



DELEGATIONS TO THE CEO

PURPOSE

To confirm the decision-making authorities of the CEO in financial and other matters. The delegations should be considered alongside Statement of Matters Reserved to the Board.

The board of [XXX] delegates a number of operational responsibilities to the CEO.

These delegations specify general policy and procedures for the CEO to enable him/ her to perform the functions of the role and to incur expenses on behalf of the board. They are designed to ensure that appropriate levels of accountability and authority are in place to enable effective and efficient work practices.

The board expects that the CEO will exercise these delegations with due diligence and integrity, with respect for persons, the law and systems of governance.

The board has delegated to the CEO:

- > The day to day management and operation of the organisation
- > A reasonable interpretation and implementation of the organisation's strategic plan in accordance with board policy
- > The continued monitoring of employees' performance (including compliance) to achieve results

Specific delegations must be approved by the authority of the board. These specific delegations of authority and/ or limitations may include the following matters:

- > Financial matters, including budgeting, asset protection, investment management and pricing (see below)
- > Expenditure
- > Staff management and recruitment (see below, Personnel)
- > Risk monitoring
- > Procurement, tenders and contract management
- > Compliance
- > Major grant applications and sponsorship negotiations
- > Reporting requirements
- > Organisational design
- > Membership and subscriptions
- > Obtaining legal advice on behalf of the company

PERSONNEL (HUMAN RESOURCES)

The CEO is empowered to manage, appraise and, if necessary, to dismiss staff. In the event of an intended staff dismissal the CEO is required to discuss in advance with the Chair. The board delegates to the CEO:

- > Appointment of new staff within budget including temporary and casual staff
- > Approval of the appointment of consultants for special purposes where expert professional advice is required in the proper discharge of [XXX] functions, within agreed budget limitations

FINANCE

The CEO is authorised to approve expenditure in accordance with defined limits (appended), as discussed and approved by the board in the annual budget, and in compliance with the board's policies and corporate standards.

The guiding principle for the CEO to consider when approving expenditure is that the expenditure must:

- > Be for official purposes
- > Be properly documented
- > Be available for scrutiny by the board and internal and external audit
- > Appear reasonable

The following responsibilities are attached to the financial delegations:

- > The CEO may not authorise expenditure pertaining to him/ herself, including supplies for personal use
- > Expenditure must be properly documented and substantiated

All expenditure is subject to availability of funds (i.e., sufficient budget). It is the CEO's responsibility to ensure that funds are available.

OPERATIONAL PLANNING

The CEO will prepare an annual operational plan for [XXX] for consideration by the board. Once approval is given by the board, the CEO is then authorised to implement the plan, within the normal budgetary constraints.

PROCUREMENT AND CONTRACT SIGNING

The CEO is authorised to source acquisitions on behalf of [XXX]. Prior to contract formation or contract variation, the approach taken to sourcing and acquisition must comply with [XXX]'s policies and procedures.

The CEO is delegated to commit the organisation to legally binding contracts, deeds and other documents relating to the purchase of goods and services within durations (time limits) and financial levels approved by the board, and is delegated to ensure that the terms and conditions of each contract are correct and appropriate to the purchase.

Limits to the duration and value of contracts which may be signed by the CEO will be confirmed by the board from time to time (appended).

MEDIA, ADVOCACY AND STAKEHOLDER ENGAGEMENT

- > Media releases and engagement not of a controversial or sensitive nature
- > Correspondence and advocacy not of a controversial or sensitive nature
- > Politically sensitive correspondence and/ or media releases, written communications and political engagement policies as approved by the board

REFERENCE

- > Fishel, D, The Book of the Board, Federation Press, Sydney, NSW (2003; 3rd edn. 2014)

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Positive Solutions offers a range of services to non-profit boards throughout Australia. [Board development workshops](#) and detailed board reviews can be tailored to the needs of each organisation. To find out more about how Positive Solutions can help you, contact: info@positive-solutions.com.au or call 07 3891 3872.

THE BOOK OF THE BOARD

[The Book of the Board](#) is Australia's standard reference book for board and committee members of non-profit organisations. Authored by Positive Solutions Director, David Fishel, and currently in its third edition, The Book of the Board provides clear guidance on the role of the non-profit board, formal and legal responsibilities, and the ways in which the board can maximise its effectiveness for the organisation.

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