

Board Delegations Register

Version	1.2	Status	Approved by Board of Directors
Communication	To all staff	Date	21 January 2013

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Reference	Delegated to	Description
ACADEMIC01	Academic Board	Provide advice to the Board of Directors and other appropriate staff on all matters relating to teaching, learning, quality assurance, scholarship and research and on academic aspects of the organisation's strategic development.
ACADEMIC02	Academic Board	Review courses (both existing courses and new courses), with particular responsibility for assessing the need and capability of delivering a course, course content, course structure and assessment requirements of each course.
ACADEMIC03	Academic Board	Formulate and review regulations on academic matters, including regulations applying to admission, enrolment and credit transfer, recognition of prior learning, assessment, examination, exclusion and graduation.
ACADEMIC04	Academic Board	Ensure reviews are undertaken at appropriate intervals. Reviews will include consideration of new knowledge, student feedback and course outcomes.
ACADEMIC05	Academic Board	Provide guidelines regarding qualification requirements for academic staff, including approving the appointment of research supervisors and external examiners.
ACADEMIC06	Academic Board	Approve the list of awards to be offered.
ACADEMIC07	Academic Board	Determine the list of graduands and specify the award each graduand is to receive.

Reference	Delegated to	Description
ACADEMIC08	Academic Board	Monitor the implementation of all academic policies, teaching, scholarship and research and initiate regular reviews of all academic activities.
ACADEMIC09	CEO COO	Day to day oversight of the implementation and adherence to academic policies. The CEO and COO are responsible for following the steps outlined in academic policies (such as the “Progression, Exclusion and Graduation” policies) and are to report to the Academic Board any situations that fall outside the published policies or any cases of escalation that cannot be effectively resolved. The CEO and COO are to keep records of all incidents and provide a summary to the Academic Board upon request.
ACADEMIC10	CEO	Allocation of supervision and subject responsibilities to qualified faculty, recommending faculty payment scales, encouraging and supporting faculty publication initiatives to achieve agreed targets, assisting students referred by faculty members, interview DBL candidates and MBL candidates that may be borderline or problematic, ensuring that the course and subject updating as specified by the Academic Board is implemented, arranging faculty workshops to foster the exchange of ideas to improve quality of academic work and responsiveness to student needs
ADMISSIONS01	COO	Course applicants that meet the standard admission requirements outlined in course documentation may have their enrolment approved by the COO. The COO may not finalise applications that are based on work experience rather than academic credentials; such applications are to be forwarded to CEO for consideration. Applicants who do not satisfy any other published standard admissions criteria are to be referred to the CEO for consideration.
ADMISSIONS02	CEO	Applications that do not satisfy standard published admission criteria or that are based on work experience rather than academic credentials are to be decided by the CEO. In cases where it is not clear whether the applicant has reach an acceptable standard to be admitted to the course by virtue of peer reviewed publications, the CEO is to refer to the Academic Board for advice.
ADMISSIONS03	Academic Board	The final decision with regard to admission of an applicant that is not able to be processed under ADMISSIONS01 or ADMISSIONS02 is to rest with the Academic Board.

Reference	Delegated to	Description
ADMISSIONS04	CEO	Authority to approve applications for subject credits that do or do not appear on the Schedule of credit previously granted.
ADMISSION05	COO	Authority to approve applications for subject credits that appear on the Schedule of credit previously granted.
FINANCIAL01	COO	Authority to approve expenditure up to \$10,000 in any one transaction
FINANCIAL02	CEO	Authority to approve expenditure up to \$10,000 in any one transaction
FINANCIAL03	CEO COO	Authority to jointly approve expenditure up to \$50,000 in any one transaction
FINANCIAL04	CEO COO	Undertake all things necessary to ensure the smooth financial operation of AGSL, including (but not limited to) invoicing students and clients, paying invoices, preparing budgets and cashflows, undertaking bank reconciliations, liaising with accountants to prepare accounts, tax returns and audits.
FINANCIAL05	CEO	Authorising changes to remuneration for faculty members and operational staff.
FINANCIAL06	CEO COO	Authority to approve travel plans and expenditure.
LEGAL01	CEO COO	Authority to prepare and submit annual returns to ASIC and manage other legislative requirements of government and statutory bodies.
LEGAL02	CEO COO	Authority to manage the tax affairs of the company and liaise with the ATO regarding such matters.
LEGAL03	CEO	Enter into any contract, including building contracts, leases or financial arrangements, up to \$1,000,000.
LEGAL04	COO	Enter into any contract, including building contracts, leases or financial arrangements, up to \$10,000.

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LEGAL05	CEO COO	Sign MOUs and operational agreements.
LEGAL05	CEO	Sign any research agreement including the assignment of intellectual property.
OPERATION01	CEO COO	Do all things necessary to implement the approved plans, principles and policies of AGSL, including allocation of budget resources.
OPERATION02	COO	Operation of the enrolment process, issuing tax invoices and receipts, safe storage and disposal of documents as necessary, enhancing the PASS system and AGSL website.
OPERATION03	CEO COO	Authority to interview, employ, issue warnings to, place on probation and dismiss operational staff and members of faculty as the needs of the business dictate, including specification and communication of the terms of employment and approval or rejection of applications for leave. NB: The specification of academic requirements in job descriptions for new academic positions are to be approved by the Academic Board.
OPERATION04	CEO	Management of conflicts of interest, except where the conflict involves the CEO, in which case disclosure must be made to the Chairman of the Board of Directors and the conflict is to be managed by the Board of Directors.
OPERATION05	CEO COO	Determine and implement procedures in order to achieve increased operational efficiency or effectiveness.
OPERATION06	CEO	Sign off on mandated/legislated reporting to government agencies.
OPERATON07	CEO COO	Prepare and authorise marketing materials and launch marketing initiatives.
ETHICS01	Ethics Committee	Provide advice to the Board of Directors with regard to ensuring that the organisation meets the highest standards of ethical and professional behaviour and meets legal and contractual requirements in regard to research involving humans, in order

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		to protect the interests of research participants, researchers and AGSL itself. Provide advice to the Board of Directors on matters pertaining to the ethical conduct of research involving humans, taking account of relevant professional codes of conduct and community expectations and standards.
ETHICS02	Ethics Committee	Developing, establishing or revising working policies and procedures required to assist in the undertaking of the Committee's role.
ETHICS03	Ethics Committee	Undertaking relevant training and seeking relevant information as appropriate to be able to fulfil the responsibilities and duties of the Committee, including consulting expert opinion or participant advocates from outside of the Committee and Board of Directors.
ETHICS04	Ethics Committee	To keep accurate and up to date records and report as requested to the Board of Directors on ethical matters related to research involving humans.
AUDIT01	Audit Committee	Selecting the external auditors for recommendation to the Board of Directors and appointment by the shareholders. Compensation and oversight of the appointed external auditors
AUDIT02	Audit Committee	To ensure, in collaboration with accountants and auditors, that financial statements are prepared in accordance with generally accepted accounting principles.
AUDIT03	Audit Committee	Review the adequacy of the Audit Committee's Terms of Reference and its own effectiveness annually, reporting any proposed changes to the Board of Directors for review and approval.
AUDIT04	Audit Committee	Review and approve the external auditors' terms of engagement, proposed fees and planned audit scope.

Reference	Delegated to	Description
AUDIT05	Audit Committee	Monitor the integrity of the financial statements of the Company and any formal announcements relating to the Company's financial performance, assisting the Board of Directors' oversight of the Company's compliance with applicable legal and regulatory requirements in this respect.
AUDIT06	Audit Committee	<p>Review with management and the external auditors:</p> <ul style="list-style-type: none"> • The Company's financial statements, including the business review and corporate governance statements relating to the audit and to risk management, including a review as to whether the disclosures made are properly in context; • All the Company's critical accounting policies and practices used, including their application and quality; • Findings from the interim and final audits, significant audit and accounting judgements and compliance with accounting standards, alternative treatments of financial information within GAAP that have been discussed with management, the effect of the alternative treatments on the disclosed information and the auditors' preferred treatment; to any schedule of unadjusted differences arising from the audit, obtaining explanations as appropriate; • Any disagreements between management and the external auditors regarding financial reporting for the purpose of issuing the audit report, whether or not any such issues have been resolved; • Material written communications between management and the auditors relating to the audit, including representation and management letters; • Any financial matters brought to the attention of AGSL by the auditors.
AUDIT07	Audit Committee	Review and discuss with management and the external auditors significant business risk exposures and the processes established to identify, monitor, control and report such exposures. Consider reports prepared by the external auditors, the Company Secretary and others as the Committee may request, on the operation of internal controls within the Company, any significant risk management failures and management's responses.
AUDIT08	Audit Committee	<p>Annually evaluate the design and effectiveness of:</p> <ul style="list-style-type: none"> • The internal control structure and procedures of the Company for the purposes of financial reporting;

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		<ul style="list-style-type: none"> • Disclosure controls and procedures designed to ensure that information disclosed by the Company is properly accumulated and communicated to senior management to allow appropriate discussions regarding disclosure to take place, reporting the results of this assessment to the Board of Directors.
AUDIT09	Audit Committee	Oversee, monitor and review the strategic focus, activities and plans, staff numbers and qualifications and AGSL's budget.
AUDIT10	Audit Committee	<p>Apply the Policy, as approved by the Committee from time to time, including, inter alia:</p> <ul style="list-style-type: none"> • Selecting the external auditors for recommendation to the Board of Directors and appointment by shareholders and agreeing their fees and other compensation and terms of engagement; • Considering any questions of resignation or removal of the external auditors; • Pre-approving audit and non-audit services to be provided by the external auditors, subject to confirmation by the Board of Directors; • Assessing annually the qualification, expertise and resources, and independence and objectivity of the external auditors and the effectiveness of the audit process, including the cost effectiveness of the audit and reporting to the Board of Directors the results of that review; • Reviewing annual written statements from the external auditors that: <ul style="list-style-type: none"> ○ Disclose all relationships between the auditors and the Company and report on the performance of non-audit activities, rotation of audit partners and staff, auditor relationships, employment of former auditors, including the confirmation of auditor independence; and ○ Describe the auditors' internal quality control procedures and any material issues raised by recent internal or external reviews or investigations relevant to services provided, together with any remedial action taken; • Reviewing with the external auditors any relationships or services that may impact on the independence and objectivity of the external auditors and taking, or recommend that the Board of Directors takes, appropriate action to ensure the

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		independence of the external auditors.
AUDIT11	Audit Committee	Establish, oversee and review procedures for the receipt, retention of information about and treatment of complaints relating to financial matters, internal accounting controls and auditing, including the confidential and anonymous submission by staff of concerns relating to questionable accounting and auditing matters.
AUDIT12	Audit Committee	Set out in an annual report to the Board of Directors, inter alia, that it has reviewed the scope of the annual audit and the independence and objectivity of the auditors in accordance with the Policy and is satisfied that the integrity of the audit has not been compromised. The Committee will also recommend whether a report should be given to shareholders.
AUDIT13	Audit Committee	Regularly report to the Board of Directors its conclusions with respect to the matters that the Committee has considered, including identifying any matters in respect of which it considers that action or improvement is needed and making recommendations as to the steps to be taken.
AUDIT14	Audit Committee	Consider any matters, as may be delegated from time to time by the Board of Directors.
AUDIT15	Audit Committee	To obtain, and determine the fees for, outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise, as it considers reasonably necessary.

Version Control

Version	Date	Reference	Who	Change
1.0	25/6/12	N/A	MG	Initial policy approved by Board of Directors
1.1	30/10/12	ACADEMICXX	MG	All delegations to Academic Board updated to match Academic Board Terms of Reference.
		ADMISSIONS04	MG	Added
		ADMISSIONS05	MG	Added
		OPERATION03	MG	Added delegation to COO. Added following at end “NB: The specifications of academic requirements in job descriptions for new academic positions are to be approved by the Academic Board.”
		OPERATION08	MG	Deleted completely. Used to say “Authority to interview, employ, issue warnings to, place on probation and dismiss operational staff as the needs of the business dictate, including specification and communication of the terms of employment and approval or rejection of applications for leave.” This delegation now falls under OPERATION03.
		ETHICSXX	MG	Added all delegations to Ethics Committee.
		AUDITXX	MG	Added all delegations to Audit Committee.
1.2	13/1/2013	FINANCIAL01	MG	COO’s “Authority to approve expenditure up to \$5000 in any one transaction” changed to \$10,000 per trans
		FINANCIAL02	MG	CEO’s “Authority to approve expenditure up to \$50000 in any one transaction” changed to \$10,000 per trans
		FINANCIAL03	MG	Added CEO + COO authority to jointly approve expenditure up to \$50,000 per transaction