

POLICY – GOVERNANCE & DELEGATIONS POLICY

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1. National Quality Standard

Area	Concept	Descriptor
7.1	Governance	Governance supports the operation of a quality service.
7.1.2	Management Systems	Systems are in place to manage risk and enable the effective management and operation of a quality service.
7.2	Leadership	Effective leadership builds and promotes a positive organisational culture and professional learning community.

2. Purpose

The purpose of this policy is to:

- Outline the core role and responsibilities of the Board.
- Outline the core matters delegated by the Board to the Centre Director, Assistant Centre Director and Educational Leader.
- Establish a framework for delegating authority within Baringa in a manner that: supports the operation of a quality service; manages organisational risk; facilitates efficient and effective Centre management; builds and promotes a positive organisational culture and professional learning community.

3. Scope

The policy applies to all members of the Board and all staff and volunteers of Baringa.

This policy applies only to formal delegations. All delegations of an informal nature where no commitment or liability is incurred on behalf of Baringa, are carried out in the normal business of the organisation without the requirement for a written authority.

4. Policy Statement

Board

- 4.1 The Board is legally responsible for Baringa.
- 4.2 The source of the Board's authority is the Baringa Constitution read together with the *Associations Incorporation Act 1991* (ACT) and the *Associations Incorporation Regulation 1991* (ACT).
- 4.3 The Board is also the 'approved provider' for the purposes of childcare industry regulation, and all Board members are 'persons in management or control' of the Centre.
- 4.4 There are certain matters that the Board cannot lawfully delegate to employees, contractors or professional service providers (accountant, lawyers, auditors).
- 4.5 The Board is not usually directly involved in the day to day operation of the Centre but is available to provide information and support on daily matters as needed. This applies particularly to the officers (President, Treasurer and Secretary) however other Board members may have particular areas of expertise that could benefit the Centre.
- 4.6 Under clause 11 of the Baringa Constitution:
 - the Board controls and manages the affairs of the association;
 - the Board may exercise all such functions as may be exercised by the association other than those functions that are required by the Constitution to be exercised by members in general meeting; and
 - the Board has the power to perform all such acts and do all such things as appear to the Board to be necessary or desirable for the proper management of the affairs of the association.

Reserved Matters

- 4.7 The matters described in **Appendix A** are reserved to the Board and may not be delegated.

Committees

- 4.8 Under clause 19 of the Constitution, the Board may delegate any delegable Board functions to one or more committees. The terms of delegation must be in writing approved by the Board and may be granted subject to any conditions the Board considers appropriate.

Centre Director

- 4.9 Currently, the Centre Director is the most senior employed position at the Centre.
- 4.10 The Centre Director is directly accountable to the Board.
- 4.11 As the Board's representative, the Centre Director is responsible for leading and managing the Centre in a manner that: supports the operation of a quality service; manages organisational risk; facilitates efficient and effective Centre management; builds and promotes a positive organisational culture and professional learning community.
- 4.12 The core responsibilities of the Centre Director are summarised in **Appendix B**. This summary is non-exhaustive and does not substitute for or vary the various formal written documents delineating Board and Centre Director roles and responsibilities.

- 4.13 Subject to this policy, the Centre Director may seek the approval of the Board to delegate any Centre Director function, power or duty to any appropriate member of the staff of the organisation, or any person or persons, or any committee of persons.

Lawful and Ethical Conduct

- 4.14 The Board is committed to the highest standards of integrity, fairness and ethical conduct, including full compliance with all relevant legal requirements.
- 4.15 All employees, volunteers and contractors acting on behalf of the Centre are required to meet the same high standards of integrity, fairness and ethical behaviour, including compliance with all legal requirements.
- 4.16 There is no circumstance under which it is acceptable for Baringa or any of its employees or contractors to knowingly and deliberately not comply with the law or to act unethically in the course of performing or advancing Baringa's business.

5. Processes

Objectives for Delegations

- 5.1 Delegations are a key element in effective governance and management. They provide formal authority to particular staff and volunteers to commit the organisation and/or incur liabilities for the organisation.
- 5.2 Delegations of authority within Baringa are intended to achieve the following core objectives:
- to support the operation of a quality service;
 - to effectively and efficiently manage organisational risk and implement administrative processes;
 - to facilitate efficient and effective Centre management including internal cost controls;
 - to build and promote a positive organisational culture and professional learning community; and
 - to ensure that the most appropriate and best-informed individuals within the organisation are provided with the level of authority necessary to discharge their responsibilities.

Delegations to members of the Board

- 5.3 Delegations to members of the Board will be made by resolution of the Board recorded in Board meeting minutes.

Delegations to Committees of the Board

- 5.4 Delegations to Committees of the Board shall be made by resolution of the Board and recorded in the Board meeting minutes and written terms of reference.

Other Delegations

- 5.5 Delegations to the Centre Director and through the Centre Director to members of the staff of Baringa shall be made by resolution of the Board and recorded in 'Delegation Schedules' (refer more below).
- 5.6 Delegations attach to the position occupied, not to the occupant of the position.
- 5.7 The responsibilities of a position appear in a duty statement, role statement or statement of responsibility appropriate to the position.

- 5.8 All delegations to or through the Centre Director will reflect Baringa's organisational structure. Levels of authority are hierarchical through relevant lines of responsibility up to and including the Centre Director. This means that formal authorities held by any delegate are included in those held by that delegate's supervisor or line manager. A delegate who sub-delegates authority remains responsible and accountable for the decision or action.
- 5.9 The Centre Director may at any time vary or terminate any delegation, subject to confirmation by the Board at its next meeting.
- 5.10 A delegation cannot be exercised where the officer holding the delegation has a conflict of interest or where the delegation will result, either directly or indirectly, in any tangible benefit to the delegate. In such cases a transfer of the function to another appropriate position must be arranged with the Centre Director.
- 5.11 Permanent changes to delegations, either permissive or restrictive, require a written authority from the Centre Director. Any major variation to the standard delegations must be approved by the Centre Director.
- 5.12 Sub-delegation on a temporary basis is appropriate in circumstances where the officer normally responsible is absent for a period of less than two weeks by reason of authorised leave or secondment to other duties. Sub-delegations require a written authority from the individual with the delegated power, or a person in a position to approve the delegated authority.
- 5.13 Where an employee is acting in a higher position, that person will hold the delegation level appropriate to the higher position unless otherwise determined by the Centre Director.
- 5.14 A financial delegation can be exercised only within the approved line item budget.
- 5.15 A staffing delegation cannot be exercised in regard to staff for whom the delegate does not hold line management responsibility.

Delegations Schedules

- 5.16 Delegations Schedules must be approved by the Board at such intervals as the Board may from time to time in its discretion deem appropriate, in consultation with and on advice from the Centre Director.
- 5.17 Each Delegations Schedule shall provide reports by function, by position profile and by administrative area. Samples are included at **Appendix C**.
- 5.18 Separate Delegations Schedules shall be prepared for Financial Delegations and for Human Resources Delegations.
- 5.19 Delegations Schedules will be accessible to all staff, through the Centre Director.

6. Responsibilities

Records Management

- 6.1 The Secretary must maintain records of any delegations to members of the Board, the terms of reference of any Committees of the Board.
- 6.2 The Centre Director must maintain current and accurate Delegations Schedules. Particular care must be taken where delegated authorities are redistributed, a position is reclassified, or a business unit is restructured in ways that affect position profiles.

Reporting

- 6.3 No additional reporting is required.

7. Related Legislation and Documents

Bank Cards Policy

Procurement Policy

Baringa Constitution

8. Feedback

Families and staff may provide feedback about this document by emailing baringaboard@gmail.com.

9. Approval and Review Details

Approval and Review	Details
Approval Authority	Board
Advisory Subcommittee to Approval Authority	Director (Policy) (Initial) Director (Governance/Legal) (Final)
Administrator	Centre Director
Next Review Date	30 September 2018

Approval and Amendment History	Details
Original Approval Authority and Date	Board of Directors (30 July 2018)
Amendment Authority and Date	
Notes	This policy replaces and supersedes policies 8.1 (Consultative Committee), 9.1 (Board of Directors) and 9.2 (Board Member Roles and Responsibilities) in the November 2016 Policy and Procedures Manual.

APPENDIX A – RESERVED MATTERS

Banking, Tax & Finance

1. Opening and closing bank accounts.
2. Any decision to lend or borrow money.
3. Any decision to invest Association funds (or to terminate investments).
4. Setting the Association's annual budget.
5. Finalising the Association's annual financial reports and arranging annual audits/reviews in accordance with legal requirements and in consultation with the Association's auditor.
6. Complex taxation and regulatory compliance matters (routine tax and regulatory compliance matters may be delegated in consultation with the Association's accountant).
7. Determining appropriate insurances; selecting appropriate insurance providers; approving insurance policy terms; finalising insurance applications; and making insurance claims, in consultation with the Association's insurance broker.

Significant Contracts

8. Any decision to buy or sell land.
9. Any decision to lease or licence (or surrender or terminate a lease or licence of) any land.
10. Any single purchase of goods or services for a price exceeding \$5,000.00 exc. GST.
11. Any repeating purchase of goods or services for a price exceeding \$5,000.00 exc. GST in any twelve (12) month period.

Professional & Executive Appointments

12. Appointment and/or termination of the Association's bookkeeper, accountant, auditor, insurance broker and/or lawyer.
13. Appointment of any professional Secretary, Chief Executive Officer (Centre Director) or Chief Financial Officer (CFO).
14. Appointment of the Centre Director, Assistant Centre Director, Early Childhood Teacher and Educational Leader.

Employees

15. Appointment and/or termination of the employment of any employee with a salary package in excess of \$70,000.00 per annum exclusive of statutory superannuation.
16. Termination of employment for serious misconduct.
17. Termination of employment due to redundancy.
18. Enterprise bargaining.

Accountability, Planning & Policy

19. Development and approval of the Association's business plan.
20. Development and approval of the Association's strategic plan.

21. Approval of the Association's quality improvement plan (development of the Association's quality improvement plan is delegated to the Educational Leader).
22. Developing and approving organisational policies on complex legal/taxation/regulatory matters (routine policy development may be delegated).
23. Negotiations and/or lobbying with external stakeholders such as government authorities and industry peak bodies.

Media

24. All media enquiries about the Centre.

APPENDIX B – SUMMARY OF BOARD AND CENTRE DIRECTOR ROLES & RESPONSIBILITIES

Area	Board of Directors	Centre Director
National Quality Standards	In consultation with the Centre Director and Educational Leader, design and develop systems and procedures to ensure that the Centre at least meets but preferably consistently exceeds the National Quality Standards.	Implement the systems and procedures designed and approved by the Board to ensure that the Centre at least meets but preferably consistently exceeds all quality assurance requirements.
Quality Improvement Plan	Approve the Quality Improvement Plan designed and developed by the Educational Leader.	Support the Educational Leader to design and implement the Quality Improvement Plan.
Leadership	Lead and mentor the Centre Director, Assistant Centre Director and Educational Leader in a manner that: supports the operation of a quality service; manages organisational risk; facilitates efficient and effective Centre management; builds and promotes a positive organisational culture and professional learning community.	Lead and mentor staff in a manner that: supports the operation of a quality service; manages organisational risk; facilitates efficient and effective Centre management; builds and promotes a positive organisational culture and professional learning community.
Strategic Planning	Develop the organisation's strategic plan in consultation with staff and families.	Implement the strategic plan approved by the Board.
Communication	Be visible and accessible to members and staff.	Be visible and accessible to members and staff; report to the Board as required by the Board from time to time; at all times demonstrate the highest possible levels of professionalism and ethics in the best interests of the Centre.
Business Plan	Develop the organisation's strategic plan in consultation with staff and families.	Implement the strategic plan approved by the Board.
Finance	Determine a budget for the Centre; approve significant expenditure; develop procurement and finance policies; appoint the Centre's accountant, auditor and bookkeeper.	Implement the budget approved by the Board and regularly monitor and report on performance against budget; liaise with the Centre's accountant, auditor and bookkeeper on behalf of the Board; request and obtain Board approval for significant expenditure; implement the finance policies approved by the Board.

Area	Board of Directors	Centre Director
Human Resources	Support, mentor and equip the Centre Director to manage human resources fairly and effectively according to law.	Manage all human resources fairly and effectively according to law and the Board's approved Human Resources Delegations Schedule.
Professional Development	In consultation with the Centre Director and Educational Leader, design and develop systems to ensure that staff maintain and develop appropriate professional and occupational skills and experience.	Implement the systems and procedures designed and approved by the Board to ensure that staff maintain and develop appropriate professional and occupational skills and experience.

APPENDIX C – SAMPLE DELEGATIONS SCHEDULES

Option A – Organised by Position

Position	Authority to hire staff within budget	Authority to sign cheques/authorise contracts	Authority to waive fees	Authority to issue credit cards to staff
Centre Director				
Assistant Centre Director				
Educational Leader				

Option B – Organised by Function

Activity	Delegation	Conditions
Authorise agreements	Board Chair	Up to \$2,000
Approve payment of budgeted operating expenses	Centre Director	Up to budget limit (plus 5% subject to reporting to Board)
Petty cash reimbursement	Centre Director	Up to \$200 (within budget)