



Delegations Register

General Principles

As a general principle the Board retains all powers and authority required to carry out Recfishwest's business effectively and efficiently, except where specific authority is delegated to the CEO and Board committees.

The Recfishwest Board decides what matters are to be delegated, to committees, specific directors, or to the CEO. The Board also determines what limits are in place to control the operation of these delegated powers.

Consequently individual directors have no automatic individual authority to participate in the day-to-day management of Recfishwest including making any representations, or agreements, with members, government, suppliers, customers, employees, or other organisations. The exception to this principle occurs where the Board, by resolution, expressly delegates an authority to a director individually.

The CEO is given significant delegated authority because of his management position. The CEO can only delegate his powers to a manager with the express approval of the Board.

Committees and their members require specific delegations from the Board as a whole and these will be contained in each Committee's Charter.

Specific Expenditure Rules - Delegated authority of Chief Executive Officer

1. Subject to the existence of:
 - a. An annual budget for the relevant financial year approved by the Board of Directors;
or
 - b. In the alternative, an amended annual budget for the relevant financial year which has been approved by the Board of Directors;

the Chief Executive Officer of the Association has the delegated authority of the Board to incur all necessary and reasonable expenditure subject to clause 3 below, associated with the day to day running of the Association.
2. Such expenditure by the Chief Executive Officer must be reasonable in all the circumstances taking into account:
 - a. Temporary variations that can occur on a monthly basis in relation to annual budgets; and

- b. And any additional material factors which have arisen since the Board approved the annual budget or any variation to the annual budget.
3. Notwithstanding any of the matters referred to in clauses 1 and 2 above, the Chief Executive Officer requires:
 - a. Approval from the Chairman of the Board of Directors for expenditure on or disposal of all capital items which have a net acquisition value of \$10,000 or more, or a likely realisable value on disposal of \$10,000 or more;
 - b. Approval from the Board of Directors for expenditure on or disposal of all capital items which have a net acquisition value of \$25,000 or more, or a likely realisable value on disposal of \$25,000 or more;
4. Where expenditure on, or disposal of a capital items has a net acquisition value of \$10,000 or more, or a likely realisable value on disposal of \$10,000 or more, the Chief Executive Officer must acquire two quotes or valuations as the case may be and provide the quotes to:
 - a. The Chairman of the Board of directors for any acquisition or disposal of a capital item worth more than \$10,000; or
 - b. The Board of Directors for any acquisition or disposal of a capital item worth more than \$25,000.
5. In all other circumstances where the capital items acquired or disposed of by the Association, are likely to on a reasonable basis, have a net acquisition cost or alternatively a realisable value on disposal of less than \$10,000, the Chief Executive Officer must acquire two quotes or valuations as the case may be, where it would be reasonable in all circumstances to do so.
6. Expenditure of the CEO/Chairman worthy project fund may be undertaken by the Chief Executive Officer to the value of \$30,000 annually providing approval is received from the Chairman and formally reported at the next Board meeting.

Decisions which are not delegable

The following decisions must be referred to the Board for approval:

- Appointments of independent directors
- Final Assessment of candidates for election
- Public Policy position of Recfishwest
- Approval of the Draft Annual Report, including the audit report
- Approval of the Strategic Plan and Business Plans
- The Annual Budget, the amended budget and capital work program
- Membership Fees
- Significant, new member services

- All expenditure of and over \$25,000
- All new funding agreements or contracts whereby Recfishwest receives amounts exceeding \$10,000
- Significant leases, including for property and equipment
- All contracts, which will be executed by the Chairperson and CEO
- All use of the common seal
- Remuneration policy relating to Directors and all staff, including the basis of annual increases and the remuneration philosophy for market reviews
- The CEO's remuneration review and performance review
- Charters and other Policies (new or changed) requiring Board approval

Actions for advice, or noting

The following should be reported to the Board, or appropriate Board committee, for advice/noting:

- any potential substantial legal, financial or insurance claim involving Recfishwest
- all insurance matters
- significant membership complaints, requests
- all important all recognisable risks affecting business activities and operating environment

The Annual Delegation Register

The Board will consider and approve its delegations register at the first Board meeting following the Annual General Meeting.

Attachment 1 – Annual Delegations Register

	Delegated Activity	Board or General Meeting	Committee and/or Individual
BUDGET			
1.	Draft budget and business plan		Finance Audit and Risk Committee in consultation with CEO
2.	Approve final budget and business plan	Board	
3.	Consider interim variations to budget and business plan.		Finance Audit and Risk Committee in consultation with CEO
4.	Approve interim variations to adopted budget	Board	
STRATEGIC PLAN			
7.	Draft strategic plan	Board in consultation with the CEO	
8.	Approval of strategic plan	Board	
9.	Consider interim variations to strategic plan	Board	
	Approve interim variations to the strategic plan	Board	
MEMBERSHIP & COMMUNICATIONS			
5.	Review membership fees and services		Communications Committee in consultation with CEO
6.	Approve membership fees and services	Board	
7.	Draft communications plan		Communications Committee in consultation with CEO
8.	Approve communications plan	Board	
9.	Consider interim variations to communications plan		Communications Committee in consultation with CEO
10.	Approve interim variations to the communications plan	Board	
PERFORMANCE & REMUNERATION			
11.	CEO Performance and Remuneration Review		Nominations & Remunerations Committee and Chairman of Board
12.	Approval of CEO remuneration based on performance review	Board	
13.	Staff Performance Reviews		CEO
14.	Determine remuneration philosophy and ceilings on staff remuneration		CEO
DIRECTORS & BOARD			
15.	Assess Director nominations for election and appointment		Nominations & Remuneration Committee

16.	Elect non appointed Directors	General Meeting	
17.	Determine Appointed Directors	Board	
18.	Review Board performance		External service provider
19.	Recommend remuneration for board members and committee chairs		Nominations & Remuneration Committee
20.	Approve remuneration for board members and committee chairs	General Meeting	
FINANCIAL REPORTING			
21.	Prepare draft statement of accounts, financial statements and Annual Report and meet with auditors		Finance Audit and Risk Committee
22.	Approve draft statement of accounts, financial statements and Annual Report and Auditors Report	Board	
23.	Approve statement of accounts, financial statements and Annual Report and Auditors Report	General Meeting	
GENERAL REPORTING			
24..	Monitor performance against budget and strategic plan		Board in consultation with CEO
25.	Report on performance against budget and strategic plan	Board	
26.	Prepare monthly management report including monthly financial performance against budget		CEO
27.	Review monthly management report including monthly financial performance against budget	Board	
Corporate Governance			
28.	Oversight of, and/or development of policies and procedures to ensure that the organisation is compliant with the most recent ASX Governance Principles		Corporate Governance Committee
ORGANISATIONAL RISK			
29.	Identify key risks facing the organisation and develop a risk management plan		Finance Audit and Risk Committee in consultation with CEO and appropriate external provider
30.	Approve risk management plan	Board	
31.	Consider interim variations to risk management plan		Finance Audit and Risk Committee in consultation with CEO and appropriate external provider
32.	Approve interim variations to the risk management plan	Board	

Board Committees			
33.	Develop draft terms of reference, guidelines and reporting requirements for Recfishwest Committees		Relevant Committee
34.	Approval terms of reference, guidelines and reporting requirements for Recfishwest Committees	Board	
35.	Manage Recfishwest Committees and provide adequate support for committees		Committee Chair and CEO
36.	Responsibility for Recfishwest Committees	Board	
Legal & Contracts			
37.	Determine <u>risk profile and/or value</u> of any contracts (e.g. leases) or matter (e.g. regulatory compliance) which requires oversight and approval by the Board		Finance Audit and Risk Committee in consultation with CEO, external solicitors and Governance Committee as required.
38.	Approval of contracts or any other matter which requires oversight	Board	
39.	All other contracts or matters not requiring oversight		CEO or as delegated by CEO
FINANCIAL DELEGATIONS REGISTER			
40.	As a subset of the overall Delegations Register, establish a Financial Delegations Register, establishing procedures for and sign of authority levels for the CEO, Chairman and any other individual the committee deems is appropriate		Finance Audit and Risk Committee in consultation with CEO
41.	Approval of Financial Delegations Register	Board	