



## SCHEDULE OF DELEGATED AUTHORITY

<b>Procedure Number</b>	GCS 2.2 Version 6
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## Schedule of Delegated Authority

The effective pursuance of the Osprey's business requires an effective, efficient and transparent Schedule of Delegated Authority (SoDA). It is important there is a clear understanding of where responsibility lies, the following guiding principles apply to this Scheme of Delegation:

- Transparency and accountability – clarity on where and how decisions are made.
- Business efficiency and effectiveness – facilitates prompt, well informed decision making taken at the right level.
- Empowerment – provides meaningful roles and controls
- Review and revision – clarity on how often the SoDA is reviewed.

**This Schedule provides for Authority to be delegated by - Osprey Housing (Osprey) to:**

- **The Resource & Governance Committee, the Corporate Services Committee, the Housing Committee and the Remuneration Committee in accordance with the agreed remit.**
- **Individual Board Members acting in their capacity as Chairs, etc.**
- **Senior Leadership Team**

This Schedule describes the arrangements for delegating certain types and areas of decisions or action to Office Bearers and/or to Staff.

The Board's purpose in approving this Scheme of Delegation is to ensure that the work of Osprey is not delayed while awaiting decisions which are clearly within the general terms of existing policy.

Office Bearers and Staff shall therefore seek to use delegated powers to maintain progress in the various areas of work, provided that no significant policy decisions are taken, or major financial commitments entered into without the approval of the relevant Board unless explicitly delegated.

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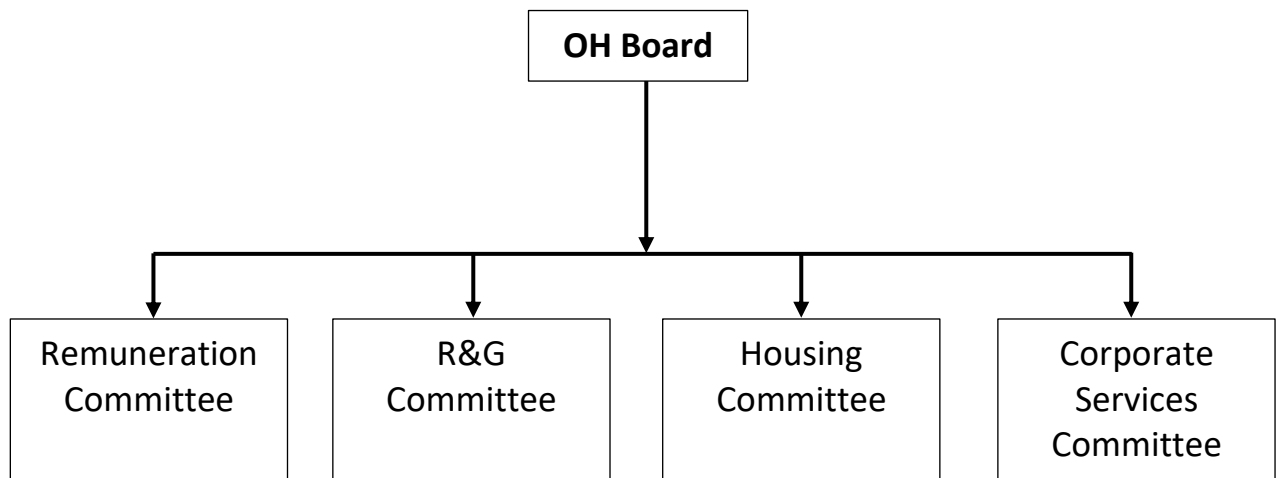
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# 1. Definitions

## 1.1 Definitions

OH	Osprey Housing
OH Board	Board of Directors of Osprey Housing
R&G	Resource & Governance Committee
CS	Corporate Services Committee
HC	Housing Committee
RC	Remuneration Committee
Memos & Arts (OH)	Osprey Housing Memorandum & Articles
ECB	Emergency Cabinet Board
SLT	Senior Leadership Team
Governance Framework Memorandum & Articles, Standing Orders etc.	

## 1.2 Governance Structure



The Board will from time to time establish Short Life Working Groups to consider specific issues and will delegate authority to those Groups in accordance with the principles set out in the Scheme.

### **1.3 Senior Staff Structure**

CEO – Chief Executive Officer

DOF – Director of Finance

DHS – Director of Housing Services

DOA – Director of Asset

DCS – Director of Corporate Services

## **OSPREY STRUCTURE – MAY 2024**

See webpage: [231001 Osprey Staff Structure.pdf \(ospreyhousing.org.uk\)](https://ospreyhousing.org.uk/231001%20Osprey%20Staff%20Structure.pdf)

## **2. Introduction**

The Schedule of Delegated Authority (SoDA) sets out how the Osprey Board, which has overall responsibility on this matter, arranges the exercise of its functions.

The SoDA sets out the:

- Schedule of Decisions reserved to the OH Board – Appendix 1.
- Schedule of Decisions delegated to the Committees – Appendices 2-5
- Schedule of Decisions delegated to the Senior Leadership Team – Appendix 6
- Schedule of Decisions – Emergency Cabinet Board – Appendix 7
- Schedule of Decisions – Health & Safety Committee – Appendix 8
- List of Policies & Relevant Authorities – Appendix 9
- Schedule of Delegated Financial Authority Guidelines – Appendix 10
- Emergency Decision making

OH is a Limited Company governed by its Memorandum and Articles of Association. OH is also registered as a Scottish Charity (SC 029461) and is a Registered Social Landlord (312).

The purpose of the SoDA is to set out the levels of authority, which have been delegated by the Osprey Board. As a general principle, matters of Strategy and Business Planning are the responsibility of the Osprey Board. In addition, the Osprey Board has reserved certain policy matters to itself. The Osprey Board is determined to ensure effective and efficient decision making and control and has accordingly delegated significant responsibilities to its subsidiary and committees.

The SoDA also sets out the authority delegated to staff under the direction of the CEO. However, the ultimate responsibility for those delegated powers rests with the Osprey Board.

The CEO is responsible for ensuring that the SoDA is maintained and complied with and that any serious breaches are reported immediately. The CEO will advise the Osprey Board.

Declarations of interest are submitted annually to prevent conflicts, should a matter arise where there is a personal interest, alternative arrangements will be made for another qualified person to make the decision.

The SoDA will be reviewed and approved annually by the Osprey Board.

Nothing in the SoDA supersedes or replaces any requirement of Osprey's Memorandum and Articles of Association, Financial Regulations, Standing Orders, Terms and Conditions of Employment and other policies and procedures.

### **3. Chairs and Office Bearers**

#### **3.1 Chair(s)**

To ensure that there are no unnecessary delays in progressing work the Chair of the relevant entity will have delegated authority, in consultation with the CEO, to take any decisions as required between Board meetings subject to each decision being in accordance with the relevant governing framework. All such decisions will be reported to the next meeting of the Board and recorded on the minute accordingly. The Chair can include the Vice Chair in the decision making process where this may be considered appropriate for additional accountability.

The Vice Chair will be required to take delegated authority in circumstances where the Chair has declared a personal interest in proceedings. In the event of an emergency situation the Chair in conjunction with the CEO and Vice Chair, can trigger the Emergency Cabinet Board. (Appendix 7 refers).

Where Board approval is required prior to its next meeting the following procedures apply:

Procedures for Emergency or urgent decisions (where the Emergency Cabinet Board is not required) - In an emergency and where an urgent decision must have Board approval before the date of the next Board meeting the procedures for emergencies must be followed.

Decisions which must have Board approval are:

- Decisions which would be contrary to the Standing Orders or adopted policies of Osprey
- Decisions which would be contrary to Board decision(s) which still stand; or
- Decisions where Staff, Members, Committees or Working Groups do not have the necessary delegated authority.

Any matters which are thought to require an urgent decision of the Board must be referred to the Chair and/or Vice Chair of the relevant Board(s) and/or the Chief Executive. Any two of these three will have the authority to determine whether Board approval is required by reference to the Governance Framework. If it is determined that Board approval is required then the matter must be referred to as many Board Members as possible for their consideration. Members may be contacted by telephone or in writing including email, text etc., depending on the time available. A decision made by this mechanism, which may be a majority decision, will be submitted to the next full Board Meeting for ratification.

If no majority decision can be reached by contacting as many Board Members as

possible then the Chair, or Vice Chair in his/her absence, must call an emergency meeting. If it is impossible to give seven days written notice of the meeting, then the emergency meeting must be arranged to suit as many Board Members as possible giving at least 24 hours' notice. Decisions made at meetings where seven clear days written notice has not been possible, will require to be ratified at the next scheduled Board Meeting.

In all such instances of emergency/urgent business the Chief Executive or in their absence the most senior and appropriate staff member, must be fully consulted.

Authority to sign legal documents on behalf of Osprey is set out in Appendix 10.

### **3.2 Vice-Chair(s)**

In the absence of the Chair, the Vice-Chair will have delegated authority, in consultation with the Chief Executive, to take decisions as described above. All such decisions will be reported to the next meeting of the Board or appropriate Committee and recorded in the minute accordingly. The Vice-Chair will also have delegated authority to sign legal documents on behalf of OH.

### **3.3 Company Secretary**

The Director of Corporate Services undertakes the role of Company Secretary for Osprey.

The Company Secretary has delegated authority to undertake the duties and responsibilities as laid down in the Osprey Memorandum and Articles of Association. The Company Secretary will have delegated authority to sign legal documents on behalf of OH, where the signatory of the Company Secretary is statutorily required. The duties shall include the following:

- Calling all Annual General Meetings/Special General meetings, ensuring that all necessary agenda, papers, reports and minutes are produced and issued in accordance with the Governance Framework.
- Preparing and submitting all necessary reports to the Registrar of Companies House, Office of the Scottish Charity Regulator (OSCR) and the Scottish Housing Regulator (SHR) unless separately specified in Appendix 8.
- Maintaining the register of Board Members and other registers required under the relevant Acts and Current Policies.
- Signing Annual Accounts, Statutory Returns, and any other documents which the Company Secretary is required to sign.
- Ensuring compliance with the Governance Framework
- The Company Secretary may delegate these responsibilities to the CEO.

### **3.4 Committee Chair(s)**

Chair of each Committee will have delegated authority, in consultation with the relevant Lead Director, to take decisions which relate to the area of responsibility of their Committee, subject to any such decisions being in accordance with the Governance Framework, the specific Committee remit and relevant policies. All such

decisions will be reported to the next meeting of the relevant Committee and recorded in the minute accordingly.

### **3.5 Chief Executive Officer (CEO)**

The CEO's role is accountable to the Board and is in accordance with the agreed job description. In addition, and in consultation with the relevant Chair(s), Vice-Chair(s) or other BMs the CEO, will have the following delegated authorities. In the CEO's absence, the DOF is authorised to act on behalf of the CEO in accordance with their job description.

The CEO's Authority includes:

#### **Growth/New Business**

- Initiate proposals for development projects/new business opportunities for Board approval and taking such emergency or short-term action as may be necessary to maintain progress on related activity on acquisition and development programmes, subject to the reporting of appropriate action to the following Board meeting in accordance with current policies
- Appoint Consultants for particular projects in accordance with procurement policy, based on effective market analysis and/or from the current approved list, and briefing Consultants on each project
- In consultation with the DOF, approve cumulative adjustments to building contracts which add no more than 5% or £100,000 (whichever is the lesser) to the works costs, subject to reporting on the action taken to the next Board meeting
- Approve adjustments to building contracts which results in savings to overall project costs, subject to submitting for the relevant Board approval proposed savings which require a reduction in the current standard specification
- Approve new business opportunities (e.g. participation in pilot projects, provision of management services to other organisations)
- Increased authority for decision making in emergency situations as agreed by the Board and/or ECB if triggered

#### **Finance**

- Authorise expenditure (revenue & capital) as provided for in the approved annual budgets. The DOF is the senior officer with operational responsibility for the Osprey's financial wellbeing and economic effectiveness and must be fully consulted in respect of the following
- Authorise – in consultation with the DOF – and with the approval of the Chair, expenditure which is essential to meet any immediate needs created by an emergency, subject to such action being reported to the next meeting of the relevant Board(s) and recorded in the minute accordingly
- Authorise - in consultation with the DOF – written requests for virement between budget headings for amounts up to £25,000 on each item
- Determine requests in writing - in consultation with the DOF – for the purchase of individual items of capital equipment costing up to £25,000



each which have not previously been approved as part of the current budget and are not an extension of items already approved. Such requests must be submitted in the form of a Business Case

- Determine requests, as in above paragraph, for the purchase of items of capital equipment costing in total up to £25,000 which are an extension of items already approved in the budget. This sum to be reviewed annually
- Write off non Housing Debt to the maximum sum of £5,000 per individual case

### **HR (Staffing, Health & Safety)**

Appoint replacement staff to existing vacancies, and additional staff following Board approval of the post. Appointments of staff at Director level and above must include the involvement of at least one relevant Board Member  
Appointing temporary staff, for periods up to 12 months on the following basis:

- Ensure cover for existing posts where the post holder is absent for an extended period (for example Maternity Leave/long term absence due to ill health)
- Monitoring and overseeing staff performance
- Deal with planned, or unplanned, workload requirements to ensure that Osprey objectives are achieved
- Take disciplinary action, hearing appeals and grievances, in accordance with policy & procedures

### **Corporate**

- Ensure the implementation of decisions taken by the Board. Implementing Board and Committee decisions relating to policy and development
- Liaison with the media in connection with any area of Osprey activities in pursuit of its interests, in consultation with the relevant Chair as required
- Ensure that all requirements relating to returns and statistics for statutory agencies including The Scottish Housing Regulator (SHR), Office of the Scottish Charity Regulator (OSCR), Financial Conduct Authority (FCA), Companies House & HMRC are dealt with according to the required timescales
- Ensure compliance with relevant legislation and SHR guidance etc.
- Ensure that all reports are submitted to the Board according to agreed timescales set out in the Governance Framework
- Promote and implement Osprey corporate policies (for example on Procurement, Equality and Diversity, Whistleblowing and Health and Safety, Code of Conduct, Core Values etc.)
- Implement risk management strategy
- Make public statements on behalf of Osprey in accordance with agreed policy and strategy
- Manage and monitor contractor performance/delivery including negotiating contracts, conducting due diligence, obtaining specialist advice and instructing/overseeing remedial action as required

### **Governance**

- Ensure the routine day-to-day pursuance of Osprey business in accordance with all current policies and procedures

- Ensure that all policies and procedures relating to governance and accountability are formulated and submitted to the relevant Board for approval
- Ensure that aforementioned policies are implemented by relevant staff, taking any emergency or short-term action as may be necessary to ensure that policies are implemented efficiently and reporting on any such actions to Board as necessary
- Ensure aforementioned policies and their day-to-day operation are regularly monitored and reviewed as necessary
- Ensure that the review of all policies is submitted according to an agreed timetable
- Issue, on behalf of the Company Secretary where necessary, agendas, reports, minutes and any other information required to the Board, so as to enable it to fulfil their remit
- Ensure and evidence constitutional compliance and support the Board in fulfilling its constitutional responsibilities
- Obtain legal/specialist advice to support compliance
- Ensure AGM and Board elections are conducted as required
- Ensure all Board meetings are appropriately constituted, conducted and recorded
- Support annual programme of Board members appraisals
- Support pro-active GB recruitment & succession planning

### **3.6 Director of Finance (DOF)**

The DOF will assume the full authority of the CEO in the latter's absence to ensure continued operational effectiveness. In addition, the DOF in consultation with the CEO, Office Bearers and other Board Members as appropriate, will have delegated authority to undertake the duties and responsibilities as detailed in their job description, in the Osprey Financial Regulations and Procedures and other policies and procedures, including the following:

#### **Financial System**

- Initiate proposals and actions to ensure the maintenance of an efficient system of financial operations and controls
- Ensure that all financial policies and procedures are implemented by relevant staff and are monitored as required by each policy or procedure
- Implement decisions taken by the Board and other Committees as appropriate on financial matters and ensuring all financial reports and returns are dealt with timeously

#### **Financial Policies and Procedures**

- Review all financial policies and procedures according to agreed timetables, drafting new policies or amending current ones as required to ensure compliance with legislation and recognised good practice and submitting as required to relevant Board or Committee(s)

#### **Financial Reporting**

- Prepare and presenting to the Board, and Committees as appropriate, such regular reports and information as they request to enable them to fulfil their financial functions and statutory obligations
- Report to all relevant parties, both internal to Osprey, including the SLT, Board and Committees and external to Osprey, including the Scottish Government, the SHR, OSCR, Companies House and HMRC as appropriate

### **Safeguarding**

- Take such emergency or short term action as may be necessary to protect or promote Osprey's financial position, subject to the reporting of all such action to the following meeting of the relevant Board
- Ensure that all financial policies and procedures are implemented by relevant staff and are monitored as required by each policy or procedure
- Advise the Board on and manage Osprey External Audit arrangements
- Advise the Board on and manage Osprey Internal Audit arrangements

### **Treasury Management**

- Ensure that surplus funds are appropriately invested as per the Osprey Treasury Management policy
- Establish the requirements for private finance in support of development and other schemes and negotiating with potential funders
- Implement the requirements of the procurement policy. Approve; maintain and review approved consultants

### **Income & Expenditure**

- Authorise expenditure (revenue & capital) relevant to the Finance function, as provided for in the approved annual budgets

### **Budgeting**

- In consultation with the CEO and the SLT prepare the annual revenue and capital budget, Five Year Financial Projections and longer term financial plans for Board approval
- Preparation of the annual rent increase calculations and service charge review for Board approval

### **Corporate**

- In consultation with the DHS, review and approve the methods by which rent and other payments are made by tenants
- Ensure compliance with The Scottish Social Housing Charter (SSHC) requirements and other, relevant legislation and guidance
- Participate in the Complaints Procedure
- Promote and embed the Core values
- Manage the IT service and infrastructure
- Approve application(s) for company credit card(s); authorising users and agreeing individual and collective thresholds move to DOF.

## **Development**

- Initiate proposals for development projects/new business opportunities for Board approval and taking such emergency or short-term action as may be necessary to maintain progress on related activity on acquisition and development programmes, subject to the reporting of appropriate action to the following Board meeting in accordance with current policies.

### **3.7 Director of Housing Services (DHS)**

The DHS in consultation with the CEO, DOF, Office Bearers and other Board Members as appropriate, will have delegated authority to undertake the duties and responsibilities as detailed in their job description, including the following relevant for the management of the OH tenancies:

- Initiate proposals and action to ensure the efficient and effective management of tenant services
- Authorise the allocation of properties in accordance with the Nominations agreements and Allocations Policies (inclusive of management transfers and special lettings initiatives)
- Authorise claims for compensation from tenants in line with the Compensation Policy
- Approve Write off housing debt under £1,000, making recommendation to Housing Committee for write offs over £1,000, reporting all to the relevant Committees
- Sequestrations will be actioned when received and reported back to Housing Committee, regardless of value
- Ensure that all housing management, and estate management policies and procedures are implemented by relevant staff and are monitored as required by each policy/procedure, with the necessary reports being submitted to Committee according to agreed timetables
- Review all housing management policies and procedures according to agreed timetables, submitting any amendments required for Committee approval
- Draft any new policies or procedures required for approval
- Take such emergency or short-term action as may be necessary to ensure the efficient implementation of the Osprey Housing's housing policies and where necessary reporting on such action to Committee
- Recommend Eviction Action for the CEO and Housing Committee Chair's authority to proceed with the eviction
- Approve refunds; write offs; write backs; rent account adjustments and compensation requests related to rents; tenancy and housing management matters
- Approve and control any delegated budget authority within housing management/service team
- Ensure compliance with legislative/regulatory and SSHC requirements
- Ensure compliance with SSHC etc., relevant legislation and guidance
- Work alongside the DCS and DOA to collect tenant satisfaction data and ensuring that action plans are formulated as a result of the findings of such surveys to address any weaknesses found

- Formulate and implement Tenant Participation Strategy
- Liaison with tenants, representative groups etc. to promote the participation by tenants in the work of Osprey and the management of their homes
- Participate in the Complaints Handling Procedure
- Manage the Leases and Management agreements for Osprey's supported accommodation including signing off legal documents
- Manage legal arrangements and agreements with Local Authorities for properties leased directly to them
- Represent Osprey on local strategy or consultation groups to ensure our participation and influence, e.g. HARSAG, Health and Social Care
- Implement the requirements of the procurement policy. Approve; maintain and review approved contractor/consultants

### **3.8 Director of Asset (DOA)**

The DOA in consultation with the CEO, DOF, Office Bearers and other Board Members as appropriate, will have delegated authority to undertake the duties and responsibilities as detailed in their job description, including the following relevant for both the OH stock:

- Initiate proposals and action to ensure the efficient and effective management of Osprey properties
- Monitor the maintenance and improvement of properties in accordance with the appropriate Policies
- Ensure that all estate management property maintenance and improvement policies and procedures are implemented by relevant staff and are monitored as required by each policy/procedure, with the necessary reports being submitted to Board/s according to agreed timetables
- Review all property management policies and procedures according to agreed timetables, submitting any amendments required for Board approval
- Draft any new policies or procedures required for approval
- Implement the requirements of the procurement policy. Approve; maintain and review approved contractor/consultants. Approve specific contractor lists for major tendered works
- Coordinate formulation and implementation of the Asset Management Strategy
- Ensure compliance with legislative/regulatory and SSHC requirements. Approve and control any delegated budget authority within Asset Management Team
- Approve related compensation requests
- Ensure regular Tenant Satisfaction Surveys are carried out. Also, ensuring that action plans are formulated as a result of the findings of such surveys to address any weaknesses found
- Participate in the review of the Osprey Design Guide and Standard Specification
- Promote of Environmental Sustainability Strategy  
Participate in the Complaints Handling Procedure

The approval of the List of Approved Contractors and Professional Advisers (including engineers, project managers, surveyors, CDM Co-ordinators etc.) in relation to their area of responsibility and in accordance with the Procurement Policy

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### **3.9 Director of Corporate Services (DCS)**

The DCS in consultation with the CEO, DOF, Office Bearers and other Board Members as appropriate, will have delegated authority to undertake the duties and responsibilities as detailed in their job description, including the following:

- Undertake the role of Company Secretary
- Produce, as the Company Secretary and on behalf of the CEO, agenda, reports, minutes and any other information required for the Board Meetings
- Plan the implementation of HR/OD strategies and change management programmes across the service
- Develop and deliver HR function for staff and Board members
- Develop, liaise and consult with staff regarding any proposed changes to terms and conditions and advising of changes approved by the Board
- Co-ordinate formulation of training strategy and succession plans, including a training strategy and succession plan for Board members
- Ensure that all corporate and HR management policies and procedures are reviewed and implemented by relevant staff and monitored as required by each policy/procedure, with the necessary reports being submitted to Committee according to agreed timetables
- Responsible for full facilities management service for Osprey offices
- Ensure compliance with legislative/regulatory requirements including Health & Safety, Employment legislation, Environmental Information (Scotland) Regulations, Data legislation, Scottish Housing Regulator Standards etc.
- Produce agendas, report, minutes and any other information for Resource & Governance, Corporate Services, Housing and Remuneration Committees so as to enable them to fulfil their remit, and monitoring implementation of Committee decisions
- Lead on Data Management and ensure compliance with relevant legislation, regulation and guidance (e.g. GDPR, FOI)
- Lead and implement the Digital Strategy and Communications Strategy.
- Implement the requirements of the procurement policy. Approve; maintain and review approved contractor/consultants
- Monitor the Complaints Procedure

## **4. Delegation of Policies and Relevant Authorities**

This is set out in Appendix 9 which details the various policies and managerial tasks separated into operational areas.

## **5 Schedule of Delegated Financial Authority Guidelines**

This is set out in Appendix 10 showing delegation to particular members of staff of authority to commit expenditure and, to other members of staff, authority to authorise payment – showing financial limits applicable, and how separation of duties is maintained.

## **6. Review**

The SoDA will be reviewed annually, or in the light of any legislative changes, or The Scottish Government requirements.

## **7. Other Related Documents**

Policies which are directly linked to the SoDA, and which should be read in conjunction with it, are:

- OH Memorandum & Articles
- Standing Orders
- Code of Conduct (Board Members & Staff)
- Procurement Policy
- Entitlements, Payments and Benefits Policy
- Financial Regulations
- Treasury Management Policy



# **APPENDIX 1**

## **SCHEDULE OF DECISIONS RESERVED FOR THE OSPREY HOUSING BOARD**

### **Purpose**

The Board will exercise the responsibilities set out in Osprey's Articles of Association. The Board is responsible for leading the development of Osprey's aims, objectives, strategy and planning. The Board is responsible for monitoring their effective implementation, ensuring their achievement and overseeing performance.

The Board is responsible for ensuring that Osprey complies with all legal and regulatory requirements. The Board is also responsible for ensuring that Osprey is adequately resourced and effectively managed to meet its aims and objectives and its obligations and commitments to tenants and customers.

### **Aims, Objectives and Values**

The Board will:

- Define and ensure compliance with Osprey's aims, objectives, values and standards, in accordance with its Articles of Association, legislation and regulatory expectations
- Uphold and promote Osprey's aims, objectives, values and standards to customers, tenants, service users, staff, partners and stakeholders
- Agree, uphold and ensure compliance with a Code (or Codes) of Conduct for Board members and staff to meet the highest ethical standards of integrity and probity
- Ensure that Osprey conducts its affairs openly, honestly and with integrity and that the values of equality, diversity and dignity at work are upheld and promoted

### **Governance**

The Board will:

- Promote the highest standards of governance in all of Osprey's activities and ensure compliance with regulatory expectations and good practice advice
- Establish a framework for developing, implementing, monitoring and reviewing policies and plans to achieve Osprey's objectives
- Ensure that strategic plans, policies and operational practices are informed by the views of tenants, service users and other customers
- Promote and maintain an effective working relationship with the Chief Executive based on clear delegation and open communication
- Ensure that the Board has the necessary skills, knowledge and expertise to carry out its functions
- Approve the remits and/or terms of reference and composition of all sub-committees and working groups established by the Board and monitor their activities
- Develop, promote and maintain strategic alliances and partnerships with other bodies. Where Osprey is represented on outside bodies, the Board will approve the nature of the representation and will receive periodic reports



- The Board will adopt and implement a framework for the support, training and regular appraisal of its members
- Develop, agree and approve the Annual Assurance Statement for submission to the SHR
- The Board will always act in and seek to promote the best interests of Osprey, its tenants and service users

### **Strategy, Planning and Performance**

The Board will develop, agree and oversee the implementation of Osprey's strategic and corporate plans, including the:

- Strategic Plan
- Financial Business Plan
- Treasury Management Policy
- Development Strategy
- Annual Budget
- Risk Management Strategy
- Environment Sustainability Strategy
- ESG Framework

The Board will:

- Adopt and oversee the implementation of a framework for the development and review of policies to support the delivery of corporate objectives and ensure compliance with statutory and regulatory requirements
- Ensure that the development and implementation of Osprey's policies and plans are informed by the views of tenants, service users and stakeholders and that they comply with all relevant statutory and regulatory requirements and guidance
- Agree targets for service delivery and business performance and ensure the establishment and implementation of an appropriate framework for monitoring their achievement that includes comparison of Osprey's performance against those of relevant peer organisations
- Adopt appropriate frameworks to ensure robust internal control, the effective management of risk and clear delegation of authority to committees and the Chief Executive
- Oversee the development and maintenance of effective strategic alliances and partnerships and ensure that Osprey contributes to the development of plans and strategies by other bodies that are relevant to the achievement of its own strategic aims and objectives
- Approve any new initiatives, business partnerships or business activities that are introduced outwith the Business Plan

### **Resources**

The Board will ensure that Osprey has the necessary financial, human and other resources to meet its aims, objectives and targets.

The Board will:

- Approve the terms of Osprey's borrowing and investments and ensure that all

- such activities comply with legal and regulatory requirements and with Osprey's Articles of Association and internal policies
- Ensure the availability of sufficient grant and loan finance, on appropriate terms, to support the achievement of Osprey's objectives
  - Ensure financial forecasting is based on reasonable assumptions and demonstrates viability
  - Approve the terms of Osprey's annual rent and service charge increase
  - Undertake all the functions associated with Osprey's role as an employer and establish and oversee the implementation of an appropriate framework for the recruitment, remuneration, support and employment of staff
  - Appoint (and if necessary dismiss) the CEO; approve his/her salary, benefits and terms of employment and ensure that s/he is effectively supported and his/her performance appraised at least annually

*The Board cannot delegate any of the foregoing responsibilities or activities.*

### **Compliance, Control and Accountability**

The Board will:

- Ensure that Osprey complies with its Articles of Association and all statutory and regulatory requirements. It will ensure that Osprey applies good practice in all its activities
- Approve all returns required by regulators and ensure that they are made accurately and submitted timeously
- Receive the auditor's report, approve the audited accounts for recommendation to the AGM and agree the recommendation to be made to members in respect of the appointment or re-appointment of the Auditor
- Ensure that Osprey fulfils its legal obligations with regard to homelessness, environmental issues and equalities and human rights
- Authorise the use of the Seal, in accordance with Article 61

## APPENDIX 2

### SCHEDULE OF DECISIONS DELEGATED TO THE RESOURCE & GOVERNANCE COMMITTEE

#### FINANCE

- To oversee the development, implementation and review of Financial Strategies and Policies including Financial Regulations & Treasury Management Policy.
- Approve policies in accordance with Appendix 10.
- To review and recommend the following to the Board
  - Financial Business Plans
  - The annual review of rent and service charge levels
  - Annual Budgets
  - Annual accounts prior to Board approval
  - Strategic expenditure including HR matters (Salaries/Pensions/Staff Structures, etc.)
- To review outcomes, forecasts and budget and make recommendations to the Board for change in the year in excess of £100,000
- Approval of additional unbudgeted expenditure of up to £100,000
- To monitor the loan covenants from all lenders
- Identify, review and make recommendations in relation to Treasury Management to the Board in accordance with Strategic Plan and Business Plans
- Review and appraise potential business opportunities from a financial, reputational and governance perspective on behalf of the Board and make recommendations accordingly
- Oversee the annual audit of the accounts
- To review potential new development opportunities through the Development Appraisal process to ensure potential outcomes are in accordance with the Asset Management Strategy

#### GOVERNANCE

- To oversee the development, implementation and review of Governance Strategies and Policies including the Governance Framework (Memorandum & Articles and the Intragroup Agreement), Assurance Process, Standing Orders, Schedule of Delegated Authority and report to the Board
- Approve Policies in accordance with Appendix 9
- To approve and oversee the Internal Audit programme
- To oversee the tender process for Internal/External Audit
- To oversee the detailed Risk Policy and associated Register within the agreed framework of the Board
- To monitor the Implementation of any Regulation Plans required by the SHR
- To monitor the governance of the Committees and report to the Board as required
- Oversee the compliance of Health & Safety

## **APPENDIX 3**

### **SCHEDULE OF DECISIONS DELEGATED TO THE HOUSING COMMITTEE**

#### **CORPORATE**

- Contribute to and approve the direction of and future Housing Strategies in respect of aspects directly within its remit and for submission to the Board for approval in relation to major new initiatives.
- Contribute to and approve the following for submission to the Board for approval –
  - Tenant Participation Strategy
  - Asset Management Strategy
  - Development Strategy
  - Development of Stock Improvement Programmes
  - Implementation of any Housing related Improvement Plans
  - Environmental Sustainability Strategy
  - Tenancy Sustainment Action Plan
- Consideration of rent setting and review of the success of methods of consulting with tenants over rent increases and make recommendation to the Board
- Review Digital strategy in relation to Housing Operational Services to ensure it remains fit for purpose and meets tenants needs
- Review complaints in relation to Housing Operational Services in accordance with the Complaints Handling Policy
- Responsible for overseeing specific aspects of the Risk Policy and associated Register

#### **HOUSING MANAGEMENT**

- Approve all Housing Management Policies and submit those requiring further Board approval in accordance with Appendix 9
- To review potential new development opportunities through the Development Appraisal process to ensure potential outcomes are in accordance with tenant requirements
- Overview of Supported Accommodation provision within Osprey Stock
- Approve strategic or specific Tenant Communication including an overview of the content of Newsletters, Handbook, etc.
- Approve the annual engagement plan with Registered Tenants Organisations (including OTRA) and represent OH (as first point of contact) in respect of the Tenants Scrutiny Panel
- Approve proposed KPIs for submission to Board for approval and monitor performance in respect of SSHC and other KPIs outcomes
- Chair of Housing Committee to authorise evictions as recommended by DHS
- Write off housing debt over £1,000 and up to £15,000 (per item). Sums below £1,000 to be approved by the DHS and reported to the next Housing Committee

#### **ASSET MANAGEMENT**

- Approve all Asset Management Policies and submit those requiring

- further Board approval in accordance with Appendix 9
- Review and monitor the implementation of Stock Improvement Programmes on behalf of and once approved by the relevant Board
  - Approval of general design and specification requirements taking account of tenants needs as well as best practice including for example in relation to energy efficiency, health and safety (legionella, asbestos etc.)
  - Entering into contracts for improvement, repair and maintenance – including:
    - Service contracts
    - Void house repairs
    - Cyclical maintenance
    - Responsive (day to day repairs)
    - Improvement and maintenance (e.g. window renewal)
    - Medical adaptations (in liaison with appropriate professionals)
  - Monitor contracts and programme performance including budgetary performance and arranging and assessing tenant feedback
  - To review potential new development opportunities through the Development Appraisal process to ensure potential outcomes are in accordance with the Asset Management Strategy
  - Participate and make recommendations in relation to the Sustainability Strategy

## **APPENDIX 4**

### **SCHEDULE OF DECISIONS DELEGATED TO THE CORPORATE SERVICES COMMITTEE**

#### **BOARD**

- Approve draft Board Development Plan and recommend for approval to the Board. The Plan to incorporate individual and collective Board appraisal, development and induction plans and ensuring Board succession. Oversee implementation and review Board ICT support

#### **STAFFING**

- Approve Staff Development Plan (including Succession Planning) and recommend for approval to Board. Oversee implementation
- Consideration of strategic staffing matters including Staff Structures, Terms & Conditions of Employment including pensions, staff training plan and HR related policies in accordance with Schedule 9
- Oversee the implementation of plans arising from IIP/ Scotland's Living Wage etc. including accreditation processes
- Represent the Board in relation to high level staffing matters including disciplinary/grievance procedures

#### **COMMUNICATIONS & IT**

- Review and recommend Communication Strategies for Board approval
- Review and recommend Digital Strategies for Board approval
- Monitor implementation of Communications and Digital Strategies and overall IT service and infrastructure
- Review and oversee the Customer Charter
- Review and approve corporate branding strategy for Board approval

#### **RESOURCES**

- Review and oversee Incident Management Plan on behalf of the Board
- Review and oversee Facilities Management function and make recommendations to the Board
- Develop and implement strategies to embed continuous improvement and improved culture within the organisation

#### **GOVERNANCE**

- Responsible for overseeing specific aspects of the Risk Policy and associated Register
- Contribute to and lead on policy & strategy in relevant areas (for example Health & Safety, Dignity at Work, Equality & Diversity, Data Protection, etc)
- To ensure appropriate Board membership, succession planning and recruitment arrangements in accordance with Osprey Policies and the Regulatory Framework
- Responsible for the detailed monitoring and implementation of Health & Safety
- Oversee and receive reports/recommendations from Health and Safety Committee

## **APPENDIX 5**

### **SCHEDULE OF DECISIONS DELEGATED TO REMUNERATION COMMITTEE**

#### **GOVERNANCE**

The Committee will make recommendations for approval to the Board on the following:

- Process for the recruitment of the CEO and DOF in conjunction with external advisors, including job description, person specification, recruitment and appointment arrangements
- Members will liaise with the CEO on the recruitment of other members of the SLT including participation in the recruitment process
- Consider and recommend to the Board the remuneration package, terms, and conditions for the SLT
- Review and recommend any variations to approved remuneration or terms and conditions for other staff

## **APPENDIX 6**

### **SCHEDULE OF DECISIONS DELEGATED TO SENIOR LEADERSHIP TEAM**

The remit of the SLT is to manage, promote and deliver the work of Osprey.

#### **REMIT OF THE SENIOR LEADERSHIP TEAM**

The SLT's responsibilities are to ensure the seven standards of the published Governance Framework and associated requirements are met and, its overall remit is to manage, promote and deliver the work.

In furtherance of meeting those standards and its remit the SLT's responsibilities include:

- Provision of appropriate services that offer value for money to a wide range, of tenants, customers and other stakeholders
- Development and implementation of operational procedures to ensure delivery of the Corporate Plan and Policies
- Advising and recommending to Board on resourcing, including staff, funding and budgeting as these affect tenant and other services, property repair, maintenance and improvement
- Develop, implement, monitor and review annual budgets and other funds allotted by Osprey handle relations with suppliers on policy and expenditure
- Compliance with all legislative and regulatory requirements, including Financial Forecasting & Business Planning, SHR/ARC requirements, OSCR, Companies House, HMRC and other Governance matters, HR and Health & Safety
- Provide advice, guidance and support to the Board and staff teams in relation to development of strategy, operational delivery and risk management
- The approval of the List of Approved Contractors and Professional Advisers in accordance with the Procurement Policy
- 

#### **DELEGATED AUTHORITY**

Once approval is granted by the relevant Board authority will be delegated to the CEO to sign agreements relating to that approval unless it specifically requires the signature of a Board Member.

In the event that both the CEO and their deputy are absent, delegated authority will pass to the SLT member with the most appropriate skills, knowledge and expertise on the subject. Guidance will be sought from the Chair as required.



## **APPENDIX 7**

### **SCHEDULE OF DECISIONS DELEGATED TO EMERGENCY CABINET BOARD**

The Emergency Cabinet Board (ECB) will be triggered in emergency situations when alternative, temporary governance measures are required. In order to maintain effective control, direction and oversight of the business of Osprey during an emergency the ECB will adhere to the following Terms of Reference:

The ECB will comprise:

Chair of Osprey Housing Board  
Vice Chair of Osprey Housing Board  
Chair of Resource and Governance Committee  
Chair of the Housing Committee  
Chair of the Corporate Services Committee

The Chair of the ECB will be the Chair of Osprey  
Vice Chairs will attend in the absence of their Chairs

Quorum for meetings will be four.

ECB meetings will be held on Microsoft Teams or similar virtual meeting software and will last no longer than 1.5 hours.

The decision to trigger the ECB will be made by the CEO, Chair and Vice Chair. This will usually be communicated to all Board members via email.

In the event that the ECB is triggered, decision making will be delegated from Osprey Board and Committees to the members of the ECB until further notice. In emergencies that require implementation of the ECB all committee meetings will be suspended.

The ECB will act on behalf of all Board Members.

Provision for the ECB is contained within the Standing Orders and this Schedule of Delegated Authority.

Once triggered, ECB meetings can be called at any time with a minimum 24 hours notice.

The core function of the ECB will be to take any business critical decisions required during the emergency period.

Papers for a meeting will be circulated via Decision Time prior to a planned meeting. This will provide all Board Members the opportunity to read and give comments on the contents and items for decisions prior to the meeting and decisions being made.

Comments and opinions from all Board Members of OH will be considered in the decision making process and retained electronically.

Decisions shall be made by the majority of those in attendance and opinions received by email.

During its tenure the ECB shall maintain close engagement with the Osprey Senior Leadership Team.

Draft minutes of the meeting will be sent via email to all Board Members as soon as practicable following the ECB meeting.

Implementation of the ECB governance arrangements are a temporary measure to cover any period of enforced restrictions on normal arrangements set out in the existing constitutional documents (i.e. Articles of Association, Standing Orders, SoDA). A return to those normal arrangements, or as close as possible thereto will be exercised as soon as reasonably practicable subject to the requirement for any planned longer term change in the Articles of Association.

The use of ECB governance arrangements will be subject to review by all Board members on a rolling basis of at least every 3 weeks after the first ECB meeting is held. This will usually be via an e-mail consultation process.

## APPENDIX 8

### HEALTH & SAFETY COMMITTEE

The remit of the H&S Committee is to provide an open forum for the discussion of all Health & Safety related issues raised by members of the Committee and by any other relevant sources.

- At least one Board Member shall sit on the Committee
- All Committee members will undergo suitable training, which will include as a minimum 'Health & Safety Awareness'. This will ensure that all members have a working knowledge of the topic, commensurate with their role in the Committee and within the organisation as a whole
- The Committee will suggest solutions and initiatives for issues arising, which will be minuted and implemented appropriately
- Where appropriate, the Committee will review policy, procedures and arrangements, making recommendations for approval by the Chief Executive and the Board
- The Committee will delegate, with the Chief Executive's approval, to members and to other appropriate persons within the organisation, actions required to be taken to implement policies, procedures, arrangements and any other initiatives authorised by the Chief Executive
- The Committee will review the Health & Safety performance of the organisation, analysing accident statistics, reported breaches of policy and procedures, audit and inspection reports and data from other information gathering exercises. Recommendations on options to improve safety performance will be made to the Chief Executive without undue delay

## APPENDIX 9

### LIST OF POLICES AND RELEVANT AUTHORITIES

The Schedule of Delegated Authority makes reference to policies and procedures on a number of occasions. Below is a list of policies separated out into operational areas showing the Board responsible for policy approval with the staff member responsible for operational procedures/practice also.

The internal management planning process may identify additional policies and responsibilities. Any such additional policies approved will be incorporated into the next update of this Schedule.

**TABLE A – Decision making authorities**

Activity	Approving GB	Lead Committee	Lead Officer
<b>Governance</b>			
Memorandum & Articles (OH)	OH Board	R&G	CEO
Standing Orders	OH Board	R&G	CEO
Financial Regulations	OH Board	R&G	DOF
Scheme of Delegation	OH Board	R&G	CEO
Statutory Returns	OH Board	R&G	DOF
Appointment of External Auditors	OH Board	R&G	DOF
Appointment of Internal Auditors	OH Board	R&G	DOF
Application for Membership – OH Board	OH Board	Chair	CEO
Litigation – Initiation by OH	OH Board	Relevant Comm	CEO
Litigation – Defence against actions by others	OH Board	Relevant Comm	CEO
Press and Media – Authority to Make Statements and Issue Press Releases			CEO

<b>Activity</b>	<b>Approving GB</b>	<b>Lead Committee</b>	<b>Lead Officer</b>
Strategic Audit Plan	Board	R&G	DOF
Review of Internal Audit Reports	Board	R&G	DOF
<b>Corporate</b>			
Pension Changes or decisions/policies	Board	R&G/CS	CEO
Salary Review	Board	Rem Comm	CEO/DOF/DCS
Codes of Conduct (Board & Staff)	Board	R&G/CS	DCS
Board Development Plan	Board	CS	CEO
Health & Safety Statement/Policy	Board	CS	CEO/DCS
Incident Management Plan	Board	CS	CEO/DCS
Staff Structure	Board	R&G/CS	CEO
Authority to create new posts			
• Above Annual Budget	Board	CS	CEO
• Within Annual Budget	CS	CS	CEO
Staff Development Plan	Board	CS	CEO/DCS
Appointment/Dismissal of CEO	Board	CS	External
Appointment/Dismissal of DOF	Board/CEO	Relevant GB Member	CEO
Appointment/ Dismissal of Director	CEO	Relevant GB Member	CEO
Appointment / Dismissal of other staff	CEO		CEO/DCS
Data Protection	Board	CS	DCS
Regulation Plan	Board	R&G/HC	CEO
Strategic Plan	Board		CEO
Development Programme	Board	R&G/HC	CEO
Procurement Policy	SLT	Relevant Committee	Relevant SLT
Changes to Job Title or Job Description	CEO	CEO	DCS
Risk Management Register	Board	All Comm	CEO
Risk Practice and Procedure	CEO		CEO
<b>Finance</b>			
Procedures of all Finance related policies			DOF
Financial Business Plan	Board	R&G	DOF
Rent Setting	Board	HC/R&G	CEO/DOF/DHS
Service Charge Setting	Board	HC/R&G	DOF/DHS/DOA
Treasury Management Policy	Board	R&G	DOF

<b>Activity</b>	<b>Approving GB</b>	<b>Lead Committee</b>	<b>Lead Officer</b>
Funding & Borrowing Strategy	Board	R&G	DOF
Budget Approval	Board	R&G	DOF
Budget Review and Monitoring	Board	R&G	DOF
Amendment to Budget > £100k	Board	R&G	DOF
Amendment to Budget > £25k < £100k	R&G	R&G	DOF
Bank Mandates	Board	R&G	DOF
Additions to Budget < £25k	CEO		DOF
Virement between budget heads < £25k	CEO		DOF
Virement between budget heads > £25k < £100k	R&G	R&G	DOF
Virement between budget heads > £100k	Board	R&G	CEO
<b>Insurance</b>			
Approval of insurer	Board	R&G	DOF
<b>Statutory Accounts</b>			
Approval	Board	R&G	DOF
Consideration of Management Letter	Board	R&G	DOF
<b>Internal Audit</b>			
Approval of Internal Audit Plan	R&G	R&G	DOF
Consideration of Internal Audit Reports	R&G	Relevant Committee	Relevant SLT
<b>Asset Management</b>			
Procedures related to Asset Management Policies			DOA
<b>List of Maintenance Contractors</b>			
Policy & Approval of List		SLT	DOA
Ad-hoc Additions / Deletions		HC	DOA
<b>Maintenance Tenders - Selection of Tender List from Approved</b>			
Up to £100,000	DOA		DOA
Over £100,000	HC		DOA
<b>Opening tenders - Budgeted</b>			
Up to £100,000	DOA & SLT Member		DOA
Over £100,000	2 BM		DOA
<b>Acceptance of Tenders</b>			
Within 105% of Budget	DOA	HC	DOA
>105% of Budget	CEO/DOF & DOA	R&G	DOA

<b>Activity</b>	<b>Approving GB</b>	<b>Lead Committee</b>	<b>Lead Officer</b>
Appointment of Maintenance Consultants	DOA		DOA
Stock Improvement Maintenance and Repairs (application of policy)		HC	DOA
Major Repairs/Planned Maintenance Improvement Plan		HC	DOA
<b>Development</b>			
Annual Development Programme	Board	R&G	DOF
Material Variations to Programme Schedule	Board		DOF
Consideration / Appraisal of Development	Board	R&G	CEO/DOF
Consideration / Appraisal of New Business Opportunities	Board		CEO/DOF
Development tenders	As per development / procurement		DOF
Appointment of Development Consultants			DOF
Purchase of Residential Land / Properties within agreed programme	OH Board	R&G	DOF
Commitment to Contracts / Package Deals within agreed programme following final approval via the Appraisal Process			DOF
Letters of Intent			DOF
Design Brief Approval	HC	HC	DOA/DOF
Review & Minor Variations			DOA
<b>Housing Management</b>			
Procedures related to Housing Management Policies	DHS		DHS
Issue of Legal Proceedings (Arrears/ASB)	DHS		DHS
Evictions	DHS		CEO
Write offs		HC	DHS
Up to £1000	DHS		DHS
Exceeding £1000	HC	HC	DHS
Rent Consultation	HC	DHS	DHS
Tenant refunds	DHS		DHS
Compensation claims	DOA/DHS		DOA/DHS

**TABLE B –Strategy Approvals**

Category	Ref	Name of Strategy	Approver	Lead Committee	Lead Officer
Gov	SD 1.0	Strategic Plan	Board	OH Board	CEO
Gov	SD 2.0	Environmental Sustainability Strategy	Board	OH Board	CEO
Asset	SD 3.0	Asset Management Strategy	Board	HC	DOA
Asset	SD 4.0	Development Strategy	Board	R&G	CEO
Gov	SD 5.0	Communications Strategy	Board	CS	DCS
Gov	SD 6.0	Digital Strategy	Board	CS	DCS
Housing	SD 7.0	Tenant Participation Strategy	Board	HS	DHS
Asset	SD 8.0	Procurement Strategy	Board	R&G	CEO
HR	SD 9.0	People Strategy	Board	CS	DCS
Gov	SD 10.0	Risk Management Strategy	Board	R&G	CEO
Gov	SD 11.0	Equality Strategy	Board	CS	DCS
Finance	SD 12.0	Treasury Management Strategy	Board	R&G	DOF



**TABLE C – Policy Approvals**

<b>Policy REF</b>	<b>Name of Policy</b>	<b>Approver</b>	<b>Lead Committee</b>	<b>Lead officer</b>
<b>FINANCE</b>				
FIN 1.1	Financial Regulations	Board	R&G	DOF
FIN 1.2	Treasury Management Policy	Board	R&G	DOF
FIN 1.3	Anti-Money Laundering Policy	Board	R&G	DOF
<b>CORPORATE &amp; GOVERNANCE</b>				
GCS 2.2	Schedule of Delegated Authority	Board	All	CEO
GCS 2.3				
GCS 2.4	Complaints Handling Policy	Board	CS	DCS
GCS 2.5	Entitlements, Payments & Benefits Policy	Board	CS/R&G	CEO
GCS 2.6	Declaration of Interests Policy	Board	CS/R&G	CEO
GCS 2.7				
GCS 2.8	Health & Safety Policy	Board	CS	CEO
GCS 2.9	Staff Code of Conduct	Board	CS	DCS
GCS 2.10	Board Code of Conduct	Board	CS	DCS
GCS 2.11	Standing Orders	Board	R&G	CEO
GCS 2.12	Major Incident Management Plan	Board	CS/R&G	DCS
GCS 2.13	ITC Business Continuity			
GCS 2.14	Procurement Policy	Board	R&G/HC	DOA
GCS 2.15				
GCS 2.16	Privacy (Data Protection) Policy	Board	CS	DCS
GCS 2.17	Disclosure Policy	Board	CS	DCS
GCS 2.18				
GCS 2.19	Whistleblowing Policy	Board	CS	CEO
GCS 2.20	Osprey Housing Board Membership Policy	Board	CS/R&G	CEO
GCS 2.21				
GCS 2.22	Document Control Policy	Board	CS	DCS

<b>Policy REF</b>	<b>Name of Policy</b>	<b>Approver</b>	<b>Lead Committee</b>	<b>Lead officer</b>
GCS 2.23	Freedom of Information and Environmental Information Policy	Board	CS	DCS
GCS 2.24	Records Management Policy	Board	CS	DCS
GCS 2.25	Anti-Bribery and Corruption Policy	Board	R&G	DOF
<b>HOUSING MANAGEMENT</b>				
HM 3.1	Arrears Management Policy	HC	HC	DHS
HM 3.2	Rent Policy	Board	HC/R&G	DHS
HM 3.3	Service Charge Policy	Board	HC/R&G	DHS
HM 3.4				
HM 3.5	Allocations Policy	Board	HC	DHS
HM 3.6	Tenancy Sustainment Policy	HC	HC	DHS
HM 3.7	Anti-Social Behaviour Policy	HC	HC	DHS
HM 3.8	Estate Management Policy	HC	HC	DHS
HM 3.9	Managing Tenancies Policy	HC	HC	DHS
HM 3.10	Decant Policy	HC	HC	DHS
HM 3.11	Domestic Abuse Policy	HC	HC	DHS
HM 3.12	Housing Services Delivery Strategy	HC	HC	DHS
HM 3.13	Safeguarding Policy	HC	HC	DHS
<b>ASSET MANAGEMENT</b>				
AM 4.1				
AM 4.2	Void Management Policy (incl. Lettable Standard)	Board	HC	DHS/DOA
AM 4.3	Repairs & Maintenance Policy	Board	HC	DOA
AM 4.4	Asbestos Policy	HC	HC	DOA
AM 4.5	Aids & Adaptations Policy	HC	HC	DOA
AM 4.6	Alterations & Improvement Policy	HC	HC	DOA
AM 4.7	Rechargeable Repairs Policy	HC	HC	DOA
AM 4.8	Compensation Policy	Board	HC/R&G	DOA
AM 4.9	Heating Safety Policy (incl. Gas Legislative requirements)	HC	HC	DOA
AM 4.10	Legionella Policy	HC	HC	DOA
AM 4.11				
AM 4.12	Disposal Policy	Board	HC/R&G	CEO

Policy REF	Name of Policy	Approver	Lead Committee	Lead officer
<b>HUMAN RESOURCES</b>				
HR 5.1	Attendance Management Policy	CS	CS	DCS
HR 5.2	Secondment Policy	CS	CS	DCS
HR 5.3	Reward and Recognition Policy	Board	CS/R&G	DCS
HR 5.4	Performance Management Policy	CS	CS	DCS
HR 5.5	Recruitment and Selection Policy	CS	CS	DCS
HR 5.6	Maternity Policy	Board	CS/R&G	DCS
HR 5.7	Adoption Policy	Board	CS/R&G	DCS
HR 5.8	Paternity Leave Policy	Board	CS/R&G	DCS
HR 5.9	Retirement Policy	Board	CS/R&G	DCS
HR 5.10	Redundancy Policy	Board	CS/R&G	DCS
HR 5.11	Disciplinary Policy	CS	CS	DCS
HR 5.12	Staff Development Policy	CS	CS	DCS
HR 5.13	Grievance Policy	CS	CS	DCS
HR 5.14	Flexible Working Policy	CS	CS	DCS
HR 5.15	Expenses Policy	Board	CS/R&G	DCS
HR 5.16	Grading Review Policy	Board	CS/Rem Comm	DCS
HR 5.17	Flexi Time Policy	CS	CS	DCS
HR 5.18	No Smoking Policy	CS	CS	DCS
HR 5.19	Substance Misuse Policy	CS	CS	DCS
HR 5.20	Special Leave Policy	CS	CS	DCS
HR 5.21	Extreme Weather & Emergency Situations Policy	CS	CS	DCS
HR 5.22	Dignity at Work Policy	CS	CS	DCS
HR 5.23				
HR 5.24	Home Working Policy	CS	CS	DCS
HR 5.25	Shared Parental Policy	CS	CS	DCS
HR 5.26	Terms & Conditions	Board	CS/R&G	DCS
HR 5.27	Stress Management Policy	CS	CS	DCS
HR 5.28	New Staff Relocation Policy	Board	CS/R&G	DCS
HR 5.29	Out of Hours On Call Policy	Board	CS/R&G	DCS

Policy REF	Name of Policy	Approver	Lead Committee	Lead officer
HR 5.30	Menopause Policy	CS	CS	DCS
<b>ICT</b>				
ICT 7.1				
ICT 7.2	MDM Policy	OH Board	CS	DCS
ICT 7.3	IT Policy	OH Board	CS	DCS
ICT 7.4	Social Media Policy	OH Board	CS	DCS
ICT 7.5	Email Policy	OH Board	CS	DCS
ICT 7.6	Internet Usage Policy	OH Board	CS	DCS

**General Principles to be applied to the use of the SoDA in urgent/emergency situations –**

- (a) This list is not exhaustive and common sense must be applied to ensure that its spirit is adhered to in unforeseen circumstances.
- (b) In the event of an emergency, the Chair of the Board is authorised to take appropriate action. The Vice-Chair is authorised to act on behalf of the Chair in the Chair's absence.
- (c) The DOF is empowered to act on urgent matters, in the CEO's absence and in the event of both being absent another member of the SLT can be designated and empowered to act with the agreement of the Chair.
- (d) Nothing within the SoDA shall prevent the most senior employee available dealing with an emergency.
- (e) See Emergency Cabinet Board remit in Appendix 7
- (f) Where emergency action has been taken under Delegated Power this must be reported back to the Board.
- (g) Digital/electronic authorisation including signatures - Use of signatures held for Chair/Vice Chairs and CEO should be used following their express permission wherever possible. The DCS must be notified of non-standard use and this must be reported to the next relevant Board or Committee
- (h) **All Notifiable Events must be immediately reported to the SHR and to the Board.**

## **APPENDIX 10**

### **SCHEDULE OF DELEGATED FINANCIAL AUTHORITY GUIDELINES**

#### **Introduction**

The SoDA shows the approved officers who have been delegated responsibility by the Board for committing expenditure on behalf of Osprey. It sets out the areas of responsibility, nominated officers and the scope of delegation.

Delegated Levels of Authority (DLAs) are assigned to individual members of staff.

- DLAs can only be further delegated on the written approval of the CEO. Delegation of levels does not exonerate responsibility for the original holder, who will remain responsible for delegated staff.
- When an authorised member of staff will be absent from their post, deputies may, at the authorised member of staff's discretion, be assigned DLA's appropriate to ensure that the day to day operations of Osprey continue to function.
- DLAs in these circumstances will not exceed the original levels of the delegating officer.
- Segregation of duties must apply in addition to the adherence of the DLA. Individual members of staff should not initiate and authorise expenditure and receive the purchased goods/services.

Reference should be made to this scheme in instances where a decision is required out with a member of staff's DLA.

- Where it will result in a breach of authority, staff must not commit expenditure without prior written approval of the CEO or DOF.
- Approval should only be given if it is within that individual's DLA.

Expenditure can only be committed against authorised budgets and must be contained within original limits.

- Staff authorised to commit expenditure up to their DLA may only do so where the budget permits.
- In assigned DLAs to staff, it must be emphasised that strict controls over budgets must be in place, and budget statements reviewed regularly, to ensure overspend does not ensue.

#### **Authorisation of Invoices (for goods and services received)**

The authority to approve invoices for payment

- The DLA applies to all named staff in the scheme.
- Where an invoice requires authorisation during the absence of a delegated member of staff, reference should be made to the member of staff who is deputising for the delegated member of staff.
- Finance staff are responsible for checking the validity of authorised members of staff and are permitted to dispute any invoices incorrectly authorised.

#### **Capital Expenditure Variations**

All individual capital programmes, not approved as part of the development programme, e.g. office furniture, IT equipment cost overruns exceeding 10% of original estimate may be incurred.

- Where contract payments are payable in instalments, the total cost of the contract is the sum subject to authorisation.

The DLA Applies to each capital project / item.

## Payment

Payment of contractors/suppliers is the final part in any financial transaction. The following people are authorised cheque signatories on all the company's bank accounts:

<b>Group A</b>	<b>Group B</b>
Chair	CEO
Vice Chair	DOF
R&G Chair	
DCS	
Finance and Business Analyst (FBA)	

Authorised signatories and authorisations will be in accordance with the following limits:

<b>Cheque Value</b>	<b>Any one Signatory from Group A or B</b>	<b>Any combination of two Signatories from Group A or B</b>	<b>Two Signatories minimum of one from Group B</b>
£0 - £5,000	√		
>£5,000 - £250,000		√	
>£250,000			√

Access to the on-line banking facility is restricted by the bank by use of an Authenticating Device. Authority to process such transactions is restricted to the CEO, the DOF, the DCS and the Finance and Business Analyst. However, these staff are only authorised to process such transactions where the approval of commitment and approval of invoice/expenditure has been carried out appropriately.

Levels of authority range from staff to the Board themselves, and it is important for good internal control of Osprey's expenditure that all staff have a working knowledge of the content of the SoDA. It is the responsibility of Line Managers to ensure that their staff are fully aware of their authority levels and limits.

There are a number of important points to observe in following the authorisation procedure:

- Two separate procedures are involved in incurring expenditure.
  - taking on commitment to spend (column 2).
  - approving the invoice after goods or invoices received (column 3).
- Written or electronic evidence of the approval and authority should be retained.
- The person approving an invoice will be expected to be satisfied that prior approval of the original order or instruction was given, at the appropriate level, in cases where such prior approval is required.
- Approval of invoices will include a check of the calculations.

### Expenditure Authorisations - Capital Expenditure (property and land)

	Approval of Commitment	Approval of Invoice
Purchase of property and land	OH Board	CEO or DOF
Consultants' fees (within contract/budget)	CEO	CEO or DOF
Works costs within approved contract	CEO	CEO or DOF

### Expenditure Authorisations - Staff Appointments, Salaries and Staff Costs

	Approval of Commitment	Approval of Expenditure
New Posts	OH Board	CEO or DOF
Replacement Staff	CEO	CEO or DOF
Temporary Staff	CEO or DOF	CEO or DOF
Salary Reviews	OH Board	CEO or DOF
Traveling and hospitality expenses	Relevant SLT	Relevant SLT
Board Members Expenses	OH Board	CEO or DOF

### Expenditure Authorisations – Tenant Arrears Write Off

Board	Housing Committee	DHS
> £15,000	£1,000-£15,000	Up to £1,000

Authority has been given by the Board to incur expenditure up to the amount of relevant budget (apart from any reserved items listed above).

Relevant budgets are the responsibility of the following staff members but are restricted by the authorisation limits set out in the table below:

#### CHIEF EXECUTIVE

- Professional Fees (non housing management)
- Subscriptions
- Research Costs
- Feasibility Study Costs
- Health and Safety
- Public Relations
- Events & PR

#### DIRECTOR OF FINANCE

- Loan Interest
- Rent and Rates
- Salaries
- Insurances

Audit Fees – External and Internal  
 Bank Charges  
 ICT

**DIRECTOR OF HOUSING SERVICES**

Rent loss from Voids  
 Rental income  
 Professional Fees (Housing Specific)  
 Bad Debt  
 Tenant Participation  
 Hardship Fund  
 Health and Safety (Housing Management Related)  
 Events & PR (Housing Specific)

**DIRECTOR OF ASSETS**

Reactive Repairs  
 Void Repairs  
 Planned Repairs  
 Cyclical Repairs  
 Development and Grant  
 Adaptations  
 Service Charges  
 Health and Safety (Asset Management Related)

**DIRECTOR OF CORPORATE SERVICES**

Recruitment  
 Staff Training  
 Board Member  
 Training  
 Conferences  
 Printing, Stationery and Copying  
 Postage  
 Office Repairs, Cleaning & Sundries  
 Office Equipment,  
 Furniture & Fittings  
 Health and Safety (Non Housing/Asset Related)  
 Events & PR

Costs relating to Travel are the responsibility of each Line Manager for staff within their teams.

**Expenditure Authorisations**

	<i>Approval of Commitment</i>	<i>Approval of Expenditure</i>
>£100,000	CEO	CEO or DOF
Up to £100,000	DOF	CEO or DOF
Up to £25,000	Relevant SLT	CEO or DOF (DOA for repairs invoices only)



Up to £7,500	FBA and Officer Level	FBA and Officer Level or Relevant SLT
Up to £3,000	Asset Management Administration Assistant	FBA and Officer Level or Relevant SLT
Under £1,500	Administration Support	FBA and Officer Level or Relevant SLT

**Notes:**

- a) The Procurement Policy, where appropriate, i.e. for works of a specialist nature must be followed.
- b) Cross reference the Procurement Policy in relation to appointment of consultants to the approval limit of senior managers in this document.
- c) Authority has been given by the Board to incur expenditure up to an amount of the relevant budget (apart from any reserved items).

APPENDIX 11  
**SFHA Model Scheme of Delegated Authority**

The model SoDA is intended to be used as a reference point for review and development of the specific arrangements that each SFHA member requires to support good governance and effective operations

Area of Responsibility	Governing Body (Board)		Senior Officer (CEO)	
Role	Approval for strategy, policy, performance, implementation and variation	✓	Accountable to GB and responsible providing advice and support by producing reports, discussion documents, strategies etc. ensuring the provision of appropriate/relevant professional and independent advice	✓
Mission, Vision, Values	Purpose and focus Aim(s) Principles (e.g. fairness, transparency, engagement, accountability)	✓	Operational delivery Evidencing implementation via operating practices	✓
Organisational Culture	Defining expectations as to how the values will be exhibited in e.g. service delivery, communication, employment – reflected in policies and organisational practice	✓	Evidencing implementation Advising GB on policy considerations /implications Overseeing effective implementation throughout organisation (policy development, implementation, practice) Effective/appropriate delegation to senior staff	✓
Strategic/Business/Corporate Plan	Approving long- and medium-term strategic plan(s) Business planning Strategy and Development Funding Plan (SDFP)	✓	Advising GB Accessing appropriate specialist/ professional advice Developing/drafting plans and strategies for consideration	✓

Area of Responsibility	Governing Body (Board)		Senior Officer (CEO)	
	Oversight/monitoring implementation & outcomes Approving/overseeing recovery/remedial action Approving & overseeing implementation of business development plans		Supporting effective GB engagement in planning Evidencing/reporting to GB on implementation/performance/ outcomes Exercising operational control and direction Initiating actions; monitoring outcomes;	
Long-and short-term financial planning/ management	Financial forecasts demonstrating viability Assumptions – ensuring reasonableness Scenario planning & stress testing Treasury management policy/strategy & planning Approving investment institutions, instruments and terms Approving borrowing terms Approving the opening and closing of bank accounts Agreeing thresholds for executive delegation (e.g. short-term deposits) Approving application(s) for company credit card(s); authorising users; agreement of individual and collective thresholds	✓	Advising and supporting GB Accessing appropriate specialist / professional advice Developing policies and strategies Evidencing/reporting to GB on implementation Monitoring performance / trends / outcomes Maintaining covenant compliance Managing borrowing and investments Overseeing SMT exercise of delegated authorities Evidencing compliance with policy & GB decision-making	✓
Risk	Identification & review of key strategic/ operational risks Identification of risk appetite	✓	Implementing operational risk management Evidencing effective implementation Management; mitigation & monitoring of all	✓

Area of Responsibility	Governing Body (Board)		Senior Officer (CEO)	
	Approval of risk management framework		risks Maintaining adequate insurance Maintenance of up-to-date stock condition information	
Finance & Budget	Recommend appointment of Auditors to AGM Consider annual Management letter/Letter of Representation Annual budget approval Annual rent increase Periodic budget oversight & monitoring Approval of budget variances above agreed thresholds	✓	Implementing and ensuring achievement of budget Preparation of all management reports Presentation of supporting information/evidence to inform GB decision-making Approving budget virement within delegated authority	✓
Legal Compliance	Health and safety Employment Tenancy (including allocations & lettings) Homelessness Environmental Equalities and Human Rights Freedom of Information Charities Whistleblowing Contractual terms Public Procurement Statutory Consent	✓	Advising GB on all obligations Ensuring and evidencing organisational compliance Effective delegation Ensuring access to required knowledge & expertise (internal & external sources) Maintenance & implementation of all organisational policies Implementing & observing all safety requirements Maintaining all necessary certificates Ensuring implementation of all necessary procedures (internal and external) to achieve compliance	✓

Area of Responsibility	Governing Body (Board)		Senior Officer (CEO)	
Regulatory Compliance	<p>Ensuring compliance with Regulatory Standards of Governance and Financial Management; overseeing/maintaining evidence of compliance</p> <p>Approving Annual Assurance Statement; oversight of implementation of improvement plans</p> <p>Ensuring timely submission of all required regulatory returns</p> <p>Appointing internal auditors<sup>1</sup>; approval of annual IA plan</p> <p>Approving:</p> <ul style="list-style-type: none"> <li>• ARC</li> <li>• Five/Thirty Year Financial Projections</li> <li>• Loan Portfolio Return(s)</li> </ul> <p>Ensuring compliance with Notifiable Events requirements; overseeing resolution of NEs</p> <p>Obtaining required regulatory Consent(s)</p> <p>Ensuring compliance with OSCR reporting requirements</p> <p>Ensuring compliance with Companies House requirements</p>	✓	<p>Preparation of all required submissions</p> <p>Ensuring timely GB consideration</p> <p>Provision of all supporting information</p> <p>Obtaining and reporting on independent validation</p> <p>Development &amp; maintenance of assurance evidence bank</p> <p>Management of internal audit programme; development of management responses; reporting to GB</p> <p>Implementation of IA recommendations</p> <p>Preparation of all regulatory returns</p> <p>Liaison with SHR</p>	✓

<sup>1</sup> Further guidance on internal audit available in [SFHA Internal Audit guidance \(updated June 2021\)](#)

Area of Responsibility	Governing Body (Board)		Senior Officer (CEO)	
Constitutional Compliance	Ensuring compliance with: Co-operative and Community Benefits Act (2014) Companies Act (2006) Charity Trustees and Investment (Scotland) Act (2005) Approving Articles of Association and amendments Conduct of GB meetings in accordance with Articles of Association (e.g. quorum, minutes, conflicts of interest) Conduct of AGM in accordance with Articles of Association Oversight of elections and retireals from the GB Election of Chair and other office-bearers Compliance with 9-year 'rule'	✓	Ensuring & evidencing compliance Supporting OBs & GB in fulfilling constitutional responsibilities Obtaining legal/specialist advice to support compliance Ensuring AGM and GB elections conducted as required Ensuring all GB meetings are appropriately constituted, conducted & recorded Supporting annual programme of GB reviews/appraisals Supporting pro-active GB recruitment & succession planning	✓
Tenant and Resident Safety & Quality Compliance	Ensuring compliance with: <ul style="list-style-type: none"> <li>• Health and Safety obligations</li> <li>• SHQS</li> <li>• EESSH (and subsequent development)</li> <li>• SSHC</li> </ul> Oversight of Tenant Satisfaction Survey(s)	✓	Delivery of all plans, strategies & actions to achieve & maintain standards Preparation of all required records & returns Evidencing/reporting compliance Conduct of Tenant Satisfaction Surveys; reporting & acting on outcomes	
Contract Compliance	Agreeing contract terms above executive thresholds (reactive &	✓	Negotiating contracts Conducting due diligence	✓

Area of Responsibility	Governing Body (Board)		Senior Officer (CEO)	
	<p>planned maintenance; energy efficiency; construction &amp;/or development)</p> <p>Oversight of contractual terms and their fulfilment</p> <p>Agreeing litigation/contract challenge/ pursuing legal remedies for loss/damage</p>		<p>Obtaining professional/specialist advice, warranties etc.</p> <p>Reporting to GB</p> <p>Managing &amp; monitoring contractor performance/delivery; instructing &amp; overseeing remedial action as required</p>	
Employer Responsibilities	<p>Approving Terms and Conditions of Employment</p> <p>Recruiting CEO/Senior Officer</p> <p>Appraising the CEO/senior officer's performance</p> <p>Recruitment to SMT posts (Tier 2)</p> <p>Approving external accreditation strategies; overseeing maintenance</p> <p>Ensuring disciplinary and grievance actions are conducted in accordance with agreed policies; participating as required by policies and operational delegation</p> <p>Defending/pursuing employment-related litigation (e.g. Employment Tribunal)</p>	✓	<p>Monitoring/overseeing effective performance</p> <p>Managing &amp; supporting staff</p> <p>Implementing staff appraisal programme</p> <p>Implementing grievance and disciplinary processes as required</p>	✓
Performance Oversight	<p>Agreeing performance standards</p> <p>Reporting standards (frequency, scope, format)</p> <p>Benchmarking; peer group selection</p>	✓	<p>Delivery of services to tenants and other customers in accordance with all requirements &amp; expectations</p> <p>Supporting &amp; acting on customer feedback; reporting to GB</p>	✓

Area of Responsibility	Governing Body (Board)		Senior Officer (CEO)	
			Managing performance; evidencing & reporting to GB	
Governance	Governance structure (establishment of sub-committee(s); agreement/variation of remits; establishment of working groups & agreement of remits Approval and implementation of GB Code of Conduct Implementation of processes to investigate complaints/alleged breaches of Code Ensuring maintenance of Registers of Interest Ensuring compliant management of potential conflicts of interest Approving Standing Orders Approving delegated authorities Conduct of annual GB appraisals/reviews and action plans Ensuring effectiveness of governance arrangements Leadership of GB Recruitment and succession planning	✓	Advising & supporting GB and sub-committees Preparation of all reports & minutes Implementation of GB learning & development and annual review programmes Maintenance of all required records Supporting GB in fulfilling governance responsibilities	✓
Resource Planning / Management	Approval of organisational structure Approval & oversight of implementation of employment policies	✓	Advising GB on resource requirements Ensuring necessary staff complement, equipped with required knowledge, experience, skills Provision of effective support, development,	✓



Area of Responsibility	Governing Body (Board)		Senior Officer (CEO)	
	Ensuring the provision/availability of effective staff support and appraisal arrangements		appraisal systems	
Public Statements	Agreeing public statements Determining/approving corporate publication style	✓	Making public statements on behalf of organisation in accordance with agreed policy & strategy	✓