



Application

This policy applies to all Workers of First Nations Advocates Against Family Violence (“FNAAFV”) and Board Directors.

The purpose of this policy is to identify those situations in which it is appropriate to use delegations of authority and the procedures that should be followed to make such delegations.

Definitions

“Board Director”	means a member of the board of FNAAFV.
“Delegation of Authority”	means the formal written conveyance from one person to another of the authority to bind FNAAFV to a legally enforceable obligation. Any such transfers of powers and duties are therefore significant actions requiring great care and authority.
“Worker”	means all staff (full-time, part-time, casual, permanent or temporary), contract or commission workers and volunteers, vocational and work experience placements at FNAAFV.

Limits on Authority

No Board Director or Worker of FNAAFV shall have any authority to bind FNAAFV to a legally enforceable obligation or take any action or make representation on behalf of FNAAFV beyond the scope of, or materially inconsistent with, the authority delegated to Board Director or Worker as provided in this policy.

The Policy

Generally

Delegations of Authority

Delegations of authority are appropriate in the following circumstances:

- (a) Where the delegation will enhance the effectiveness and efficiency of the operation of the organisation without risking the integrity of the internal control necessary for accountability and proper risk management.
- (b) Where the person receiving the delegation has expertise to use the delegated authority appropriately and knowledgeably.
- (c) When the responsibilities of the person or body receiving the delegation requires such authority to efficiently and effectively carry out the responsibilities of the role.
- (d) There is a method in place to ensure proper exercise of the delegation of authority including a monitoring and periodic review/audit of the system.



Delegation of authority does not release the delegating official(s) from responsibility for actions delegated. The delegating official or body is responsible for ensuring appropriate internal controls of delegation through regular review of approvals or other appropriate mechanisms.

Authority to Delegate

The CEO at the direction of the Board of Directors shall have the duty to inform FNAAFV of any existing or proposed policy or directive that is inconsistent with or alters the delegation of authority as provided in this policy in accordance with the Delegations Register.

Matters reserved for FNAAFV

FNAAFV reserves to itself the authority to:

- (a) Approve or disapprove the legal structure and scope of any relationship between the Board and FNAAFV itself.
- (b) Approve or disapprove the legal structure and scope of any relationship between FNAAFV and any associated organization, foundation, institute, or similar entity that substantially relies upon FNAAFV's resources of personnel to carry out its mission.
- (c) Elect and remove members of the FNAAFV Board, including the Chair, Secretary and other office bearers.
- (d) Execute documents required to be signed under Seal that bind FNAAFV to a legally enforceable obligation. Such documents include:
 - a. Finance
 - i. Transitional funding or financing arrangements including bridging finance
 - ii. Loan agreements with any financial institution
 - b. Funding Applications and Service Level Agreements
 - i. Applying for Grants in accordance with the Delegations Register
 - ii. Negotiating contracts for Workers in accordance with the Delegations Register
- (e) Delegate to the FNAAFV Board the authority it needs to carry out its legal, fiduciary and stewardship responsibilities under the Constitution and By Laws.

No authority that FNAAFV reserves to itself shall be exercised by any other person or body unless expressly authorised by FNAAFV policy or directive.

Matters reserved for the Board of Directors of FNAAFV

The Board of Directors reserves to itself the authority to:

- (a) Conduct FNAAFV's Business
 - a. Establish policy for the conduct of FNAAFV's business, create committees, set its agenda, require reports from executive officers and employees, hear external grievances and appeals and ensure implementation of its directives and policies.
- (b) Appoint the CEO
 - a. Appoint and terminate the appointment of the CEO and approve any individually negotiated terms of employment for the CEO.
 - b. Plan for the succession of the CEO
- (c) Establish and review strategy and policies
 - a. Approve FNAAFV's strategic plan.
 - b. Establish and review policies in relation to the governance stewardship and financial management of FNAAFV.



- c. Approve or disapprove the strategic goals and direction of FNAAFV.
- (d) Oversee the Performance of the Organisation
 - a. Monitor the performance of FNAAFV in meeting its purpose, commitments and statutory obligations to clients and key stakeholders.
- (e) Approve and Authorise Budgetary, Financial and Investment Matters
 - a. Approve annual operating budgets, minimum reserve levels, annual capital budgets and multi-year capital plans and master plans; and adjustments and amendments to annual budgets and multi-year capital plans, consistent with FNAAFV policies.
 - b. Approve matters involving amounts over specified limits.
 - c. Invest surplus funds as defined and limited by the investment policy.
 - d. Approve authority to open and close bank accounts; hold credit cards and fuel cards; and approve signatories to bank accounts.
 - e. Establish investment objectives and approve the appropriation of funds held in trust by FNAAFV as an approved provider.
 - f. Authorise the issuance and retirement of debt consistent with FNAAFV policies
 - g. Accept gifts for the benefit of FNAAFV, consistent with FNAAFV's policies.
 - h. Approve the purchase or procurement of goods and services having a value greater than \$250,000, consistent with FNAAFV's policies.
- (f) Apply for funding
 - a. Approve the authority to solicit, apply for and sign funding applications and agreements that do not require signature under Seal where the value of the funds is greater than \$500,000.
- (g) Direct Legal Matters
 - a. Direct FNAAFV's general counsel to settle any legal claim or initiate or appeal a lawsuit or industrial claim or administrative proceeding, consistent with FNAAFV policies.
- (h) Direct the audit function
 - a. Adopt policies regulating the audit of the Services and the Department; approve the selection of external auditors and the audit program; and evaluate the performance of the independent auditor, and, jointly with the CEO, the performance of the internal audit function.
- (i) Approve/delegate to CEO employment and industrial relations terms and agreements
 - a. Approve all contracts and other agreements.
 - b. Approve remuneration systems for FNAAFV Workers who are not covered by a State or Federal Award or other equivalent industrial agreement.
 - c. Approve terms and conditions of employment which fall outside the general terms and conditions of applicable Awards.
 - d. Approve the establishment of, and appropriation of funds to complying superannuation funds in accordance with FNAAFV's policies.



- (j) Delegate to the CEO
 - a. The FNAAFV Board may further delegate authority to the Chief Executive Officer to act with regard to matters not specifically reserved for FNAAFV that are necessary for the efficient operation of FNAAFV.

No authority that the Board of Directors of FNAAFV reserves to itself shall be exercised by any other person or body unless expressly authorised by FNAAFV policy or directive.

Delegation of Authority by FNAAFV and the Board to the CEO

All matters not specifically reserved for FNAAFV Board and necessary for the day-to-day management of FNAAFV are delegated to the CEO. The FNAAFV Board delegates to the CEO authority to act as Chief Executive Officer of FNAAFV, with such general executive management and administrative authority over FNAAFV as is reasonable and necessary to carry out the policies and directives of FNAAFV Board, subject to the following limitations.

General Limitations of the CEO's Delegations

The authority delegated to the CEO is limited by the following:

- (a) The provisions of the FNAAFV Constitution and FNAAFV Charter
- (b) The provisions of FNAAFV's By Laws
- (c) The provisions of FNAAFV's financial and governance policies and directives
- (d) The directive that the CEO shall notify the FNAAFV Board of any matter not otherwise addressed in this section that significantly involves the authority and role of FNAAFV Board including its fiduciary, oversight and public accountability responsibilities.

The CEO or approved delegate shall not incur obligations or execute any documents which bind FNAAFV to any obligation which exceeds the approved fiscal year budget allocation.

The CEO may not approve transactions for himself/herself, for relatives, or transactions that directly benefit the CEO or his/her relatives. Such transactions must be countersigned by another authorised person, usually of a higher authority or a person who is authorised by FNAAFV to countersign in such circumstances.

The CEO is required to report regularly to the FNAAFV Board concerning the authority exercised and matters which come, or which may come within, the scope of the matters, including sub-delegations, litigation activity, financial performance, investment activity, liabilities and risk management.

The FNAAFV Board may revoke a delegation of authority at any time, by formal minute, and approved.

General Scope of the CEO's Delegations

Delegations to the CEO are contained in scope and number to those which are necessary for the CEO to give effect to his/her role as defined in the delegations and governance policies and to achieve efficiency while maintaining accountability.

Overall Duties and Purpose: To lead and manage FNAAFV's staff members, programs, projects, finances and all other organizational aspects so that FNAAFV's ongoing mission, vision, and strategies are fulfilled within the context of FNAAFV's values. The CEO will have responsibility and authority over all areas of FNAAFV, as per the Delegations Register.



Contracts: To execute, in the name of FNAAFV, contracts and other instruments in writing pertaining to matters covered in this policy or other resolution of the FNAAFV Board, except contracts or other instruments which authority is reserved to the FNAAFV Board. To enter into a contract, lease or execute and deliver an instrument in the name of and on behalf of FNAAFV as authorised through approved budgets and/or resolutions by FNAAFV Board and in line with the signatory and contracting authority defined by the policies of FNAAFV, which shall not exceed \$75,000 in value except in the case of funding agreements.

- (a) To approve and enter into contracts relating to engagement and use of consultants in the services.
- (b) To approve the soliciting of funds and enter into funding agreements not requiring signature under Seal to the amount of \$500,000.
- (c) To approve, negotiate and enter into employment agreements with current and prospective staff.
- (d) To approve and enter into purchasing and procurement contracts for goods and services to the value of \$75,000.

Planning: To provide leadership to all phases of FNAAFV's planning, to develop plans to achieve FNAAFV's objectives (long and short terms plans).

Financial Supervision: The preparation of budgets and ensuring FNAAFV operates within budgets approved by the FNAAFV Board.

Fiscal Control: Oversee the fiscal management of FNAAFV, including the implementation of fiscal controls, execute contracts and leases, fund expenditure approvals, maintain accounts of financial transactions of FNAAFV and any other activity of a financial nature.

Receipt of Funds: The receipt and deposit of funds in a bank designated by the FNAAFV Board as the official repository. This delegated responsibility includes endorsement of cheques for deposit, maintenance of records of receipts and accounts receivable, and billing.

Disbursement of Funds: The disbursement of funds within the budgeted amounts approved by the FNAAFV Board and within the signature approvals policies of FNAAFV.

Financial Records: The keeping of records of all revenue and expenses and the preparation of monthly and periodic statements in regard thereto including the records of retentions, resident fees, payments and invoicing.

Business Records: The keeping of all minutes and records of meetings and correspondence pertinent thereto as authorised by the FNAAFV Board.

Purchasing and Procurement: To approve and sign contracts (to the value of \$75,000 or less), for the purchase and procurement of goods and services from external vendors in accordance with FNAAFV's purchasing and procurement policy.

FNAAFV Events: To approve FNAAFV events. To approve and sign contracts for FNAAFV events within approved budget guidelines.

Study and Research Assistance: To approve and sign authority for the disbursement of funds to assist



study and research that benefits FNAAFV within approved budget guidelines and FNAAFV's policies.

Advertising and Public Relations: To carry out public relations activities and functions that are approved by FNAAFV Board. To approve all public relations materials, advertising and promotional material or media and internal and external communications that affect the public image of FNAAFV in accordance with FNAAFV policies.

Appointment, evaluation, discipline and discharge of FNAAFV Personnel: To appoint FNAAFV staff, evaluate performance, negotiate and/or investigate staff grievances, take corrective or disciplinary action in accordance with FNAAFV policies and discharge FNAAFV personnel.

Structure: To restructure the organisation of FNAAFV to improve operations and make changes necessary to the organisation structure and resourcing and change the role and responsibilities of key positions and functions within FNAAFV in consultation with the Board of Directors.

Succession and Continuity: To provide for continuity and essential flexibility in operations.

Funding Applications: Approve the authority to solicit, apply for and sign funding applications and agreements that do not require signature under Seal where the value of the funds is less than \$500,000 unless otherwise approved by FNAAFV Board's resolution. Sign acquittal forms that account to the provider for the expenditure of the funds.

Operating Budgets: Recommend and implement approved operating budgets and related expenditure within approved limitations. Approve variations to budgets within 10% or operating budgets and for projects to the value of \$250,000.

Administrative Control: Oversee administrative control of FNAAFV.

Policies: Develop and recommend policies, implement procedures, oversee their implementation, and establish a system for maintaining and updating these documents. FNAAFV of policies for dissemination of information internally.

Performance Monitoring: Recommend performance monitoring and reporting guidelines, evaluate and report on results, monitor progress and achievements of plans and take corrective action in accordance with FNAAFV policies.

Litigation Settlement: After consultation with FNAAFV's Chair of the Board, initiate litigation for the collection and enforcement of demands and debts owed to FNAAFV. To the extent permitted by FNAAFV and the FNAAFV Board, settle litigation, contract and industrial disputes in counsel with FNAAFV's Legal Counsel.

Travel: The CEO is the approver of all travel related to FNAAFV's goals and initiatives. The CEO approves all travel requests for staff via the FCM portal, and procedures for travel are outlined in the Travel Procedure documents. The CEO can approve their own travel however international travel needs to be approved by the Board (most often the Chair of the Board). Further, the CEO may approve travel for the Board undertaken on behalf of FNAAFV, e.g., travelling to Canberra to speak to Members of Parliament, or travelling to FVPLS member service sites across Australia.



Delegation of Authority by the CEO to Department Personnel

Under the terms of this policy the CEO may delegate that authority to others to safeguard FNAAFV's resources. Delegation of Authority by the CEO is subject to the following conditions:

- (a) The CEO shall not delegate all or substantially all of the powers delegated to him/her to FNAAFV Personnel.
- (b) A delegation of the CEO's authority by the CEO shall be commensurate with an employee's role within the organisation. No delegation shall be made to any person whose level of responsibility within FNAAFV is lower than the level of person who reasonably could be expected to understand and act in respect to the powers being delegated. FNAAFV personnel who are delegated authority by the CEO must possess the following qualifications:
 - a. Active involvement with the activity being conducted.
 - b. Sufficient knowledge of FNAAFV's policies, by laws and procedures to ascertain compliance or seek additional assistance when necessary as it pertains to the delegation
 - c. Authority to disallow or withdraw the activity over which the authority has been delegated.
- (c) FNAAFV personnel who are delegated authority by the CEO may not delegate that authority to others without the express written authority of the CEO.
- (d) FNAAFV Personnel who are delegated authority to transact business may not approve transactions for themselves, their relatives, or transactions that directly benefit themselves or their relatives. Such transactions must be countersigned by the next highest authority, usually the CEO; or by another person who is authorised by the CEO.

Processes

Matters for approval or signature by FNAAFV Board shall be presented to the FNAAFV Board through the CEO and tabled as an agenda item of the meeting of the FNAAFV Board as expediently as is practicable. Documents for signature shall be forwarded to the persons with signature authority for execution with a covering letter in sufficient time to allow for a proper review. If Legal Counsel review is required, the contract shall be provided in sufficient time to allow for proper review.

Delegation Management

- (a) The FNAAFV Board is responsible for monitoring the delegations of authority to the CEO. The CEO is responsible for managing and monitoring the delegations to FNAAFV personnel.
- (b) Each Delegate is responsible for managing and monitoring his/her delegations of authority received from the CEO.
- (c) This includes maintaining official files of all delegations of authority and conducting periodic spot checks or reviews of all the delegations to ensure they are current and appropriate.
- (d) The FNAAFV Board is responsible for maintaining active and up to date delegations of authority and should regularly review all delegations to assure FNAAFV that the delegations on file are relevant and appropriate.
- (e) The CEO is responsible for reviewing and reporting on delegations he/she transfers to others, annually and to assure that the delegations are relevant and appropriate.
- (f) Delegation of authority requires ongoing compliance with the Constitution and FNAAFV policies.

Internal Controls

- (a) It is the responsibility of the FNAAFV Board and the CEO delegating the responsibility to maintain proper control and management of his/her area and the delegate remains accountable for all actions taken by him/her, as per the Delegations Register.



- (b) The worker delegating responsibilities shall take into account and maintain appropriate internal controls including separation of duties, reviewing reports, sampling completed transactions and monitoring the effectiveness of the controls established.
- (c) A person with signature authority may not sign contracts in which he/she may have an interest or may receive financial advantage or reciprocal benefit. Such contracts shall be signed by the person with signature authority at the next highest level.
- (d) Persons with signature authority are accountable for the contracts they sign and shall be responsible for assuring payment and performance of the contract. Original contracts shall be filed in the office that has final signature authority.
- (e) Delegations of authority must be in writing on the forms developed by the FNAAFV Board. The original of every executed delegation must be filed with the Secretariat and a copy maintained in FNAAFV records, such as the FNAAFV Action Register, which will refer to the correct meeting minute.

Disciplinary Action

Contracts or documents signed by anyone other than those who have signature authority or whose delegation of authority is on file with the Secretariat shall be null and void unless ratified by the proper authority. Ratification is at the sole discretion of the governing authority. Ratification may only occur if it is deemed to be in the best interest of FNAAFV.

Ratification may be exercised only when:

- (a) FNAAFV, in the opinion of the governing authority, has obtained or will obtain a benefit resulting from performance of the unauthorised contract or document.
- (b) The resulting contract would otherwise have been proper if made by an authorised person.
- (c) The responsible person or body has authorized payment after seeking guidance from FNAAFV’s Legal Counsel, as needed, to ensure compliance with state and federal laws and regulations.

Disciplinary action will be taken by FNAAFV against any Worker or Board Director found to have breached this policy. Action taken will be appropriate to the breach and may result in the termination of the Worker’s employment or the Board Director’s appointment.

Related Policies

- Policy 01 (a) – Board Code of Conduct
- Policy 02 – Confidentiality Policy
- Board Directors Handbook

Review

Reviewing and approving this policy		
Frequency	Person responsible	Approval
Every 2 years	Chief Executive Officer	Chief Executive Officer