

Northern School of Contemporary Dance

Governance Framework

Introduction

1. This Governance Framework has been produced to help set out the high-level governance of Northern School of Contemporary Dance (NSCD).
2. The framework lists known responsibilities and accountabilities, the key elements of which are:
 - The source of specific authority (statutes, instrument and articles, role descriptions and other regulations)
 - The key responsibilities of the Board and its committees, including in relation to academic governance
 - The known responsibilities and accountabilities of designated officers

Constitutional Framework

1. The School's governance arrangements are set out in the Instrument and Articles of Government. This governance framework provides an outline of the key instruments and principles of governance as they apply to the governing body and executive management of the School.
2. Northern School of Contemporary Dance was established as a higher education corporation on 27 September 1994 under the Education Reform Act 1988. Changes to its Instrument and Articles require approval from the Privy Council.
3. NSCD is a legally autonomous organisation, registered with the Office for Students as an independent Higher Education provider. NSCD does not currently have its own degree awarding powers and its degree programmes are validated by the University of Kent.
4. The Standing Orders and Scheme of Delegation are set by the Board of Governors and give practical details concerning the way the School is governed within the framework established by the Instrument and Articles of Government. The Scheme of Delegation sets out the terms of reference for the Board's Committees.
5. The School's regulations and policies provide the next layer of granular direction on how business must be conducted and set out the expectations on individuals and groups. These provide the detail on the framework that supports the School to operate in line with the requirements of its constitution, its strategy and the various legal and regulatory requirements that apply.

Board of Governors

1. The School's governing body is appointed under the provisions of the Instrument and Articles. It is the supreme authority in the School, which means that it is ultimately accountable for the conduct and activity of the School and its representatives. The Board is collectively responsible for overseeing the School's activities, determining its future direction, and fostering an environment in which its mission is achieved and the potential of all learners is maximised.

2. The Board of Governors comprises up to a maximum of 18 individuals, which includes the CEO and Principal. Twelve of the Governors are independent members, two are co-opted members, one of whom is elected from the support staff of the School, one staff governor appointed from amongst the School's staff following election, and two are student governors, appointed from amongst the School's students, following election.
3. The CEO and Principal is distinguished from all other members of the Board on the basis that they have the right to be a member by virtue of office, a right which the present CEO and Principal has taken up. The Chair and Vice Chair of the Board, together with the Chairs of Committees are elected by the Board itself and procedures for those appointments are set out in the Articles, Standing Orders and Procedures for the recruitment and appointment of members of the Board and its committees. Staff and student governors are appointed as full Governors, in the same way as the other appointed members.
4. The nature and complexity of the Board's responsibilities means that it is not practical for the Board to undertake all of the activities and therefore it has also established a number of Committees to which it has delegated powers and responsibilities (see Scheme of Delegation where full terms of reference are set out). Where these delegations are made, the Board of Governors retains accountability and must maintain appropriate oversight of how those with delegated powers are exercising their authority.
5. The Board has established four primary Committees: Audit, Finance and Resources, Remuneration and Staffing and Nominations and Governance.
6. The Board has established the Senate committee to consider matters relating to teaching and academic matters in the School.

Audit Committee

This Committee is responsible for directing and overseeing the School's arrangements for internal and external audit. It provides impartial advice to the Board on the discharge of the Board's responsibilities for proper financial management, for the effectiveness of risk management, internal control and management systems, and for the economy, efficiency and effectiveness with which the School's activities have been properly discharged.

Finance and Resources Committee

This Committee is responsible for considering matters relating to the financial affairs of the School, including ensuring its solvency, and safeguarding its assets, considering and recommending the financial strategy and budgets which reflect the Strategic Plan, ensuring that funds are used in accordance with regulatory requirements.

It is also responsible for the oversight of the management of the School's land and buildings, keeping under review the School's Estates Strategy, ensuring that space and property requirements are identified to fulfil the objectives of the Strategic Plan and provides a planned programme of maintenance. Additionally, it monitors and oversees the School's IT strategy and operations including GDPR.

Remuneration and Staffing Committee

This Committee is responsible for determining and reviewing the remuneration and terms and conditions of the School's senior postholders, including the CEO and Principal. This Committee also considers and determines matters in respect of the School's human resources which includes ensuring that pay and conditions of employment are properly determined and implemented for all categories of employees and monitoring the School's staff composition.

Nominations and Governance

This Committee is responsible for making recommendations to the Board of Governors on the appointment of independent and co-opted Governors.

It also monitors and reports to the Board on any governance matters delegated to it by the Board of Governors.

Frequency of meetings

The Board of Governors normally meets four times per year. The number of Committee meetings varies depending on the Committee, but they usually meet three times per year.

Academic Governance: The Senate

As set out above, the Board of Governors is the supreme authority in respect of all aspects of the School, although it places reliance on the Senate to govern the academic matters of the School. In turn, the Senate has established sub-committees to support it in discharging its responsibilities, such as the Learning and Teaching Committee and the Quality Assurance Committee (LTQAC).

The Senate is responsible for all matters relating to research, scholarship, teaching and course design. It also advises on matters relating to admissions, assessment, academic standards and policies and procedures relating to the academic business of the School. It reports directly to the Board of Governors.

What are the roles and responsibilities of Governors?

The key responsibilities of the Board of Governors are laid down in the school's Instrument and Articles of Government. The Articles set out a number of functions which may not be delegated and must be retained by the Board of Governors. These are:

1. The determination of the educational character and mission of the school;
2. The approval of the annual estimates of income and expenditure;
3. The responsibility for ensuring the solvency of the school and the corporation and for safeguarding their assets;
4. The appointment or dismissal of the principal;
5. The modification or revocation of the Articles of government.

Public service values are at the heart of the Board and Governors are expected to show high standards of personal and corporate conduct when in office. Governors must act honestly, diligently and protect the School's reputation and the trust and confidence of those with whom it deals. The School has adopted a Code of Conduct for Governors in order to make clear the standards of behaviour that are expected of them when in office and to assist them in fulfilling their role. This includes abiding by the Seven Principles of Public Life, formerly known as the Nolan Principles, which were defined by the Committee for Standards in Public Life. These are selflessness, integrity, objectivity, accountability, openness, honesty and leadership.

As charity trustees, members of the Board also have to comply with their responsibilities and legal duties as established by charity law.

School's Executive Management

The CEO and Principal is the responsible to the Board for the organisation, direction and management of the School and the leadership of the staff.

The Articles set out the responsibilities of the CEO and Principal. These are:

1. Making proposals to the Board of Governors about the educational character and mission of the school, and for implementing the decisions of the Board of Governors;
2. The organisation, direction and management of the school and leadership of the staff;
3. The appointment, assignment, grading, appraisal, suspension, dismissal and determination, within the framework set by the Board of Governors, of the pay and conditions of service of staff other than senior post holders;
4. The determination, after consultation with the academic Board, of the school's academic activities, and for the determination of its other activities;

The School's leadership team includes the Vice-Principal and Director of Higher Education, and Chief Operating Officer / Director of Finance and Resources, who are both senior postholders, accountable ultimately to the Board of Governors but reporting to the CEO and Principal on a day to day basis.

The Vice-Principal and Director of Higher Education is accountable to the CEO and Principal and is responsible for the development and organisation of the academic provision in the School, including admissions, student visas, academic registry, student support and marketing, as well as external partnerships which promote knowledge exchange.

The COO/Director of Finance and Resource is accountable to the CEO and Principal and is responsible for the School's finance functions and the operational good order, efficiency and effectiveness of the School's professional services, including facilities, IT and resources.

The wider senior management team includes the Director of Studies, Head of Learning and Participation, Head of Academic Registry and Compliance, Head of Undergraduate Studies and Head of Postgraduate Studies, Marketing and Communications Manager, Admissions Manager, IT Systems Manager, all of whom are accountable to a member of the Executive Leadership team.

The Clerk to Governors, who is also a senior postholder, reports directly to the Chair of the Board, but works closely with the leadership team.