

TRINITY LABAN

ACCOUNTABILITY FRAMEWORK

STATEMENT OF PRIMARY RESPONSIBILITIES AND SCHEDULE OF DELEGATION OF POWERS

A INTRODUCTION

1. The Institution is governed by the 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 Articles of Association;
 - the Office for Students (OfS) conditions of registration and terms and conditions of funding for higher education institutions;
 - the 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 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 Secretary & Clerk to the Board 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 Board, 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 approve capital projects over £100k in accordance with the financial regulations (with any tenders over £250k presented through the Committee to the Board of Governors);

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. REMUNERATION COMMITTEE

The Committee meets 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.

The Committee also approves and assess the achievement of performance targets for the Principal and senior officers and oversees institutional succession plans to senior management posts.

G RESPONSIBILITY FOR SPECIFIC ITEMS

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

Governance and Legal

| Task | Responsibility | Articles of Association | Other |
|--|--|-------------------------|--|
| Amendments to the Articles of Association | Companies House with the approval of Charity Commission and resolution by the AGM on the recommendation of the Board | | 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 |
| Compliance with Office for Students Conditions of Registration | Board of Governors | | |
| Making rules and bye-laws with regard to the Government and | Board of Governors | 22 | |

| Task | Responsibility | Articles of Association | Other |
|--|---|--------------------------------|--------------|
| conduct of the Conservatoire | | | |
| Determination of membership number of the Board | Board of Governors, on the recommendation of Nominations Committee | 16 | |
| Appointment of independent members (Elected Governors) of the Board | AGM (Elected Governors) | 14 | |
| Co-opting of independent members (elected governors) of the Board | Independent Governors | 17.4 | |
| Appointment of staff representative governors | Board of Governors following staff elections | 16.2 | |
| Appointment of student representative governors | Board of Governors following student union election | 16.2 | |
| Appointment of Chair and Vice-Chair of the Board and determination of term of office | Board of Governors | 18.7 | |
| Establishment of Committees of the Board | Board of Governors | 21 | |
| Limits to authorization to remunerate Independent governors | Charity Commission on resolution from Board of Governors | 6 | |
| Custody of the company seal | Secretary & Clerk to the Board | 28 | |
| Authentication of the company seal | Signed by a governor and countersigned by the secretary or by a second governor or another person appointed by the Board for that purpose | 28 | |
| 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 | | |

| Task | Responsibility | 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 | | |
| Approval of the composition of Academic Board | Board of Governors, on recommendation of Academic Board | 24.1 | |
| Establishment of committees of Academic Board | Academic Board | 24.4 | |
| Election of Honorary Officers of the Institution (Patron; Presidents/Vice-Presidents) | Board of Governors, on the recommendation of Nominations Committee | 11 | |
| Appointment of the Principal | Board of Governors | 21.4.4; 23; 26.2 | |
| Appointment of Secretary & Clerk to the Board of Governors and Company Secretary | Board of Governors | 25 | |
| Appointment of members of committees of the Board of Governors | Board of Governors, on recommendation from Nominations Committee | 21 | 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 | | |

| Task | Responsibility | Articles of Association | Other |
|--|--|--------------------------------|--------------|
| 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 | Articles of Association | Other |
|---|---|--------------------------------|--|
| Determination of the educational character and mission of the Conservatoire and oversight of its activities | Board of Governors | 21.4 | 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 | 23 | |
| The organization, direction and management of the Institution and leadership of the staff | Principal, in consultation with the Executive | 23 | |
| 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 | 23 | |
| 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 | | |

| Task | responsibility | Articles of Association | Other |
|---|---|--------------------------------|--------------|
| Approval of institutional infrastructure sub-strategies and plans | Finance & General Purposes Committee: Estates IT Development Communications People | | |
| Approval of academic strategies | Academic Board | | |

Human Resources

| Task | Responsibility | Articles of Association | Other |
|--|---|--------------------------------|--------------|
| Appointment, grading, appraisal, suspension, assignment, dismissal and determination of the pay and conditions of service of senior post holders | Board of Governors | 20.2.4 | |
| Setting a framework for the pay and conditions of senior post holders | Board of Governors, with the advice of the Remuneration Committee | 20.2.4 | |
| 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 Finance & General Purposes Committee | 20.2.5 | |
| Assignment and appraisal of holders of senior posts | Remunerations Committee | 20.2.4 | |
| Suspension of senior post holders from duty, with pay, for alleged misconduct or other good and urgent causes | Chair or Vice-Chair in the Chair's absence | 26.5 | |
| Suspension from duty of any member of staff other than senior post holders, with pay, | Principal | 26.6 | |

| Task | Responsibility | Articles of Association | Other |
|--|---|--------------------------------|--------------|
| for alleged 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 | 26.9 | |
| Dismissal of any member of staff other than a senior post holder | Principal | 26.15 | |
| Make or approve rules relating to the conduct of the staff | Board of Governors, after consultation with the staff | 26.4 | |
| Determination of procedures for suspension of staff | Board of Governors | 26.8 | |
| Determination of procedures for dismissal of staff by Principal | Board of Governors | 26.8 | |
| The appointment, assignment, grading, appraisal, suspension, and dismissal of staff other than holders of senior posts | Principal, in consultation with the senior management team | 23.1.3 | |
| Determination of grievance procedures relating to employment | Board of Governors | 26.19 | |
| 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 POD | | |
| Oversight of senior management succession plans | Remuneration Committee | | |

Finance

| Task | Responsibility | Articles of Association | Other |
|--|---|-------------------------|---------------------------------|
| Effective and efficient use of resources, solvency of the Conservatoire and safeguarding of its assets | Board of Governors | 20 | |
| Approval of annual estimates of income and expenditure | Board of Governors | 20 | |
| 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 | 23 | |
| 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 | 4 | |
| 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 | | |
| 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 | | |
| Approval of opening and closing of bank accounts | Finance & General Purposes Committee | | |

| Task | Responsibility | Articles of Association | Other |
|--|--|--------------------------------|--------------------|
| 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 | | |
| Determination of the level of grant paid annually to the Students' Union | Board of Governors on the recommendation of the Finance & General Purposes Committee | | Terms of reference |
| Writing off of debts | As determined in the Financial Regulations | | |
| Keeping financial accounts and records | Board of Governors | 30 | |
| Approval of bank mandate and financial signatories | Board of Governors on recommendation of Finance & General Purposes Committee | | |
| 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 | Board of Governors | | |

Risk Management and Internal Control

| Task | Responsibility | 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 Whistleblowing Policy | Board of Governors on recommendation from Audit Committee | | |
| Approval of the Anti-Bribery & Corruption Policy | Board of Governors on recommendation from Audit Committee | | |
| Tackling Tax Evasion Policy | Board of Governors on recommendation from Audit Committee | | |
| 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 | | |
| Oversight of OfS Reportable Events, whistleblowing and financial irregularities | Audit Committee | | |

Academic and Student Related

| Task | Responsibility | Articles of Association | Other |
|---|---|-------------------------|-------|
| Making rules in respect of conduct of students, including procedures for suspension and expulsion | Academic Board on behalf of Board of Governors | 27.2 | |
| Determining procedures for the exclusion of a student for an unsatisfactory standard of work or | Academic Board. In the case of research degrees to the requirements of the validating and accrediting body. | 27.3 | |

| Task | Responsibility | Articles of Association | Other |
|---|--|--------------------------------|--------------|
| another academic reason | | | |
| Hearing appeals or requests for reviews relating to student casework | Academic Board. In the case of research degrees to the requirements of the validating and accrediting body. | | |
| 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 | | |
| 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 | | |

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.