution, consulting the Chair and other governors about any matters of particular significance.

F DELEGATED AUTHORITY OF COMMITTEES

The responsibilities of the committees are detailed in the terms of reference as approved by the Board of Governors. The following section lists instances where particular committees have standing, delegated authority to act on behalf of the Board of Governors. The committees are responsible for keeping the Board informed of the exercise of delegated authority.

1. FINANCE AND GENERAL PURPOSES COMMITTEE

The Committee is responsible to the Board for overseeing finance and resources, including the institutional investments, estates and IT, business and commercial development and marketing, fund-raising and Corporate Affairs.

1.1 The Committee has delegated authority to:

approve the post holders authorised as signatories for banking facilities

approve the opening or closing of institutional bank accounts and any loan facilities.

approve the level of insurance provision at regular intervals and to report material changes to the Board of Governors

approve any other significant financial arrangements with third parties as specified in the Financial Regulations.

approve the institutional tuition fees for HE and junior provision, seeking the endorsement of the Board for any material changes to the fees.

oversee the stewardship and application of endowments

Select and appoint appropriate delegated investment manager(s) and regularly review performance and terms of engagement.

To review the annual exchequer interest statements submitted by OfS

To oversee tender exercises in accordance with the financial regulations (with any tenders over £250k presented through the Committee to the Board of Governors)

2. HR COMMITTEE

2.1 To act on behalf of the Board of Governors, considering and approving the broad

framework of pay and conditions for staff, in the light of nationally agreed, recommended settlements of pay and conditions.

2.2 To oversee institutional succession plans to senior management posts.

3. REMUNERATION COMMITTEE

3.1 To meet annually to determine, under reserved business and under delegated authority from the Board, the remuneration of the Principal and such other senior post holders as the Board may determine from time to time, submitting a confidential report to the Board.

3.2 To approve and assess the achievement of performance targets for the Principal and senior officers.

G RESPONSIBILITY FOR SPECIFIC ITEMS

(These details should be cross-referred to the Financial Regulations)

Governance and Legal

Task	responsibility	Memo of Association	Articles of Association	Other
Amendments to the Memorandum and Articles of Association	Companies House with the approval of Charity Commission and resolution by the AGM on the recommendation of the Board	6		Companies Acts 1985, 1989 and 2006; Higher Education and Research Act 2017
Change of name of the Institution	OfS with the approval of Charity Commission and resolution by the AGM on the recommendation of the Board			Higher Education and Research Act 2017
Making rules and bye-laws with regard to the Government and conduct of the Conservatoire	Board of Governors		43	
Determination of membership number of the Board	Board of Governors		20	

Task	responsibility	Memo of Association	Articles of Association	Other
Appointment of independent members (Elected Governors) of the Board	AGM (Elected Governors)		12	
Co-option of independent members (elected governors) of the Board	Independent Governors		26	
Appointment of staff representative governors	Board of Governors following staff elections		21	
Appointment of student representative governors	Board of Governors following student union election		21	
Appointment of Chair and Vice-Chair of the Board and determination of term of office	Board of Governors		31	
Establishment of Committees of the Board	Board of Governors		42	
Limits to authorization to remunerate Independent governors:	Charity Commission on resolution from Board of	5		
Custody of the company seal	Secretary & Clerk to the Board		49	
Authentication of the company seal	Signed by a governor and countersigned by a second governor or another person appointed by the Board for that purpose		49	
Execution of income and expenditure contracts on behalf of the Institution	Principal or designated budget-holder – in accordance with authorized limits identified in financial regulations (also detailed below in appendix)			

Task	responsibility	Memo of Association	Articles of Association	Other
Execution of academic contracts on behalf of the Institution	Principal			
Approval, re-approval, modification, or dissolution of individual academic partnerships and collaborations	Academic Board/Academic Standards and Quality Board (with approval from Board of Governors informed in case of partnerships and collaborations with major strategic or financial implications: Partnerships involving over £100k funding to be approved by Finance and General Purposes Committee and the Board will approve partnerships involving funding over £250k as Authorization limits detailed in the appendix to the schedule			
Approval of the composition of Academic Board	Board of Governors, on recommendation of Academic Board		45A	
Establishment of committees of Academic Board	Academic Board			
Election of Honorary Officers of the Institution (Patron; Presidents/Vice-Presidents)	AGM, on the recommendation of Nominations Committee	4; 12	4	
Appointment of the Principal	Board of Governors		42(D); 44	
Appointment of Secretary & Clerk to the Board of	Board of Governors		46	

Task	responsibility	Memo of Association	Articles of Association	Other
Governors and Company Secretary				
Establishment of committees of the Board of Governors	Board of Governors		42	
Appointment of members of committees of the Board of Governors	Board of Governors, on recommendation from Nominations Committee			Terms of reference of Nominations Committee
Approving the establishment of subsidiary companies and joint ventures	Board of Governors on the recommendation of the Finance & General Purposes Committee			
Appointment of directors of subsidiary companies	Board of Governors on the recommendation of the Finance & General Purposes Committee			
Interpretation of Schedule of Delegation of Responsibilities	Secretary & Clerk to the Board			

Strategy and Policy

Task	responsibility	Memo of Association	Articles of Association	Other
Determination of the educational character and mission of the Institution and oversight of its activities	Board of Governors		41(B)	Higher Education and Research Act 2017
Making proposals to the Board about the educational character and mission of the Institution and for implementing the decisions of the Board	Principal, in consultation with Academic Board and the senior management team		44	

Task	responsibility	Memo of Association	Articles of Association	Other
The organization, direction and management of the Institution and leadership of the staff	Principal, in consultation with the Executive		44	
Determination, after consultation with the Academic Board, of the Conservatoire's academic activities and for the determination of its other activities	Principal, in consultation with the Academic Board		44	
Approving academic and research programmes, acting within the corporate and resource strategy set by the Board of Governors	Academic Board			
Approval of Institutional Strategy and Business Plan	Board of Governors on the advice of the Principal			
Approval of institutional infrastructure sub-strategies and plans	Finance & General Purposes Committee: Estates IT Development Communications HR Committee: People Strategy			
Approval of academic strategies	Academic Board			

Human Resources

Task	responsibility	Memo of Association	Articles of Association	Other
Appointment of the Principal and the Secretary & Clerk to the Board	Board of Governors on the recommendation of a specially convened committee of the Board		44.46	
Appointment, grading, appraisal, suspension, assignment, dismissal and determination of the pay and conditions of service of senior post holders	Board of Governors		41.B	
Setting a framework for the pay and conditions of senior post holders	Board of Governors, with the advice of the Remuneration Committee		41.B	
Setting a framework for the pay and conditions of all other staff, taking action upon nationally agreed, recommended settlements of pay and conditions	Board of Governors, with the advice of the HR Committee			
Assignment and appraisal of the Principal and Secretary & Clerk	Chairman, acting on behalf of the Board of Governors			
Suspension of senior post holders from duty, with pay, for alleged misconduct or other good and urgent causes	Chairman or Vice-Chairman in the Chairman's absence		47(E)	
Suspension from duty of any member of staff other than post holders, with pay, for alleged	Principal		47(F)	

Task	responsibility	Memo of Association	Articles of Association	Other
misconduct or other good and urgent causes				
Dismissal of the holder of a senior post	Board of Governors on recommendation of a Special Committee of the Board		47 (I)	
Dismissal of any member of staff other than a senior post holder	Principal		47(0)	
Make or approve rules relating to the conduct of the staff	Board of Governors		47(D)	
Determination of procedures for suspension of staff	Board of Governors		47(H)	
Determination of procedures for dismissal of staff by Principal	Board of Governors		47(H)	
The appointment, assignment, grading, appraisal, suspension, and dismissal of staff other than holders of senior posts	Principal, in consultation with the senior management team		44	
Determination of grievance procedures relating to employment	Board of Governors		47(S)	
Approval of overtime payments	Directors of Strategy & Business Operations/ Finance & Estates in liaison with budget holder			
Approval of time off in lieu	Line Manager, within limits set by HR			
Oversight of senior management succession plans	HR Committee			

Finance

Task	responsibility	Memo of Association	Articles of Association	Other
Effective and efficient use of resources, solvency of the Conservatoire and safeguarding of its assets	Board of Governors		41	
Approval of annual estimates of income and expenditure	Board of Governors		41	
Preparing annual estimates of income and expenditure for consideration by the Board and for the management of budget and resources, within estimates approved by the Board	Principal has oversight, supported by the Director of Finance & Estates		44	
Approval of Financial Regulations	Board of Governors			
Authorization to borrow money and to mortgage or charge its undertaking and property	Board of Governors on the recommendation of the Finance & General Purposes Committee		40	
Determination of tuition and other fees payable for HE and non-HE programmes	Finance & General Purposes Committee under the authority of the Board and on the recommendation of Principal's Management Group; F&GP will refer any material changes in fees policy to the Board		52	

Task	responsibility	Memo of Association	Articles of Association	Other
Appointment of external auditors	AGM on the recommendation of the Audit Committee			Companies Act 2006; Section 485
Adoption of the annual report and financial statements	Board of Governors, after due consideration by the Audit and the Finance & General Purposes Committee		54-55/65	
Approval of opening and closing of bank accounts	Finance & General Purposes Committee			
Approval of levels of insurance cover (reporting material changes to the Board)	Finance & General Purposes Committee			
Authorization for expenditure	As determined in the Financial Regulations			
Management of day-to-day financial administration of the Institution	Director of Finance & Estates			
Responsibility for the strategic management of budgets within their areas of executive authority	Executive Members			
Day-to-day management of income and expenditure within agreed budgets	Designated Budget Holders			
Approval of the Investment Policy	Board of Governors on recommendation of Finance & General Purposes Committee	17		
Determination of the level of grant paid annually to the Students' Union	Board of Governors on the recommendation of the Finance & General			Terms of reference

Task	responsibility	Memo of Association	Articles of Association	Other
	Purposes Committee			
Writing off of debts	As determined in the Financial Regulations			
Keeping financial accounts and records	Board of Governors		53	
Approval of bank mandate and financial signatories	Finance & General Purposes Committee		64 (B)	
Acquisition or disposal of property of any property up to a value of £250k	Finance & General Purposes Committee			
Acquisition or disposal of property of any property above a value of £250k	Boar d of Governors			

Risk Management and Internal Control

Task	Responsibility	Memo of Association	Articles of Association	Other
Approval of Risk Management Policy	Board of Governors on recommendation from Audit Committee			
Approval of Risk Register	Principal's Management Group			
Approval of the Disaster Recovery Plan	Audit Committee			
Appointment of Internal Auditors	Audit Committee			
Approval of Internal Audit Plan	Audit Committee on recommendation of Principal			
Approval of institution's insurance portfolio	Finance & General Purposes Committee			

Academic and Student Related

Task	Responsibility	Memo of Association	Articles of Association	Other
Making rules in respect of	Academic Board on behalf of		48	

Task	Responsibility	Memo of Association	Articles of Association	Other
conduct of students, including procedures for suspension and expulsion	Board of Governors			
Determining procedures for the exclusion of a student for an unsatisfactory standard of work or another academic reason	Academic Board, subject to overall responsibility of the Board of Governors and (in the case of research degrees) to the requirements of the validating and accrediting body		48, 44C (a)	
Hearing appeals relating to formal student complaints	Principal to appoint an independent chair of a Complaints Panel (for issues relating to self-validated provision); City University for issues relating to validated provision		48(D)	
Setting criteria for admission of students	Academic Board. In the case of research degrees subject to the requirements of the validating and accrediting body			
Appointment and removal of internal and external examiners	Academic Board. In the case of research degrees subject to the requirements of the validating and accrediting body			
Approving policies and procedures for assessment and examination of academic performance	Academic Board. In the case of research degrees subject to the requirements of the validating and accrediting body			

Task	Responsibility	Memo of Association	Articles of Association	Other
Approving content of the curriculum, academic standards and the validation and review of programmes	Academic Board. In the case of research degrees subject to the requirements of the validating and accrediting body			
Approving procedures for the award of qualifications and honorary academic titles	Academic Board. In the case of research degrees subject to the requirements of the validating and accrediting body			
Establishing academic committees for specific purposes	Academic Board			
Approval of academic programmes	Academic Board. In the case of research degrees subject to the requirements of the validating and accrediting body			

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Annex A

SEVEN PRINCIPLES OF PUBLIC LIFE

- The Seven Principles of Public Life drawn up by the Committee on Standards in Public Life. These principles are as follows:
- Selflessness - Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their families or their friends.
- Integrity - Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties.
- Objectivity - In carrying out public business, including making public appointments, awarding contracts or recommending individuals for rewards and benefits, holders of public office should make choices on merit
- Accountability - Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.
- Openness - Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.
- Honesty - Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.
- Leadership - Holders of public office should promote and support these principles by leadership and example.