

# **British Association for Sexual Health and HIV**

## **SCHEME OF DELEGATION OF BOARD AUTHORITY**

**Update approved by Board: 06/09/2024**

1. The British Association for Sexual Health and HIV (BASHH) Scheme of Delegation is a reference showing what authority the Board has delegated to staff, officers, committees and other volunteers under the powers of the Articles of Association. It indicates where further details of the delegations may be found. The Scheme of Delegation empowers and enables timely and effective action by volunteers and staff working in partnership for the benefit of the charity and its beneficiaries. It ensures an appropriate level of delegation from the Board of Trustees so that there is effective input into decision-making. It also ensures that Trustees are able to fulfil their legal and constitutional duties, through levers which enable them to delegate, monitor and if necessary, withdraw the delegated authority if it is considered in the interests of the charity and its beneficiaries.
2. BASHH is an incorporated charity, operating under Articles approved by the Members in General Meeting. This Scheme of Delegation should be read alongside the Articles of Association, the Chief Executive's Job Description and Terms of Reference for the committees of the board.
3. Where matters are referred to in the attached Scheme as being delegated to the Chief Executive, this empowers the Chief Executive to delegate further to staff or volunteers (except where indicated). In these instances, the Chief Executive remains accountable to the Board for exercise of the powers delegated.
4. Where matters are not specified as delegated, they are reserved to the Board. The Board is not entitled to give away any of its authority permanently and retains the right to revoke, at its sole discretion, any or all of the powers it delegates if, for example, the Board is concerned that:
  - delegated powers are not being used effectively in the interests of our charitable objects and beneficiaries
  - the use of delegated powers is damaging the interests or reputation of the organisation
  - delegated powers are being used against the letter or spirit of the organisation's agreed policies and procedures.
5. This Scheme of Delegation provides the framework for decision-making and action but there will be instances where it is not clear by whom an issue should be decided, or differences arise. The Board expects every volunteer or member of staff to work constructively together to arrive at timely, clear pragmatic solutions within the spirit of our leadership values and strategy, to maximise the positive impact of our work. This Scheme of Delegation also indicates the key sources of advice to the Board to assist the exercise of its functions.

6. Where other matters arise involving significant risk to the charity, but not defined in this document, these should be referred to the board.
7. Except where otherwise stated, reference to a specific office holder applies to an individual nominated to act for them, for example during periods of leave or illness, or where the post is vacant.
8. Key individuals and groups referred to in the scheme of delegation:

**Elected Officers (all Trustees):**

- a. President
- b. Vice President (Chair of the Finance and Governance Committee)
- c. General secretary
- d. Treasurer (standing member of the Finance and Governance Committee)
- e. Conference and Communications Secretary
- f. Chair of the Clinical Governance Committee
- g. Chair of the Education Committee

When the below scheme of delegation refers to 'relevant officer' it gives delegated powers to that individual within the parameters set out below in relation to their own area of responsibility.

Other individuals

- a. Chief Executive Officer (staff)

Committees and groups:

- a. Board of Trustees
- b. Finance and Governance Committee
- c. Clinical Governance Committee
- d. Education Committee
- e. Branches, named groups and Special Interest Groups (SIGs)

9. Where an item is reported to a group or committee then that group has oversight and scrutiny as well as opportunity to challenge. However, where an item requires to be 'approved by' a group or committee then this should be passed by majority vote. All members of the board of Trustees have one vote except for the President who also has a casting vote.

<b>Delegated matter</b>	<b>Development and assessment delegated from board to:</b>	<b>Approved by:</b>	<b>Reference documents</b>	<b>Further delegations and support</b>
<b>GOVERNANCE AND STRATEGY</b>				
Organisational strategy	Chief Executive Officer Board of Trustees	Board of Trustees and membership	Articles of Association	Board committees / staff / other member groups
Operationalisation of strategy and formulation of key policies to meet legal obligations and strategy	Chief Executive Officer	Oversight of board and within the organisation's charitable objectives and constitution	CEO's job description	Further delegation of responsibilities to key staff and/or contractors
Retention of non-financial records including maintaining a register of interests of the board	General Secretary with support from CEO/staff	Board		
Management of relationships with pharmaceutical companies and other relevant funders	Chief Executive and other relevant elected Officers	Corporate funder policies approved by the board of trustees		
Election of Officers	Member votes	By vote and approval of membership	Articles of Association	CEO and Gen Sec ensure this process runs to schedule and oversee election process

Adoption of constitutions for branches, committees and special interest groups	Board of Trustees	Approval by Board of Trustees	Articles of Association	CEO and other relevant Officers or members should be engaged with taking proposals to the board for approval
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Delegated matter	Development and assessment delegated from board to:	Accountability:	Reference documents	Further delegations and support
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**FINANCE AND PLANNING**

Formulate, modify and recommend the annual operating plan and budget to the Board	Chief Executive Officer with assessment from Finance and Governance Committee	Approved by Board of Trustees	Budget planning cycle Chief Executive Officer Job Description	Chief Executive as lead for budget planning process
Control and monitoring of activities and expenditure	Chief Executive Monitored by Finance and Governance Committee	Report to the Board of Trustees	Chief Executive's job description	
Re-allocation of resources 'in-year' between key departments to meet emerging requirements – within overall budget approved by the board	Chief Executive Officer Monitored by Treasurer and Finance and Governance Committee	>£5,000 to be agreed by Finance and Governance Committee Report to the Board of Trustees	CEO job description	Any use of this power must be reported to the Board as soon as possible via email
Approve direct expenditure up to and including £10,000 (except staff costs) within budget	Chief Executive Officer Monitored by Treasurer and Finance and Governance Committee	Report to the Board of Trustees		

Approve expenditure >£10,000 (except staff costs) within budget	Chief Executive Officer <i>with</i> relevant elected Officer, OR President Monitored by Treasurer and Finance and Governance Committee	Approval by CEO and relevant officer Report to F&G and the Board of Trustees		President can where necessary approve expenditure without CEO up to £10,000 per annum in line with key budget lines. CEO should be notified by email for records.
Approval of <b>out of budget</b> expenditure <b>up to £35,000</b>	Chief Executive Officer with relevant elected Officer and Treasurer, Monitored and agreed with Treasurer and Finance and Governance Committee	Approval from Finance and Governance Committee  Report to the Board of Trustees		Can only be approved via this route <b>up to the value of £35,000 per annum.</b>  Full report must be taken to the board of trustees immediately
Approval of <b>out of budget</b> expenditure >£35,000	Chief Executive Officer with relevant elected officer and Treasurer. Monitored and agreed with Finance and Governance Committee and taken to board for approval	Approval from the board		Full report must be taken to the board of trustees and, where needed, extraordinary meetings of the board must be held to allow for discussion and vote
Appointment of key contractors in line with agreed budget and plan	Chief Executive Officer Monitored by relevant Officer and Finance and Governance Committee	Approval by relevant Officer Report to Finance and Governance Committee and board of trustees	CEO Job description	Where possible, CEO should seek to be in agreement with elected Officer on appointment of appropriate contractors. Elected Officers can raise concerns with F&G committee and board if they do not believe due process has been followed.

Performance management of key contractors	Chief Executive Officer	Report to relevant Officers and to board	CEO job description	
Signature of cheques and financial authorities (eg BACS)	Chief Executive Officer Treasurer President Other relevant officers	Oversight by Finance and Governance Committee and Board of Trustees		
Formulate and recommend organisation's risk management framework to the Board	Chief Executive with Finance and Governance Committee	Approved by Board of Trustees	CEO job description	
Maintain accurate financial records	Chief Executive managing relevant contractor Oversight of Treasurer and Finance and Governance Committee			

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<b>LEGAL AND REGULATORY</b>				
Ensure accuracy of annual financial statements and their	CEO and Treasurer with oversight of Finance and Governance Committee	Treasurer and General Secretary		

conformity with accounting standards				
Approval of financial reports by members	Treasurer, General Secretary and CEO	Approval by members at the AGM		
Submit approved reports to Companies House and Charity Commission	CEO and General Secretary	Report to the Board of Trustees		
Maintain compliance with health and safety regulations and good practice	CEO and relevant elected officers	Report to the Board of Trustees	CEO Job Description	

<b>Delegated matter</b>	<b>Development and assessment delegated from board to:</b>	<b>Approved by:</b>	<b>Reference documents</b>	<b>Further delegations and support</b>
<b>OPERATIONS AND SERVICES</b>				
Organisational structure	CEO	Board of Trustees	CEO job description	Key roles and structure agreed by the board based on recommendations by CEO.
Appointment of staff and other HR matters including key employment policies, performance	CEO	Report to the board of Trustees	CEO job description	

management and compliance				
Remuneration	CEO and Treasurer with Finance and Governance Committee	Finance and Governance Committee		
Member approvals	General Secretary and assistant to the general secretary	General secretary		Can be supported by CEO and any relevant staff