



## **UCFB\***

### **Scheme of Delegation**

Owner:	Board of Directors
Author:	Governance Manager & Clerk to Board of Directors
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Approved By:	Board of Directors
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\*UCFB is a trading name of University Campus of Football Business Limited.

## **1. Introduction**

- 1.1 The purpose of the Scheme of Delegation is to set out a clear and transparent approach to key areas of decision-making to ensure that the responsibilities as prescribed by the institution's Articles of Association are effectively discharged. It is intended to complement existing constitutional and regulatory documents by consolidating a decision-making framework based on these documents and current practices. While not exhaustive, this framework aims to aid in identifying the necessary authority levels for decisions not explicitly mentioned.
- 1.2 The Scheme of Delegation is designed to facilitate compliance with the [Committee of University Chairs \(CUC\) Higher Education Code of Governance Element 1](#).
- 1.3 This Scheme of Delegation only covers responsibilities flowing directly from the Articles of Association and Standing Orders of the Board of Directors. Other responsibilities are set out in committee terms of reference, the Financial Regulations and in individual job descriptions. Nothing in this document prevents the Board of Directors from adjusting its delegation arrangements, in particular instances or generally, where it considers it appropriate to do so, subject to the requirements of the Articles of Association.
- 1.4 Delegation in respect of financial authority are set out within the Financial Regulations.
- 1.5 Where a wholly-owned subsidiary company has been established, the delegations within the document apply. Any extra delegations specific to that wholly-owned subsidiary will be added as a section of this Scheme of Delegation.

## **2. Scope**

- 2.1 The scope of the Schele of Delegation encompasses the allocation of decision-making authority across various levels and functions within the institution, delineating who has the authority to make specific decisions, the extent of their authority, and the processes involved in decision-making. It serves as a framework for ensuring accountability, efficiency and transparency in decision-making processes throughout UCFB.

## **3. Framework**

- 3.1 The powers of UCFB Ltd are set out in its Articles of Association. These are kept under annual review by the Chair and Deputy Chair of the Board of Directors.
- 3.2 The Board of Directors holds ultimate responsibility for decisions made on behalf of UCFB. As set out in Article 4, the directors are responsible for the management of UCFB's business, for which purpose they may exercise all powers of the Company. Other powers are delegated to Board of Director's committees, to the institution's Academic Board, the Chair of the Board of Directors, the CEO and any such committee or persons sees fit and outlined at Section 14 of the Standing Orders of the Board of Directors.
- 3.3 UCFB is subject to regulation by a number of bodies including the Office for Students (OfS). This scheme of delegation seeks to capture where decisions must be taken by a particular committee, group or individual or role holder to comply with external and internal regulation. However, in the event of any disparity, the regulatory documents e.g. the Articles of Association should take precedence over this scheme.
- 3.4 The Provost and Executive Leadership Team assists the CEO in the leadership and management of UCFB. Within the provisions set out in Standing Order 5 and the related constitutional documents, it takes key executive decisions.

- 3.5 During any periods of absence, the CEO will delegate their authorities to a nominated member of the Executive Leadership Team, usually the Chief Operating Officer.
- 3.6 In turn, members of the Executive Leadership Team delegate operational responsibilities to the senior management team. These delegated individuals may further delegate responsibility for specific aspects of management to other senior members of their teams but will return ultimate responsibility.
- 3.7 It is the responsibility of all senior staff to be familiar with and operate within this scheme of delegation. Senior staff are also responsible for ensuring that the scheme of delegation is adhered to within their own area.
- 3.8 Except as required under defining constitutional and regulatory documents (e.g., Articles of Association; Financial Regulations), individuals and bodies in whom authority is vested by this scheme of delegation may delegate those powers to others provided that such delegation is explicitly documented (either through policies or in individual cases) and is recorded and reported appropriately (e.g. to the Chief Operating Officer in respect of financial authority levels).
- 3.9 Where a decision or approval is required in a timeframe that does not allow for a full meeting of a committee, authority can be delegated to the Chair of the Board of Directors or Chair of the relevant sub-committee. Where Chair's action is taken outside of the committee structure this should be communicated to the membership in a timely manner and reported formally at the next full meeting of the committee.

#### **4. Emergency Decision making**

For operational matters, UCFB has in place a Major Incident Management group and an Incident Management Business Continuity Framework (IMBCF) which makes provision for decision-making in emergency situations. In this context a Major Incident is one that involves serious injury or death, is likely to seriously impact on UCFB's operations or could seriously affect UCFB's reputation.

#### **5. Process for Approval and Review**

- 5.1 The scheme is subject to annual review, offering an opportunity to revisit delegations in the light of experience and regulatory changes. Suggestions for change may be made to the Governance Manager and Clerk to the Board of Directors and then reviewed by the Executive Leadership Team before submission to the Remuneration and Nominations Committee for recommendation to the Board of Directors for approval. It is the responsibility of the Provost and the Chief Operating Officer to keep the scheme under review.
- 5.2 Any sections specific to a wholly-owned subsidiary will be reviewed annually by the Board of Directors who will submit this to the Remuneration and Nominations Committee for approval. It is the responsibility of the wholly-owned subsidiary's Company Secretary to keep the scheme under review.
- 5.3 The table below shows the highest level of internal approval required (**Final Authority**). Where there is any delegated authority or another body has responsibility for making recommendations to the higher body this is also shown. Approval required by external bodies is not shown here.

## **Glossary**

AoA	Articles of Association
AAB	Academic Advisory Body
AB	Academic Board
ARC	Audit & Risk Committee
BoD	Board of Directors
DF	Director of Finance
DGSR	Director of Global Student Recruitment
DPC	Director of People and Culture
DSAS	Director of Student and Academic Services
DTTFS	Director of Transformation, Technology, Facilities & Sport
GM	Governance Manager & Clerk to Board of Directors
OfS	Office for Students
ELT	Executive Leadership Team
ReMCo	Remuneration & Nominations Committee
SALT	Senior Academic Leadership Team

	Action	Final Authority	Advisory role	Delegated Authority (if any)
<b>1</b>	<b>Governance</b>			
1.1	Approval of Articles of Association	UCFB Holdings Ltd	• BoD	Retained by UCFB Holdings Ltd
1.2	Amendments to Standing Orders	BoD	• Chair of BoD • GM	Retained by BoD
1.3	Approval of Financial Regulations	BoD	• ARC • DF	Chair of ARC can make recommendations to BoD on behalf of Committee
1.4	Approval of Student Financial Regulations	BoD	• ARC • DF	Retained by BoD
1.5	Approval of Student Refund and Compensation Policy	BoD	• ARC • ELT • DF	Retained by BoD
1.6	Establishment or dissolution of Board of Directors' committee or sub-committee	BoD	• ReMCo • ELT • AAB	Retained by BoD
1.7	Annual accountability returns to the OfS	BoD	• ARC	Retained by BoD
1.8	Approval of the creation or dissolution of any subsidiary of UCFB	BoD	• ARC	Retained by BoD
1.9	Committee Effectiveness Review	BoD	• AAB • GM	Retained by BoD
<b>2.</b>	<b>Appointments</b>			
2.1	Appointment or removal of the CEO	BoD	• ReMCo	Retained by BoD
2.2	Appointment of the Chair of Board of Directors	BoD	• ReMCo	Retained by BoD
2.3	Appointment of the Accountable Officer	BoD	• ReMCo	Retained by BoD
2.4	Appointment and removal of members of the Board	BoD	• ReMCo	Retained by BoD

2.5	Appointment of Provost	BoD	• ReMCo	Retained by BoD
2.6	Appointment of Deans	BoD	• ReMCo • DPC	COO Provost
2.7	Appointment of bankers	BoD	• ARC	Retained by BoD
2.8	Appointment of external and internal auditors	BoD	• ARC	Retained by BoD
2.9	Appointment of other external advisers	BoD	• ELT • ReMCo • ARC	Retained by BoD
2.10	Appointment of Honorary Fellowships	BoD	• ELT	Honorary Fellowship Panel
2.11	Appraisal, salary and conditions of service of the CEO, Provost and COO	BoD	• DPC	ReMCo
<b>3.</b>	<b>Strategic Development</b>			
3.1	The determination of the educational character of UCFB	BoD	• ELT • AB	Retained by BoD
3.2	The approval of UCFB's strategy	BoD	• ELT	Retained by BoD
3.3	The approval of UCFB's business plan and key performance indicators	BoD	• ELT	Retained by BoD
3.4	Approval of Academic Strategies	BoD	• ELT • Committees of AB	Academic Board
3.5	Approval of Financial Strategy	BoD	• COO • Provost • ARC • DF	Retained by BoD
3.6	Approval of operational, management procedures, regulations and codes of practice	BoD	• ELT • SMT • Committees of AB	Provost
3.7	Approval of strategic and operational plans for Academic Centres	BoD	• ELT • SALT • Committees of AB	Provost
3.8	Approval of HR strategy and employment policy	BoD	• ELT	Provost
<b>4.</b>	<b>Academic Affairs</b>			
4.1	Regulation and direction of the academic work of the institution	BoD	• Academic Board	Provost

			<ul style="list-style-type: none"> <li>• ELT</li> <li>• Committees of AB</li> </ul>	
4.2	Maintenance of academic standards and quality assurance procedures	BoD	<ul style="list-style-type: none"> <li>• Deans</li> <li>• Provost</li> <li>• DSAS</li> <li>• Committees of AB</li> </ul>	
4.3	Assurance of quality of learning and teaching and maintenance standards	BoD	<ul style="list-style-type: none"> <li>• Deans</li> <li>• Academic Board</li> <li>• DSAS</li> <li>• Committees of AB</li> </ul>	
4.4	Approval of academic regulations and associated policies and procedures	BoD	<ul style="list-style-type: none"> <li>• Provost</li> <li>• Committees of AB</li> <li>• SALT</li> </ul>	Academic Board
4.5	Policy for the academic progress of students	BoD	<ul style="list-style-type: none"> <li>• Committees of AB</li> <li>• SALT</li> </ul>	Academic Board
4.6	Admissions Policy, including fraud, anti-bribery and corruption	BoD	<ul style="list-style-type: none"> <li>• ELT</li> <li>• Committees of AB</li> <li>• DGSR</li> </ul>	Academic Board
4.7	Examination arrangements	BoD	<ul style="list-style-type: none"> <li>• Committees of AB</li> <li>• SALT</li> </ul>	Academic Board
4.8	External Examiner appointments	BoD	<ul style="list-style-type: none"> <li>• Committees of AB</li> <li>• SALT</li> </ul>	Academic Board
4.9	Student Academic Misconduct	BoD	<ul style="list-style-type: none"> <li>• Committees of AB</li> <li>• SALT</li> </ul>	Academic Board
4.10	Academic Quality Framework/Plan	BoD	<ul style="list-style-type: none"> <li>• Academic Board</li> <li>• DSAS</li> <li>• Committees of AB</li> </ul>	Academic Board
<b>5. Legal, Regulatory and Compliance Matters</b>				
5.1	Ensuring 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.	BoD	<ul style="list-style-type: none"> <li>• COO</li> <li>• DF</li> </ul>	ARC
5.2	Ensuring that the Institution's Articles of Association are followed at all times and that appropriate advice is taken to enable this to happen	BoD	<ul style="list-style-type: none"> <li>• COO</li> <li>• DF</li> <li>• GM</li> </ul>	Retained by BoD
5.3	Policies and procedures relating to legislative compliance	BoD	<ul style="list-style-type: none"> <li>• CEO</li> <li>• ELT</li> <li>• GM</li> </ul>	Retained by BoD
5.4	Consumer Protection Act	BoD	<ul style="list-style-type: none"> <li>• CEO</li> </ul>	Retained by BoD

			<ul style="list-style-type: none"> <li>• ELT</li> <li>• DSGR</li> </ul>	
5.5	Prevent Duty	BoD	<ul style="list-style-type: none"> <li>• CEO</li> <li>• ELT</li> </ul>	Retained by BoD
5.6	General employment policies	BoD	<ul style="list-style-type: none"> <li>• CEO</li> <li>• ELT</li> <li>• DPC</li> </ul>	Retained by BoD
5.7	Health & Safety Policy	BoD	<ul style="list-style-type: none"> <li>• CEO</li> <li>• ELT</li> <li>• DTTFS</li> </ul>	Retained by BoD
5.8	Equality and Diversity Policy	BoD	<ul style="list-style-type: none"> <li>• CEO</li> <li>• ELT</li> <li>• DPC</li> </ul>	Retained by BoD
5.9	Freedom of Speech Policy	BoD	<ul style="list-style-type: none"> <li>• CEO</li> <li>• ELT</li> <li>• DSAS</li> </ul>	Retained by BoD
5.10	Compliance with OfS Regulations	BoD	<ul style="list-style-type: none"> <li>• CEO</li> <li>• ELT</li> <li>• Committees of AB</li> </ul>	Retained by BoD
5.11	Financial Regulations, including fraud, anti-bribery and corruption.	BoD	<ul style="list-style-type: none"> <li>• CEO</li> <li>• ELT</li> <li>• DF</li> </ul>	Retained by BoD
5.12	Compliance with CUC requirements	BoD	<ul style="list-style-type: none"> <li>• CEO</li> <li>• ELT</li> </ul>	Retained by BoD
5.13	Approval of internal audit plan and report	BoD	<ul style="list-style-type: none"> <li>• ELT</li> <li>• ARC</li> <li>• DF</li> </ul>	BoD via ARC
5.14	Approval of external audit report	BoD	<ul style="list-style-type: none"> <li>• COO</li> <li>• ELT</li> </ul>	BoD via ARC
5.15	Approval of strategic risk register and annual assessment of risk appetite	BoD	<ul style="list-style-type: none"> <li>• ELT</li> </ul>	Retained by BoD
5.16	Approval of Access and Participation Plan	BoD	<ul style="list-style-type: none"> <li>• DSAS</li> <li>• ELT</li> <li>• Committees of AB</li> </ul>	
5.17	Management & Quality Assurance of Data	BoD	<ul style="list-style-type: none"> <li>• AAB</li> <li>• Director of SAS</li> <li>• ELT</li> <li>• Committees of AB</li> </ul>	Provost
5.18	Approval of the institutions Information Technology strategies, priorities and investment decisions	BoD	<ul style="list-style-type: none"> <li>• DTTFS</li> </ul>	Provost

5.19	Approval of IT related policies	BoD	• ELT	BoD via ARC
<b>6.</b>	<b>Financial and Budgetary Matters, including Capital Investment</b>			
6.1	Approval of audited accounts	BoD	• ARC • CEO • COO • DF	Retained by BoD
6.2	Approval of financial forecasts	BoD	• ARC • CEO • COO • DF	Retained by BoD
6.3	Approval of financial statements	BoD	• ARC • CEO • COO • DF	Retained by BoD
6.4	Approval of financial regulations and financial procedures		• ARC • CEO • COO • DF	Retained by BoD
6.5	Approval of annual budget	BoD	• ARC • CEO • COO • DF	Retained by BoD
6.6	Approval of investment strategy	BoD	• ARC • CEO • COO • DF	Retained by BoD
6.7	Approval of borrowing and related external funding arrangements and terms	BoD	• ARC • CEO • COO • DF	Retained by BoD
6.8	Management of Investment Portfolio	BoD	• ARC • CEO • COO • DF	Retained by BoD
6.9	Financial management within Financial Strategy	BoD	• ARC • CEO • COO • DF	Retained by BoD

<b>7.</b>	<b>Employment Matters</b>			
7.1	Approval of corporate policies that impact significantly on the working conditions or environment for staff	BoD	<ul style="list-style-type: none"> <li>• ELT</li> </ul>	Retained by BoD
7.2	Terms and conditions of employment	BoD	<ul style="list-style-type: none"> <li>• ELT</li> <li>• Institution solicitors</li> </ul>	CEO
7.3	Redundancy arrangements	BoD	<ul style="list-style-type: none"> <li>• ELT</li> <li>• DF</li> <li>• ARC</li> <li>• Institution solicitors</li> </ul>	Retained by BoD
7.4	Compliance with staff dismissal, discipline and grievance policies and procedures	BoD	<ul style="list-style-type: none"> <li>• ELT</li> <li>• Institution solicitors</li> </ul>	CEO
7.5	Institution's promotion and progression procedures	BoD	<ul style="list-style-type: none"> <li>• ELT</li> <li>• Deans</li> </ul>	CEO
7.6	Approval to begin the process of recruitment to a vacant or new post	BoD	<ul style="list-style-type: none"> <li>• ELT</li> <li>• DPC</li> <li>• Deans</li> </ul>	Provost
<b>8.</b>	<b>Student Affairs</b>			
8.1	Approval of student tuition fee strategy	BoD	<ul style="list-style-type: none"> <li>• ELT</li> <li>• DF</li> </ul>	Retained by BoD
8.2	Approval of Student Protection Documents	BoD	<ul style="list-style-type: none"> <li>• ELT</li> <li>• Committees of AB</li> </ul>	Retained by BoD
8.3	Student Complaints Procedure	BoD	<ul style="list-style-type: none"> <li>• Academic Board</li> <li>• Committees of AB</li> </ul>	Provost
8.4	Student Disciplinary Procedure	BoD	<ul style="list-style-type: none"> <li>• Academic Board</li> <li>• Committees of AB</li> </ul>	Provost
8.5	Student Terms & Conditions (student contract)	BoD	<ul style="list-style-type: none"> <li>• ELT</li> <li>• Institution's Solicitors</li> </ul>	Retained by BoD
8.6	Establishment and allocation of student scholarships and bursaries	BoD	<ul style="list-style-type: none"> <li>• ELT</li> <li>• Committees of AB</li> </ul>	Retained by BoD
8.7	Ensuring adequate provision for general welfare of students	BoD	<ul style="list-style-type: none"> <li>• ELT</li> <li>• Committees of AB</li> </ul>	Provost
8.8	Ensuring the Student's Union operates in a fair and democratic manner and is accountable for its finances	BoD	<ul style="list-style-type: none"> <li>• DSAS</li> <li>• ARC</li> <li>• COO</li> </ul>	
<b>9.</b>	<b>Investments/Estates Matters</b>			
9.1	Approval of capital projects (including construction, acquisition, refurbishment and leading of properties relating to those projects)	BoD	<ul style="list-style-type: none"> <li>• DTTFS</li> <li>• DF</li> </ul>	Retained by BoD

			<ul style="list-style-type: none"> <li>• ARC</li> </ul>	
9.2	Acquisition of property (land and including leasing and licensing)	BoD	<ul style="list-style-type: none"> <li>• DTTFS</li> <li>• DF</li> <li>• ARC</li> </ul>	Retained by BoD
9.3	Other dealings with land (e.g. legal charges)	BoD	<ul style="list-style-type: none"> <li>• DTTFS</li> <li>• DF</li> <li>• ARC</li> </ul>	Retained by BoD
9.4	Disposal of land	BoD	<ul style="list-style-type: none"> <li>• DTTFS</li> <li>• DF</li> <li>• ARC</li> </ul>	Retained by BoD
9.5	Disposal of property	BoD	<ul style="list-style-type: none"> <li>• DTTFS</li> <li>• DF</li> <li>• ARC</li> </ul>	Retained by BoD
9.6	Disposal of equipment, furniture, fittings and vehicles	BoD	<ul style="list-style-type: none"> <li>• DTTFS</li> </ul>	Director of Finance COO
9.7	Write-off of bad debt	BoD	<ul style="list-style-type: none"> <li>• ELT</li> </ul>	Retained by BoD
9.8	Acceptance of donations and endowments	BoD	<ul style="list-style-type: none"> <li>• CEO</li> <li>• ELT</li> <li>• Ethics Committee</li> </ul>	Retained by BoD
9.9	Commitment and purchases of goods and services	BoD	<ul style="list-style-type: none"> <li>• DF</li> </ul>	Approved budget holders <sup>1</sup>

<sup>1</sup> Approved budget holders within agreed budgets (all expenditure related to purchase order, leases, contracts and corporate credit cards in accordance with UCFB financial regulations)