



Delegations of Authority Policy

Document number: *PO2019-004 – Version 4*

Approval

Policy owner	Executive Director, Corporate Services		
Approved by	Trustees of the St Vincent de Paul Society (NSW); St Vincent de Paul Society Board		
Date approved	30.10.19; 23.10.19	Review date	30.10.20

Purpose

The purpose of the Delegations of Authority Policy is to establish a framework for delegating authority by the Trustees of the Society of St Vincent de Paul (NSW) and within the company titled the St Vincent de Paul Society NSW (the company).

Delegations of authority are the mechanisms by which these entities authorise individuals to act on their behalf.

Delegations of authority within the St Vincent de Paul Society NSW are intended to achieve four objectives:

- to ensure the efficiency and effectiveness of the company's administrative processes
- to ensure that the appropriate officers have been provided with the level of authority necessary to discharge their responsibilities
- to ensure that delegated authority is exercised by the most appropriate and best-informed individuals within the company
- to ensure that internal controls are effective.

The delegations of authority framework is important to the effective governance and management of the company as it provides formal authority to specific personnel to commit the company or to incur liabilities on its behalf.

The Delegations of Authority Policy supports the Society's risk management strategy and forms a central part of the governance framework of the organisation.

Scope

The Delegations of Authority Policy applies only to formal delegations. All delegations of an informal nature where no commitment or liability is incurred on behalf of the St Vincent de Paul Society NSW are carried out in the normal business of the Society without the requirement for a written authority.

This policy applies to all office holders and employees of the company the St Vincent de Paul Society NSW.

While the policy identifies specific responsibilities for decision-making, it is the responsibility of all office holders and employees to comply with this policy.

Related policies and procedures

Related policies and procedures include:

- Charter – Board of Directors St Vincent de Paul Society NSW
- Code of Conduct
- Constitution – St Vincent de Paul Society NSW
- Conflict of Interest Policy
- Credit Card Policy
- Procurement Policy
- Risk Management Framework

- Travel Policy

Policy principles

The Trustees and the company

The Society of St Vincent de Paul (NSW) is an unincorporated association established under The Rule. In NSW, the Trustees of the Society of St Vincent de Paul (NSW) were formed as a body corporate under the *Roman Catholic Church Communities' Lands Act 1942* (NSW) (RCCCLA). The Trustees were formed as a body corporate to enable them to hold real and personal property 'on trust for the use or benefit or for the purposes' of the Society. State Council comprises the Trustees.

By way of a Property Licence Deed and Transfer Deed entered into by the Trustees and the company on 6 August 2013, State Council as the Trustees transferred their business and their assets to the company. Business activities previously carried out by State Council are now delegated to and carried out by the company, with the exception of Conference works that continue to be administered by the State Council.

Powers exercised by the company in general meeting

Company members include those members of State Council who agree to become a member of the company.

The company in general meeting exercises a number of powers including any decision to undertake any business or undertaking that:

- a. is outside the core business of the company
- b. in any financial year will increase the number of employees in the company by more than 5% that has not been included in the business plan and budget for the year
- c. in any financial year, involves the making, tendering, material variation or termination of a contract or arrangement by the company where the value of the contract is greater than \$10,000,000 that has not been included in the business plan and budget for that year.

Powers exercised by Directors

The Directors of the company are responsible for managing the business of the company. Under the *Corporations Act 2001* (Cth) and Constitution of St Vincent de Paul Society NSW, Directors may delegate any of their powers except:

- the right to delegate and the approval of the company's schedule of delegations
- other powers reserved to Directors (see clause 64.2 of the Constitution).

Management of the day-to-day operations of the company is to be conducted by and under the control and supervision of the CEO appointed by the Board, and employees to whom the management function is properly delegated by the CEO.

Directors may delegate any of their powers to:

- a Director

- a committee of the Board
- an employee of the company
- any other person as they think fit.

Directors may revoke a delegation at any time in their absolute discretion.

Delegations to Directors or Board committees will be recorded in minutes of the Board.

Limits of delegated authority

Any committee or individual given a delegation must exercise those powers in compliance with any directions of the Directors or regulations that may be made by the Directors.

A delegation applies to the delegate's position and not to the individual in that position. A person appointed as a temporary or acting occupant of a position has the authority delegated to the position in which he or she is acting.

A person who has immediate, intermediate or ultimate line management for a delegate may exercise the delegated authority of that delegate.

Where a delegation is to a body, such as a committee, the delegation relates to the body acting as a whole and not to individual members of that body.

Delegates must not approve the incurring of, or the reimbursement of, their own expenditure. Such expenditure must be approved by that person's immediate supervisor.

The Chief Executive Officer may at any time vary or terminate any delegation, subject to confirmation by the Board at its next meeting.

Responsibilities of delegates

In exercising a delegation, a delegate must comply with all relevant legislation, rules, awards, internal governing documents, policies and procedures.

A delegate must not exercise a delegation that would provide the delegate with any direct or indirect personal benefit, or cause a conflict of interest. In circumstances where a delegate would obtain, or could be perceived, to obtain a personal benefit, the conflicted delegate must refer the decision to his or her supervisor and must not exercise the delegated authority.

St Vincent de Paul Society NSW is committed to the highest standards of integrity, fairness and ethical conduct. This includes full compliance with all relevant legal requirements and requires that all its Directors, officers (including its Chief Executive Officer), managers, employees, volunteers and contractors acting on its behalf, meet those same standards of integrity, fairness and ethical behaviour. A delegate must act in accordance with the Society's Code of Conduct.

Breaches of delegations

Where a breach of the delegations is suspected, it is to be reported as follows:

- d. if the suspicion includes corrupt conduct – the person's immediate supervisor unless that person does not feel comfortable reporting to their immediate supervisor, then another Executive Director/Chief Financial Officer or the CEO
- e. if the breach involves a Director, the CEO, or the Company Secretary – the Chair

- f. if the breach involves the Chair – the CEO or the Company Secretary
- g. in all other cases – the person’s immediate supervisor, unless that person does not feel comfortable reporting to his or her immediate supervisor, then another Executive Director/Chief Financial Officer who will investigate the breach and advise the CEO of the outcome of any confirmed breach.

Roles and responsibilities

The Board will approve the Delegations of Authority Policy and the accompanying Delegations of Authority Schedule on an annual basis.

The Executive Director, Corporate Services is responsible for the implementation of this policy.

All office holders and employees of the company must adhere to this policy and report any breaches of delegations as the policy requires.

Employees should speak with their Manager regarding any questions about the implementation of this policy.

Review

This policy and its implementation will be reviewed on an annual basis, or on a needs basis to align with legislative or practice changes.

The Executive Director, Corporate Services is responsible for ensuring review of the effectiveness of the operation of this policy.

Feedback regarding the implementation of this policy can be provided to the Executive Director, Corporate Services.

References

- Australian Charities and Not-for-Profits Commission Governance Standards
- *Corporations Act 2001* (Cth)
- St Vincent de Paul Society NSW Strategic Plan 2020-2022

Approval and amendment history

Version	Approval authority	Date	Amendment summary
Doc # PO2019- 004	Trustees of the St Vincent de Paul Society (NSW); St Vincent de Paul Society Board	30.10.19; 23.10.19	Updates, combines and replaces: <ul style="list-style-type: none"> ▪ Delegation of Authority Policy of The Trustees of St Vincent de Paul Society (NSW), Version #5, 29/11/13; and ▪ Delegations of Authority Policy of St Vincent de Paul Society NSW, Version #7, 02.12.13
Doc # PO2019- 004 Version 2	Trustees of the St Vincent de Paul Society (NSW); St Vincent de Paul Society Board	22.04.2020 08.04.2020	Delegation of Authority Schedule updated and appended to this policy.
Doc # PO2019- 004 Version 3	Executive Director Corporate Services	27.08.2020	Updated Policy Owner and responsibilities to align with organisational structure changes.

Appendix 1: Definitions

Relevant definitions include:

Term	Definition
Conflict of Interest	
Actual	Where there is a direct conflict of interest between the private interests of an individual and the performance of their official duties and responsibilities.
Potential	Where a person has private interests that could interfere with the performance of their official duties and responsibilities in the future
Perceived	Where it might appear to others that a person's private interest could inappropriately influence the performance of official duties and responsibilities, whether or not this is in fact the case
Office Holders	A Conference President, Regional President, Central Council President, State Council member or Director.

Appendix 2: Delegations of Authority Schedule

Trustees of the Society of St Vincent de Paul (NSW) Delegations of Authority Schedule

Function	Delegation	Delegation limit (ex-GST)
Acquisition, transfer and disposal of property or any interest in real property		
<ul style="list-style-type: none"> Approve the acquisition of real estate. Approve the disposal of Society owned real estate or any interest in real estate. Approve the transfer of Society owned real estate. Approve (but not execute) arrangements, contracts, plans and any other documents, in relation to land acquisitions, sales or developments. 	<ul style="list-style-type: none"> Trustees on the advice of the Audit and Finance Committee 	None
<ul style="list-style-type: none"> Approve (but not execute) any document creating or affecting an approved positive or restrictive covenant, easement, right of way mortgage or charge or effecting a subdivision of Society owned real estate. 	<ul style="list-style-type: none"> Trustees on the advice of the Director, Property and Facilities 	None
<ul style="list-style-type: none"> Approve development applications and ancillary documents in respect of Society owned real estate. 	<ul style="list-style-type: none"> Chief Executive Officer; or Chief Financial Officer 	Following appropriate approval by the Property Control Group, Audit and Finance Committee or the Board
Leases and licenses		
<ul style="list-style-type: none"> Approve a lease or license of Society owned premises. 	Trustees on advice of the Audit and Finance Committee	Rent receipts greater than \$500,000 ex-GST (rent receipts mean the first year's rental income multiplied by the number of year of the term, excluding option periods).
<ul style="list-style-type: none"> Approve a lease or license of Society owned premises. 	Chief Executive Officer	Rent receipts up to \$500,000 ex-GST
Execute leases, licenses and ancillary documents (that are approved according to this Schedule)		
<ul style="list-style-type: none"> Execute agreements and ancillary documents (including development applications) that affect Society owned real estate. 	<ul style="list-style-type: none"> The President and any two Trustees (under common seal); or Any two persons named under the power of attorney of the Trustees. 	None
Strata management		
<ul style="list-style-type: none"> Represent the Trustees for Strata or Stratum Management Purposes 	<ul style="list-style-type: none"> The Director, Property and Facilities or nominee (by proxy) 	None
General		
<ul style="list-style-type: none"> Provide security to secure the obligations of SVDP NSW or SVDP Housing (excluding bank guarantees in respect of leases). 	Trustees on the advice of the Audit and Finance Committee.	None.

St Vincent de Paul Society NSW Company - Delegations of Authority Schedule

Function	Delegation	Delegation limit (ex-GST)
Capital projects		
Approve capital expenditure projects in accordance with Capital Spending Policy.	<ul style="list-style-type: none"> Board on advice of the Audit and Finance Committee 	Amounts over \$500,000
	<ul style="list-style-type: none"> Chief Executive Officer; and Chief Financial Officer; and Executive Director, relevant Directorate. 	\$25,000 to \$500,000
	<ul style="list-style-type: none"> Chief Financial Officer; and Executive Director, relevant Directorate 	\$15,000 to \$25,000
	<ul style="list-style-type: none"> Group Financial Controller; and Executive Director (including Chief Financial Officer), relevant Directorate 	\$5,000 to \$15,000
	<ul style="list-style-type: none"> Group Financial Controller; and Director, relevant Directorate 	Up to \$5,000
Expenditure including capital spending and all operating expenses		
Approve expenditure.	The Board on recommendation from the Audit and Finance Committee.	Amounts over \$1,000,000
	Audit and Finance Committee	\$500,000 to \$1,000,000
	<ul style="list-style-type: none"> Chief Executive Officer; and Chief Financial Officer; and Executive Director, relevant Directorate. 	\$100,000 to \$500,000
	<ul style="list-style-type: none"> Chief Financial Officer; and Executive Director, relevant Directorate. 	\$50,000 to \$100,000
	<ul style="list-style-type: none"> Executive Director, relevant Directorate; and Relevant Finance Manager. 	\$25,000 to \$50,000
	<ul style="list-style-type: none"> Executive Directors (including Chief Financial Officer) 	\$10,000 to \$25,000
	<ul style="list-style-type: none"> Directors 	\$5,000 to \$10,000
	<ul style="list-style-type: none"> Managers with spending budget 	Up to \$5,000
Financial transactions		
Authorisation of financial transfers between bank accounts; placement of investments in line with investment policy; insurance premiums; salaries and wages payments; and Australian Tax Office payments which are generally above these limits	Must be approved by two of: <ul style="list-style-type: none"> Chief Executive Officer Company Secretary Chief Financial Officer Group Financial Controller Manager, Group Financial Planning and Analysis 	None

St Vincent de Paul Society NSW Company - Delegations of Authority Schedule

Function	Delegation	Delegation limit (ex-GST)
Banking		
Open and maintain bank accounts including cheque signatories, authorised account signatories, payment and receipting processes and credit card facilities.	<ul style="list-style-type: none"> Chief Financial Officer; or Group Financial Controller on advice of the Chief Financial Officer. 	N/A
Approve the issue of corporate credit cards	<ul style="list-style-type: none"> Chief Financial Officer 	Credit limit greater than \$2,000
	<ul style="list-style-type: none"> Group Financial Controller; and either Executive Director of relevant portfolio (including Chief Financial Officer); or First line report to the Executive Director of the relevant Directorate on advice of that Executive Director 	Credit limit less than \$2000
Sale and disposal of non-property assets		
Approve the sale, donation or write-off of assets.	The Board on recommendation from the Audit and Finance Committee	Amounts over \$500,000
	Audit and Finance Committee	\$250,000 to \$500,000
	<ul style="list-style-type: none"> Chief Executive Officer; and Chief Financial Officer; and Executive Director, relevant Directorate. 	\$50,000 to \$250,000
	<ul style="list-style-type: none"> Chief Financial Officer; and Executive Director; relevant Directorate. 	Amounts up to \$50,000

St Vincent de Paul Society NSW Company - Delegations of Authority Schedule

Function	Delegation	Delegation limit (ex-GST)
Property		
Acquire, transfer and dispose of real property.	Function is reserved to the Trustees.	
Approve a lease or license over non-Society owned property	The Board on recommendation from the Audit and Finance Committee and the Director, Property and Facilities.	Rent receipts over \$1,000,000 (rent receipts mean the first year's rental income multiplied by the number of year of the term, excluding option periods).
	Audit and Finance Committee on recommendation from the Director, Property and Facilities.	Rent receipts \$500,000 to \$1,000,000
	<ul style="list-style-type: none"> Chief Executive Officer; and Executive Director, relevant Directorate on advice of the Audit and Finance Committee and the Director, Property and Facilities; and Chief Financial Officer, if not already approved. 	Rent receipts \$100,000 to \$500,000
	<ul style="list-style-type: none"> Chief Financial Officer; and Executive Director, relevant Directorate on advice of the Director, Property and Facilities. 	Rent receipts \$50,000 to \$100,000
	<ul style="list-style-type: none"> Chief Financial Officer on advice of the Director, Property and Facilities. 	Rent receipts \$25,000 to \$50,000
	<ul style="list-style-type: none"> Director, Property and Facilities 	Rent receipts up to \$25,000
Approve plant and building maintenance and contracts.	<ul style="list-style-type: none"> Audit and Finance Committee on advice of the Director, Property and Facilities 	Amounts over \$150,000 (single occurrence) or \$450,000 (multiple year)
	<ul style="list-style-type: none"> Chief Financial Officer on advice of the Director, Property and Facilities. 	Amounts up to \$150,000 (single occurrence) or \$450,000 (multiple year)
	<ul style="list-style-type: none"> Director, Property and Facilities 	Amounts up to \$75,000 (single year) or \$225,000 (multiple year)
	<ul style="list-style-type: none"> First line report to Director, Property and Facilities 	Amounts up to \$10,000 (single year) or \$30,000 (multiple year)

St Vincent de Paul Society NSW Company - Delegations of Authority Schedule

Function	Delegation	Delegation limit (ex-GST)
Approve deeds, agreements, contracts, MOUs or grants		
<ul style="list-style-type: none"> Approve deeds. Approve agreements for the supply of goods and services. Approve funding agreements, applications or extensions. Approve MOUs. Accept grants on behalf of SVDP NSW. 	The Board on recommendation of the Audit and Finance Committee.	Amounts over \$1,000,000
	Audit and Finance Committee	\$500,000 to \$1,000,000
	<ul style="list-style-type: none"> Chief Executive Officer; and Chief Financial Officer; and Executive Director, relevant Directorate (including Chief Financial Officer). 	\$100,000 to \$500,000
	<ul style="list-style-type: none"> Chief Financial Officer; and Executive Director, relevant Directorate (including Chief Financial Officer). 	\$50,000 to \$100,000
	<ul style="list-style-type: none"> Executive Director, relevant Directorate (including Chief Financial Officer); and Relevant Finance Manager. 	\$25,000 to \$50,000
	<ul style="list-style-type: none"> Executive Directors (including Chief Financial Officer) 	\$10,000 to \$25,000
	<ul style="list-style-type: none"> Directors 	Amounts up to \$10,000
Execute (sign) deeds, agreements, contracts, MOUs or grants (that are approved according to this Schedule)		
Execute (sign) <ul style="list-style-type: none"> contracts, agreements or funding acquittals for amounts over \$50,000 any deed documents that need to be registered. 	<ul style="list-style-type: none"> Any two Directors; or A Director and the Secretary; or Any two persons named under the power of attorney of the Board. 	Amounts greater than \$250,000
Execute (sign) <ul style="list-style-type: none"> contracts, agreements or funding acquittals for amounts over \$50,000 any deed documents that need to be registered a memorandum of understanding. 	<ul style="list-style-type: none"> Any two Directors; or A Director and the Secretary; or Any two Executive Directors; or Any two persons named under the power of attorney of the Board. 	Amounts up to \$250,000
Execute (sign) <ul style="list-style-type: none"> contracts for amounts under \$50,000 a memorandum of understanding. 	<ul style="list-style-type: none"> Executive Director of the relevant Directorate (including Chief Financial Officer) (only one signature is required, this only applies to contracts and not to any other form of agreement). Where two signatures are required, any two Executive Directors (including Chief Financial Officer). 	Amounts less than \$50,000
Execute (sign) <ul style="list-style-type: none"> documents relating to property leases, licences and other 	<ul style="list-style-type: none"> Any two Executive Directors (including Chief Financial Officer); or Any two persons named under the power of attorney of the Board; or An Executive Director (including Chief Financial Officer) and the Director, Property and Facilities. 	Any amount

Execute (sign) <ul style="list-style-type: none">operational compliance documentation such as fire, safety and other building certification.	<ul style="list-style-type: none">Director, Property and Facilities; orFirst line report to the Director, Property and Facilities.	None
--	---	------

Appendix 3: Membership Delegations of Authority Schedule

Trustees of the Society of St Vincent de Paul (NSW) Financial Delegations for Members

Approval level only applies to expenditure directly related to area of responsibility and is subject to budget limitations.

Expenditure Types/Delegates (GST Exclusive)	Notes	Client Support Officer (individually)	Members (individually)	Conference President (individually)	Conference President & Treasurer (together)	Regional Council (together)	Operations Manager	Regional Director	Regional President	Central Council President
CENTRAL COUNCIL OPERATING EXPENSES							\$5,000	\$10,000	\$3,000	\$10,000
Club Grants	Per Grant						Grant	Admin by RD		
Bequests with Special Conditions	Per Conditions						Bequest			
CLIENT SUPPORT EXPENSES										
All Client Support Expenses except the following:		\$750	\$750	\$1,500	\$2,500	\$5,000			\$3,000	\$10,000
- Gift Cards - granting assistance to clients	Per Budget	\$250	\$250	\$500	\$1,000					
- Funerals and back rent				\$2,000						
- Food pantry restocking				\$4,000						
Members and Conference expenses (mileage and other incidental costs)		\$100	\$200	\$300	\$500					

Note: All client support expenses should be by agreement of two Conference members.