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## Delegations of Authority Policy

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Drafted by:	Leadership	Approved by Board on:	23 June 2020
Responsible person:	Managing Director	Scheduled review date	23 June 2022

### 1. Introduction

This **Delegations of Authority Policy** sets out the circumstances under which the Board may delegate its responsibilities. Delegations of authority are the mechanisms by which **Educating The Future Australia (ETF)** enables officers of ETF to act on behalf of ETF

### 2. Purpose

The purpose of this Policy is to establish a framework for delegating authority within ETF in a manner that facilitates efficiency and effectiveness and increases the accountability of staff and volunteers for their performance.

### 3. Scope of policy

The policy applies to all members of the Board and the staff and volunteers of ETF who have delegated authority to act and sign documents on behalf of ETF.

### 4. Overview

The ETF Board of Management (Board) has approved reserved powers and delegated authorities that set out the matters specifically reserved for determination by the Board, and those matters delegated to management.

In summary, the Board has delegated a general authority to the Managing Director (MD) to run the company. The MD is authorised to determine the authority levels that are to remain with the MD, and those that are to be further delegated to management.

However, this general authority granted to the MD is subject to the Board:

1. Reserving authority for itself over specific decisions and areas of activity, and
2. Delegating specific areas of responsibility to certain management roles.

The matters and areas of activity reserved for the Board and specific management roles are set out in the general Reserved Powers and the Delegated Authorities detailed below.

## **5. Reserved Powers and Delegated Authorities**

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### **5.1 Application**

The requirements set out in this document apply to all employees and volunteers of ETF. The Reserved Powers and Delegated Authorities set out below must be read in conjunction with all ETF policies and procedures that may set out other formal authority levels.

### **5.2 Reserved Powers**

Approval from the authority holder must be obtained before taking action in any area of activity listed in this section.

Please note that other material or significant items may require approval or disclosure to the Board, the MD or the ETF Leadership team. If in doubt, contact the Chairman of the Finance Committee.



<b>Accounting and financial control</b>	
Finance, Audit and Risk Committee; Treasurer; Managing Director	<ul style="list-style-type: none"> <li>▪ Accounting policies and controls</li> <li>▪ Budget preparation</li> <li>▪ Financial performance monitoring</li> <li>▪ Internal and external reporting requirements</li> <li>▪ Internal financial reporting structure</li> <li>▪ External payment controls</li> <li>▪ Opening of new bank accounts</li> <li>▪ All payments are to be signed by 2 signatories. MD and a bank signatory. All signatories can only be delegated by the board.</li> <li>▪ All bank transactions to be controlled by MD and Treasurer.</li> </ul>
<b>Audit</b>	
Board	<ul style="list-style-type: none"> <li>▪ Appointment of external auditor and internal auditor service providers</li> <li>▪ External audit</li> </ul>
<b>Borrowings</b>	
Board	<ul style="list-style-type: none"> <li>▪ Any amount borrowed needs to be approved by the board.</li> </ul>
<b>Capital controls</b>	
Board	<ul style="list-style-type: none"> <li>▪ Capital controls greater than the limit delegated to the MD as set out in the Delegated Authorities.</li> <li>▪ Membership management initiatives, including promotions and discounts</li> <li>▪ <u>Any Related party transactions</u></li> </ul>
MD	<ul style="list-style-type: none"> <li>▪ Capital controls up to the limited delegated to the MD as set out in the Delegated Authorities.</li> </ul>



<b>Cash, currency, and commodity risk</b>	
Board	<ul style="list-style-type: none"> <li>▪ Treasury Risk Management Policy (including foreign exchange hedging)</li> </ul>
Treasurer	<ul style="list-style-type: none"> <li>▪ Implementation of Treasury Risk Management Policy</li> </ul>
<b>Company structure and organisation</b>	
Board	<ul style="list-style-type: none"> <li>▪ Major changes in the organisation and shape of the organisation, including changes to legal structure, entry into new fields of operation and departure from existing fields</li> <li>▪ Formation or dissolution of incorporated or unincorporated entities</li> </ul>
<b>Finance and funding</b>	
Board	<ul style="list-style-type: none"> <li>▪ Guarantees provided by ETF</li> </ul>



Treasurer	<ul style="list-style-type: none"> <li>▪ Appointment of financial advisers</li> <li>▪ Banking and investment relationships</li> <li>▪ Financing plans</li> <li>▪ Investment of funds (short term surplus)</li> </ul>
<b>Policies and procedures</b>	
Board	<ul style="list-style-type: none"> <li>▪ Governance policies</li> <li>▪ Risk management policies and systems (including taxation and treasury)</li> <li>▪ Appointment of Chairperson and Directors</li> </ul>
<b>Human resources</b>	
Board	<ul style="list-style-type: none"> <li>▪ Appointment, dismissal and remuneration of directors of the board members</li> <li>▪ Grant of benefits to employees and executives</li> </ul>
Managing Director	<ul style="list-style-type: none"> <li>▪ Appointment, dismissal and remuneration of the core team and leadership team.</li> <li>▪ Appointment, dismissal and remuneration of committee members</li> </ul>



Managing Director & Treasurer	<ul style="list-style-type: none"> <li>▪ Once ETF has paid employees. The MD and Treasurer will have control of the organisations payroll payments and related disbursements</li> </ul>
<b>Information technology</b>	
Managing Director	<ul style="list-style-type: none"> <li>▪ IT security</li> <li>▪ Information system infrastructure</li> <li>▪ Office systems</li> <li>▪ IT transaction processing systems</li> </ul>
<b>Insurance and risk management</b>	
Board	<ul style="list-style-type: none"> <li>▪ Risk management policy and systems</li> <li>▪ Directors and Officers Insurance Policy</li> </ul>
Finance, Audit and Risk Committee	<ul style="list-style-type: none"> <li>▪ Implementing and monitoring risk management policies and systems</li> <li>▪ Insurance policies (other than Directors and Officers Insurance Policy)</li> </ul>
<b>Legal matters</b>	
Managing Director	<ul style="list-style-type: none"> <li>▪ Powers of attorney: issue of general powers of attorney by ETF board</li> </ul>
Finance, Audit and Risk Committee	<ul style="list-style-type: none"> <li>▪ Limited purpose powers of attorney.</li> <li>▪ Legal aspects of transactions referred to the MD or Board</li> <li>▪ Appointment of external legal advisers</li> <li>▪ Material legal action taken by or against the company (other than in respect of workers compensation or employee or industrial relations)</li> </ul>



Board	<ul style="list-style-type: none"> <li>▪ Material legal action taken by or against the company in respect of workers compensation or employee or industrial relations</li> </ul>
<b>Strategy and budgets</b>	
Board	<ul style="list-style-type: none"> <li>▪ Strategic plan</li> </ul>
Board / Finance, Audit & Risk Committee	<ul style="list-style-type: none"> <li>▪ Annual budget</li> <li>▪ Specific project budgets</li> <li>▪ The sending of money overseas</li> </ul>
<b>Compliance with the Australian Charities and Not-For-Profits Commission</b>	
Company Secretary; Managing Director	<ul style="list-style-type: none"> <li>▪ Policy on transactions between group companies</li> <li>▪ Submission of Annual Information Statement</li> <li>▪ Appointment of tax advisers</li> </ul>

### 5.3 Delegated Authorities

The delegated authority levels approved by the Board are set out in the table below. They apply to ETF businesses and controlled entities. Notwithstanding the authority levels below, authority must still be exercised taking into consideration existing budgets and performance objectives.

The MD is authorised to determine the authority limits that are to remain with the MD, and those that are to be further delegated to management. These authority limits may be set out and communicated to employees via an expanded version of this document but must be consistent with the delegations and reserved powers approved by the Board.

	<b>Volunteer Team</b>	<b>Executive Team (CMO, COO, CPO, Head of Timor-Leste Programs)</b>	<b>Managing Director</b>	<b>Board of Management</b>
<ul style="list-style-type: none"> <li>General Expenses e.g. fundraisers and meetings</li> </ul>	\$50	\$100	\$250 one off and no more than three lots of 250 in a month	Discretion of Board
<ul style="list-style-type: none"> <li>Timor-Leste Expenses</li> </ul>	\$0	\$50	\$250	Discretion of Board
<ul style="list-style-type: none"> <li>Capital expenditure</li> </ul>	No delegated authority	No delegated authority	No delegated authority	Discretion of Board
<ul style="list-style-type: none"> <li>Any other expenses</li> </ul>	No delegated authority	No delegated authority	\$500	Discretion of Board

Notes:

- All contracts and proposals requiring Treasurer, MD or Board approval must be channeled through the Finance Committee
- Financing decisions, including leasing, must also be approved by the Board

- All expenditure must give the best result to ETF and its vision on a whole
- All amounts specified are in AUD

## 6. Reporting

All identified instances of non-compliance with delegations as detailed in this policy must be reported immediately to the company secretary.

## 7. Responsibilities

Staff who hold delegations must:

- Only exercise delegations against the position they currently occupy.
- Take steps to ensure they understand the powers that have been delegated to them.
- Comply with all relevant statutory requirements, government and Lifeline Australia policies relevant to the delegation, and any limitations of the delegation.
- Clearly record the exercise of their delegation by writing their name and position on any documentation they sign as a delegate.
- Take personal responsibility for the exercise of the delegation and not be coerced into making a decision against their will or better judgment.

## 8. Policy Review

This policy shall be disseminated through an appropriate directive to all internal ETF stakeholders and necessary persons.

This policy will be reviewed every two years.