

Delegations of Authority Policy (GC)

Queensland Institute of Business Technology Pty Ltd
ABN 38 076 195 027

Document

Document Name	Delegations of Authority Policy (GC)
Brief Description	This policy outlines the authorisation limits and their delegations within Griffith College. This policy relates to all staff.
Responsibility	College Director
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Version Control

Date	Version No.	Summary of Changes	Reviewer Name and Department/Office
02/09/2022	16	Updated to new template to include RASCI table, legislation	Quality & Compliance Coordinator
07/11/2022	17	Thorough review of delegation levels in alignment with Group Policy	College Director & Principal

Related Documents

Name	Location
Approval Request Template	Document Library
Navitas Group Delegations of Authority Policy	Policy HUB

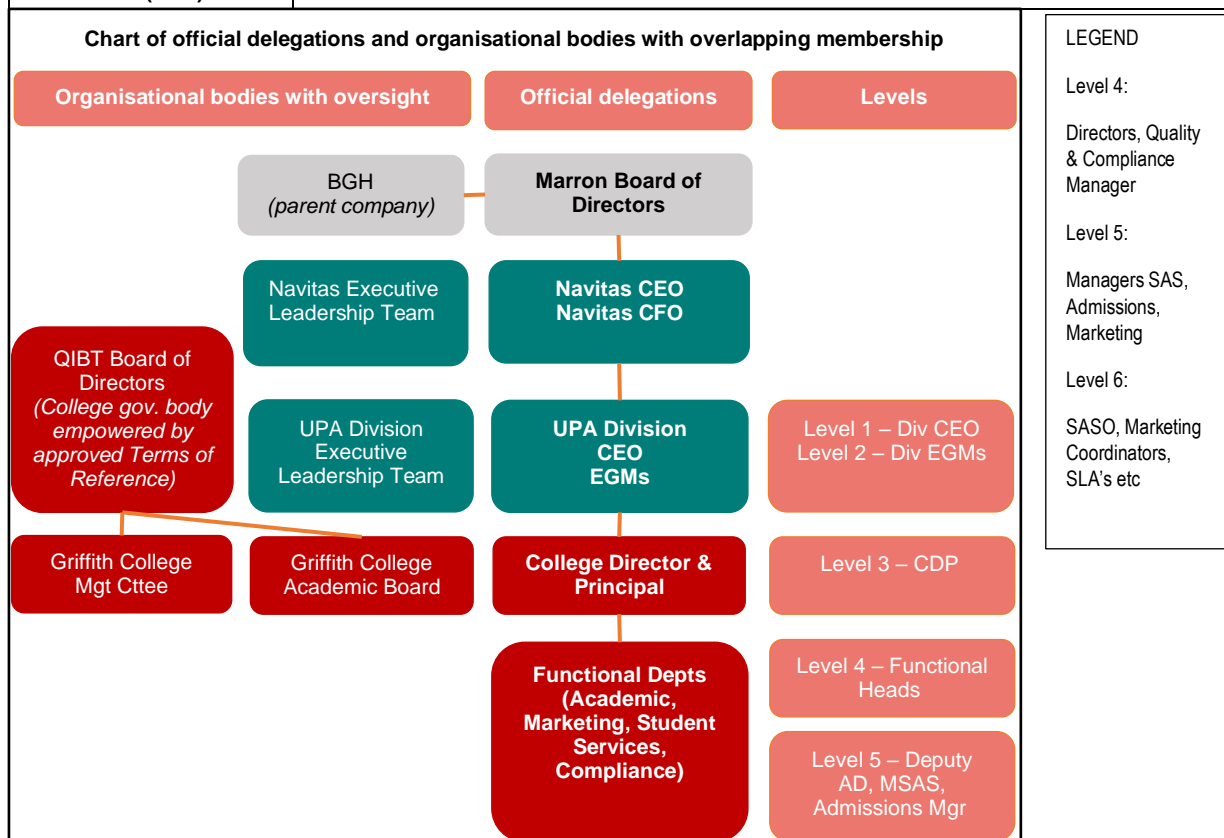
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1. Definitions

Unless the contrary intention is expressed in these Delegations, the following words (when used in these Delegations) have the meaning set out below:

Term	Meaning
Academic Board	The Academic Board of Griffith College
BGH	BGH Capital Pty Ltd
Marron Board	The board of directors of the Company
QIBT Board	The board of directors of Queensland Institute of Business & Technology Pty trading as Griffith College. Directors include Divisional CEO (Level 1) and EGMs (Level 2).
CFO	The Group's Chief Financial Officer
Delegations	This document including its appendices
Entity	A Division, Business Unit or Group Function within the Group
EGM	The Division's Executive General Managers. Direct line manager of a selection of College Directors or shared service (e.g. finance and IT).
Group Executive Leadership Team (ELT)	The Group CEO, CFO, Divisional CEOs, Chief Recruitment Officer and other senior executives that may be nominated by the Group CEO from time to time
Group	BGH Holdco A Pty Ltd, an Australian company and ultimate parent company of the Group and each of its subsidiaries and entities in which it has a direct or indirect ownership interest of 10% or more and Group Company means any one of them
Group CEO or CEO	The Group Chief Executive Officer of the Group
Griffith College	The trading name of Queensland Institute of Business & Technology Pty Ltd
Level 1	A position that reports directly to the Group CEO
Level 2	A position that reports directly to a Level 1 position
Level 3	A position that reports to a Level 2 position
Level 4	A position that reports to a Level 3 position
Level 5	A position that reports to a Level 4 position
Level of staff member (+1 or +2)	The staff member's position in the hierarchical reporting lines. For example, Level of staff member +1 means the affected individual's direct line manager.
Management Committee	The Management Committee of Griffith College
University Partnerships Australasia (UPA)	The Navitas division which incorporates Griffith College.



2. Purpose and Scope

2.1. Purpose

The purpose of these Delegations is to set out authority limits for decision-making, and entering into contracts, commitments and appropriating company assets in the course of conducting Griffith College business.

2.2. Scope

These Delegations apply to Navitas employees engaged within Griffith College only.

These Delegations flow directly from the Navitas Group Delegations of Authority Policy. Where there is any conflict, the Navitas Group policy will prevail. These Delegations do not replace other Group policies or procedures to be followed for particular types of activities and should be read together with other Group policies and procedures.

Authority limits are set by the Marron Board (for Group-wide authority limits), and the approved Terms of Reference of the QIBT Board of Directors (college governing body) provide the authority to operational and academic matters within the college.

3. Specific delegations and authority limits

The specific authorities and authority limits are set out in the table in [Appendix 1](#).

The authority levels provided for under these Delegations are (in decreasing order of authority):

- Marron Board
- BGH Capital
- Group CEO and CFO
- Group CEO
- CFO
- Level 1 (reports to Group CEO)
- Level 2 (reports to Level 1 position)
- Level 3 (reports to Level 2 position)
- Level 4 (reports to Level 3 position)
- Level 5 (reports to Level 4 position)
- Level 6 (reports to Level 5 position)
- Functional departments or roles.

4. Responsibilities

Responsibility	CDP	CFM	QCM	AD	DSAS	PC	AB	PAC	DMA	ALL
Maintain currency of this policy	A	C	R	C	C		I			I
Ensure compliance of the policy	A/R		S	S	S				S	R
CDP = College Director & Principal, CFM = College Finance Manager, QCM = Quality & Compliance Manager, AD = Academic Director, DSAS = Director, Student & Academic Services, DMA = Director, Marketing & Admissions, AB = Academic Board, All = Staff, PC = Program Convenor, PAC = Program Advisory Committee R = Responsible, A = Accountable, S = Supporting, C = Consulting, I = Informed										

5. Compliance

5.1. General

All directors and employees:

- 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 in making decisions and commitments on behalf of Griffith College;
- must only enter into contracts, commitments and spend money on behalf of Griffith College if they have delegated or sub-delegated authority to do so under these Delegations.

5.2. Relevant Legislation

Higher Education Standards Framework (Threshold Standards) 2021

5.3. Breaches

Non-compliance with the requirements of these Delegations may result in disciplinary action being taken against the offender.

5.4. Review

The Navitas Delegations undergo periodic review, and any change would be cascaded to the Griffith College Delegations. The elements relevant only to Griffith College will be reviewed on a standard 2-year schedule.

5.5. Records Management

All records in relation to this document will be managed as follows:

Record type	Owner	Location	Retention	Disposal
Policy	College Director & Principal	Policy Hub	Permanently with control in place for revisions	Policy Hub archive

6. General principles

6.1. Delegated authority to be exercised in best interests of Group

Authority delegated under these Delegations must only be exercised in the best interests of the Group, consistently with the Group's [Values in Action](#) policy and after taking into account the Group's ESG principles outlined in the [Environmental, Social and Governance Policy](#).

6.2. Currency

Amounts stated in these Delegations are expressed in Australian dollars. Transactions or commitments in another currency should be translated into Australian dollars on the day of authorisation in order to ascertain the appropriate authorisation level that applies.

6.3. No acting in excess of authority limit

An individual may not act as if they had authority where they have no authority or where a transaction exceeds the individual's level of authority.

6.4. Escalation

Where an individual's authority limit is exceeded, escalation to the next authority level is to occur.

6.5. Authority attaches to position

Delegated authority is attached to the position occupied not to the occupant of the position. The responsibilities of a position appear in a role description appropriate to the position.

6.6. Authority may be exercised by higher authority level

Authority that has been delegated to a particular authority level under these Delegations may be exercised by a person or persons holding a higher authority level.

6.7. Sub-delegation

Where an individual has been appointed into a position temporarily (e.g. in an “acting” or “interim” capacity) the delegation of authority level applicable to the position in which the individual is acting will automatically be sub-delegated to that individual.

Sub-delegation on a temporary basis (without appointing the sub-delegate in an “acting” or “interim” capacity) may be made where the individual normally responsible is absent for a period of less than four weeks.

Sub-delegation requires written authority from either the individual with the authority being delegated or from an individual holding a position senior to that of the person whose authority is to be sub-delegated.

Delegated authority cannot be sub-delegated to contractors or temporary staff members.

An individual who sub-delegates authority remains responsible and accountable for any decisions or actions taken by the delegate.

6.8. Practices that undermine intent of these Delegations

Practices that undermine the intention of these Delegations are prohibited. Such prohibited practices include:

- splitting large orders into smaller parts to override authorisation limits
- entering into a contract with a shorter duration than the expected duration to override authorisation limits
- entering a purchase order for either goods or services that is knowingly insufficient for completion of the work required or goods ordered.

6.9. Purchases and contracts for multiple Navitas Group members

Where goods or services are to be purchased for more than one member of the Group, it is the total cost of the purchase for the Group that is to be authorised. This principle of aggregation should be applied whenever a single purchase forms part of a greater contract or purchase.

6.10. Most relevant authority level to apply

Where an activity falls within two or more categories of action covered by this policy, approval shall be required under the highest level of delegation or, where delegation levels are equal, the most relevant or applicable category.

6.11. Approval of entry into contracts and other binding legal commitments

In applying these Delegations to the approval of entry into contracts and other binding legal commitments, the principles and additional requirements outlined in [Appendix 2](#) are to be applied.

All contracts entered into, intended to apply specifically to Griffith College operations, are required to be entered into the *Griffith College Register of Agreements*.

7. ADDITIONAL REQUIREMENTS APPLICABLE TO CERTAIN TRANSACTIONS

7.1. Partly Owned Group Companies

In addition to these Delegations, Group employees must take into account the [Partly Owned Group Companies Policy](#), when approving and entering into contracts, commitments and spending on behalf of any Partly Owned Group Company.

7.2. Where delegate has personal interest in an activity or conflict of interest

Authority under these Delegations must not be exercised in relation to an activity by a person who has a personal interest or other actual or perceived conflict of interest in that activity even if they would otherwise have authority under these Delegations.

Where persons involved in a proposed activity are, or could reasonably be perceived to be, related to a third party involved in a proposed activity or have some other actual or perceived conflict of interest, details must be brought to the attention of the Group CEO, CFO and General Counsel (and BGH Capital where the person with the interest is the Group CEO) who shall determine action required to be taken to avoid any actual or perceived conflict of interest.

Where any doubt as to conflict of interest exists, authority for approval of the transaction should be escalated to the next authority level.

7.3. Related party transactions

Where a transaction is to take place between two entities within the Group both entities are to treat each other as though they were external to the Group in determining any approval required these Delegations.

7.4. Transactions in relation to persons in or from countries subject to trade sanctions

Transactions and agreements, including issuance of student offer letters and processing of tuition fees and agent commissions, for persons in or from countries that are subject to comprehensive trade sanctions or otherwise determined to have a higher sanctions risk (**Group A Countries**) must only be undertaken by approved persons in accordance with protocols issued by the General Counsel. Group A Countries include Cuba, Iran, North Korea, Russia, Syria, Ukraine and Venezuela.

Appendix 1 – Specific Delegations and Authority Limits

Group-wide authority limits are set by the Marron Board and are published in the Navitas Group Policy (shaded **green**).

The approved Terms of Reference empower the QIBT Board of Directors (college governing body) to provide the authority limits on operational and academic matters within the college (shaded **red**).

Where matters have been added, that were not reflected in the Navitas policy, they have been sub-numbered. For example, Navitas line items are numbered 1.1, 1.2, 1.3; additional Griffith College line items are numbered 1.1.1, 1.1.2.

		Levels of Authority								
		Marron Board	BGH	CEO	CFO	Level 1 UPA CEO	Level 2 UPA EGM	Level 3 CDP	Level 4 AD, DMA, DSAS, QCM	Level 5 DAD, MSAS, AdMgr
1.	Strategy, Governance and Policies									
1.1	Policies & Planning									
	Navitas Group-wide policies (e.g. Treasury; Values; Codes of Conduct; Risk; and Compliance including Anti-Bribery and Corruption)	Marron Board								
	Specific Divisional policies that do not override Navitas Group-wide policies			CEO & CFO						
	Specific Business Unit policies which do not override Navitas Group-wide or Divisional policies				UPA CEO		Mgt Cttee or Academic Board			
1.1.1	Griffith College Vision, Mission, and formal plans (including Strategic Plan, Marketing Plan, Teaching & Learning Plan, Risk Management Plan).						Mgt Cttee or Academic Board			
1.1.2	Establishment and/ or amendment of any rules and/or regulations specifying the governance of Griffith College					QIBT Board of Directors				
1.2	Acquisitions (inc. entry into joint ventures)									
	Purchase of businesses or entities outside of the Navitas Group (or equity interests in them) or entry into equity sharing joint ventures	≥ \$125m Marron Board	< \$125m BGH							
2.	Contracts Note: The rules in Appendix 2 must be followed in relation to contracts									
2.1	All contracts									

		Levels of Authority									
		Marron Board	BGH	CEO	CFO	Level 1 UPA CEO	Level 2 UPA EGM	Level 3 CDP	Level 4 AD, DMA, DSAS, QCM	Level 5 DAD, MSAS, AdMgr	Functional Sign-Off
	Inc. university partner contracts, government contracts, licences, service and customer sales contracts and variations/renewals of them Exc. property leases, authorised representative (agent) agreements, insurance policies and student offer letters		≥ \$500k & > 3 years BGH	< \$500k & ≤ 3 years CEO & CFO		< \$150k & ≤ 1 year with CEO & CFO approval	< \$10k & ≤ 1 year				
2.2	Authorised Representative (Agent) Agreements										
	Approving agreements excluding variation to commercial terms of standard form agreement					CRO	EGM Marketing & Sales				
	Variation to commercial terms of top 20 authorised representative (agent) agreements		BGH								
	Variation to commercial terms of authorised representative (agent) agreements outside top 20			CEO + monthly report to BGH							
2.3	Insurance										
	Policies (new and renewal)		BGH								
	Insurance claims and settlements		≥ \$250k BGH	< \$250k CEO & CFO							
2.4	Confidentiality agreements/NDAs					Div CEO					General Counsel
3.	Human resources										
3.1	Appointment, replacement and changes to employment terms and conditions of the Group CEO and CFO	Consult only	BGH								
3.2	Appointment and replacement or changes to employment terms and conditions of Level 1 staff (including performance management and termination)		BGH								
3.3	Setting and approving annual bonuses, annual wage inflation and new or material variations to industrial instruments (e.g. EBAs)		BGH								
3.4	Appointment of other staff (including contractors) to new positions, termination and performance management, promotions			Level of affected staff member + 2 to approve + monthly reporting of Level 1 staff changes to BGH							Head of HR
3.4.1	Confirm appointment following probationary period								Level of affected staff member + 1		

		Levels of Authority									
		Marron Board	BGH	CEO	CFO	Level 1 UPA CEO	Level 2 UPA EGM	Level 3 CDP	Level 4 AD, DMA, DSAS, QCM	Level 5 DAD, MSAS, AdMgr	Functional Sign-Off
3.4.2	Approval of leave of absence (in relation to illness, injury, bereavement, caring, emergency services duties, international sporting events, jury duty), leave without pay, long service leave, parental leave, study sabbatical, time off in lieu.							Level of affected staff member + 1			
3.4.3	Approval of payments for the use of private vehicles, first aid allowance, other sundry out-of-pocket business-related expenses.							Level of affected staff member + 1			
3.4.4	Approval of staff development and training							Level of affected staff member + 1			
3.4.5	Approval of incident and injury reporting forms								MSAS	WHS Bus Partner	
3.4.6	Approve or suspend access to Navitas computer systems and databases							Level of affected staff member + 1			
4.	Internal and External Communications (including media and marketing)										
4.1	Approval of Annual Financial Report for lodgement with ASIC	Marron Board									
4.2	Approval of reports to Shareholders required under Securityholders Deed		BGH								
4.3	Authorise publication of Entity reports to external parties, college handbooks and/or brochures				UPA CEO		CDP				
4.4	Authorise media contact (day-to-day operations and BaU)			CEO							
4.5	Release of Navitas press releases or formal interviews		BGH								
4.6	Financial compliance reporting under finance facilities		BGH								
4.6.1	Approval of Griffith College operational materials for publication (e.g. advertising, newsletters, presentations, website, etc).							Relevant Level 4			
4.6.2	Approval of bulk emails for distribution to all Griffith College staff and/ or students							Relevant Level 4			
5.	Financial Management										
5.1	Authorisation of annual budget and business plan for Navitas Group	Marron Board				< \$25k Level 2					
5.1.1	Authorisation of Griffith College forecasts and budgets for submission to Navitas						CDP				
5.2	Incurring operating expenses other than as required by a contract approved separately under these Delegations		≥ \$250k BGH	< \$250k CEO & CFO		< \$50k Level 1	< \$25k Level 2	< \$5k Level 3	< \$2,500 Level 4	< \$1,500 Level 5	< \$100 Level 6
				< \$150k CEO	< \$75k CFO						

		Levels of Authority									
		Marron Board	BGH	CEO	CFO	Level 1 UPA CEO	Level 2 UPA EGM	Level 3 CDP	Level 4 AD, DMA, DSAS, QCM	Level 5 DAD, MSAS, AdMgr	Functional Sign-Off
5.3	Travel and entertainment expenditure and commitments		BGH Capital to approve Chairman, CEO	CEO to approve Level 1		Level 1 to approve Level 2	Level 2 to approve all Level 3 and below				
5.4	Capital expenditure and commitments, asset divestments and new or renewed property leases		≥ \$250k > 3 years BGH Capital	< \$250k ≤ 3 years CEO & CFO		<\$50k ≤ 1 year Level 1					
				<\$150k ≤ 1 year CEO	<\$75k ≤ 1 year CFO						
5.5	Annual extraordinary provisions and provisions and financial adjustments (inc. asset write-ups/write-downs)		≥ \$100k BGH Capital	< \$100k CEO & CFO							
5.6	Change in accounting policy that has a P&L or balance sheet impact		≥ \$100k BGH Capital	< \$100k CEO & CFO							
6.	Fee Management										
6.1	Approve tuition fee pricing structure for an Entity					Div CEO					
6.2	Approve discounts from standard fee levels (incl. scholarships)					Div CEO					
6.2.1	Approve Griffith College tuition fee/ pricing structure for recommendation to Navitas							Mgt Cttee			
6.2.2	Approve exceptions to policy, that have financial impact (e.g. waive cancellation fees).								Relevant Level 4		
8.	Litigation and Legal										
8.1	Engage external legal counsel (limit based on estimated fees)		≥ \$50k BGH Capital	< \$50k CEO & CFO		< \$10k Div CEO					Div Head HR (≤ \$2,500 employee disputes) or General Counsel
8.2	Settle Litigation (limit based on settlement or compromised amount, whichever is higher)		≥ \$100k BGH Capital	< \$100k CEO & CFO							General Counsel
9.	Education										
9.1	Conferral of awards							Academic Board			
9.2	Signing of Griffith College academic records and/ or testamurs							CDP & AD			

		Levels of Authority									
		Marron Board	BGH	CEO	CFO	Level 1 UPA CEO	Level 2 UPA EGM	Level 3 CDP	Level 4 AD, DMA, DSAS, QCM	Level 5 DAD, MSAS, AdMgr	Functional Sign-Off
9.3	Implement, maintain, develop Griffith College specific governance arrangements and quality assurance processes: Appropriate to its goals and academic purposes; and Sufficient to meet the requirements of national and local accreditation bodies.							CDP			
9.4	Oversight of academic quality assurance and academic standards (Approvals as outlined in the Terms of Reference)							Academic Board			

Appendix 2 – Contract Principles

Rules in relation to entry into contracts and other binding commitments

In applying these Delegations to the approval of entry into contracts and other binding legal commitments, the principles and additional requirements outlined below are to be applied.

1. **Contract limit:** The contract value or limit for the purposes of these Delegations is to be calculated as the expected gross spend or financial commitment over the life of the contract including all payments to be made (including contingent payments). For variations to contracts, the amount of any additional cost or reduction in revenue expected as a result of the variation is to be included.
2. **Contract term:** The term of a contract or commitment for the purposes of these Delegations is to be calculated from the date of commencement of the contract as stated in the contract until the contract expiry. Extension options exercisable at the discretion of the Entity are not included. Extension options exercisable at the discretion of a third party are included.
3. **Legal review:** All contracts requiring Group CEO approval or above are to be reviewed by Navitas' General Counsel or nominee. The person with authority to approve the contract or the General Counsel may also require that the contract is reviewed by an appropriately qualified external lawyer. The decision on whether it is appropriate for other contracts to undergo legal review is to be determined by the person with authority to approve the contract who, if in doubt, should consult the General Counsel.
4. **Contract Management:** All contracts requiring Group CEO approval or above must be provided (in signed form) to the General Counsel or Company Secretary and Head of Governance for filing. All contracts applying specifically to Griffith College operations must be entered into the *Griffith College Register of Agreements*.
5. **Indemnities and guarantees:** Any contract that requires an Entity to indemnify, hold harmless or guarantee obligations of a third party or provide a parent company guarantee must be reviewed by the General Counsel regardless of contract value or duration in addition to any other approvals required under these Delegations.
6. **Insurance requirements:** Any contract that requires an Entity to hold insurance must be reviewed by the General Counsel and Group Reporting Manager to ensure that the Entity is covered by that insurance under the Group's insurance arrangements prior to entry into the contract.
7. **Securities:** Any contract that requires an Entity to provide security (e.g. bank guarantee, mortgage, letter of credit, insurance bond) must be approved by the CFO regardless of contract value or duration in addition to any other approvals required under these Delegations.
8. **Reputational issues:** Any supply or services contract where the counterparty and any subcontractor to be involved does not have an established and sound reputation in the industry in which they operate; where acceptable references have not been provided or the contract does not require the counterparty to maintain appropriate insurances sufficient for the contract term and value must be approved by the CFO and General Counsel regardless of contract value or duration in addition to any other approvals required under these Delegations.
9. **Controversial contracts:** Any contract that is controversial, outside normal business practice and is reasonably likely to have adverse political, reputational, environmental, or community implications must be approved by the Marron Board prior to entry.

The above principles and requirements apply in addition to any approval required under [Appendix 1](#).