

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. The Academic Board may delegate some of its responsibilities to sub-boards and committees.

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)	17	
Co-option of independent members (elected governors) of the Board	AGM/Board of 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 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		
Appointment of directors of subsidiary companies	Principal nominates directors except for those which are nominated by the Hearn Foundation on the Blackheath Halls Board		Blackheath Halls Articles of Association
Interpretation of Schedule of	Secretary & Clerk to the Board		

Task	Responsibility	Articles of Association	Other
Delegation of Responsibilities			

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 Executive 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		
Approval of institutional infrastructure sub-strategies and plans	Finance & General Purposes Committee on recommendation of Principal's Management Group: <ul style="list-style-type: none"> • Estates 		

Task	responsibility	Articles of Association	Other
	<ul style="list-style-type: none"> • Finance • Information Technology • People <p>Board of Governors on advice from the Development Board:</p> <ul style="list-style-type: none"> • Development <p>Principal's Management Group:</p> <ul style="list-style-type: none"> • All other non-academic sub-strategies 		
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	Principal in respect of the Executive. Chair of the Board in respect of the Principal. Remuneration Committee in respect of Executive pay,	20.2.4	

Task	Responsibility	Articles of Association	Other
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, for alleged misconduct or other good and urgent causes	Principal	26.6	
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 unions and 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	Line Manager/Head of Department within budgeted parameters		
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; FGP 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 Management Framework and Risk Appetite	Board of Governors on recommendation from the Audit Committee		
Approval of Key Risk Action Plans as required	Finance & General Purposes Committee/Audit Committee as appropriate		
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
Academic Quality Handbook <ul style="list-style-type: none"> • Programme validation, revalidation, 	Academic Standards & Quality Board on behalf of Academic Board.	27.2	

Task	Responsibility	Articles of Association	Other
<p>amendment and closure policies and procedures</p> <ul style="list-style-type: none"> • Assessment policies and procedures, incl. External Examiner system • Admissions policy • Student complaints, appeals, disciplinary and Fitness to Study procedures • Collaborative Partnerships procedures 			
Academic Board Committees Handbook and operational standards (Chapter B of the Academic Quality Handbook)	Academic Board		
Student Code of Conduct	Academic Standards & Quality Board on behalf of Academic Board	27.3	
Student Protection Plan	Academic Board and PMG		
Student Terms and Conditions	Academic Board		
Academic Regulations	Academic Board		
Library policies	Learning, Teaching & Student Experience Board on behalf of Academic Board		
Moodle policies	Learning, Teaching & Student Experience Board on behalf of Academic Board		

Task	Responsibility	Articles of Association	Other
Policy and Procedure: Physical Contact between Staff and Students	PMG and Learning, Teaching & Student Experience Board		

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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.