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Introduction

1. The Institute for Apprenticeships and Technical Education (‘the Institute’) came into being on 1 April 2017 ¹ under the provisions of the Apprenticeships, Skills, Children and Learning Act 2009 (“the 2009 Act”), as amended by the Enterprise Act 2016 and the Technical and Further Education Act 2017. The Institute is a Crown non-departmental public body.

2. The Institute’s main aim is to improve access to high quality apprenticeships and technical education in order to transform the skills landscape.

3. The Institute has several core functions set through legislation:
   
a. developing and maintaining quality criteria for the approval of apprenticeship standards and assessment plans.²

b. supporting the development of standards and assessment plans by employer groups and reviewing and approving them.³

c. publishing approved standards and assessment plans.⁴

d. ensuring that all end point assessments are quality assured.⁵

e. quality assuring the delivery of apprentice end-point assessments where arrangements have not been approved or made for other persons to do it.⁶

f. responsible for developing and maintaining the content and quality of T Level qualifications based on occupational standards.⁷

g. responsible for approving technical education qualifications that form part of T Levels, as well as determining the additional steps towards occupational competence that make up a T Level.⁸

h. responsible for operating the procurement process and awarding and managing the contracts which will involve Awarding Organisations (AOs) delivering the technical education qualification within T Levels.

¹ When launched on 1st April 2017, the Institute’s remit was limited to apprenticeships. In January 2019 this was extended to include technical education by the provisions of the Technical and Further Education Act 2017, affecting a name change from the “Institute for Apprenticeships” to the “Institute for Apprenticeships and Technical Education”

² 2009 Act, s A2A (4)
³ 2009 Act, s A2A
⁴ 2009 Act, s A2
⁵ 2009 Act, ss A2B A2C
⁶ 2009 Act, ss A2B (3)
⁷ 2009 Act, s A2DA
⁸ 2009 Act, s A2DA & s A2DB
4. In addition, the Institute will provide advice to the Secretary of State in relation to the maximum amount of Government funding that can be drawn down by employers for individual apprenticeship standards.\(^9\)

5. The Institute’s powers and duties stem from the Apprenticeships, Skills, Children and Learning Act 2009 ("the 2009 Act"), as amended by the Enterprise Act 2016 and by the Technical and Further Education Act 2017.

6. In delivering its functions the Institute must have regard to the:

   a. reasonable requirements of industry, commerce, finance, the professions and other employers about education and training within its remit.
   
   b. reasonable requirements of persons taking or wishing to complete an apprenticeship.
   
   c. need to ensure that education and training within apprenticeships is of an appropriate quality and represents good value for public funds.\(^10\)

7. It must also have regard to any strategic guidance that the Secretary of State publishes.\(^11\)

**Corporate governance**

8. The Board as a whole has a responsibility to ensure that the Institute complies with its statutory responsibilities as set out in the 2009 Act, all other relevant legislation and government accounting rules in relation to its use of public funds. The Chief Executive, in their capacity as Accounting Officer, is entrusted with public funds and therefore has a particular duty to observe the highest standards of corporate governance, which the Board need to be satisfied is in place. This includes ensuring and demonstrating integrity and objectivity in the transaction of its business and, wherever possible, following a policy of openness and transparency in its decision-making.

**Collective responsibility of the Board**

9. The Board will act on a collective basis. It has collective responsibility for:

   a. establishing the strategic direction of the Institute in line with the strategic guidance issued by the Department for Education and ensuring it discharges its statutory duties as set out in the 2009 Act and within the available resources framework.
   
   b. determining the steps necessary to deal with any developments which are likely to affect the Institute’s ability to discharge its statutory functions and keeping the Minister of State for Apprenticeships and Skills informed if any such developments arise.
   
   c. ensuring that any statutory or administrative requirements for the use of public funds are complied with.
   
   d. ensuring that the Institute operates within the limits of its statutory authority and any delegated authority agreed with DfE, and in accordance with any other conditions.

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\(^9\) 2009 Act, s ZA3  
\(^10\) 2009 Act, s ZA2 (1)  
\(^11\) 2009 Act, s ZA2 (2)
relating to the use of public funds and that, in reaching decisions, the Board acts in accordance with Managing Public Money and any subsequent guidance issued by central Government.

e. ensuring that it receives regular financial information concerning the management of the Institute; is informed in a timely manner regarding any concerns about the activities of the Institute; and provides positive assurance to DfE that appropriate action has been taken on such concerns.

f. demonstrating high standards of corporate governance at all times, including by using the Audit and Risk Assurance Committee to help it address key financial and other risks.

10. As the body charged with governing the Institute’s strategic direction, the Board will abide by the following principles:

a. the Board will operate on the principles of collective responsibility, support and respect.

b. members will be provided with all information necessary to ensure vigorous debate and effective decision-making. Members may request any additional information they deem necessary to ensure that the decision making process is sufficiently well informed and robust.

c. Board members should speak with one voice in public on Institute matters. Board members should not make press or public statements in respect to the Institute’s affairs without the permission of the Chair (or in the absence of the Chair, the Chief Executive). Briefing and assistance for Board members making public statements will be provided.

d. decisions of the Board will normally be reached by consensus and only in exceptional circumstances should a formal vote be necessary. All decisions of the Board will be recorded. Minority views will not normally be made public although, if a vote is necessary, the outcome of that vote will be recorded in the Board minutes.

e. if a Board member resigns as a result of a disagreement with a Board decision, they may state the basis for the disagreement but may not publicly disclose the views of other Board members.

**Code of Conduct**

11. Board members will comply with the Code of Conduct for Members of the Board as set out at Annex B1.

**The Board**

12. The 2009 Act provides that the Board consists of:

a. the Chair.

b. the Chief Executive.
c. between 4 and 10 other members appointed by the Secretary of State.\textsuperscript{12}

13. The Board members, with the exception of the Chief Executive, are known as non-executive members.

14. Non-executive members:
   a. will hold and vacate office in accordance with the terms of their appointment.
   b. may resign from office at any time giving written notice to the Secretary of State.
   c. must not be appointed for a term of more than five years.
   d. can be re-appointed for further terms.\textsuperscript{13}

15. The Secretary of State may remove a non-executive from office on either of the following grounds:
   a. inability or unfitness to carry out the duties of office.
   b. absence from the Institute’s meetings for a continuous period of more than six months without the Institute’s permission.\textsuperscript{14}

16. There is an expectation that Board members will serve on at least one Committee.

17. Quorum for the board will be four members.

**The Chair**

18. The Chair and Board are accountable to Parliament and the Minister of State for Apprenticeships and Skills for ensuring that the Institute fulfils its statutory purpose as set out in the 2009 Act. Communications between the Institute’s Board and the Minister should normally be through the Chair. The Chair is responsible for ensuring that the Institute’s affairs are conducted with probity. Where appropriate, these policies and actions should be clearly communicated and disseminated throughout the Institute.

19. In addition, the Chair has the following leadership responsibilities:
   a. formulating the Board’s strategy.
   b. ensuring that the Board, in reaching decisions, takes proper account of guidance provided by the Minister or the department.
   c. promoting the efficient and effective use of staff and other resources.
   d. delivering high standards of regularity and propriety.
   e. representing the views of the Institute to external stakeholders and the general public.

\textsuperscript{12} 2009 Act, paragraph 2 of Schedule A1
\textsuperscript{13} 2009 Act, paragraph 3 of Schedule A1
\textsuperscript{14} 2009 Act, paragraph 3 (5) of Schedule A1
20. The Chair also has an obligation to ensure that:

a. the Board and its members are reviewed and are working effectively.

b. the Board has a balance of skills appropriate for directing the Institute’s business, as set out in the Government Code of Good Practice on Corporate Governance.

c. Board members are fully briefed on terms of appointment, duties, rights and responsibilities.

d. the Chair, together with other Board members, receives appropriate training on financial management and reporting requirements and on any differences that may exist between private and public practice.

e. the Minister is advised of the Institute’s needs when Board vacancies arise.

f. the performance of individual Board members is assessed if they are being considered for re-appointment.

g. the Board acts in accordance with the Government Code of Good Practice for Corporate Governance.

h. there is a code of practice for Board members (contained in this document) in place consistent with the Cabinet Office Code of Conduct for Board Members of Public Bodies.

21. The Board may appoint one of the non-executive members as Deputy to the Chair. This enables the Board to continue to operate in the absence of the Chair and is covered in the standing delegations.

The Chief Executive

22. The Chief Executive as Accounting Officer is personally responsible for:

a. safeguarding the public funds for which he or she has charge.

b. ensuring propriety, regularity, value for money and feasibility in the handling of those public funds.

c. for the day to day operations and management of the Institute.

d. ensuring the Institute as a whole is run on the basis of the standards, in terms of governance, decision-making and financial management that are set out in Box 3.1 of Managing Public Money.

The Chief Operating Officer

23. The Chief Operating Officer is directly accountable to the Chief Executive for the outputs of the Institute’s operational teams. The Chief Operating Officer is responsible for developing the capacity of the Institute’s operational teams, ensuring their efficient operation and managing their performance. When required, the Chief Operating Officer deputises for the
Chief Executive.

24. The Chief Operating Officer is entitled to direct access to the Board and Committees and may at his or her discretion give relevant advice during or outside of meetings.

The Chief Financial Officer

25. The Chief Financial Officer fulfils the role of Finance Director as envisaged by Managing Public Money and gives advice to the Board and Committees on finance and related matters.

26. The Chief Financial Officer is entitled to direct access to the Board and Committees and may at his or her discretion give relevant advice during or outside of meetings.

27. Although not a member of the Board, the Chief Financial Officer shall attend Board meetings in order to support the Board's decision-making on such matters that require financial expertise.

Deputy Directors

28. The Deputy Directors have responsibility for distinct operational areas. These are Approvals; Assessment and Quality Assurance; Standards Development; Funding operations and policy; Technical Education (Implementation and Delivery); Technical Education (Commercial); and Digital and Data Science.

29. They will routinely attend Board meetings to present papers and updates to the Board as required.

Head of Legal

30. The Head of Legal is the Institute’s senior legal adviser and gives legal advice to the Board and Committees.

31. The Head of Legal is entitled to direct access to the Board and Committees and may at his or her discretion give legal advice during or outside meetings.

Chief of Staff

32. The Chief of Staff serves the Board but is not a member of it. They are responsible for convening meetings, recording those meetings and advising on procedure. The legitimacy of the Board’s business depends on the proper conduct of its meetings, including the preparation of papers and minutes.

33. The Chief of Staff will be entitled to offer advice during a meeting when questions of procedure are under discussion and shall intervene where they judge that the Board or the Chair may be at risk of breaching its own procedures for the conduct of business.

34. The Chief of Staff will:
   a. ensure the smooth running of the activities of the Board and its Committees.
   b. facilitate good information flows between the Board and members of staff.
c. provide impartial information and guidance on Board procedures and corporate governance.

d. facilitate the induction and professional development of Board members.

e. facilitate any urgent and/or electronic business procedures

35. The Chair, Board members and members of any Committee or Sub-Committee will have access to the Chief of Staff for advice and assistance.

36. The Chief of Staff will maintain a Register of Interests and a Register of Gifts and Hospitality for Members of the Board.

37. The Registers must be publicly available.

38. Planning and management of the Board’s business are matters for the Chair, working closely with the Chief Executive and the Chief of Staff. Proper advance planning of the Board’s business is essential to good governance. Such planning enables:

a. key decisions to be made at the right time.

b. the Executive to know when papers are required and ad hoc demands on staff minimised.

c. the scheduling of Board and Committee meetings to be coordinated.

 d. Board members to reserve dates for meetings well in advance.

 e. the weight of business presented to any one meeting to be managed.

f. key deadlines to be met.
Figure 1 – The Institute’s governance structure

The Institute for Apprenticeships and Technical Education Board

Approval and Funding Committee  Audit and Risk Assurance Committee  Quality Assurance Committee  Remuneration Committee

Apprentice Panel  Stakeholder Reference Panel  Quality Alliance

Apprenticeship and T Level Route Panels

Agriculture, Environmental & Animal Care  Business & Administrative  Catering & Hospitality  Education & Childcare  Construction  Creative & Design  Digital

Engineering & Manufacturing  Hair & Beauty  Health & Science  Legal, Finance & Accounting  Protective Services  Sales, Marketing & Procurement  Social Care  Transport & Logistics

Peer reviewers

** denotes those route panels that apply to T Levels

Trailblazer groups – developing standards and assessment plans

T Level Panels – developing T Level content
Executive attendance at meetings

39. The members of the Board will meet for a short session at the start of each meeting without officials present.

40. Members of the Executive, the Head of Legal, the Chief Financial Officer, the Chief Operating Officer and the Chief of Staff will normally attend meetings of the Board. Deputy Directors, and other executives, may attend meetings of the Board where requested, for example to support the consideration of specific items of business. On occasion non-executive board members may be asked to withdraw from the meeting for specific items of business.

Committees and Sub-Committees

41. The Board may establish Committees and any Committee established by the Board may establish Sub-Committees. Committees and Sub-Committees may be established permanently or on a time-limited basis, for example to undertake a specific review. Only the Board may wind up a Committee or alter its purpose. The Committee that established a Sub-Committee may wind it up or alter its purpose.

42. Any Committee or Sub-Committee established will report back frequently on its work to the Board or Committee.

\[15 \quad 2009 \text{ Act, paragraph 7 of Schedule A1}\]
43. Membership of Committees and Sub-Committees must include at least two members of the Board or the Institute’s staff. The membership of a Committee of the Board may include persons who are not Board members. The membership of a Sub-Committee may include persons who are not members of the Committee or of the Board.

44. Appointments to Committees and Sub-Committees will be for a period of up to three years, at the discretion of the Chair. Appointments are renewable where appropriate.

45. The Board may make arrangements with the Secretary of State’s approval for the payment of such remuneration and allowances as it thinks fit to any person who is a member of a Committee or Sub-Committee but is not a Board Member or a member of staff of the Institute.

46. Membership of Committees and Sub-Committees, including the identification of a Chair of such Committees and Sub-Committees, will be proposed by the Chair of the Committee or Sub-Committee and agreed by the Board.

47. Terms of reference for Committees and Sub-Committees will be agreed by the Board. The Committee with responsibility for Audit and Risk Assurance should include at least one member with substantial financial/ accounting/ auditing experience, and one with project/ programme delivery experience.

48. Subject to the exception set out in Schedule A1 to the 2009 Act\textsuperscript{16}, the Board may delegate its functions to the Chair, another Board Member, a Committee or Sub-Committee.

49. If the Chair is not a member of a Committee or Sub-Committee, they have the right of attendance at any meeting of that Committee or Sub-Committee in an observatory capacity. The Chair will not be entitled to vote on any matter before that Committee or Sub-Committee unless they are a member.

50. Chairs of Committees and Sub-Committees may meet as a group to discuss matters of mutual interest. If such a meeting is required a request should be made to the Chief of Staff who will make arrangements. The Chair and Deputy will be invited to any such meeting.

51. The Board has established a number of permanent Committees which are detailed at Annex D.

52. The Board must at least once in any five-year period review its committee structure and the scope of each Committee’s activities.

**Role of Board members in supporting the Board’s work programme**

53. Effective corporate governance requires that Board members abide by certain principles when making their own contributions to Board business, including:

a. working co-operatively with fellow Board members in the Institute’s best interests.

b. reaching a view on issues based upon proper and impartial consideration of the facts presented and not on the basis of predetermined or partisan views.

c. supporting corporate decisions whatever one’s personal view on the matter under

\textsuperscript{16} 2009 Act, paragraph 9 (2) of Schedule A1
d. respecting any decision of the Board that an item of business should remain confidential unless there is a legal requirement to waive confidentiality.

e. declaring any potential conflict of interest arising from discussions of business or from other aspects of membership and, where appropriate, recusing themselves from discussions of business.

54. All Board members will contribute to the effectiveness with which the Board carries out its business by:

   a. playing a full and active role in Board meetings.
   b. regular attendance at formal and informal meetings of the Board.
   c. being adequately prepared for meetings.
   d. respecting the Chair’s authority in respect of the management of meetings.

55. The Board must work within the delegated framework and the agreed rules which it has set. Some basic procedural rules are set out at Annex B of this framework. These cover such matters as rules of procedure for meetings of the Board and any Committees or Sub-Committees including convening of meetings, quorum, voting, declarations of interest and the publication of minutes. It is the responsibility of the Chair of each forum, guided by the Chief of Staff, to ensure that these procedural rules are adhered to.

Delegations

56. Schedule A1 to the 2009 Act (as inserted by the Enterprise Act) enables the Board to delegate its functions to others with some limits.

57. The Board may delegate some of its functions to a member of the Board, a member of the Institute, a Committee or any other person. Any such delegation will be recorded as a formal resolution of the Board. Regardless of any delegation the Board remains ultimately accountable for and must take corporate responsibility for action taken.

58. A Board paper may ask for the final decision, or an aspect of a decision, to be delegated to the Chief Executive, either alone or jointly with the Chair. Such delegations may be subject to the completion of some final pieces of work. When the decision required is strategic, long term or complex in nature it will usually be delegated to the Chief Executive in consultation with the Chair. Decisions of an operational nature will usually be taken by the Chief Executive alone.

59. The Board will have the opportunity to review and adjust these delegation requests when it considers the paper requesting the delegation. Any person to whom it is proposed to make a delegation should be consulted before the Board paper is finalised.

60. When the Chief Executive is absent from the office for a period of time they will delegate their functions to the Chief Operating Officer (COO). This delegation will be recorded. In the absence of both the Chief Executive and the Chief Operating Officer, any action delegated to a member of the executive may be carried out by the person acting in that role.
61. In the absence of the Chair any delegations made to them may be taken by the Deputy.

62. The Board delegates to the Chief Executive, in consultation with the Chair, or in the absence of the Chair the Deputy, as appropriate, the discharge of all statutory functions other than:

a. any matter reserved to the Board.

b. any matter delegated to a Committee of the Board.

63. Detail of the delegation of functions is given in the Scheme of Delegation at Annex E.

64. The Chief Executive, in consultation with the Chair, or in the absence of the Chair the Deputy, may delegate the discharge of some of the functions of the Institute to one or more members of staff. The Chief Executive will keep a list of such delegations.

65. The Board may make delegations or vary, revoke or add to existing delegations. Any delegation made by the Board may be limited or made subject to any conditions, for example, the Board may delegate a function only for a limited period of time or for a particular matter.

66. The Board may discharge a function itself even though it has delegated the discharge of that function.

67. The Board delegates to each Committee the discharge of those functions that fall within their respective terms of reference other than any matter reserved to the Board. The Board may instruct staff, or any Committee, as to how to exercise a delegated authority.

68. Unless the Board imposes a condition to the contrary, a Committee may delegate the discharge of a function to a Sub-Committee subject to any conditions imposed by that Committee.

69. The Board authorises the Chief Executive to sign contracts or other documents on behalf of the Institute and to delegate this authority to one or more members of Institute staff.

**Removal of the Chair and members of the Board**

70. The Chair and members of the Board may only be removed from office by the Secretary of State on either of the following grounds:

a. inability or unfitness to carry out the duties of office.

b. absence from the Institute’s meetings for a continuous period of more than six months without the Institute’s permission.\(^{17}\)

71. The Board does not therefore have the statutory power to remove the Chair from office. In the event that either of the grounds for removal are met, the Board may however make a submission to the Secretary of State asking him/her to remove the Chair. The Board does have the power to remove the Chief Executive.

\(^{17}\) 2009 Act, paragraph 3 of Schedule A1
Reviewing the Board’s performance

72. The Board will review its own performance and that of its Committees regularly. A summary of the findings will be included in the Institute’s Annual Report and Accounts.

73. The Chair will review the performance of all Board members regularly. The Chair’s performance will be reviewed annually by an appropriate process.

Review of the Governance Framework

74. This Governance Framework will be reviewed as and when required by the Board, and at least once in every two year period.
Annex A – Terms of Reference for the Institute’s Board

1. The Board of the Institute is established by the 2009 Act.

Membership

2. The Act states that the Board consists of:
   a. the Chair.
   b. the Chief Executive.
   c. between 4 and 10 other members appointed by the Secretary of State.18

3. The Board members, with the exception of the Chief Executive, are known as non-executive members.

4. Non-executive members:
   a. will hold and vacate office in accordance with the terms of their appointment.
   b. may resign from office at any time giving written notice to the Secretary of State.
   c. must not be appointed for a term of more than five years.
   d. can be re-appointed for further terms.19

5. Alternates are not permitted.

Role

6. The Board will act on a collective basis. It has collective responsibility for:
   a. establishing the strategic direction of the Institute in line with the strategic guidance issued to the Institute20 and ensuring it discharges its statutory duties as set out in the Act and within the resources framework available.
   b. determining the steps necessary to deal with any developments which are likely to affect the Institute’s ability to discharge its statutory functions and keeping the Minister of State for Apprenticeships and Skills informed if any such developments arise.
   c. ensuring that any statutory or administrative requirements for the use of public funds are complied with.
   d. ensuring that the Institute operates within the limits of its statutory authority and any delegated authority agreed with DfE, and in accordance with any other conditions relating to the use of public funds and that, in reaching decisions, the Board acts in accordance with Managing Public Money and any subsequent guidance issued by central Government.

18 2009 Act, paragraph 2 of Schedule A1
19 2009 Act, paragraph 3 of Schedule A1
20 2009 Act, s ZA2 (2)
e. ensuring that it receives regular financial information concerning the management of the Institute; is informed in a timely manner about any concerns about the activities of the Institute; and provides positive assurance to DfE that appropriate action has been taken on such concerns.

f. demonstrating high standards of corporate governance at all times, including by using the independent audit committee to help it address key financial and other risks.

Duties

7. The main duties of the Board are set out in the matters reserved for the Board (see Annex C).

8. The Board will constructively hold the executive to account in the delivery of the Institute’s functions.

9. The Board will set the tone of the organisation, leading by example.

Access

10. Meetings of the Board will normally be attended by the Chief Financial Officer, the Chief Operating Officer, the Head of Legal and the Chief of Staff. Any other members of staff may be asked to attend meetings to assist the Board with its discussions on any particular matter.

11. The non-executive members of the Board will meet without any members of the executive team for a short session at the start of each meeting. This gives the opportunity for non-executive members to raise with the chair any matters of concern.

12. The Board may ask any or all of those who normally attend but who are not members of the Board to withdraw to facilitate open and frank discussion of particular matters.

13. A nominated Board member shall act as an access point for members of the Executive under the whistleblowing policy.

Meetings

14. The Board shall normally meet six times a year. The Chair of the Board may call additional meetings as he deems necessary.

15. A quorum shall be considered to be four members of the Board.

Reporting

16. Minutes will be taken of each meeting of the Board and will be ratified as an accurate reflection of the meeting at the subsequent Board meeting.

17. All minutes will be public unless there is valid non-disclosure reason under the Freedom of Information Act 2000.

18. The Board will receive formal reports from each of the Committees in line with their individual terms of reference.
19. The Board will account for the activities of the Institute to Parliament in line with the Framework agreement.

Review

20. These terms of reference will be reviewed on a regular basis, and will be made publically available on the Institute’s website at the following address:
https://www.instituteforapprenticeships.org/about/governance/
Annex B - Rules of procedure for meetings of the Board

Introduction

1. The Institute for Apprenticeships and Technical Education was established under the provisions of the Enterprise Act 2016, as inserted into the Apprenticeships, Skills, Children and Learning Act 2009 (“the 2009 Act”). The Institute is a Crown non-departmental public body.

Frequency of meetings

2. The Board shall meet at least six times in each financial year. The period between consecutive meetings of the Board shall be no greater than three months.

3. An emergency meeting of the Board may be called by the Chair or the Chief Executive where in their opinion an urgent matter has arisen, or following receipt of a written request to the Chief of Staff, signed by at least two Board members, setting out the reason why a special meeting is required.

4. The Board may also hold development and strategy events. The purpose of such events will be to provide an opportunity to reflect more thoroughly on strategy and key issues and also to develop its working practices.

Location of Board meetings

5. Board meetings will usually be held in London or Coventry but may on occasion be held elsewhere. In exceptional cases Board members may participate in a meeting by video conference, telephone or any communication technique that allows all persons participating in the meeting to hear each other and to participate effectively.

Notice of meetings

6. Board meetings will normally be scheduled well in advance and, in any event, with a minimum of five clear working days’ notice. A Board meeting may exceptionally be called at less than five clear working days’ notice. Notice of a Board meeting will be given to Board members in writing (including by email). Failure to receive notice of a Board meeting will not invalidate that Board meeting or any business transacted at it.

7. By the end of each calendar year, the Chief of Staff will propose, for the Board’s approval, a schedule of meetings of the Board and any Committees currently established for the financial year commencing the following April.

Agenda and papers

8. The agenda and papers for Board meetings will normally be circulated at least five clear working days in advance of the meeting.

9. The papers for each meeting shall comprise:

   a. an agenda drawn up by the Chief of Staff in consultation with the Chair and Chief Executive which shall indicate the matters to be discussed at the meeting.
b. a copy of the draft minutes of the last Board meeting.

c. reports covering the statutory functions of the Institute, including the exercise of delegated authorities.

d. such other supporting documents and information relevant to the matters to be discussed as the Chief Executive may think appropriate

10. Non-receipt of papers by individual Board members does not invalidate a Board meeting or any business transacted at that meeting.

11. Where a meeting of the Board is called at short notice the Chief of Staff shall distribute notice of the meeting and the papers relating to the business to be transacted at the earliest practical opportunity. Papers may be distributed by email.

12. With the permission of the Chair, papers may exceptionally be tabled at a Board meeting or circulated after the agenda.

Attendance at meetings

13. Members of the Executive, the Head of Legal, the Chief Financial Officer, the Chief Operating Officer and the Chief of Staff will normally attend meetings of the Board. Deputy Directors, and other executives, may attend meetings of the Board where requested, for example to support the consideration of specific items of business. On occasion non-executive board members may be asked to withdraw from the meeting for specific items of business.

Other attendees at meetings

14. The Board may invite other individuals to attend meetings of the Board; for example, the Board may wish to hear a particular stakeholder’s point of view on a matter. The invitation may be for the entire meeting or for specific items, and the invitee is not obliged to attend. Any individual attending a Board meeting in this capacity will not be entitled to vote and may be asked to withdraw from the meeting at any point.

Quorum

15. Any decision made by a properly constituted Board satisfying the requirements of these procedure rules shall be deemed to be a decision made by the Board.

16. In order to ensure that there has been proper input to, and scrutiny of, decisions it is necessary to have a quorum for meetings of the Board. The quorum for meetings of the Board shall be four Board members appointed at that time.

17. If a Board member cannot participate in a discussion and/or vote on any matter as a result of a declaration of interest (see the Code of Conduct for Members of the Board) they will not count in the quorum for that item.

18. If a quorum is not available for the discussion of any matter(s) this will be recorded in the minutes and the decision made will be ratified at the next quorate meeting of the Board.

19. If a Board meeting becomes inquorate during the course of the meeting any decisions made will be ratified at the next quorate meeting of the Board. If those members present at
an inquorate meeting determine that a decision that falls to be taken by that meeting is of such significance that the decision should be taken by a quorum that decision may be taken under the deferred decision provision at paragraphs 32 to 34 below.

20. All or any of the Board members may, in exceptional cases, participate in a Board meeting by video conference, telephone or any communication technique that allows all persons participating in the meeting to hear each other. Board members participating in this manner will be deemed to be present at the meeting, entitled to make decisions, vote, and be counted in the quorum.

21. Written comments on agenda items submitted by a Board member who is absent may be circulated to those Board members that are present and read out at an appropriate point in the meeting. This provision does not apply to members who are not permitted to participate in a matter as a result of the declaration of a conflict of interest.

Chair

22. If present, the Chair will preside over all Board meetings.

23. In the absence of the Chair, whether temporarily on the grounds of a declared conflict of interest or otherwise, the Deputy will chair the meeting.

24. In the event that both the Chair and Deputy are absent and the Chair has not nominated a Board Member to chair the meeting, a Board Member, chosen from amongst those present, will chair the meeting. In the event that this is necessary the Chief of Staff will seek a nomination for Chair from amongst those present that members must agree on.

25. It is the responsibility of the Chair or member presiding at the meeting to:
   a. decide the order in which Board members will speak, ensuring that adequate views are sought in order to make informed decisions.
   b. determine all matters of order, competence and relevance.
   c. decide which matters are or are not out of order in terms of the meeting.
   d. determine whether a vote is required.
   e. maintain order in the meeting.
   f. adjourn the meeting, if necessary, for whatever period of time they believe is appropriate.

Conflict of interest

26. All Board members must comply with the procedure for conflicts of interest set out in the Code of Conduct for members of the Board at Annex B1.

Order of business

27. The normal order of business at every meeting of the Board shall be:
   a. where the Chair and Deputy are both not present and the Chair has not nominated a
Board member to chair the meeting, to select a member to chair the meeting.

b. to conduct non-executive discussion to enable any concerns to be raised.

c. to receive any apologies for absence.

d. to consider any declarations of interest.

e. to receive, modify (if necessary) and approve as a true and accurate record the minutes of the previous Board meeting; once approved the minutes will be signed by the Chair.

f. to deal with any matters arising from the minutes of the previous Board meeting in the order in which they appear.

g. to receive a report on any urgent decisions taken between meetings.

h. to consider such business as is set out on the agenda for the meeting.

i. to receive reports and recommendations from any Committee, Sub-Committee, of the Board.

j. to consider if the Board minutes may be published.

k. to consider, at the discretion of the Chair, any items of other business.

l. to consider any matters presented to the Board for information only.

28. The order of business may be varied by resolution of the Board at the Chair’s discretion.

Voting

29. Decisions of the Board will normally be made by consensus rather than by formal vote. Failing consensus, decisions will be made by a vote when:

   a. the Chair (or in the Chair’s absence the Deputy or member acting in that capacity) feels that there is a body of opinion amongst Board members at the meeting that disagrees with a proposal or has expressed reservations about it and no clear consensus has emerged.

   b. a Board member who is present requests that a vote be taken and this is supported by at least one other Board member.

   c. the Chair feels that a vote is appropriate.

30. If a vote is taken, the number voting for, against and any abstentions shall be recorded in the minutes. The Chair will cast their vote at the same time as the Board. Voting shall normally take place by a show of hands or such other means of assent or dissent as the Chair deems appropriate.

31. In the event of an equality of votes, the Chair shall have a second and casting vote. The decision will be carried by a simple majority. The Chair’s ruling as to the outcome of such a vote shall be final.
**Deferral of decision**

32. Any Board member may propose to defer a decision on an agenda item in order that the Board can be provided with additional information to support the taking of that decision, or for any other reason. If this is agreed, the decision to defer the taking of the decision, together with the reason for doing so, will be recorded in the minutes of the meeting together with a proposed timescale for returning the matter to the Board for consideration.

33. A deferred decision may be taken through postal or email correspondence outside of the Board meeting, where this is agreed in the meeting.

34. All deferred decisions taken between Board meetings will be reported on and reflected in the minutes of the Board meeting subsequent to the decision being taken.

**Urgency**

35. During the course of the Institute’s business, matters may arise between scheduled Board meetings that require urgent Board approval or discussion and cannot be postponed until the next convened Board meeting. Where decisions that would ordinarily be taken at Board meetings have to be made on an urgent basis they may be taken by the Chair, in consultation with the Chief Executive. A decision taken under this provision will be reported at the next Board meeting together with an explanation of the reasons for urgency. The decision will be recorded in the minutes of the Board meeting to which it is reported.

36. If the Chair and the Chief Executive, consider the urgent decision to be of a significant nature they will request the Chief of Staff to arrange for the matter to be decided or discussed via electronic business or at an emergency Board meeting. The Chief of Staff will be instructed to convene such a meeting.

37. In the case of a decision made by electronic business, in order for a recommendation to be approved:
   a. response must be received from at least four Board members appointed at that time.
   b. a majority of the responses received must be in favour of the recommendation.

38. The procedure for taking decisions by electronic business is at Annex B3 of this document.

39. If the Chair is unavailable, then the views of the Deputy will be sought on the matter. Similarly, if the Chief Executive is unavailable then the views of the member of the Executive nominated as acting Chief Executive, normally the Chief Operating Officer, will be sought in their absence.

**Governance and records**

40. Any point of order alleging a breach of these procedure rules shall be heard immediately. The Chair’s ruling on the point of order shall be final.

41. The Chief of Staff or their representative will be present at meetings of the Board and any meetings of a Committee or Sub-Committee of the Board to advise and record any decisions made. If the Chief of Staff or their representative is not present, no decision will be deemed to have been taken. The Chief Executive or the Chair will agree any
representative of the Chief of Staff.

42. The Chief of Staff shall be responsible for ensuring that the minutes of the meeting, including a record of any resolution passed by the Board and any Committee or Sub-Committee, are retained. The Chair (or in the Chair’s absence the Deputy or Board member acting in this capacity) will be asked to agree the minutes before they are presented to the Board for approval at the next Board meeting; once approved the minutes will be signed by the Chair.

43. Once approved by the Board the minutes will be published on the Institute’s website. At the end of each meeting the Board will be asked to confirm that the minutes may be published; any material considered to be confidential will be redacted before publication.

Reserved matters

44. These matters are set out in Annex C and are reserved to the Board for decision. This does not preclude other matters being referred to the Board for decision.

45. Where it is a matter of judgement as to whether a matter is reserved to the Board or not the Chair in consultation with the Chief Executive (or in the absence of the Chair the Deputy) will determine whether the matter is reserved to the Board and should be referred to the Board.

Code of Conduct

46. Board members will comply with the Code of Conduct set out at Annex B1 at all times.

Application of Board procedure rules to Committees and Sub-Committees

47. These rules, where they can be appropriately applied, apply to all meetings of the Board, its Committees and Sub-Committees. These rules of procedure will not apply where the specific rules of procedure for the Committee or Sub-Committee already make provision for the activity to be undertaken and/or procedure to be followed at meetings of that Committee or Sub-Committee.
Annex B1 - Code of Conduct for Members of the Board

Introduction

1. Board members must observe the Code of Conduct for Board Members of Public Bodies at all times and in particular whenever they conduct Board business or act as a representative of it.

2. Board members must also abide by all Institute policies, with particular regard to the following policies:
   a. Conflict of Interest.
   b. Whistleblowing.
   c. Gifts and Hospitality

3. The Board may add to this Code of Practice.
Annex B2 - Rules for dealing with Conflicts of Interest

1. All Board members must declare any personal or business interests which may conflict with their responsibilities as members of the Board.

Register of interests

2. The Chief of Staff shall maintain a Register of Board members’ disclosable interests which shall be a public document and shall be reviewed from time to time to ensure that it remains accurate and up to date. The Register will be published on the Institute’s website. The purpose of the Register is to ensure transparency in relation to any interests of Board members, or of their spouses, partners and dependent children, that have the potential, or might be perceived as having the potential, to give rise to a conflict of interest.

3. For each Board member the Register must contain details of any of the following held or carried by that Board member, their partner, or immediate family:
   a. employment details for the Board member including directorships and membership of directing bodies.
   b. details of any contracts to which the Board member is party and which will result in remuneration or receipt of grant.
   c. names of any organisations in which the Board member has a significant shareholding or other financial interest.
   d. details of any membership by the Board member of a professional body, subject association, trade union or political party.
   e. details of any membership or involvement by the member with any Trailblazer Group/s.
   f. details of any involvement in developing T Level outline content or membership of a T Level panel.
   g. details of any links to apprenticeship providers, training providers or assessment providers, whether through the organisation directly, their sub-contractors or any direct relationship with members of that organisation.
   h. details of any links to awarding body organisations.
   i. any other interests that the Board member believes should be brought to the attention of the Institute.

4. It is the duty of each Board member to declare to the Chief of Staff any matter that is required to be included on the Register. If a Board member is in doubt as to whether a particular matter should be declared, they should declare it.

5. A Board member shall make a declaration of interests for the purposes of the Register immediately on taking up appointment as a Board member, and shall subsequently declare any new matter that is required to be included on the Register as soon as possible after it arises.
6. Board members may be required at any time to confirm to the Chief of Staff that their current entries on the Register are accurate and up to date and the Chief of Staff will ask them to do so at least once in every year. Each Board member must sign a form to confirm the accuracy of their entry on the Register if requested to do so by the Chief of Staff.

Declaration of conflicts of interest at meetings of the Board

7. Before any item is discussed at a Board Meeting each Board member must disclose any conflict of interest that they believe may arise in relation to that item. If a Board member is in any doubt as to whether a particular matter constitutes a conflict of interest that should be disclosed, they should disclose it.

8. The Chair (or, in the absence of the Chair, the Deputy or other member acting in that capacity for the meeting in question) will decide if a matter disclosed by a Board member amounts to a significant conflict of interest that would prevent that Board member from participating in the discussion of the item under discussion. They may take advice from the Chief of Staff and/or Head of Legal in deciding this.

9. Where the Chair (or, in the absence of the Chair, the Deputy or other member acting in that capacity for the meeting in question) decides that any Board member does have a conflict of interest and that interest is of such significance that the member should not participate in the item under discussion, that member should withdraw from the meeting.
Annex B3 – Procedures for electronic business

1. The Chief of Staff will manage the process for electronic business set out below:

   a. Papers will be produced for all items of electronic business clearly setting out the recommendations to the Board and options considered together with any supporting analysis necessary.

   b. The Chief of Staff will agree with the report author and the Chair a timeline for a decision to be taken. This will include sufficient time for the Board to read the report, seek clarification on the issues raised and to confirm the Board’s decision on the recommendations in the report.

   c. The Chief of Staff will circulate the report to the Board electronically. Questions or points of clarification should be directed to the Chief of Staff who will arrange for a response to be drafted and circulated to all Board members in line with the agreed timeline.

   d. Board members should confirm their decision on the recommendations in the report by the deadline indicated in the timeline. Once this deadline has passed the Chief of Staff will confirm to the Board and report author the decision of the Board.

   e. In order for a recommendation to be approved:

      • a response must be received from at least four Board members.

      • a majority of the responses received must be in favour of the recommendation.
Annex C – Matters reserved to the Board

1. Matters of strategic importance are reserved to the Board for decision. Examples of this include:

- Approval of the Institute’s strategy and forward programme of work.
- Approval of major items of Institute policy and associated criteria that raise new issues of principle.
- Approval of the Institute’s communications strategy.
- Matters of strategic importance requiring public consultation and decisions arising from that consultation.
- Approval of the annual report and accounts, including readiness to lay before Parliament.
- Approval of major changes to the Institute’s structure.
- Determining the reward strategy for the Institute, including those performing services to the Institute.
- Review of performance against the Institute’s strategy, objectives, business plan and budget to ensure any corrective action is taken.
- Appointment to or removal from Committees, including identification of the Chair and the payment of such remuneration and allowances to any person who is a member of a Committee or Sub-Committee but who is not a Board member or a member of Institute staff.
- Undertaking regular reviews of the performance and effectiveness of the Board and Committees.
- Review and approval of the Governance Framework, other than technical changes which may be signed off by the Chair.

Finance Reporting and controls

2. Review performance against the Institute’s strategy, objectives and budget and ensure any corrective action is taken.

3. Anything that is by law reserved to the Board.

4. The Board should be sighted on the minutes from the Audit and Risk Assurance Committee.
Annex D – Permanently established Committees and other advisory groups

Introduction

1. The Board has established four committees:
   - Approval and Funding Committee.
   - Quality Assurance Committee.
   - Audit & Risk Assurance Committee.
   - Remuneration Committee.

2. The Board will also engage with other key industry participants through advisory panels and groups which will provide insight to and engagement with the Board. These advisory panels and groups will not be formal Committees and will not operate any delegated functions:
   - Stakeholder Reference Panel.
   - Apprentice Panel.
   - Quality Alliance.

3. Before any items are discussed at Committee meetings each member must disclose any conflict of interest that they believe may arise in relation to any items. If a member is in any doubt as to whether a particular matter constitutes a conflict of interest that should be disclosed, they should disclose it.

4. A brief summary of the core purpose of each Committee and panel/group is set out below.

Approval and Funding Committee

5. The Approval and Funding Committee will have delegated authority from the Board to make final decisions on whether to approve proposals, standards, assessment plans, funding band recommendations, outline T level content and advice on T Level qualification content.

6. The Executive will facilitate these processes and make final recommendations based on the Route Panels determinations, whether or not due process has been followed and any other evidence based insight available to the Executive.

7. This Committee will meet frequently in order to expedite Approvals on behalf of the Board. Its meetings will align with Route Panel meetings to meet approval process deadlines and notice of cancellation will be provided by the Executive if there are no decisions required.

8. The membership will consist of four Board members. Quorum will be two Board members and decisions may be made by a simple majority. Business can be conducted electronically as this is a final ratification stage.

9. Route Panels, Peer Reviewers and the Executive will all feed into the Approval and Funding Committee (see below for more detail on the route panels and peer reviewer roles).

10. The Institute shall have a Review Procedure that will afford trailblazer groups the opportunity to seek a review of the Institute’s decisions in certain circumstances.

11. The terms of reference for this Committee will be reviewed on a regular basis, and are
Route Panels – not a Committee

There will be 15 sector-based Route Panels of industry experts and assessment experts who will review and make considered recommendations on whether or not to approve:

- new or revised apprenticeship standards and assessment plans
- outline T Level content
- new or revised T Level content specifications (for new qualifications).

The Route Panels will be convened when required. Their recommendations will feed into the Approval and Funding Committee via the Executive.

Peer reviewers – not a Committee

Reviewers of standards and assessment plans, providing commentary and recommendations to the relevant Route Panel.

T Level Panels – not a Committee

Panels of industry experts recruited to develop the outline content of the T Level Technical Qualifications in accordance with the planned roll-out.

Trailblazer Groups – not a Committee

Groups of industry experts that develop new apprenticeship standards. Trailblazer Groups also have a role in the subsequent reviews of their apprenticeship standards, when the Institute reviews whether they are still required and fit-for-purpose.

Quality Assurance Committee

12. The role of this Committee is to ensure that apprenticeship end point assessment plans (EPAs) are quality assured; to review standards and EPAs; whether EPAs are being operated effectively and to ensure that there is consistency across external quality assurance (EQA) options. It will act as an expert adviser to the Board with delegated responsibility to approve or make arrangements for organisations to carry out EQA.

13. It will also ensure that T Level Technical Qualifications are developed and approved with robust assessment strategies (and associated sample assessment materials); that valid and reliable assessments are being delivered, monitored and quality assured; and that T
Level Technical Qualifications in delivery are being monitored and quality assured.

15. This Committee will meet at least six times a year. This Committee will be chaired by a designated Board member and membership will comprise of three independent members (each with significant expertise in assessment) and one additional Board member. Quorum will be three members, at least one of which must be a Board member.

16. There will be no right of appeal from this Committee.

17. The terms of reference for this Committee will be reviewed on a regular basis, and are available on the Institute’s website: https://www.instituteforapprenticeships.org/about/governance/

Audit and Risk Assurance Committee

18. The purpose of this Committee is to support the Board in its responsibilities in terms of control, governance and risk management.

19. This Committee will meet four times a year. It will consist of at least two and no more than four Board members. The Committee must co-opt external members who are independent of the Institute to fill any skills gaps and ensure an appropriate level of independent scrutiny. Quorum is two members.

20. The terms of reference for this Committee will be reviewed on a regular basis, and are available on the Institute’s website: https://www.instituteforapprenticeships.org/about/governance/

Remuneration Committee

21. The purpose of this Committee is to establish and conduct a formal and transparent process for the remuneration packages for the Chief Executive, independent Committee members, Route Panel Chairs and members and the Institute’s senior civil servants.

22. This Committee will meet twice a year. It will consist of at least two and no more than four Board members. Quorum is two members.

23. The terms of reference for this Committee will be reviewed on a regular basis, and are available on the Institute’s website: https://www.instituteforapprenticeships.org/about/governance/

Stakeholder Reference Group

24. The purpose of this Group is to help the Board access a broad range of views and expertise about the impact of the Institute’s work on apprenticeship quality and take-up through the involvement of a wide group of sector representatives. Its focus will be on dialogue and engagement as well as providing insight to the Board.

25. This Group will meet at least twice a year. It may meet on an ad hoc basis as required, for example, where its input is sought on the policies under development.

26. It is an advisory body, chaired by the Chief Executive, who will provide updates to the Board. Board members may attend the panel.
Apprentice Panel

27. The purpose of this Panel is to provide an apprentice perspective to the Board and to help ensure that apprentice views are adequately considered and represented within the Institute’s policy making process. It will provide an opportunity for engagement and panel members will be encouraged to consult more widely with other apprentices in order to bring a range of perspectives to this panel.

28. This panel will meet at least four times a year. It may meet on an ad hoc basis as required, for example, where its input is sought on the policies under development.

29. The Apprentice Panel is an advisory panel.

Quality Alliance

30. This group, chaired by the Institute’s Chief Executive, brings together the various government bodies whose roles together ensure the quality of apprenticeships. Its role will be to monitor quality across the sector and build effective coordination to improve quality where appropriate.

31. The group will meet quarterly and its membership will include the Chief Executives, Chief Regulators or their nominees of the following organisations:
   - Education and Skills Funding Agency (National Apprenticeship Service)
   - Ofsted
   - Ofqual
   - The Office for Students
   - Quality Assurance Agency
   - DfE

The outputs of this group will be reported openly to the Institute’s Board.
Annex E – Scheme of Delegation

1. The Scheme of Delegation (set out below) is a schedule setting out various powers of authority by post holder. The principles of the Scheme of Delegation are as follows:

- No financial or approval powers can be delegated to an officer in excess of the powers invested in the delegating officer.
- Powers may only be delegated to officers within the organisational control of the delegating officer.
- All delegated powers must remain within the financial and approval limits set out in the Schemes of Delegation.
- All powers of delegation must be provided in writing, duly authorised by the delegating officer. Any variations to such delegated powers must also be in writing.
- All applications for short-term powers of delegation which are not intended to be permanent, such as holiday cover, must be provided in writing by the delegating officer, prior to the period for which approval is sought.
- Any officer wishing to approve a transaction outside their written delegated powers must in all cases refer the matter to the relevant line manager with adequate written powers, before any financial commitments are made in respect of the transaction.
- A power is delegated on condition that it cannot be further delegated.
- Where this is not the case, the extent of the authority to delegate onwards must be stated in writing by the initial delegator, and details also provided in writing to the nominated Executive member.

2. Delegated limits to the Institute are set out in the Framework Document agreed between the DfE and the Institute. These are replicated below:

3. These delegated limits must be used in accordance with section 21 of the Framework Document, which sets out areas where the Institute should seek DfE approval before incurring any expenditure.

**Capital Expenditure**

| Expenditure on the signing of new leases, renewals of existing leases, the non-exercise of lease break options, any new property acquisitions, new build developments, sale and leaseback, and any freehold sales as part of national property controls | £100,000 |

**Gifts**

4. The Institute shall record all gifts given and received in a gifts register.

| Gifts received by the Institute | Unlimited |
| Gifts given in a financial year, any one gift or total of gifts to one person/organisation | £0 |

**Losses, write offs and special payments**

5. The write-off of losses or approval of special payments should only be carried out by staff authorised to do so by and on behalf of the Institute's accounting officer.

| Losses, write offs and special payments | £1,000 |
| Consolatory payments                  | £500  |

6. Special severance payments are novel and contentious and always require HMT approval. All redundancy payments outside contractual terms require DfE and Cabinet Office permission in all cases.

**Contingent liabilities**

Guarantees and indemnities £0 (please seek DfE approval for any expenditure in this category).

**Contracts**

7. Unlimited authority for contracts, subject to section 21 and the following exceptions which all require Cabinet Office approval. Limits apply for the life of the contract, excluding VAT where applicable. Unless otherwise specified, DfE limits for the Institute are the same as the Cabinet Office limits, and in all cases DfE clearance needs to be in place prior to approaching the Cabinet Office:

<table>
<thead>
<tr>
<th>DfE limits</th>
<th>Cabinet Office limits</th>
</tr>
</thead>
<tbody>
<tr>
<td>Property, including facilities management</td>
<td>As Cabinet Office</td>
</tr>
<tr>
<td>Commercial control, including disputes (the Institute must inform Cabinet Office and DfE of any dispute with a Government Strategic Supplier where the dispute is proposed for escalation to mediation, binding arbitration, could enter a formal dispute stage, or may result in early termination of a contract, but only seek Cabinet Office clearance for any settlement likely to exceed £10m)</td>
<td>£2.1m</td>
</tr>
</tbody>
</table>

This applies to individual contracts with a value of £10m or more, framework agreements or dynamic purchasing systems where the cumulative value of spend is £10m or more, and material changes that result in a contract variation of £10m or more. This must be recorded in a commercial pipeline.
Advertising, marketing and communications | As Cabinet Office | £100,000

Existing and future digital and technology spend | £25,000 | £100,000
(All novel and contentious digital and technology spend will need to be recorded in a digital pipeline) | As Cabinet Office

Learning and development (Civil Service Learning) | As Cabinet Office | £10,000 (for Department-specific L&D)
All L&D that falls outside the core curriculum must be approved.

Consultancy | £20,000 | £1m

Redundancy and compensation schemes | As Cabinet Office | All require approval

External recruitment | £142,000 | n/a

Reinforcing Financial Control

8. On any spend over £100,000, the Chief Executive will require Chief Financial Officer approval. This ‘four eyes’ principle will provide an additional level of assurance for the Chief Executive in his capacity as Accounting Officer.

9. Every six months, the Board will be provided with post-hoc details of any contracts that have been entered into above the value of £500,000.

DfE Referral Process

10. The Institute must refer any business cases which exceed the limits detailed in this appendix, or for which HM Treasury cannot delegate authority (e.g. novel, contentious, and/or repercussive), as follows:
   - A copy of the business case should be sent to the commercial business partner (in case of commercial controls), finance business partner, and the sponsorship team, cc-ing the DfE Efficiency Controls (EC) team - request.ec@education.gov.uk
   - DfE will aim to send DfE approvals back within one week
   - The Finance Business Partner/sponsorship team will liaise with HMT to seek any necessary approvals.

11. Business cases should follow the 5-case model set out in the Treasury Green Book and make clear what legal advice has been followed (where appropriate), as well as flagging any wider impacts on Departmental policies, programmes or resource.

12. When expenditure requires Cabinet Office approval, the Institute should notify the sponsorship team and finance and commercial business partners that it is seeking this
approval, and copy them into the relevant approval form when submitted to the Cabinet Office.

**General Scheme of Delegation**

<table>
<thead>
<tr>
<th>Functions of the Chief Executive</th>
<th>Delegated Executive and Financial Authority</th>
<th>Notes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Authority to share information held by the Institute with other persons</td>
<td>Chief Operating Officer</td>
<td>In accordance with the relevant public sector MoUs</td>
</tr>
<tr>
<td>Entering into contracts for the provision of goods and services to the Institute</td>
<td>Chief Operating Officer and Deputy Directors within their area of responsibility</td>
<td>In accordance with the Delegation of Financial Authority</td>
</tr>
<tr>
<td>Authority to determine the organisation structure including number and grades of staff</td>
<td>Chief Operating Officer</td>
<td>This will normally be exercised by the CEO in conjunction with the Executive Team</td>
</tr>
<tr>
<td>Authority to determine pay and conditions</td>
<td>None, remains with Chief Executive following consultation with Remuneration Committee</td>
<td>Subject to agreement with DfE - annual pay remit</td>
</tr>
<tr>
<td>Authority to change the mix of grades of staff</td>
<td>Chief Operating Officer and Deputy Directors within their area of responsibility, remaining within their budget allocation.</td>
<td>No increase in the number of posts at SCS level can be made without the agreement of the Chief Executive</td>
</tr>
<tr>
<td>Authority to appoint staff</td>
<td>Chief Operating Officer and Deputy Directors within their area of responsibility</td>
<td></td>
</tr>
<tr>
<td>Authority to dismiss staff</td>
<td>Chief Operating Officer and Deputy Directors within their area of responsibility</td>
<td></td>
</tr>
<tr>
<td>Authority to commence and defend legal proceedings related to the work of the Institute including the settlement of proceedings</td>
<td>Chief Executive</td>
<td>In accordance with the Delegation of Financial Authority</td>
</tr>
</tbody>
</table>

**Statutory functions**

<table>
<thead>
<tr>
<th>Decision</th>
<th>Delegated Authority</th>
<th>Notes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Decision to publish</td>
<td>Chief Operating Officer</td>
<td></td>
</tr>
<tr>
<td>standards and assessment plans</td>
<td>Approval &amp; Funding Committee</td>
<td>As part of the decision making process there must be consideration of whether the sector is appropriate</td>
</tr>
<tr>
<td>--------------------------------</td>
<td>------------------------------</td>
<td>-----------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>Decision to approve or reject a standard</td>
<td>Approval &amp; Funding Committee</td>
<td>None</td>
</tr>
<tr>
<td>Decision to approve or reject an assessment plan</td>
<td>Approval &amp; Funding Committee</td>
<td>None</td>
</tr>
<tr>
<td>Decision to approve or reject outline content</td>
<td>Approval &amp; Funding Committee</td>
<td>Content Specification</td>
</tr>
<tr>
<td>Decision to approve or reject T Level qualification content</td>
<td>Approval &amp; Funding Committee</td>
<td>Notes</td>
</tr>
<tr>
<td>Decision</td>
<td>Delegated Authority</td>
<td>Notes</td>
</tr>
<tr>
<td>Approval of groups to write standards and plans (trailblazers)</td>
<td>Chief Operating Officer</td>
<td>This could be Deputy Director for Approvals i.e. an internal process</td>
</tr>
<tr>
<td>Criteria for approving or rejecting standards, assessment plans &amp; groups</td>
<td>None, reserved for the Board</td>
<td>This needs to cover each stage of the process – i.e. internal sufficiency review, criteria / templates that peer reviewers use, Route panel review</td>
</tr>
<tr>
<td>Securing independent evaluation of the quality of apprenticeship assessments</td>
<td>Deputy Director Apprenticeship Assessment &amp; Quality</td>
<td></td>
</tr>
<tr>
<td>Decision to carry out or commission a review (where risk of unsatisfactory assessments)</td>
<td>None, reserved for the Board</td>
<td></td>
</tr>
<tr>
<td>Decision to make arrangements for the improvement of Assessments</td>
<td>None, reserved for the Board</td>
<td></td>
</tr>
<tr>
<td>Decision to report on findings of unsatisfactory quality of assessments</td>
<td>None, reserved for the Board</td>
<td>Build as part of decision process for above two decisions</td>
</tr>
<tr>
<td>Determining a monitoring plan for the regular review of standards and assessment plans</td>
<td>Chief Executive</td>
<td>The Institute needs to publish information about review intervals</td>
</tr>
<tr>
<td>Decision to withdraw or revise a standard or assessment plan</td>
<td>Approval and Funding Committee</td>
<td>This will include remitting back to the trailblazers and then back through the approval process</td>
</tr>
<tr>
<td>---------------------------------</td>
<td>--------------------------------</td>
<td>-----------------------------------------------------------------------------</td>
</tr>
<tr>
<td>Decision to reject a proposed standard or assessment plan before an independent assessment</td>
<td>Deputy Director Approvals</td>
<td>See criteria for approvals.</td>
</tr>
<tr>
<td>Provision of funding band Advice</td>
<td>Approval and Funding Committee</td>
<td></td>
</tr>
</tbody>
</table>

**Financial Delegations**

Authorising and signing contracts/variations/extensions/contract requisition forms within budget/Corporate Plan/Additional remit

<table>
<thead>
<tr>
<th>Contracts</th>
<th>Reserved to DfE and the Board</th>
<th>CEO as Accounting Officer</th>
<th>Chief Operating Officer &amp; Deputy Directors</th>
<th>Delegated Manager</th>
</tr>
</thead>
<tbody>
<tr>
<td>Over £2.1m</td>
<td>Up to £2.1m</td>
<td>Up to £100k</td>
<td>Up to £10k</td>
<td></td>
</tr>
</tbody>
</table>

Further delegations to Deputy Directors are enshrined in their delegation letters, and are articulated in the Institute’s Operating Model.

**Contract Values and Procurement**

<table>
<thead>
<tr>
<th>Full OJEU Process where applicable</th>
<th>In line with above financial authorisation levels</th>
<th>3 Quotes – authorised by Delegated Manager</th>
<th>Single Action Tender under exceptional circumstances</th>
</tr>
</thead>
<tbody>
<tr>
<td>Over £113k</td>
<td>Over £10k Full Tender process</td>
<td>Up to £10k</td>
<td>Seek advice from Commercial</td>
</tr>
</tbody>
</table>

**Notes**

13. All contracts, contract variations or extensions and consultants’ agreements/contracts must be approved in writing by the nominated Executive member before signing, and signed copies must be retained by Procurement.


15. Low-Risk Projects – for non-core, low-risk, non-commercial or politically sensitive projects: Variations/extensions must be signed off in accordance with the Scheme of Delegation for the value of that variation/extension.
16. High-Risk Projects – for core, high-risk, commercial or politically sensitive projects: Variations/extensions must be signed off in accordance with the Scheme of Delegation for the aggregate value of the contract including the value of the variation/extension.

17. Letters of termination must be authorised by a Deputy Director or above.

18. Non-disclosure Agreements/Confidentiality Undertakings must be authorised by a Deputy Director or above.