

QF019 APIC Delegation of Authority Policy

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1. Purpose

The purpose of the Delegations of Authority Policy is to establish a framework for delegating authority that facilitates operational efficiency and effectiveness. This policy outlines the accountabilities of the positions, boards or committees that have delegated authority assigned under this policy. The Delegations of Authority Register is an authoritative list of the delegated authority implemented primarily through the APIC Company Constitution, Governance Charter and APIC's suite of policies and procedures.

2. Introduction

- 2.1 This policy sets out circumstances under which the Board of Directors of APIC or its sub-committees may delegate its responsibilities.
- 2.2 This policy sets out circumstances under which the CEO of Higher Education may delegate responsibilities.
- 2.3 The following definitions apply to this Policy:
 - a. Board means the Board of Directors of APIC;
 - b. Company or APIC means Asia Pacific International College Pty Limited;
 - c. ECA Higher Education means the three Institutes of Higher Education that are part of the Education Centre of Australia Group, namely Asia Pacific International College Pty Ltd, ECA Higher Education Institute Pty Ltd (t/as ECA College of Health Sciences), and Higher Education Leadership Institute Pty Ltd.
 - d. The ultimate parent company Education Centre of Australia Pty Ltd ("ECA") has allocated specific staff resources to ECA Higher Education for services including finance, marketing, HR, admissions, sales and ICT ("Corporate Services").
 - e. Director means a Director of the Company from time to time;
 - f. CEO means the Chief Executive Officer ECA Higher Education ("CEO Higher Education");
(Refer to Appendix 1)
 - g. Level 1 means an Executive management position that reports directly to the CEO;
 - h. Level 2 means a position that reports to a Level 1 position;
 - i. Policy means this policy governing the delegation of authority and authority limits; and
 - j. Delegates mean all positions, boards and committees that have delegated authority under this policy or a position/role level that holds the delegated authority.

3. Objective

- 3.1 Authorisation limits and their delegations within APIC help to ensure consistent practice and corporate governance across APIC and support aligning objectives and procedures as well as the protection of company assets.
- 3.2 The Constitution of Asia Pacific International College Pty Limited (APIC) enables the Board to delegate authority to key APIC staff, Audit and Risk Committee, and the Academic Board and its associated committees.
- 3.3 The principal objectives of the Policy are to establish:

- a. authority limits appropriate to enable management to be able to act effectively and make appropriate decisions in relation to APIC;
 - b. to ensure that the appropriate delegates have been provided with the level of authority necessary to discharge their responsibilities;
 - c. authority limits for entering into expenditure and other commitments, contracts, and appropriating APIC assets in the course of conducting APIC business; and
 - d. the requirements for the delegation of those authority limits.
- 3.4 This Policy should be read in conjunction with the related policies and documents as noted in the APIC Delegations of Authority Register.
- 3.5 All delegates are expected to understand their authorisation limits, as well as those of their direct reports, along with related policies, and to exercise a duty of care with respect to decisions made and commitments and contracts entered into on behalf of APIC.

4. Application of the Policy

- 4.1 The Policy applies to all the delegates of APIC.
- 4.2 This Policy applies to the governance committees and sub-committees of APIC.
- 4.3 The Policy applies to Parent Company staff and others involved in the delivery of Corporate Services provided to APIC.

5. Policy Review and Compliance

- 5.1 The Policy custodian is the CEO. The custodian is responsible for advising the Board of Directors on reviewing the efficacy of the Policy.
- 5.2 The Policy will at minimum be reviewed every two years.
- 5.3 Annual report to be presented on the Delegations register and as part of the APIC Audit and Risk Committee workplan.
- 5.4 All employees and staff involved in the delivery of Corporate Services dedicated to APIC from the Parent Company are required to be aware of and work within their authorisation limits. Managers must also ensure their direct reports are acting within the bounds of the Policy. Non-compliance with the Policy may result in disciplinary action.

6. General Principles

- 6.1 Delegations must be made to a position occupied and not the occupant of the position. The occupant is, however, responsible for exercising the delegations.
- 6.2 Delegates can be at any level specified in *Appendix 1* from ECA Higher Education.
- 6.3 Delegations and delegates must maintain compliance with relevant legislation, regulations, APIC's *Constitution, Governance Charter*, and relevant policies.
- 6.4 The Parent Company must discuss with the CEO before any decision made by an APIC officer within the boundaries of the Delegations of Authority Register.

- 6.5 Transactions should be translated into Australian Dollars (as required) on the day of authorisation in order to ascertain the appropriate authorisation level in the Policy that is applicable.
- 6.6 An individual may not act as if they had authority where they have no authority nor where a transaction exceeds the individual's level of authority.
- 6.7 Where an individual's authority limit is exceeded by a single transaction, escalation to the next level is to occur. In certain circumstances, such as large and/or unusual transactions, proper execution may require the approval of more than one company officer.
- 6.8 The CEO will review the assigned delegation levels as in **Appendix 1** on an annual basis.
- 6.9 Delegates must maintain records and any other form of documentation relevant to the exercise of their delegation.
- 6.10 Delegates must report all pertinent matters to which authority has been delegated and documented.
- 6.11 At times (including times of significant budget constraint, regulatory or legislative requirement) the Board or CEO may reserve to themselves the delegations from Level 1 or 2 staff.
- 6.12 Where goods or services are to be purchased for more than one company (that is a purchase across ECA Higher Education), it is the total cost of the purchase across ECA Higher Education that is to be authorised. This principle of aggregation should be applied whenever a single purchase forms part of a greater contract or purchase.
- 6.13 Sub-delegation is exercised in exceptional circumstances with the knowledge of the CEO.
 - a. Where an individual has been appointed into a position temporarily, that is in an "acting" capacity, the delegation levels applicable to the position in which the individual is acting will automatically be sub-delegated to that individual as authority resides in the position.
 - b. Sub-delegation on a temporary basis is appropriate in circumstances where the individual normally responsible is absent for less than four weeks.
 - c. Sub-delegation requires written authorisation from either the individual with the power being delegated or from an individual holding a position senior to that of the person whose authority is to be sub-delegated.
 - d. Delegation authority cannot be sub-delegated to contractors or temporary staff members.
 - e. A delegate who sub-delegates authority remains responsible and accountable for any decisions or actions taken by the delegate.
- 6.14 Practices that undermine the intention of the Policy are expressly prohibited. Such practices include:
 - a. Splitting large orders into smaller parts to override authorisation limits;
 - b. Entering a purchase order for either goods or services that is knowingly insufficient for the completion of the work required or goods ordered; and
 - c. A delegate's power is exercised where the individual with the power of delegation has a real and/or perceived conflict of interest.

7. Delegations and Conflict of Interest

- 7.1 All transactions entered into on behalf of APIC must be at arm's length.
- 7.2 Where delegation is to take place between multiple entities within ECA Higher Education, all entities are to treat each other as though they were external to ECA Higher Education.
- 7.3 Care should be taken where contracting parties are or could be seen to be related to the contracting individual. In such instances, conflict of interest issues must be brought to the attention of the individual's manager who should document the details of the relationship and the action decided to be taken to avoid actual or perceived conflict of interest.
- 7.4 Where any doubt as to conflict of interest exists, authority for approval of the transaction should be escalated to the next authority level.

8. Delegations of Authority Register

- 8.1 The Delegations of Authority Register will ensure that delegated authority within APIC is articulated and that delegations are undertaken appropriately. Processes are in place to ensure that such delegations' oversight is monitored by management or boards, as appropriate.
- 8.2 The delegations are based on the principle that the Board of Directors and the Academic Board are focused on overseeing the policy development, standards, and organisational direction, while management is focused on assisting in the development of those policies, standards, and organisational direction together with the implementing the decisions of the boards.
- 8.3 The Delegations of Authority Register will be reviewed regularly as required and reported annually to the Board of Directors and its sub-committees as relevant.
- 8.4 The Delegations of Authority Register outlines the various **Delegation Activities, Delegate, Authority** and the **Record**.
- 8.5 The Delegations of Authority Register includes:
 1. **Matters reserved to the Board of Directors:** *The delegate and the authority are the Board of Directors.*
 2. **Academic Delegations:** All activities relating to Academic Policy and Governance, Admissions, Enrolment and Progression, Misconduct and Appeals, Prizes and Medals, Units and Assessments, and Research.
 3. **Strategic Management:** All activities relating to the strategy and plans for APIC and accordingly the overall management of APIC, incorporating business development and acquisitions.
 4. **Education:** Activities relating to the delivery of education including conferral of awards.
 5. **Investments:** All activities not listed under any other classification which result in either a long-term or a short-term investment for APIC.
 6. **Contracts:** All activities relating to negotiation, execution and ongoing management of contracts and agreements including heads of agreements and memoranda of understanding but not including contracts related to agency temporary staff. To assess the appropriate delegation level to approve a contract.

7. **Human Resources:**
 - a. The ECA Human Resources Manager is to be consulted on all Human Resource-related activities in addition to any authorisation required.
 - b. Where the staff member in question is a level equal to or higher than the level with authorised delegation then the authorisation is to be provided by the level one higher than the staff member in question.
8. **Occupational Health and Safety:** All activities relating to the maintenance of a safe working environment within APIC. The Human Resources Manager is to be consulted on all Occupational Health and Safety related activities in addition to any authorisation required.
9. **Facilities Management:** All activities related to facilities and management, in consultation with the Vice-President International Relations and Group Campuses.
10. **Data Management:** All activities relating to the creation, management and disposal of data including provision of access to data and records. Data is any source of information in either hard copy form or contained within the servers or databases. Refer to *Records Management Policy*.
11. **Information Technology (IT):** All activities relating to the acquisition, management and disposal of hardware and software including system access. The Chief Information Officer (CIO)/Director of Technology is to be consulted on IT-related activities in addition to any authorisation required.
12. **Internal and External Communications and Publication:** All activities relating to the internal or external distribution of any publication including online publications.
13. **Financial management:** All activities not listed under any other classification within this policy which has a financial implication for APIC. Approval limits are to be read in conjunction with the related APIC policies. Where approval limits are different between this document and another APIC-specific procedure or policy. The lower approval limit is to apply in all instances. The APIC Budget is a plan to allow the business to achieve its strategic goals and will include the investment expenditure required to achieve that plan. The fact that an expenditure was part of an already approved budget plan does not mean that it is an already approved expenditure. Any incremental budgeted expenditure or change in existing budgeted expenditure must also be approved according to the table below before it can be incurred.
14. **Fee Management** All activities related to the establishment, charging and pursuance of fees. Consideration should be given to arrangements as determined within all university partnership agreements whenever any fee management activities are undertaken.
15. **Agent Management:** All activities related to agent communication and management. The Director, of Student Recruitment is to be consulted on all activities related to stakeholder engagement.
16. **Media, Marketing and Advertising:** All activities related to media, marketing, and advertising.
17. **Litigation and Legal:** Any activity relating to legal assistance if applicable.
18. **Staffing:** All activities relating to staffing. Refer *HR related policies* as well.

9. Related Documents

- a. APIC Company Constitution
- b. APIC Governance Charter
- c. APIC Delegations Authority Register

10. Version Control

Document ID	APIC Delegation of Authority Policy
Category	Corporate Policy
Document Owner	CEO
Approved By	Board of Directors

Version	Summary of changes	Approval date	Review Date
1.0	New policy	11 May 2023	11 May 2025

11. Appendix 1- Levels of Delegations Authority

