

Company number 04117784

PRIVATE COMPANY LIMITED BY GUARANTEE

WRITTEN RESOLUTION

of

ABC Awards (Charity)

25 January 2018 (Circulation Date)

Under Chapter 2 of Part 13 of the Companies Act 2006, the Trustees of the Charity propose that the following resolution is passed as special resolutions (**Resolutions**).

SPECIAL RESOLUTION

1. THAT the Charity's roles and responsibilities matrix (**Matrix**), as part of the wider Skills and Education Group, in the form attached to this written resolution be adopted as part of the Charity's constitution such that the affairs of the Charity shall be conducted in accordance with the Matrix.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, a person entitled to vote on the Resolutions on the circulation date, hereby irrevocably agrees to the Resolutions:

Signed by EMFEC

.....
.....
.....

Date:

25.01.2018.....



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14/02/2018

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COMPANIES HOUSE

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Charity using one of the following delivery methods:

By hand: delivering the signed copy to the Charity's registered office address.

Post: returning the signed copy by post to the Charity's registered office address.

If you do not agree to the Resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

3. Unless by the date 28 days after the Circulation Date, sufficient agreement is received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Charity. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.

Roles and Responsibilities of Respective Boards within the Skills and Education Group

	Responsibility	SEG Board	ABC Awards Board	emfec Board	CERTA Board
1	Setting the overall budget of the Group	✓			
2	Agreeing the operational budget for the individual charity and monitoring progress against budget and allocation of resources (LC 8)		✓	✓	✓
3	Approving the remuneration of the Chief Executive			✓	
4	Agreeing and setting the staff cost of living increase subject to individual charity approval within the budget setting process	✓			
5	Signing off the Group's strategic and annual business plan	✓			
6	Signing off the strategic plan and annual business plan for the charity		✓	✓	✓
7	Agreeing a set of performance indicators and monitoring the overall performance of the Group against these	✓			
8	Oversight and responsibility for the performance of the individual charity in relation to its charitable objective/s		✓	✓	✓
9	Oversight and responsibility for the performance of the charity		✓	✓	✓
10	Agreeing terms and conditions for staff	✓			
11	Agreeing the overall charitable objective of the Skills and Education Group	✓			
12	Setting the strategic priorities for the Group	✓			
13	In the context of the Group's strategic plan, setting the strategic priorities of the charity		✓	✓	✓
14	Setting and agreeing the terms by which other	✓			

	charities and organisations will join the Group				
15	Approving new charities or organisations joining the Group	✓			
16	Agreeing the Group's reserves policy	✓			
17	Ensure the Group's reserves policy is implemented		✓	✓	✓
18	Maintaining the Group's risk register	✓			
19	Maintaining the charity's risk register		✓	✓	✓
20	Recruitment and appointment of trustees for the Group	✓			
21	Approval of trustees for the individual charities		✓	✓	✓
22	appointing college and HE trustees for the board			✓	✓
23	Having cognisance of the issues and impact of the regulators on the awarding divisions within the Group, via the SEG compliance and scrutiny group	✓			
24	Trustee from each relevant charity to participate in the SEG Compliance & Regulation Group (Certa Board and Access to HE Committee have responsibility for AVA Compliance and Regulation (LCs 7, 8, 9))		✓		✓
25	The governance of regulation		✓		✓
26	Signing off the annual statement of compliance		✓		
27	Ensuring that the Charity Commission's six principles of good governance are implemented	✓	✓	✓	✓
28	Fulfilling delegated powers from the Skills and Education Group		✓	✓	✓
29	Ultimate responsibility for the Access to HE Regulatory licence with QAA				✓

January 2018