



Matters Reserved for the Middlesex Management Board and Delegated Authority Policy

1. Objective of this policy

To set out the governance arrangements of Middlesex County RFU Ltd ('County') to be applied by the Middlesex Management Board.

2. Scope

Relates to the day to day governance arrangements of the County and the delegation of authority to the Officers and the County Committees, and their Chairs.

3. Audience

All duly appointed members of the Middlesex Management Board, and all related County Committees and Chairs.

4. Background

The County is registered under the Co-Operative and Community Benefit Societies Act 2014, and its objects, powers and governance arrangements are set out in the Rules.

Rule 4 of sets out the powers of the County as a body and Rule 11 sets out the powers of the Middlesex County Management Board.

The County is structured in line with the RFU and other Constituent Bodies, with specialist Committees managing all aspects of the County's activity. Each Committee reports to the Middlesex Management Board with the Chair of each Committee sitting on the Middlesex Management Board.

The Middlesex Management Board comprises the four Officers, namely the President, Chair, Secretary and Treasurer, and the Chairs of the Committees of the County, the RFU Council Representatives and an Independent Member.

All the County Committees comprise volunteers who are supported by the County Office and other RFU professional staff.

5. County Committees

The County Committees are:



- **Finance Committee** - manages the County's finances
- **Governance Committee** - advises the County and member clubs on regulations, rules and procedures including matters such as safeguarding, discipline (through the Disciplinary Committee) and County administration
- **Group Officers Committee** - serves as a link between the Middlesex Management Board and its member clubs through the County Groups – North, North-West, West and South.
- **Nominations Committee** – ensures that there is a cohort of sufficiently well-qualified, competent and experienced individuals to fill the roles within the County's Committees, and their respective committees.
- **Communication & Innovations Committee** - promotes and communicates the County's activity to stakeholders and members
- **Competitions Committee** - manages and administers all county club competitions
- **Rugby Development Committee** - supports Community at club level throughout the County and representative rugby at all age groups.

The County Committees are responsible for overseeing the day to day activities of the County in accordance with the authority delegated to them by the Middlesex Management Board, as set out in their Terms of Reference, and the Matters Reserved for Board and Delegated Authority Policy.

6. Governance vested in the Middlesex Management Board

Except where determined by statute or by the Rules, the governance of the County is vested in the Middlesex Management Board. Its members remain responsible for the oversight and governance of the County, although day to day County activity is delegated to the Officers and Chairs of the Committees.

Appendix A provides a non-exhaustive list of those matters that the Middlesex Management Board cannot, or do not intend to delegate.

7. Scheme of Delegation of Middlesex Management Board Authority

The Middlesex Management Board has delegated authority for certain day to day activities to the Officers and / or the Chairs of the Committees. The Scheme of Delegation provides the framework for day to day decision-making and activity.

There will be instances where it is not clear by whom an issue should be addressed and decided, or differences arise. The Middlesex Management Board expects every volunteer or member of staff to work constructively together to arrive at timely, clear pragmatic solutions within the spirit of the County's values and strategy.

The Scheme of Delegation also indicates the key sources of advice to the Middlesex Management Board to assist in the exercise of its functions.

The Scheme of Delegation:

- Enables timely and effective action by volunteers and staff working in partnership for the benefit of the County

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- Ensures an appropriate level of delegation from the Middlesex Management Board so that there is effective input into decision-making
- Ensures that the Officers and Middlesex Management Board 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 County.

Please refer to Appendix B for more details.

8. Owner of this Policy

This policy is owned by the Secretary and approved by the Middlesex Management Board. This policy will be reviewed and updated annually.

9. Approval History

Date	Version	Document Approver	Comment
14 July 2020	Version 1	Middlesex County Management Board	To be reviewed in August to September 2021

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APPENDIX A - MATTERS VESTED IN THE MIDDLESEX MANAGEMENT BOARD

The following is a non-exhaustive list of those matters that the Middlesex Management Board cannot, or do not intend to delegate.

General enabling provision	Subject to the Rules and relevant legislation, the Middlesex Management Board may delegate such matters as it considers appropriate.
Regulations and control	<ul style="list-style-type: none"> Responsible for registering the County and providing further information, as requested to the Financial Conduct Authority (FCA) and Companies House where appropriate, or to advise if the County ceases to exist Approval of recommendations to change/ amend the Rules, subject to the approval of the FCA and members, where applicable Approval of a schedule of matters reserved for the Middlesex Management Board Ratify any urgent decisions taken by the Officers Approve a Scheme of Delegation of powers from the Middlesex Management Board to its Committees and their Terms of Reference, and to Committee Chairs Require and receive the declaration of any interests that may conflict with those of the County and determine the manner in which such conflicts will be managed Adopt/review/amend the organisational, management and control structures, processes and procedures required to further the aims of the County Receive reports from Committees, and agree/amend/reject any recommendations presented to the Middlesex Management Board Establish/review/amend terms of reference and reporting arrangements of all Committees of the Middlesex Management Board, including any ad hoc committees Authorise use of the seal.
Appointments/ remuneration/ discipline	<ul style="list-style-type: none"> Nominate individuals to serve as President, Deputy President, Chair, Secretary, Treasurer, and Committee Chairs Nominate individuals as Vice Presidents and Life Vice Presidents Appoint and dismiss individual members of committees that are accountable to the Middlesex County Management Board Put in place effective procedures for the succession planning of the Middlesex Management Board Agreeing procedures for the effective evaluation of the Middlesex Management Board and the Committees.
Strategic and budgetary matters	<ul style="list-style-type: none"> Responsibility for the overall management of the County, ensuring compliance with its objects and relevant legislation Define and agree the strategic aims and objectives of the County Approve/amend proposals for the delivery/ cessation of delivery of Programmes to further objects or changes to the County's activities Apply the County's assets to the furtherance of the County's objects Approve / amend the County's policies and procedures for internal control and the management of risk and protection of the County's assets (including insurance) Approve proposals for unplanned expenditure >£5,000 Approve / amend budgets Approve fundraising and income generation Programmes, including funding applications, service delivery contracts Agree and review investment strategy, in line with relevant policies

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	<ul style="list-style-type: none"> • Agree on the number, purpose and mandates of bank accounts and other deposit media • Authorise delegated powers and limitations to the Officers and Committee Chairs, where appropriate • Approval and appointment of any professional advisers and consultants and to determine their remuneration.
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Policies and Terms of Reference	<p>Establish /review/ amend / approve key organisational policies including but not limited:</p> <ul style="list-style-type: none"> • Terms of Reference of County Committees and Officers • Employment Policy (under development) • Health and Safety policy • Communications & Branding Policy (under development) • Investment policy • Expense Policy • Conflicts of Interest Policy • Other policies as required by the Middlesex Management Board to ensure the good governance of the County's activities.
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Audit arrangements	<ul style="list-style-type: none"> • Consideration of the external auditors, in line with legal requirements and the Rules • Approval of remuneration of external auditors, their re-appointment or removal, in line with legislation and the requirements of the Rules • Receive and note the annual management letter from the external auditor and agree the proposed course of action.
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Reporting arrangements	<ul style="list-style-type: none"> • Receive / present / approve the annual report and accounts • File the annual report and accounts and relevant regulatory returns with the FCA • Establish, maintain and retain appropriate financial reporting arrangements and records and approve any significant changes in accounting policies or practices • Hold an annual general meeting for members.
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Monitoring	<ul style="list-style-type: none"> • Receive and review such reports as the Middlesex Management Board requires from its Committees and Officers with regard to the use of delegated powers • Receive and review reports from the Treasurer on the financial performance of the County against agreed budgets and strategy • Receive and review reports from the Committee Chairs pertaining to meeting the County's goals as agreed in the strategic and business plans.
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APPENDIX B - SCHEME OF DELEGATION OF AUTHORITY

The following is list of those matters that the Middlesex Management Board have delegated to the Officers, the Committee Chairs and the Committees in order to provide effective day to day decision-making and activity for the County.

In most cases, reference is made to the Middlesex Terms of Reference document (ToR's) (which accompanies this policy).

DELEGATED MATTER	RESPONSIBILITY:	REFERENCE DOCUMENT
Control and monitoring of activities and expenditure in line with annual budget approved by Middlesex Management Board	Treasurer Monitored by: Middlesex County RFU Finance Committee / Middlesex Management Board	Treasurer Terms of Reference ('TOR') Middlesex County RFU Finance Committee TOR Middlesex Management Board TOR
Re-allocation of resources 'in year' to meet emerging requirements	Chair / Treasurer Monitored by: Finance Committee / Middlesex Management Board	Chair / Treasurer TOR Middlesex Country RFU Finance Committee TOR Middlesex Management Board TOR
Formulate and recommend annual operating plan and budget to the Middlesex Management Board	The Officers & Committee Chairs Assessed by Middlesex County RFU Finance Committee Approved by Middlesex Management Board	Officers & Committee Chair TOR Middlesex County RFU Finance Committee TOR Middlesex Management Board TOR
Expense and Invoice Approval for planned expenditure	Budget holder / Chair of Committee Approved by Treasurer	Chair of Committee TOR
Expense and Invoice Approval for unplanned expenditure <£5,000	Minimum of 2 Officers Monitored by Middlesex Management Board	Officers TOR Middlesex Management Board TOR
Cheque-signing and financial authorities (e.g. BACS)	Treasurer Approved by Middlesex Management Board	Treasurer TOR
Authority to enter into contractual or other partnerships in pursuit of the County's objectives	The Officers Approved by Middlesex Management Board	Officers TOR Middlesex Management Board TOR

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DELEGATED MATTER	RESPONSIBILITY:	REFERENCE DOCUMENT
Approve changes to banking arrangements (e.g. new borrowing terms).	Treasurer Approved by: Middlesex Management Board	Treasurer TOR Middlesex Management Board TOR
Investment risk management framework developed and implemented	Treasurer Monitored / Approved by: Middlesex County RFU Finance Committee / Middlesex Management Board	Treasurer TOR Middlesex County RFU Finance Committee TOR
County Office general and day to day management	Secretary Monitored / Approved by Middlesex Management Board	Secretary TOR
Determine pay and conditions of service for employees	Secretary Monitored / Approved by Middlesex Management Board	Secretary TOR
Recruit staff and determine staffing arrangements (e.g. staffing structures and reporting) within operating plan and budget	Secretary Monitored / Approved by Middlesex Management Board	Secretary TOR
Approve policies for staff management (including discipline and grievance procedures)	Secretary Monitored / Approved by Middlesex Management Board	Secretary TOR

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