



Delegations Policy and Procedure

1 Purpose and scope

This policy outlines processes and mechanisms for delegating authority from the Board of Directors of Russo Business School to committees or persons. It also provides for the review and monitoring of delegations to ensure they remain effective and efficient. Delegations are the legally conferred authority under the Constitution of Russo Business School Pty Ltd to delegate functions to committees or persons.

This policy applies to all members of Russo Business School higher education community.

2 Definitions

Board of Directors refers to the Russo Business School Board of Directors

Committee refers to any committee constituted under Articles 67.1 to 67.2 of the Russo Business School Constitution. This includes but is not limited to an Academic Board and Learning and Teaching Committee.

Director means a director of Russo Business School, and where appropriate includes an Alternate Director.

Person means the person occupying a particular position.

3 Policy Objectives

Russo Business School is committed to effective and efficient governance in compliance with:

- a. the Corporations Act 2001 (Cth)
- b. the Tertiary Education Quality and Standards Agency (TEQSA) Act (2011)
- c. the Education Services for Overseas Students Act 2000 (ESOS Act)
- d. National Code of Practice for Providers of Education and Training to Overseas Students 2018
- e. the Higher Education Support Act 2003 (HESA)
- f. the Higher Education Standards Framework (Threshold Standards) 2021
- g. Constitution of Russo Business School Pty Ltd

4 Implementation

RBS Board of Directors is responsible for the implementation of this policy and diligently monitoring delegations to ensure that they continue to meet the requirements of RBS. The Academic Board is responsible for implementing and monitoring delegations of academic authority, and reporting outcomes to the Board of Directors.

4.1 Delegation authority and review

The RBS Constitution under Article 67.1 allows the Board of Directors to delegate any of their powers, other than powers required by law to be dealt with by the Directors, to a Committee or persons of choice. Nonetheless, the Board of Directors may still exercise the powers even though they have been delegated.

Under Article 67.2 a Committee or persons with delegated power, may further delegate functions to another body or person with approval from the Directors.

The RBS Board of Directors will ensure that all delegations are made to Committees or persons that have the appropriate expertise to undertake the delegated authority effectively and record such delegations in a Delegation Register which is reviewed at least annually.

5 Procedure

5.1 Instruments of delegation

Instruments of delegation will be:

- a. the Constitution of Russo Business School Pty Ltd
- b. the written terms of reference for the Board of Directors, Academic Board and Learning and Teaching Committee and any other committees which exist from time to time
- c. Accountability Statements for persons

5.2 Exercise of delegations

Delegations are to be exercised by the approved Committee or person within any limitations or conditions set on the delegation as recorded in the Delegations Register. Delegates must ensure that all responsibilities within the delegated authority are carried out diligently and within the best interests of RBS.

Delegates are not obliged to exercise the delegation and may request that the delegation is transferred to a more senior person. There may also be special circumstances from time to time where it is more appropriate for another person to exercise the delegation. In such cases, the person's line manager may exercise the delegation.

If a delegate is absent, an approved person acting in the position is responsible and accountable for decisions made under the delegated authority. Where a delegation is to a Committee the delegated authority is to the whole Committee and not to individual members of the Committee. Where a delegation is to a Committee this means that the Committee can only act under delegation when sitting in a formally constituted meeting. This means that the meeting must be called and conducted in a manner that complies with the RBS Constitution. Committee members cannot exercise the Committee delegated powers when gathered outside the formal meeting structure as described above. Similarly, the delegations do not extend to individual members of the Committee.

5.2.1 Management Delegations

The Board of Directors delegates authority to the CEO and COO to manage financial, legal, and managerial matters including inter alia:

- Developing and recommending business and strategic plans for the board's consideration.
- Managing major operational activities.
- Submitting reports, budget, and financial statements to the board.
- Implementing all approved plans, policies and programs and achieving agreed targets.
- Overseeing the financial management of the organization (Financial management limitations e.g. on capex and operational expenditure).

- Maintaining awareness of the business, economic and political environment as it affects the organization.
- Overseeing the effective operation, administration, and development of the company.
- Ensuring compliance with legal and regulatory obligations.

5.2.2 Academic Delegations

The Academic Board reports to the Russo Business School Board of Directors and the key areas of responsibility include:

- Advising on the strategic intent of the academic direction of the institution
- Developing and overseeing the implementation of strategy on a range of academic areas including innovative approaches to education; geographic outreach, information technology and product development models.
- Approving new courses or major changes to existing courses.
- Oversight of academic quality through monitoring inputs and outcomes.
- Endorsing accreditation and reaccreditation submissions.
- Monitoring progress against accreditation conditions.
- Providing feedback and endorsing academic policies.
- Oversight of continuing industry relevance and currency of course content.
- Receiving reports on progress against Teaching & Learning Plans.
- Developing a culture of scholarship; and
- Reporting on academic quality assurance by way of submitting a written report (including minutes of meetings) to the Russo business School Board of Directors.

The Academic Board has the authority to establish committees as required:

The Learning and Teaching Committee is the current committee of Academic Board.

The Academic and Student Delegations Register outlines the relevant delegated authorities/positions authorised to make decisions regarding academic and student related matters to supports timely and efficient decision-making to operate Russo Business School.

5.2.3 Financial delegations

The CEO and COO are authorised to expend monies as per the Expenditure and Purchase Order Authorisation Limits of Sarina Russo Group of Companies as approved by the Managing Director, Sarina Russo Job Access Pty Ltd.

5.2.4 Human Resource delegations

The CEO is authorised to appoint staff (academic, administrative and leadership) to enable the effective operation of Russo Business School.

5.2.5 Operational matters

Delegation of authority and power is accompanied by appropriate internal control structures and systems within a corporate support service, to enable efficient and controlled operation of the business. This includes but not limited to: A Leadership Group, Legal services, Human Resources, Financial services, Property Services, Information Technology Services, Sales and Marketing, Academic Lecturing and support, Admissions and Student Services and Student Support Services. Regular leadership team, audit, risk, and

financial reporting occur. Established Service Level Agreements exists between these services and Russo Business School Pty Ltd.

5.2.6 Conflicts of interest

If a delegate believes there is a real or perceived conflict of interest, the delegate must not exercise the delegated authority. In deciding whether there is a conflict of interest, delegates must ensure that there would be no direct or indirect benefit in exercising the delegation.

5.2.7 Breach of delegations

Breaches of delegated authority are considered as serious and may be dealt with under the relevant misconduct policy. Employees or committee members who believe that a delegation has been inappropriately exercised are obliged to report the matter to the Executive Dean, CEO, COO or the Board of Directors.

6 Related documents

- a. Constitution of Russo Business School Pty Ltd
- b. Russo Business School Academic and Student Delegation Register
- c. Russo Business School Management and Governance Framework
- d. Terms of Reference RBS Board of Directors
- e. Terms of Reference RBS Academic Board
- f. Terms of Reference RBS Learning and Teaching Committee
- g. Service Level Agreement between Russo Business School and Sarina Russo Job Access
- h. Service Level Agreement between Russo Business School and Russo Higher Education
- i. Sarina Russo Group Expenditure and Purchase Order Authorisation Limits
- j. The Corporations Act 2001 (Cth)
- k. The Higher Education Standards Framework (Threshold Standards) 2015

7 Review

Three years from commencement. Delegations Registers are to be reviewed annually by Board of Directors.

8 Accountabilities

The Board of Directors is responsible for review and approval of this policy.

The policy is to be implemented via induction and training of staff and distribution to students and Russo Business School higher education community via the website and other publications.

9 Revision history

This policy and accompanying delegations register replace Russo Business School Board of Directors Planned Delegations V1 (2016).

Policy & Procedure Version No	Policy & Procedure Sponsor	Approval Authority	Date of Approval	Date for next review
1/2022	CEO	Board of Directors	17/07/2022	17/09/2025