



**THE ASHFORD AND ST. PETER'S HOSPITALS CHARITABLE FUND  
(REGISTERED CHARITY NUMBER 1058567)**

**RESERVATION OF POWERS TO THE CORPORATE TRUSTEE  
and  
SCHEMES OF DELEGATION**

**Approved by the Corporate Trustee (30<sup>th</sup> July 2020)**

# CONTENTS

- 1 Introduction**
- 2 Scheme of Decisions Reserved to the Corporate Trustee**
- 3 Scheme of Delegation from the Corporate Trustee**
- 4 Scheme of Delegation from the Corporate Trustee to the Chief Executive**
- 5 Chief Executive's detailed Scheme of Delegation**  
(The Chief Executive's Scheme of Delegation is the responsibility of the Chief Executive. It is the prerogative of the Chief Executive but is included in the overall suite of Documentation for both completeness and to support the Corporate Trustee in its assurance processes.)

## RESERVATION OF POWERS TO THE CORPORATE TRUSTEE AND DELEGATION OF POWERS

### SECTION 1: INTRODUCTION

- 1.1 The Trustee of The Ashford and St. Peter's Hospitals Charitable Fund (the Charity) is the Corporate body, Ashford and St. Peter's Hospitals NHS Foundation Trust (the Corporate Trustee) – which is effectively the Trust Board. Nobody is an individual Trustee of the Charity. The Corporate Trustee may make arrangements for the exercise, on behalf of the Charity, of any of its functions by a committee or sub-committee appointed by the Corporate Trustee, or by a Director of the Corporate Trustee, in each case subject to such restrictions and conditions as the Corporate Trustee thinks fit.

The purpose of this document is to provide an example of how those powers may be reserved to the Corporate Trustee - generally matters for which it is held accountable to the Charity Commission and others, while at the same time delegating to the appropriate level the detailed application of policies and procedures. However, the Corporate Trustee remains accountable for all of its functions, even those delegated to the Chairman, individual Directors or officers and would therefore expect to receive information about the exercise of delegated functions to enable it to maintain a monitoring role.

#### 1.2 **Role of the Chief Executive**

All powers of the Charity which have not been retained as reserved by the Corporate Trustee or delegated to a committee or sub-committee shall be exercised on behalf of the Corporate Trustee by the Chief Executive. The Chief Executive shall prepare a Scheme of Delegation identifying which functions he or she shall perform personally and which functions have been delegated to other directors and officers.

All powers delegated by the Chief Executive can be re-assumed by him/her should the need arise.

#### 1.3 **Caution over the Use of Delegated Powers**

Powers are delegated to Directors and officers on the understanding that they would not exercise delegated powers in a matter which in their judgement was likely to be a cause for public concern.

#### 1.4 **Directors' Ability to Delegate their own Delegated Powers**

The Scheme of Delegation shows only the "top level" of delegation. The Scheme is to be used in conjunction with the established procedures within the Charity.

#### 1.5 **Absence of Directors or Officers to Whom Powers have been Delegated**

In the absence of a Director or officer to whom powers have been delegated those powers shall be exercised by that Director's Designated Deputy. If the Chief Executive is absent powers delegated to him/her may be exercised by another Executive Director nominated by him/her.

### 2. **RESERVATION OF POWERS TO THE CORPORATE TRUSTEE**

2.1 The Corporate Trustee is to determine those matters on which decisions are reserved unto itself. These reserved matters are set out in Section 2 below: '*Scheme of Decisions reserved to the Corporate Trustee*'.

#### 2.2 **General Enabling Provision**

The Corporate Trustee may determine any matter it wishes in full session within its statutory and regulatory powers.

#### 2.3 **Standing Financial Instructions**

The Corporate Trustee has determined that the Charity shall follow the Standing Financial Instructions of the Corporate Trustee, and, as such, there are no separate Charity Standing Financial Instructions. The Corporate Trustee is responsible for any changes to this.

#### 2.4 **Charitable Funds Committee**

The Corporate Trustee has set up a sub-Committee, the Charitable Funds Committee, to be responsible for the overall management of the Charitable Funds. The Corporate Trustee shall determine membership of this Committee and will annually approve its Terms of Reference.

## SECTION 2: SCHEME OF DECISIONS RESERVED TO THE CORPORATE TRUSTEE

THE CORPORATE TRUSTEE	DECISIONS RESERVED TO THE CORPORATE TRUSTEE
THE CORPORATE TRUSTEE	<p><b>General Enabling Provision</b></p> <p>The Corporate Trustee may determine any matter, for which it has delegated or statutory authority, it wishes in full session within its statutory powers.</p>
THE CORPORATE TRUSTEE	<p><b>Regulations and Control</b></p> <ol style="list-style-type: none"> <li>1. Approve Standing Financial Instructions for the regulation of its proceedings and business.</li> <li>2. Ratify any urgent decisions taken by the Chairman and Chief Executive of the Corporate Trustee.</li> <li>3. Approve a Scheme of Delegation of powers from the Corporate Trustee to committees.</li> <li>4. Require and receive the declaration of Corporate Trustee members' interests that may conflict with those of the Charity or Corporate Trustee and determining the extent to which that member may remain involved with the matter under consideration.</li> <li>5. Require and receive the declaration of officers' interests that may conflict with those of the Charity or Corporate Trustee.</li> <li>6. Adopt the top level organisation structures, processes and procedures to facilitate the discharge of business by the Charity and to agree modifications thereto.</li> <li>7. Receive reports from the Charitable Funds Committee, or any other committees required by regulation</li> </ol>

<p><b>THE CORPORATE TRUSTEE</b></p>	<p><b>DECISIONS RESERVED TO THE CORPORATE TRUSTEE</b></p>
	<p>to establish and to take appropriate action on.</p> <p>8. Confirm the recommendations of the Corporate Trustee’s committees where the committees do not have executive powers.</p> <p>9. Approve arrangements relating to the discharge of the its responsibilities as Corporate Trustee for funds held on trust.</p> <p>10. Establish Terms of Reference and reporting arrangements of the Charitable Funds Committee and any other committees and sub-committees that are established by the Corporate Trustee.</p> <p>11. Ratify, or otherwise, instances of failure to comply with the Scheme of Delegation brought to the Chief Executive’s attention.</p>
<p>THE CORPORATE TRUSTEE</p>	<p><b>Appointments/ Dismissal</b></p> <p>1. Appoint and dismiss Committees (and individual members) that are directly accountable to the Corporate Trustee.</p> <p>2. Confirm appointment of Corporate Trustee members as representatives on outside bodies if they are acting in the capacity of Charity representative.</p> <p>3. Agree arrangements for succession planning for the Corporate Trustee..</p>

<p style="text-align: center;"><b>THE CORPORATE TRUSTEE</b></p>	<p style="text-align: center;"><b>DECISIONS RESERVED TO THE CORPORATE TRUSTEE</b></p>
<p>THE CORPORATE TRUSTEE</p>	<p><b>Strategy, Business Plans and Budgets</b></p> <ol style="list-style-type: none"> <li>1. Define the strategic aims and objectives of the Charity.</li> <li>2. Approve any Charity Business Plan.</li> <li>3. Approve Business Cases for Revenue and Capital Investment over £100k pa.</li> <li>4. Approve the opening and closing of bank accounts.</li> <li>5. Application of Charitable funds above a commitment of £100k.</li> </ol>
<p>THE CORPORATE TRUSTEE</p>	<p><b>Policy Determination</b></p> <ol style="list-style-type: none"> <li>1. The Corporate Trustee will be the authorising Body for the following Policies <ul style="list-style-type: none"> <li>▪ Standing Financial Instructions for the Charity, where applicable;</li> <li>▪ Treasury Management Policy and the Investment Policy; and</li> <li>▪ Fundraising Policy.</li> </ul> </li> <li>2. Approve arrangements for dealing with complaints regarding the Charity.</li> </ol>

<p style="text-align: center;"><b>THE CORPORATE TRUSTEE</b></p>	<p style="text-align: center;"><b>DECISIONS RESERVED TO THE CORPORATE TRUSTEE</b></p>
	<p><b>Audit</b></p> <ol style="list-style-type: none"> <li>1. Approve the appointment (and where necessary dismissal) of external auditors.</li> <li>2. Receive relevant reports of the Charitable Funds Committee or the Corporate Trustee's Audit &amp; Risk Committee meetings and take appropriate action.</li> <li>3. Receive the annual management letter received from the external auditor and agreement of proposed actions, taking account of the advice, where appropriate, of the Charitable Funds Committee of the Corporate Trustee's Audit Committee..</li> </ol>
<p>THE CORPORATE TRUSTEE</p>	<p><b><i>Annual Reports and Accounts</i></b></p> <ol style="list-style-type: none"> <li>1. Receipt and approval of the Charity's Annual Report and Annual Accounts.</li> </ol>
<p>THE CORPORATE TRUSTEE</p>	<p><b><i>Monitoring</i></b></p> <ol style="list-style-type: none"> <li>1. Receive such reports as the Corporate Trustee sees fit from committees in respect of their exercise of powers delegated.</li> <li>2. Continuous appraisal of the affairs of the Charity by means of the provision to the Corporate Trustee as the Corporate Trustee may require from directors, committees, and officers of the Charity as set out in management policy statements.</li> <li>3. Receive reports from the Director of Finance and Information on financial performance.</li> </ol>



<b>THE CORPORATE TRUSTEE</b>	<b>DECISIONS RESERVED TO THE CORPORATE TRUSTEE</b>
	4. Receive Charity wide Annual Reports.

### SECTION 3: SCHEME OF DELEGATION FROM THE CORPORATE TRUSTEE

DELEGATED TO	AUTHORITIES/DUTIES DELEGATED
CHAIRMAN	Call meetings.
CHAIRMAN	Chair all Corporate Trustee meetings and associated responsibilities.
CHAIRMAN	Give final ruling in questions of order, relevancy and regularity of meetings.
CHAIRMAN	Having a second or casting vote
CHAIRMAN & CHIEF EXECUTIVE	The powers which the Charity has retained to itself may, in emergency, be exercised by the Chair and Chief Executive after having consulted at least two Non-Executive members of the Corporate Trustee.
CE	The Chief Executive shall prepare a Scheme of Delegation identifying his/her proposals that shall be considered and <b>approved</b> by the Corporate Trustee, subject to any amendment agreed during the discussion.
CORPORATE TRUSTEE	Formal delegation of powers to sub committees and approval of their constitution and terms of reference.
CORPORATE TRUSTEE	Declare relevant and material interests
CE	Maintain Register(s) of Interests.
ALL STAFF	Comply with the Standards of Business Conduct
ALL	Disclose relationship between self and candidate for staff appointment. (CE to report the disclosure to the Board.)
CE	Existing Corporate Trustee members, officers and employees and all new appointees are notified of and understand their responsibilities within this Scheme of Delegation and Standing Financial Instructions.

#### SECTION 4: SCHEME OF DELEGATION FROM THE CORPORATE TRUSTEE TO THE CHIEF EXECUTIVE

The Corporate Trustee reserves certain powers to itself whilst also delegating certain powers detailed in Section 3 of the, “Reservation of powers to the Corporate Trustee and delegation of powers”).

The remaining powers necessary to manage and operate the Charity are delegated to the Chief Executive. This Scheme of Delegation makes clear what these delegated powers are, and their limits. If any power has not been reserved to the Corporate Trustee, or delegated to a committee, or delegated within this document, it is assumed to be delegated to the Chief Executive.

The exercise of delegated authority is subject to the stipulations of those Policies agreed by the Corporate Trustee or those Committees reporting to the Corporate Trustee.

The Chief Executive is in turn responsible for preparing and publishing a Detailed Scheme of Delegation where his or her powers are delegated to other Directors and officers of the Charity/Trust.

The Corporate Trustee remains accountable for all of its delegated functions, and would therefore expect to receive information about the exercise of delegated functions to enable it to maintain a monitoring role. The Corporate Trustee should also be advised of any major matters likely to bring the good name of the Charity into disrepute.

The powers delegated by the Corporate Trustee to the Chief Executive are as follows:

1	<b>The recruitment and dismissal of employees</b>	There are no direct employees of the Charity – the policies and procedures of the Trust apply to all Trust employees engaged in work on behalf of the Charity, other than Executive Directors.
2	<b>Determining the pay and conditions of employees</b>	There are no direct employees of the Charity – the policies and procedures of the Trust apply to all Trust employees engaged in work on behalf of the Charity, other than Executive Directors.
3	<b>Approval of purchase orders, rental and service contracts, and payment of</b>	Subject to the tender limits set out in the Charity Scheme of Delegation and Trust Standing Financial Instruction and to a maximum annual financial commitment of £100k, above

	<b>invoices – both revenue and capital items</b>	which Corporate Trustee approval is required.  It excludes the appointment of external auditors which must be approved by the Corporate Trustee.
4	<b>Entering into contracts to sell or rent out goods or services, including trading with NHS organisations, and agreeing prices thereof</b>	Subject to a maximum annual commitment of £100k, above which Corporate Trustee approval is required.  .
6	<b>Investing the Trust’s monies subject to investment policy approved by the Corporate Trustee</b>	Subject to oversight by the Charitable Funds Committee.
7	<b>Application of Charitable Funds</b>	Subject to a maximum commitment of £100k above which Corporate Trustee approval is required.
8	<b>Other matters, specifically:</b>	<ul style="list-style-type: none"> <li>a. Arranging insurance cover</li> <li>b. Reporting fraud or crime to the police</li> <li>c. Dealing with complaints</li> <li>d. Dealing with news media</li> <li>e. Authorisation of research activity</li> <li>f. Keeping the declaration of interest register.</li> </ul>

## SECTION 5: CHIEF EXECUTIVE'S DETAILED SCHEME OF DELEGATION

The Chief Executive's Scheme of Delegation is the responsibility of the Chief Executive. It is the prerogative of the Chief Executive but is included in the overall suite of Documentation for both completeness and to support the Corporate Trustee in its assurance processes.

Key to abbreviations:

ED	Executive Director
DD	Divisional Director
CE	Chief Executive
DF&I	Director of Finance and Information
DEF	Director of Estates and Facilities
DoF	Director of Operational Finance
ADQ	Associate Director of Quality
ADO	Associate Director of Operations
ADP	Associate Director of Procurement
ADN	Associate Director of Nursing

		Amount(£)	Delegated to	Notes
1	Budget accountability			
			Fundholders	'Fundholders' are those individuals within each Division to whom delegated accountability for a fund has been given.
2	People costs and Decisions			
	Engaging management consultants		CE or ED	
	Sign off expenses claims (travel and subsistence)		Fundholders	Subject to the limits in sections 3 to 6 below

		Amount(£)	Delegated to	Notes
3	Charitable fund expenses of a revenue nature			
		Up to £5k	Fundholder	
		£5k to £50k	DF&I	
		£50k to £100k	CE	
		£100k plus	Reserved for the Corporate Trustee	Prior to presentation to the Corporate Trustee it must be approved by Charitable Funds Committee following receipt of a formal Business case
	Equipment leases		See section 4	Equipment acquired via leasing is subject to similar oversight as if acquired as capital expense
4	Charitable fund expenses of a capital nature			
	Building work, equipment, software etc.	£5k to £50k	DF&I	Must be approved by Capital Control Group, ISSG or Medical Equipment Group and be in accordance with the Capital Projects Framework. The Equipment Capital Bid proforma is to be used where applicable.
		£50k to £100k	CE	Must be approved by Capital Control Group following presentation of formal Business case
		£100k plus	Reserved for the Corporate Trustee	Prior to presentation to the Corporate Trustee it must be approved by Charitable Funds Committee following receipt of a formal Business case
	Capital equipment acquired via lease contracts		Subject to same sign off limits as capital	Sign off level determined by multiplying annual lease value by 5 to derive notional capital value
5	Tendering Process			
	Organising tender		ADP, DEF, Capital Project Manager	
	Receiving tenders		DF&I	
	Opening and		1 Executive Director	

		Amount(£)	Delegated to	Notes
	recording tenders		designated by the CE and 1 witness not from originating department. Includes the Board Secretary.	
	Adjudication decision		ADP, DEF, Capital Project Manager	Normally to lowest price compliant tender. However the adjudicating manager may base decisions on other criteria- such as best value but this must be documented.
	<b>Written quotations</b>	<b>£5k to £50k</b>		
	Number of quotations to be obtained	£5k to £20k		2 written quotations
		£20k to £50k		3 written quotations. Quotation requests over £25k should be advertised on Contracts Finder.
	<b>Formal tender process</b>	<b>£50k+</b>		
	Number of tenders to be obtained	£50k +		3 tenders. Tender opportunities should be advertised on Contracts Finder.
	OJEU tender	OJEU threshold		Legal requirements to publish in EU official journal - advice from ADP
6	Insurance cover			
	Charitable Trustees Liability		DF&I	
7	Investment of funds			
	Charitable monies		DF&I	Subject to Treasury Management and Investment Policy and Charitable Funds Committee oversight

		Amount(£)	Delegated to	Notes
8	Reporting of fraud to police			
			DF&I	
9	Dealing with Complaints			
	Overall responsibility for dealing with complaints		CE	
	Investigate and responds to complaints with a Division		ADN/ADO	
	Coordination of complaints process		ADQ	
10	Dealing with news media			
	Non-emergency enquiries and coverage		Head of Communications	
11	Data Protection Act compliance			
			DF&I	
12	Keeping of declaration of interests register			
			Corporate Trustee secretary	
13	Distribution of Charity Scheme of Delegation			
			DF&I	