

CILEx Law School (CLS) Board Terms of Reference

Purpose

The CLS Board has responsibility to oversee the management of CILEx Law School, a wholly owned subsidiary company of CILEx, with the purpose of delivering effective, high quality and accessible training to meet the needs of those wishing to gain professional or vocational legal qualifications.

CILEx remains the majority shareholder of CLS and Article 26 of the CLS Articles of Association (the Holding Company Overriding Provision) shall continue to apply.

Remit

Strategic Leadership

1. Responsibility for the strategic direction, vision and values of the subsidiary.
2. Responsibility for the governance and performance of the subsidiary
3. Responsibility for holding the CLS Managing Director to account for the operational and management functions delegated to the CLS Executive..
4. Development of relevant strategic and business plans.

Financial reporting and monitoring

5. Ensuring financial prudence and accountability to the Group Board (through the Group Finance Committee), taking due care and responsibility for its budget from the Chartered Institute's assets and mindful of the Group financial obligations and policies;
6. Development of annual budget for recommendation to Group Board:
7. Holding the CLS Executive to account for performance against budget and business plan.
8. Maintain an oversight of the CLS risk register and assure the Executive are effective in their means of identifying, assessing, mitigating, monitoring and managing all local risks.
9. Report on top corporate risks with potential to affect the CILEx group for onward consideration by the Group Board.
10. Ensuring that CLS complies with all relevant constitutional, legal and regulatory requirements.

Management and Compliance

11. Ensuring CLS operates effectively as a training provider accredited by CILEx Professional Association and meets the requirements established by CILEx Awarding Body
12. Reporting annually to its stakeholders through publication of an Annual Report and Accounts
13. Approving all course fees and associated charges
14. Ensuring that there are effective mechanisms in place to capture the views of learners, employers and other key stakeholders
15. Ensuring that there are customer service standards in place for all key areas of delivery of our services and that these are consistently met.

As a Subsidiary Company

16. To act as a Board of Directors for the CLS subsidiary company within the Chartered Institute.
17. Advise the Group Board of any matters relating to the operation of CLS as a subsidiary company that impact on the reputation, health or performance of the Chartered Institute.
18. Take responsibility for any matters delegated by the Group Board
19. Ensure that CLS works effectively within the infrastructure of the Group, particularly in relation to the functions of Group Services, reporting requirements to the Finance, Audit and Risk Committees and the selection and appointments process overseen by the Appointments Committees.
20. Identify and recommend any extension of the subsidiary's activities into new business if in the interests of the group
21. Communicate to the Group Board any decision to cease to operate all or any part of the subsidiary's business.
22. Ensure that its own strategic direction is complimentary to and supportive of the Group's strategic vision and aims.
23. Be accountable for the application of Group policies and processes within CLS including those around corporate compliance such as Health and Safety Policy, Data Protection, Freedom of Information, Information Security, Corporate Complaints.

Other

24. Act with integrity, avoid any personal conflict of interest and ensure that the Group's assets are not used for any purpose other than the pursuance of its objects.

Members

Maximum:

- 3 Independent members
- 2 Professional members

Chair

Independent Chair to be appointed by the Appointments & Scrutiny Committee

Quorum

- 2 Independent members (including Chair)
- 1 Professional member

Frequency of meetings

Minimum of 3 meetings per annum