

Royal College of Occupational Therapists' Scheme of Delegation

“The board is ultimately responsible for the decisions and actions of the charity but it cannot and should not do everything. The board may be required by statute or the charity’s governing document to make certain decisions but, beyond this, it needs to decide which other matters it will make decisions about and which it can and will delegate.

Trustees delegate authority but not ultimate responsibility, so the board needs to implement suitable financial and related controls and reporting arrangements to make sure it oversees these delegated matters...

The board describes its ‘delegations’ framework in a document which provides sufficient detail and clear boundaries so that the delegations can be clearly understood and carried out. Systems are in place to monitor and oversee how delegations are exercised.”

[Charity Governance Code](#)

1. About this policy

The Board of Trustees (the Board) is the governing body of the Royal College of Occupational Therapists (RCOT).

In order for the Board to effectively govern the activities of RCOT, it must delegate the day-to-day management of both organisations to the CEO (who will then sub-delegate to their Senior Leadership Team). It must also delegate some governance activities to the committees of the Board.

However, there are core matters that must be put to the Board for decision. These matters are material to the organisation’s strategy and governance and/or carry a high degree of risk, due to the cost of the activity or due to other factors, such as reputation. Or they may be specific matters that the Board is to decide on to fulfil its legal and fiduciary duties.

The aim of this policy is to establish an internal control around our organisational decision-making, ensuring that:

- the Board has protected those core decisions that are critical to the Board fulfilling its duties and effectively governing the organisation; and
- colleagues, particularly senior management, are clear on which matters they do not have authority to act on without recourse to the Board or its committees.

2. Scope

This Scheme covers RCOT decisions only. The scheme includes:

- a) key decisions reserved for the Board and committees of the Board.
- b) key decisions delegated to the chief executive and to the senior leadership or extended leadership teams.

The Scheme is not intended to capture operational decision-making or all aspects of the process for each decision. Too much detail in the document would make it inaccessible and difficult to keep updated. Some decisions may require further details to be captured in separate policies or procedures which should be referenced in this Scheme.

The Scheme captures the decision-making process only, and doesn't capture any requirements for engagement or consultation except where they are legally mandated.

3. Delegated authority and authorisation limits as specified in the Scheme

Authority may only be exercised by those who have been specifically delegated to do so and must be exercised according to any accompanying authorisation limits.

4. Delegated authority to the Chief Executive

Subject to the limitations and authorisations required by:

- the Articles of Association
- this Scheme of Delegation
- any other RCOT policy agreed by the Board
- any resolution of the Board, and/or
- relevant legislation

The Board delegates the Chief Executive the authority to manage the charity's day-to-day operations and execute the agreed long-term strategy on behalf of the Board. The Chief Executive may sub-delegate their authority on items not covered by this Scheme to the senior leadership and management of the charity as appropriate.

5. Escalation

Regardless of any delegation there are some issues on which the Board seeks early warning or input where these are high risk, novel or have reputational significance. The Chief Executive is accountable for ensuring that these matters are escalated to the Board as necessary.

6. Equity, Diversity and Belonging

Our policies are here to encourage a diverse and inclusive workplace where we can support individual needs and encourage a sense of belonging. Our policies apply to all RCOT colleagues inclusive of race, sex, disability, age, religion or belief, sexual orientation, pregnancy and maternity, marriage or civil partnership, gender, gender identity, gender expression or gender reassignment. We will monitor the application of all policies to ensure that they reflect our EDB principles.

7. Monitoring and review

This policy will be reviewed after 12 months, and every two years after that, unless otherwise required. As a level 1 policy, updates or recommendations for change will require approval from the Board of Trustees.

8. Associated documents

The following documents are relevant to this Scheme:

- RCOT Articles of Association
- any Board Rules formed under the RCOT Articles of Association.
- written resolution and urgent decision-making process

These policies can be found in the [policies register](#). If you can't find a policy, it will currently be in draft, ahead of being finalised. Contact the Business Support team at hello@rcot.co.uk if you need any help.

7. Further information

Please contact the Head of Governance and Compliance for more information or support about this policy.

Version control Avoid referring to printed versions of this document as they may be out of date.			
Owner/responsibility for compliance		Chief Executive	
Approval level level 1: RCOT Board		1	
Status (draft/approved & live)		V1	
Version no	Date approved	Approved by	Summary of changes to latest version
1	2 October 2025	RCOT Board	New document

Governance, strategy and policy

#	Decision	Authority reserved for Board	Authority delegated to:	Recommendation required from:	Senior Leadership Team (SLT) lead / Head of lead	Notes <ul style="list-style-type: none"> • applicable legislation • relevant formal policies or procedures
Governance						
1	Changes to the Articles of Association, subject to: a) Approval of BAOT (via vote of BAOT Council) ; and b) Charity Commission approval if required.	✓		CEO	Dir. People, Finance & Governance Head of Governance & Compliance	<ul style="list-style-type: none"> • Legislation: Companies Act 2006 • Changes to RCOT Articles are voted on by BAOT Council as the governing body of BAOT (sole member of RCOT) • Some changes require Charity Commission approval in advance • Legal advice highly advisable. • New Articles to be filed within 14 days at Companies House and with Charity Commission. • Proposed changes to be discussed with Board in advance of drafting changes for approval.
2	Define and approve the charity's vision, mission and values	✓		CEO		<ul style="list-style-type: none"> • See: RCOT Articles of Association
3	Removal of trustees	✓			Dir. People, Finance & Governance	<ul style="list-style-type: none"> • See: RCOT Articles of Association
4	Changes to or introduction of any new Board rules	✓		CEO	Dir. People, Finance & Governance Head of Governance & Compliance	<ul style="list-style-type: none"> • See: RCOT Articles of Association
5	Development of policy on member investigations and disciplinary action for approval by the Board	✓		Conduct Committee	Dir. Practice & Innovation Head of Governance & Compliance	<ul style="list-style-type: none"> • See: RCOT Articles of Association • Policy: Revocation of Membership Policy
6	Management of complaints into member conduct in line with approved policy and delegated authority		Conduct Committee		Dir. Practice & Innovation Head of Governance & Compliance	<ul style="list-style-type: none"> • See: RCOT Articles of Association • Policy: Revocation of Membership Policy
7	Appointment of the President/Honorary roles	✓		CEO		<ul style="list-style-type: none"> • See: RCOT Articles of Association
8	Appointment of lay trustees and approval of process for appointment	✓		People & Nominations Committee (PNC)	Dir. People, Finance & Governance	<ul style="list-style-type: none"> • See: RCOT Articles of Association • Policy: Lay Trustee Recruitment Procedure • Sub-delegation: The PNC may delegate their oversight of the process to a 'Recruitment Panel' (a sub-committee which must include the Chair and at least 1 trustee member).
9	Appointment or dismissal of the CEO, including approving high level recruitment process and approach, and approving salary and other terms of employment (or changes to these)	✓		Chair of the Board with PNC	Dir. People, Finance & Governance	<ul style="list-style-type: none"> • See: RCOT Articles of Association • Sub-delegation: The PNC may delegate their oversight of the process to a 'Recruitment Panel' (a sub-committee which must include the Chair and at least 1 trustee member).
10	Overseeing the process for recruiting and appointing the CEO and managing any third-party recruitment support.	(report to)	PNC		Dir. People, Finance & Governance	<ul style="list-style-type: none"> • See: RCOT Articles of Association • Sub-delegation: The PNC may delegate their oversight of the process to a 'Recruitment Panel'
11	Appoint and dismiss committees of the board and committee members, approve committee terms of reference.	✓		PNC and Chair of relevant Committee	Dir. People, Finance & Governance	<ul style="list-style-type: none"> • See: RCOT Articles of Association • Policy: Lay Trustee & Committee Recruitment Procedure

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						<ul style="list-style-type: none"> • applicable legislation • relevant formal policies or procedures
12	Submission of annual return to the CC & OSCR in line with approved accounts.	(report to)	Chair and CEO	Associate Dir. Finance Head of GC		<ul style="list-style-type: none"> • <i>Sub-delegation:</i> The PNC may delegate their oversight of the process to a 'Recruitment Panel'
13a	Developing process for reviewing Board and Committee performance and effectiveness, both as a group and as individual members	✓		PNC	Dir. People, Finance & Governance Head of Governance & Compliance	
13b	Overseeing the process for reviewing Board and Committee performance and effectiveness, both as a group and as individual members	(report to)	PNC		Dir. People, Finance & Governance Head of Governance & Compliance	
14	Review of the organisation's overall governance arrangements	✓		CEO AIRC	Dir. People, Finance & Governance Head of Governance & Compliance	
15	Considering conflicts of interest and authorising these where permitted by the Articles of Association	✓			Dir. People, Finance & Governance Head of Governance & Compliance	
16	Submission of serious incidents to the Charity Commission.	(report to)	Chair, Vice Chair(s) and Chair of Audit, Investment & Risk Committee (AIRC)	CEO	Dir. People, Finance & Governance Head of Governance & Compliance	<ul style="list-style-type: none"> • <i>Policy:</i> Serious incident reporting policy (under development)
17	Reporting data protection breaches to the ICO	(report to)	Chair, Vice Chair(s) and Chair of AIRC	Data Protection Officer	Dir. People, Finance & Governance	
Strategy						
18	Approve the charity's corporate strategy and strategic framework, priorities and strategic objectives/deliverables (e.g. 5 year strategy)	✓		CEO	Dir. Strategy, Technology & Transformation	<ul style="list-style-type: none"> • <i>See:</i> Charity Governance Code "The board leads the development of, and agrees, a strategy that aims to achieve the organisation's charitable purposes and is clear about the desired outputs, outcomes and impacts."
19	Review of the charity's performance against the strategy and strategic priorities and objective, ensuring any corrective action is taken	✓		CEO		
20	Approve changes to the charity's name and substantial changes to the charity's brand / identity	✓		CEO	Dir. Brand & Marketing	<ul style="list-style-type: none"> • <i>See:</i> RCOT Articles of Association • <i>Legislation:</i> Companies Act 2006 / Charity Commission permission required
21	Extension of the charity's core activities into new business areas	✓		CEO		

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22	Any decision to cease to operate any material part of the organisation	✓		CEO	Dir. People, Finance & Governance – re people implications	<ul style="list-style-type: none"> applicable legislation relevant formal policies or procedures
23	Major changes to the corporate structure and/or organisational changes that have an impact on tax, including VAT and corporation tax.	✓		CEO + AIRC	Associate Dir. Finance	
24	RCOT Professional standards for occupational therapy practice, conduct and ethics.	✓		CEO	Dir. Practice & Innovation	
25	RCOT Learning and development standards for pre-registration education and early career occupational therapists	✓		CEO	Dir. Practice & Innovation Head of Education	
26	RCOT Professional development framework	✓		CEO	Dir. Practice & Innovation Head of PD	
Policy						
27	Approve level 1 policies according to approved policy register	✓		AIRC / PNC / CEO	various	
28	Approve level 2 policies according to approved policy register		AIRC / PNC	CEO	various	

Finance, audit and risk management

#	Decision	Authority reserved for Board	Authority delegated	Recommendation required from:	SLT lead & Head of	Notes
Financial governance and controls						
29	Approval of annual report and financial statements	✓		AIRC	CEO / Dir. People, Finance & Governance/ Associate Dir. Finance	
30	Submission of (approved) annual report and financial statements to Companies House, once approved by the Board.		Associate Director of Finance Head of Governance & Compliance			
31	Approve charity's financial strategy, business plan and budget (including capital budget, annual staff pay award and approval of SLT pay)	✓		- AIRC for overall budget and plan - PNC for pay award and SLT pay	CEO /Dir. People, Finance & Governance/ Associate Dir. Finance	PNC to be given delegated authority negotiate and agree a pay award with UNISON within an agreed budget envelope.

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32	Approve negotiating position for annual staff pay award	✓		PNC	Dir. People, Finance & Governance	
33	Approval of any significant changes in accounting policies or practices	✓		AIRC	Associate Dir Finance.	
34	Approve proposals for the charity's main bankers and associated mandates.	✓		AIRC	Associate Dir Finance	
35	Approve custodial arrangements for the charity's long-term investment assets, whether those arrangements are provided by the charity's discretionary investment managers or a separately appointed custodian	✓		AIRC	Associate Dir Finance	
36	Approve purchasing core insurance policies, including trustee indemnity insurance, members insurance, operational insurance and building cover.	(report to)	AIRC		Associate Dir Finance	
37	Approve proposals for charity's pensions arrangements	✓		AIRC PNC – re significant changes with people impact	Associate Dir Finance/ Dir. People, Finance & Governance	
38	Approve proposals for the acquisition, change of use or disposal of land or property, following receipt and consideration of professional guidance as applicable.	✓		AIRC	Dir. People, Finance & Governance / Associate Dir Finance	Legal advice to be sought re Charity Commission requirements
39	Approve proposals for charity to undertake debt financing (both short term to long-term) i.e. bank overdrafts, mortgages, long-term loan.	✓		AIRC	CEO / Associate Dir Finance.	
40	Approve the transfer of charity property to another charity with substantially similar objects, subject to the approval of the Charity Commission where applicable.	✓		AIRC	Associate Dir Finance	
41	Appointment, reappointment or removal of the external auditor subject to approval of the member (BAOT).	✓		AIRC		
42	Approve the annual letter of representation from the charity's auditor and authorise chair to sign on board's behalf.	✓		AIRC	Associate Dir Finance	
Risk						
43	Ensuring maintenance of a sound system of internal control and risk management, including: <ul style="list-style-type: none"> • approving risk appetite; • receiving reports on and reviewing the effectiveness of risk and control processes to support strategy and objectives 	✓		AIRC	Dir. Dir. People, Finance & Governance Head of Governance & Compliance	
44	Any decision likely to have a – or where there is a high risk of – material impact on RCOT, including, but not limited to financial, operational, strategic, people/cultural or reputational	✓		CEO		
Financial authorisation limits (purchase order and invoice expenditure within approved budget and plan)						

#	Decision	Authority reserved for Board	Authority delegated	Recommendation required from:	SLT lead & Head of	Notes <ul style="list-style-type: none"> • applicable legislation • relevant formal policies or procedures
45	Spend or spend commitments £300k+	✓		AIRC	CEO/ Dir. People, Finance & Governance/ Associate Dir Finance	
46	Spend or spend commitments £100k-£299k	(report to)	See notes	Chair of AIRC	CEO/ Dir. People, Finance & Governance/ Associate Dir Finance	This requires joint approval of either the Chair of the Board and the Chair of AIRC. In the absence of the Chair of the Board, the Vice Chair of the Board may approve jointly with the Chair of AIRC <i>and another trustee</i> . In the absence of the Chair of AIRC, the Vice Chair of the Board may approve with the Chair of the Board.
47	Spend or spend commitments up to £25k-£99k		CEO	Associate Dir. Finance	Relevant SLT Lead and Dir Dir. People, Finance & Governance	This requires joint approval from the CEO and Associate Director of Finance.
48	Spend or spend commitments up to £5k-£24.9k		Relevant SLT Lead		Relevant Head of	Based on current operational approval framework.
49	Spend or spend commitments up to £4.9k		Relevant Head of			Based on current operational approval framework.
50	Spend or spend commitments more than £300k (multi-year)	(report to)	See notes	Chair of AIRC	CEO/ Dir. People, Finance & Governance /Associate Dir Finance	This requires joint approval of either the Chair of the Board and the Chair of AIRC. In the absence of the Chair of the Board, the Vice Chair of the Board may approve jointly with the Chair of AIRC <i>and another trustee</i> . In the absence of the Chair of AIRC, the Vice Chair of the Board may approve with the Chair of the Board.
51	Spend or spend commitments up to £300k (multi-year)		CEO	Associate Dir. Finance	Relevant SLT Lead/ Dir PFG	This requires joint approval from the CEO and Associate Director of Finance.
Financial authorisation limits (purchase order and invoice expenditure outside of approved budget)						
51	Spend or spend commitments £100k+	✓		AIRC	CEO/ Dir. People, Finance & Governance/ Associate Dir Finance	
52	Spend or spend commitments 50k-£99k		See notes	Chair of AIRC	CEO/ Dir. People, Finance & Governance /Associate Dir Finance	This requires joint approval of either the Chair of the Board and the Chair of AIRC. In the absence of the Chair of the Board, the Vice Chair of the Board may approve jointly with the Chair of AIRC <i>and another trustee</i> . In the absence of the Chair of AIRC, the Vice Chair of the Board may approve with the Chair of the Board.
53	Spend or spend commitments up to £49k		CEO	Associate Dir Finance	Relevant SLT Lead and Dir. People, Finance & Governance	This requires joint approval from the CEO and Associate Director of Finance.
54	Spend or spend commitments more than £100k (multi-year)	✓		AIRC	CEO/ Dir. People, Finance & Governance/	

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					Associate Dir. Finance	
55	Spend or spend commitments up to £100k (multi-year)		CEO (based on operational approval framework)	Associate Dir Finance	Relevant SLT Lead Dir. People, Finance & Governance	This requires a Group B level of approval – will depend on financial context in the period, and consistent outside of budget spend will trigger a formal review if this persists.
Entering into and signing contracts (within budget)						
56	Contracts £100k and over	✓		CEO and Associate Dir. Finance	Dir. People, Finance & Governance	<i>Policy:</i> Procurement Policy The Chair shall have delegated authority to sign any contract on behalf of the Board following Board approval of the contract.
57	Contracts £25k-£99k		CEO and Associate Dir. Finance (together)		Dir. People, Finance & Governance	<i>Policy:</i> Procurement Policy
58	Contracts £10k-£24.9k		SLT and Associate Dir. Finance (together)		Dir. People, Finance & Governance	<i>Policy:</i> Procurement Policy
59	Contracts up to £9.9k		Budget holders			<i>Policy:</i> Procurement Policy
Bank and investment mandates						
60	One off payments over £300k		Chair of Council	CEO and Associate Dir. Finance (together)	Dir. People, Finance & Governance	Chair of Council and CEO jointly. Or Vice Chair or Chair AIRC can deputise.
61	One off payments up to £300k		CEO and Associate Dir. Finance (together)		Dir. People, Finance & Governance	CEO and Associate Dir. Finance jointly. Or Dir. People, Finance & Governance alternatively.
62	Confidential payments (e.g. monthly payroll)		Associate Dir. Finance			
63	Transfers of any size back to primary bank account		Associate Dir. Finance			
64	Payments up to £100k from primary account to any of the listed deposit and investment accounts		Associate Dir. Finance			
Ex gratia payments						
65	Ex gratia payments £1k+	✓	Report to AIRC			<u>Charity Commission consent required.</u>
66	Ex gratia payments up to £1k	✓	Report to AIRC	Dir. People, Finance & Governance / Associate Dir. Finance		Ex gratia payments are payments from a charity's funds which are made by charities where there is no strict legal requirement to make the payment, but the charity may consider there is a moral obligation. Waiving a right to receive money or property, or transferring charity property other than money, may also be considered ex gratia payments.

Research, awards and grants

#	Decision	Authority reserved for Board	Authority delegated	Recommendation required from:	SLT lead & Head of	Notes
67	Fellowship and Merit Awards	ratification	Fellowship & Merit Awards Committee		Dir. Practice & Innovation Head of Professional Development	
68	Annual awards		Annual award panel		Dir. Practice & Innovation Head of Professional Development	
69	Research and Innovation Fund		CEO	Research and Innovation- expert advisory panel	Dir. Practice & Innovation Head of Research & Innovation	
70	Casson Lecturer	✓		SLT	Dir. BM/H. of PC	
71	Communities Fund	✓		AIRC	Dir. Practice & Innovation Head of Professional Development	Consult with Director of Finance and SLT Communities Fund Five Year Strategy

People decisions

#	Decision	Authority reserved for Board	Authority delegated	Recommendation required from:	SLT lead & Head of	Notes
Termination of employee appointments						
72	Approval of termination of SLT appointments.	✓	CEO		Dir. People, Finance & Governance	Consult with Dir. People, Finance & Governance and PNC as necessary.
73	Termination of a 'Head of' (or equivalent) under the capability or disciplinary policy.	(report to)	Dir. People, Finance & Governance		Relevant Director	Consult with Head of People & Organisational Development
74	Termination of other employees under the capability or disciplinary policy.		Dir. People, Finance & Governance		Relevant Director	Consult with Head of People & Organisational Development
75	Termination of probation		Line manager with Head of People and OD			Consult with Dir. People, Finance & Governance and relevant Director
Financial authorisation limits (purchase order and invoice expenditure within approved budget)						
76	Redundancy payments for all staff (excluding CEO, SLT Heads of and equivalent)		Dir. People, Finance & Governance	Relevant Director and Associate Dir of Finance	Head of People & Organisational Development	

#	Decision	Authority reserved for Board	Authority delegated	Recommendation required from:	SLT lead & Head of	Notes
77	Redundancy payments for Heads of and equivalent		Dir. People, Finance & Governance	Relevant Director and Associate Dir of Finance	Head of People & Organisational Development	
78	Redundancy payments for CEO and SLT		Chair of PNC	Dir. People, Finance & Governance	Relevant Director and Associate Dir of Finance and Head of People & Organisational Development	
Legal or settlement and compromise payments						
79	Payments to existing or former employees in settlement or compromise of any claim where the amount (excluding amounts due contractually and redundancy payments) exceeds 6 months' gross salary.		Chair of PNC (report to PNC)	Dir. People, Finance & Governance	Relevant Director and Associate Dir of Finance and Head of People & Organisational Development	
80	Payments to existing or former employees in settlement or compromise of any claim, other than circumstances set out above.		Dir. People, Finance & Governance	Relevant Director and Associate Dir of Finance	Head of People & Organisational Development	
Termination of volunteer appointments						
81	Approve changes to volunteer structures.	(report to)	Practice and Innovation	SLT	Director of Practice and Innovation/ Head of Professional Development or relevant Head	Consult with volunteers.