

## Delegation

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<b>Approved by:</b>	Board of Trustees
<b>Date of Approval:</b>	5 November 2020
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<b>Policy Owner:</b>	<b>Chief Executive / Chair of the Board of Trustees</b>

This document sets out the delegated authority from the Board of Trustees of INTRAC to the Chief Executive and other duly authorised staff. The Chief Executive and staff will at all times conduct themselves in a prudent and ethical manner in keeping with the Code of Conduct, the values of the organisation, and consistent with the governance requirements of INTRAC, the strategic plan, approved budget and agreed objectives established by the Board.

The delegations that follow are set in the context of the governing documents of INTRAC. Any authority not expressly delegated is reserved to the Board of Trustees. The governing documents include The Articles of Association and as further developed by the Board of Trustees in resolutions, decisions, policies, and manuals as set out from time to time.

### A. Delegated powers from the Board of Trustees to the Chief Executive

The Board of Trustees of INTRAC grants to the Chief Executive full power and authority to do and perform every act and thing necessary or incidental to the following powers to conduct and to carry on INTRAC's work, and hereby ratifies and confirms all that the Chief Executive lawfully does or causes to be done by virtue of these powers.

1. To represent INTRAC before any entities or persons, including any government agencies, in any legal acts necessary for the registration or closure of a Branch Office of INTRAC and to sign and receive on behalf of INTRAC any documents relating to such acts.
2. To represent INTRAC before any entities or persons, including any government agencies, in any legal acts necessary to protect INTRAC's assets and resources or resolve disputes with third parties.
3. To represent INTRAC before administrative, municipal, and political authorities with the necessary powers to present all class of appeals.
4. To enter into, execute and deliver, in the name and on behalf of INTRAC, leases of real property for the conduct of INTRAC's affairs for a period up to five years, or for an indeterminate period terminable within 5 years, with advance notice or without it, provided however that the Chief Executive has received prior approval to do so from the Chair of the Board of Trustees or her/his duly authorised designee.
5. To enter into, execute and deliver, in the name and on behalf of INTRAC any deed or contract with other agencies or individuals, or with any local or national government or agency thereof, which may be needed to further INTRAC's interests; and INTRAC intends that any deed executed on its behalf by the Chief Executive shall bind INTRAC. This authority is subject to not exposing INTRAC to financial liabilities across the duration of a contract to sums greater than:
  - £100,000 for contracts with clients (income), and
  - £50,000 for contracts with suppliers (expenditure).

Contractual commitments in excess of these limits require prior approval from Chair/Treasurer (who may also refer on to FARCom and/or Board of Trustees).

6. To contract for the purchase and supply of goods, materials, and services on behalf of INTRAC, where such goods, materials and services are of a kind and nature suitable to the work of INTRAC. To buy, sell, exchange, and in general to dispose of the goods of INTRAC, and to ensure respect for the goods of INTRAC and their ownership.
7. To open and manage bank accounts in the name of INTRAC, and to make deposits payments, and withdrawals, ensure appropriate internal controls, and to do and perform all acts and things ordinary and customary in a depositor-bank relationship; provided however that the Chief Executive shall not have authority to borrow any money in the name of INTRAC except as expressly authorised by the Board of Trustees and provided that payments, cheques and any other transaction are approved by two authorised signatories. To rent security safes in banks, open these when necessary and withdraw their contents and deposit valuable items of property in banks for safe-keeping and withdraw them.
8. To give good receipts and acquittances and demand the handing-over of debts to INTRAC, for all or any property, chattels or sums of money belonging to INTRAC to which INTRAC is entitled.
9. To engage and discharge employees of INTRAC in a way that is lawful and consistent with INTRAC policies, and does not expose the organisation to unnecessary risk, provided that any new staff positions have been explicitly identified and authorised in the approved Budget and/or Operational Plan.
10. Nominate and appoint INTRAC employees with the same, or limited, powers as those granted to the Chief Executive to facilitate the smooth running of the organisation and the control of INTRAC's financial resources and assets (see Annex 1).

## **B. Limits to the delegated powers**

The aggregate consideration or value of any deed, contract, or other arrangement, entered into by the Chief Executive pursuant to this document, shall not exceed the limits set out in '5.' above. Anything above this amount will require the review and approval of the Board Chair and Treasurer. The Chief Executive may bring an issue for less than this amount to the attention of the Board if, in her/his judgement, it is something that the Board should be aware of.

The Chief Executive must consult with the Board Chair and Treasurer, if the following conditions apply even if the total aggregate consideration or value is less than the limits set out in '5.' above.

1. The cumulative expenditure and/or low margins create an annual deficit which will erode or threaten to erode the specified minimum reserves of INTRAC.
2. The deed or contract is in a currency other than GBP and exposes the organisation to significant exchange-rate risk (gain or loss). These risks will be assessed based on a prudent consideration of the currency, the duration, and the total value of the contract/commitment.
3. There is potential reputation risk through association with the other party(ies) of the agreement.
4. The deed or contract is new and complex requiring significant time and effort to review, or it requires significant specialised legal advice.
5. The total duration of the deed or contract is for a period of more than 5 years.
6. Capital expenditure or assets exceeding GBP 5,000.
7. Opening a new Bank Account for the organisation.
8. No employee, including the Chief Executive may authorise the reimbursement of her/his own expenses or payments to a close family relative or business partner.

## ANNEX 1 – List of Authorised delegations

Authorisations to INTRAC employees are set out below. The Chief Executive will ensure that this list is kept up to date. Whenever changes are made to this list the Chief Executive or Director of Finance and Administration will inform staff and the Board of Directors.

### Delegated Authority levels

Approval of deed or contracts, and authorisation of purchases, invoices, payments, or other transactions or expenses provided that such authorisation are not inconsistent with the conditions listed in B above, and that no person may authorise her/his own expenses or payments to a close family relative or business partner.

Who is Authorised	For Contracts with Clients	For Contracts with Suppliers
Chief Executive + one Director	From £50,000 to £100,000	From £20,000 to £50,000
Two Directors + the Job Manager or BDM	Between £20,000 and £50,000	Between £10,000 and £20,000
One Director + the Job Manager BDM	Between £5,000 and £20,000	Between £3,000 and £10,000
Job Manager	Up to £5,000	Up to £3,000

[BDM = Business Development Manager]

### Authorised Bank Co-Signatories

#### Full Authorisation

Chair of the Board of Trustees : Yvonne Taylor

Treasurer : Jonathon Orchard

Trustee: Alexander Knapp

Chief Executive : Peter Sargent

Principal Consultant: Rod McLeod

Office Manager : Peter Allen

#### Partial Authorisation (excludes salaries)

Business Development Manager: Irene Pietersen

### A. Current Roles with Corporate Credit Cards

for work-related expenses while travelling, booking flights, office supplies,

Role	Reason	Current limit (*)	Active Y / N
Chief Executive: Peter Sargent	Travel	£250	N
Director – Consultancy, Impact & Influence : Paul Knipe	Travel	£250	N
Principal Consultant : Dan James	Travel	£250	Y
Principal Consultant : Alison Napier	Travel	£250	Y
Principal Consultant : Rod McLeod	Travel	£2000	Y
Principal Consultant : Catherine Allen	Travel	£250	Y
Principal Consultant : Floresca Karanasou	Travel	£250	Y
Training Manager : Mark Oliver	Travel	£250	N
Business Development Manager ; Irene Pietersen	Travel	£250	Y
Office Manager: Peter Allen	Administration	£2,000	Y
Total		£6,000	

\*reduced limit in place for some staff who use corporate credit card for travel because there is currently less travel due to COVID. INTRAC regularly reviews the situation to ensure it meets project requirements.