



Returned & Services Leagues of Australia
(Queensland Branch)

CEO DELEGATIONS POLICY

Title	CEO Delegations Policy
Policy Number	POL03
Version	V2
Authorised by	Board
Policy Owner	Board
Date Adopted	20 September 2018
Date of last review	20 September 2018
Related Documents	Financial Delegation Policy Investment Policy

INTRODUCTION

This Policy operates as an ancillary document to the Returned & Services League of Australia (Queensland Branch) (RSL (Qld)) Constitution and By-Laws.

PURPOSE

The purpose of this Policy is to formally document the powers provided to the Board under the Constitution and outlines specific powers and authority that the Board have delegated to the Chief Executive Officer (CEO) to ensure the efficient and effective operation and management of the organisation.

APPLICATION

This Policy applies to the Board members of RSL(Qld) and the CEO.

POLICY STATEMENT

Board Powers and matter reserved for the Board

The Board has responsibility for driving the strategic direction and governance of RSL(Qld) on behalf of the members.

Clause 11 of the Constitution describes the specific powers of the Board which may include but are not limited to the exercise of power of the Board to:

- Direct, control and conduct the business and affairs of RSL (Qld);
- Purchase, sell, lease, mortgage, charge, exchange or otherwise deal with or dispose of any real or personal property of RSL (Qld);
- Invest money in the names of RSL (Qld); and
- Promote and contribute to any enterprise for a purpose connected with its objects.

This Policy does not limit the matters reserved to the Board under the Constitution and By-Laws and any delegations not transferred to the CEO outside this Policy remain the residual powers of the Board and are articulated in the Board Charter to ensure no concurrence of powers that may act to limit the effectiveness of either the Board or management.

Delegated Authority to CEO

Clause 12.20 of the Constitution states the Board may delegate any of its powers to any person, as the Board sees fit. Clause 18.2 of the Constitution states the Board may, upon terms and conditions and with any restrictions they see fit, confer on the CEO any of the powers that the Board can exercise.

The CEO has the delegated authority of the Board for the ongoing management of the organisation in accordance with the Constitution, CEO's employment contract and RSL (Qld) Policies. This CEO Delegations Policy, save the CEO employment contract, prevails over any inconsistencies governed throughout other RSL (Qld) policies, guidelines or processes.

Functions Delegated

1. Finance

- 1.1 Authorise operating expenditure within the approved Business Plan.
- 1.2 Authorise capital expenditure within the approved Business Plan.
- 1.3 Authorise operating or capital expenditure in accordance with a Board resolution.
- 1.4 Authorise payroll payments and payment of GST, FBT, Group Taxation, Superannuation, Income Tax and PAYG instalments.
- 1.5 Authorise expenditure of funds not provided for in the approved Business Plan in an emergency situation up to a maximum of \$100,000 and subject to the Board being subsequently notified.
- 1.6 Authorise the investment of funds with accredited financial institutions and in accordance with RSL (Qld)'s Investment Policy.
- 1.7 Authorise the release of invested funds as appropriate to meet business cash flow requirements and in accordance with RSL (Qld)'s Investment Policy.
- 1.8 Issue RSL (Qld) cheques, approval of Electronic Funds Transfer, receipting, opening and closing of bank accounts, letters of credit and guarantees. If amount is more than \$50,000 it must also be approved by the CFO. Two signatories are required for opening and closing of all bank accounts.

- 1.9 Approve the write-off of debts either in whole or part where the write-off amount does not exceed \$100,000 for a single debt.
- 1.10 Approve the entering into of debt facilities or transaction where RSL (Qld) will acquire a debt and approve the provision of loans to third parties or related entities of RSL (Qld) up to \$50,000.
- 1.11 Approve credit card expenditure by Directors in accordance with Board budget By-Laws, RSL (Qld) policies and procedures.

2. Consultancies

- 2.1 Engage consultants to undertake projects and work in support of operations or approved initiatives within the approved Business Plan.

3. General

- 3.1 Carry out the regular services and operations of RSL (Qld) in accordance with the approved Strategic Plan and approved Business Plan.
- 3.2 Take whatever action is necessary to give effect to decisions of the Board subject to accepted legal, ethical, fiduciary and business standards.
- 3.3 Authority to make administrative amendments (such as minor updates, amendments or corrections not involving changes to delegations or the provisions of the Policy) to approved policies.
- 3.4 Approve or decline the acceptance of gifts above \$5,000. Gifts below the value of \$500 but above the value of \$100 to be disclosed.

4. Insurance

- 4.1 Negotiate and execute appropriate levels of insurance coverage within the approved Business Plan.
- 4.2 Authorise the payment of insurance claims and settle claims/disputes.

5. Legal/Contracts

- 5.1 Negotiate and enter into legally binding contracts or agreements (up to \$100,000) necessary to support operations or give effect to an approved strategic initiative or resolution of the Board.
- 5.2 Authority to obtain legal advice or engage an external legal practitioner, external law firm or barrister up to \$100,000.
- 5.3 Authority to initiate or defend legal proceedings and/or settle claims and disputes or refer a matter to police or other authority regarding external parties that have potentially breached law in relation to RSL (Qld).

6. Media

- 6.1 Respond to media enquiries and generally represent RSL (Qld) as the need arises in accordance with By-Laws. The State President also retains this function.

7. Property

- 7.1 Authority to enter into property related transactions including leasing, transfers, mortgages, caveats or easements and other property grants or encumbrances.
- 7.2 Authority to enter into contracts in relation to property purchased, up to \$4,000,000 per contract for future prize homes in relation to RSL Art Union and \$1,000,000 per

contract for other properties purchased, and authority to enter into contracts to sell, lease or transfer any such property.

7.3 Approve the write-off or dispose of equipment or assets that have become obsolete, surplus to requirements, lost or stolen, damaged or destroyed.

7.4 Two signatories are required for all real property transactions in accordance with the requirements for the execution of documents in the Constitution.

8. Risk Management

8.1 Establish and maintain RSL (Qld)'s risk management framework, including any controls or treatments deemed necessary to control risks within risk appetite statements and tolerances as approved by the Board.

9. Sponsorships and Donations

9.1 Negotiate and enter into contracts for sponsorships in accordance with approved Business Plan.

9.2 Approve the receiving of or the provision of sponsorships and making donations to charitable organisations in accordance with the approved Business Plan.

9.3 Approve use of RSL (Qld) brand by third parties sponsored by RSL (Qld) and marketing collateral in particular, and managing the process for identifying and escalating reputational risk arising from third party sponsors' use of the RSL (Qld) brand and collateral in accordance with Returned & Services League of Australia Limited By-Laws.

10. Employees

10.1 Approve remuneration and benefits of Executive Management (except State Secretary and General Manager Operations).

10.2 Approve employment of staff and remuneration within approved Business Plan.

10.3 Authorise all leave types, higher duties, transfers, alternative employment arrangements, working of overtime, meal allowances and taxis.

10.4 Authorise employees' attendance to training and professional programs and conferences.

11. Travel

11.1 Authorise interstate or intrastate travel, accommodation and related expenses by employees in accordance with the approved Business Plan.

Delegation of Authority to Subordinates

Authority may be further delegated by the CEO to staff as deemed appropriate and necessary up to the limits of authority approved by the CEO to ensure the ongoing management of RSL (Qld) as set out in the Financial Delegation Policy.

Commitments and transactions cannot be approved by individuals having a lower level of approval authority than the specified transaction requires.

Temporary authority may be designated whenever an individual with approval authority will be out of the office for prolonged periods. The temporary authorisation is to be formally documented and specify the effective length of time. Alternatively, authority will be bestowed to an individual officially acting in a position.

Delegated Authority Controls

The CEO is to ensure that financial and procedural controls are maintained by management to ensure adherence to these delegated authority limits and this Policy.

IMPLEMENTATION

This Policy is to be read in conjunction with all other applicable RSL (Qld) Policies, Constitution and By-Laws.

All projects and contracts must undergo appropriate due diligence and approvals required by RSL (Qld)'s other policies and procedures.

RESPONSIBILITIES

The Board is responsible for monitoring compliance with this Policy.

BREACH

A breach of this Policy, may result in disciplinary action and/or criminal or civil prosecution. If the Board has a reason to believe that a person subject to the Policy has failed to comply with it, it will investigate the circumstances.

FURTHER ASSISTANCE

For questions about this Policy, contact the Board or Company Secretary.

RELATED DOCUMENTS

Financial Delegation Policy

Investment Policy

REVIEW PROCESS

This Policy will be reviewed at least annually to ensure that the Policy is operating effectively.