

Arts Council of Northern Ireland

# **Schedule of Matters Reserved to the Board and Scheme of Delegation**

Reviewed 11 October 2023



## **Introduction**

This Scheme was prepared by the Chief Executive and Directors of the Arts Council of Northern Ireland on 9 July 2013. It sets out the terms of reference of business of the Board of the Arts Council of Northern Ireland and its Committees which are detailed in the annexes. In addition, the Scheme defines the decisions which the Board and its Committees can make and those decisions which the Chief Executive can make without any further reference to Committees or to the Board.

The Board will review the effectiveness of the Scheme each year and make amendments as required.

## **1 Matters Reserved for Board Approval**

### **1.1 Governance**

#### **1.1.1** The following matters are reserved to the Board:

- (i)** Review compliance and approval of standing orders and matters reserved for Board approval.
- (ii)** Approval of arrangements for dealing with complaints.
- (iii)** Approval of the Equality Scheme.
- (iv)** Approval of the Freedom of Information Publication Scheme.
- (v)** Approval of key organisation policies.
- (vi)** Approval of the organisations response to Council's public consultations.
- (vii)** Establish and dissolve Committees as required.
- (viii)** Approval of procedures for the evaluation of Board performance and effectiveness.
- (ix)** Review the Register of Interests for Board members and staff.
- (x)** Approval of a Code of Conduct for the organisation.
- (xi)** Approval of an annual work plan of business.
- (xii)** Approval of a Schedule of Reserved Matters and Scheme of Delegation.
- (xiii)** Ratify urgent decisions taken by Chair and Chief Executive.
- (xiv)** Receipt of reports and consideration of recommendations of Committees.
- (xv)** Approval of terms of reference of Committees.
- (xvi)** Review and approval of committee membership.
- (xvii)** Approval of the MSFM.

#### **1.1.2** The Chief Executive is responsible for all other governance matters not precluded under the standing orders, specifically:

- (i)** Acting as the Board's accounting officer.
- (ii)** Secretarial function of the Board.
- (iii)** Recording and reporting on the Board's governance arrangement.
- (iv)** Implementation of key policies including complaints, equality, freedom of information publication, staff code of conduct and other policies.
- (v)** Undertaking the review of internal controls and publication of the annual governance statement (statement on internal control).

- (vi) Preparation of annual work plan of business.
- (vii) Preparation of Schedule of Matters Reserved and Scheme of Delegation.
- (viii) Review and discussion of MSFM with Board.
- (ix) Signing MSFM.
- (x) Ensure Register of Interests of Board and Officers is maintained and published.
- (xi) Agree action on litigation against or on behalf of the Council and approve the procurement of legal opinion in advance.

## **1.2 Strategy, Plans and Budgets**

### **1.2.1 The following matters are reserved to the Board:**

- (i) Definition of the Board's vision, mission, aims and objectives.
- (ii) Ownership of the Five Year Strategy and Annual Business Plan.
- (iii) Approval of the annual budgets – Exchequer and Lottery.
- (iv) Review and approval of Executive's recommendations on new programmes and grant schemes.
- (v) Monitoring of performance and budgets on a regular basis.

### **1.2.2 The Chief Executive is responsible for all other strategy, planning and budgeting matters not precluded under the standing orders, specifically:**

- (i) Preparation of the annual budget and controlling of income and expenditure.
- (ii) Preparation and implementation of the draft strategy and annual plans.
- (iii) Advising the Board on strategic issues.
- (iv) Prepare and report on key KPIs quarterly.

## **1.3 Staffing**

### **1.3.1 The following matters are reserved to the Board:**

- (i) Appointment/dismissal of the Chief Executive.
- (ii) Approval of the appointments procedure for Chief Executive.
- (iii) Consideration of recommendations from the Remuneration Committee.
- (iv) Approval of key policies including: Disciplinary Procedure; Grievance Procedure; Redundancy Policy; Gifts and Hospitality Policy; Performance Management Policy; Public Disclosure Policy.
- (v) Approval of the Performance Appraisal of the Chief Executive.
- (vi) Approval of any substantial organisation restructuring which involves any compulsory redundancy.

### **1.3.2 The Chief Executive is responsible for all other staffing matters not precluded under these standing orders, specifically:**

- (i) The recruitment and appointment of all staff in accordance with the Appointments Procedure.
- (ii) Implementation of the staff Performance Management System.
- (iii) Taking disciplinary action in accordance with the Disciplinary Procedure.
- (iv) Operation of the Grievance Procedure.

- (v) Organisational restructuring which does not involve any compulsory redundancy.
- (vi) Setting of terms and conditions of employment.
- (vii) Propose continuation/development/discontinuation of programmes/grant schemes.
- (viii) Ensure staff handbook is fit for purpose.

## **1.4 Financial Arrangements**

### **1.4.1** The following matters are reserved to the Board:

- (i) Approval of the opening or closing of any bank account.
- (ii) Approval of large capital projects.
- (iii) Approving changes to the pension provider.
- (iv) Approval of the Anti-Fraud and Bribery Policy.
- (v) Any other matter that is of significant financial or reputational risk to the Board.
- (vi) Monitor financial information at each meeting.
- (vii) Review financial systems/procedures.

### **1.4.2** The Chief Executive is responsible for all other financial matters not precluded under the standing orders, specifically:

- (i) Authorisation of cheques and transfers of funds.
- (ii) Implementation of the Credit Control Policy.
- (iii) Collection of income and payment of expenditure.
- (iv) Execution of the Anti-Fraud and Bribery Policy.
- (v) Ensuring steps are taken to safeguard public funds and assets of the organisation, ensuring propriety and regularity.
- (vi) Ensure appropriate financial systems/procedures are in place.
- (vii) Prepare and sign annual reports and financial statements.

## **1.5 Auditing and Reporting**

### **1.5.1** The following matters are reserved to the Board:

- (i) Approval of the annual report including governance statement and financial statements.
- (ii) Appointment of an internal auditor.
- (iii) Approval of the terms of reference of the Audit and Risk Committee.
- (iv) Monitor and ensure adequate system management and scrutiny of risk.
- (v) Appropriate audit arrangements are in place.
- (vi) Review/endorse annual RTTCWG and ensure actions are implemented.
- (vii) Approve Audit and Risk Committee annual report.

### **1.5.2** The Chief Executive is responsible for all other auditing and reporting matters not precluded under the standing orders, specifically:

- (i) All responsibilities required of the Accounting Officer.
- (ii) Preparation of the annual report and financial statements.
- (iii) Preparation of the annual governance statement.
- (iv) Ensure appropriate system of risk management is in place and a review of risks and maintenance of the risk register is undertaken.
- (v) Report quarterly to Audit and Risk Committee and Board.
- (vi) Review and respond to audit recommendations within the Report to Those Charged with Governance (RTTCWG).

## **2 Delegation of Authority**

- 2.1** The terms of reference of the Board are set out in MSFM. In addition, the following matters are delegated to the Board's various committees, each of which will report regularly to the Board:
- (i) The Audit and Risk Committee is responsible for those matters outlined in its terms of reference (Annex 1).
  - (ii) The Remuneration Committee is responsible for those matters outlined in its terms of reference (Annex 2)
  - (iii) The Finance and Capital Committee is responsible for those matters outlined in its terms of reference (Annex 3).
  - (iv) The Grants Committee is responsible for those matters outlined in its terms of reference (Annex 4).
  - (v) The Chief Executive is responsible for all other matters not precluded under the Board's standing orders.
- 2.2** The Chief Executive is not restricted from exercising her own delegation to her staff for any of the matters for which he/she is responsible.
- (i) Will prepare a scheme of delegation identifying functions she will perform and functions delegated to Directors/officers.
  - (ii) Will be accountable for the actions of all officers.

## **3 Urgent Decisions**

- 3.1** The Chief Executive is empowered to take urgent action on behalf of the Board in matters which would normally have been considered by the Board itself, but where no meeting of the Board is available for that purpose. On all such occasions the Chief Executive shall consult first with the Chair, or in his absence the Vice Chair, before taking action and shall seek endorsement of the action at the next Board meeting.