

St. Albert Pickleball Club

Board Policies

Governance

Delegation of Authority

Policy:

The SAPC will establish and maintain an official Table of Authorities that defines the limits of delegated authority designated to the governance and management roles within the SAPC and sets the types and maximum amount of obligations that may be approved by formally delegated individuals.

Purpose:

To empower managers, to enable delegation of authorities and effective governance, and to optimize the smooth operation of the Club's day-to-day activities.

Clarification:

1. As per the bylaws, the Board is tasked with the running of the Club subject to the bylaws and any direction given by the membership at the AGM.
2. Both governance and management are more effective and efficient when they are separated and when management decision-making authority is delegated as far into the Club organization as is consistent with levels of competence and capacity, and as is allowable within the limits of the bylaws and the SAPC policies.
3. The approval of commitments and transactions outlined in this policy must always be made by the parties that have been assigned the responsibility as documented in their roles or official minutes.
4. Directors, Managers, Coordinators and contractors should be aware that conduct that violates this policy is always considered outside the scope of their position. Individuals who violate this policy are subject to appropriate disciplinary action.
5. The Board should ensure that Directors Managers, Coordinators and contractors are aware of and follow this policy.
6. This policy and associated documents set out the nature and extent of the authority formally delegated from the Board to individuals in leadership positions.
7. The Board reserves all decision-making authority to itself, except to the extent that such power has been delegated to other named individuals or positions as documented. This includes the Board's control over its statutory obligations and key strategic directions and controls, and the Board's authority to monitor all issues that may significantly impact the SAPC.

Roles:

The role of the Board of Directors is to **govern**. In addition to matters expressly required by law to be approved by the Board, powers specifically reserved for the Board are as follows:

1. Defining board and management position job descriptions.
2. Appointing people to and removing from management positions.
3. Reviewing and approving each of the following:
 - a) Systems of governance, risk management and internal control, codes of conduct and legal compliance;
 - b) Financial reporting (via the Annual Report to the membership and reporting to the Corporate Registrar via the annual corporate return); and
 - c) Any matters in excess of discretions that, from time to time, may have been delegated to managers.
4. Approving each of the following:
 - a) Strategic Plan;
 - b) Annual Operational Plan;
 - c) Annual Operating Budget for final approval by members at the AGM;
 - d) Significant changes to the organizational structure;
 - e) Purchase or sale and disposal of any significant business of the Club; and
 - f) Any public statements which deal with significant issues of SAPC's policy or strategy.

The role of the Managers is to **manage**, which is broadly to:

1. Work with the Board to reach agreed results within the appropriate budget;
2. Manage day-to-day affairs and activities of the organization, within the Board-endorsed strategic, policy, risk, people and financial frameworks;
3. As directed by the Board, attract, motivate and retain suitably qualified volunteers;
4. Provide reports and recommendations to the Board as required; and
5. Implement Board decisions.

The intention of this policy is to ensure the correct balance of responsibilities is struck between governance and management in the best interests of the SAPC and other stakeholders. It is therefore specifically acknowledged that the:

1. Managers are empowered to manage and lead club activities on a day-to-day basis;
2. Policy is intended to create the environment to enable the Managers to manage and lead operations whilst preserving the Board's governing role; and
3. The Manager's role will include the execution of the Board's vision, direction and annual plans.

PRINCIPLES OF DELEGATION:

Practicality

The delegation of authority to the Manager positions and other individuals should be clear, concise and practical.

Accountability

The trail of accountability for decision-making needs to be clear and must remain intact always in terms of the sub-delegation of authority by Managers to others. Notes to that effect in

official minutes of meetings or a formal email to the Secretary of the Board will constitute proof of delegation.

Sub-delegation

A Manager will have the ability to delegate his or her authority to others if, so far as the Board is concerned, the delegating Manager will remain responsible for such decision-making.

Board Reporting

It is essential that the Board receives adequate and timely reporting of the use of delegated authority by the Manager, particularly any non-routine or discretionary use of authority, so that the Board can be fully informed at all times.

Table of Authorities:

CATEGORY	AUTHORITY
FINANCIAL	
Operating expenditure (budgeted)	Managers and Team Managers and Coordinators of expenditure authority is part of a Board-approved job description and the expenditure is within the budgeted or specifically authorized amount
Operating expenditure (unbudgeted or not specifically authorized)	Board approval
Changes to bank accounts and signatories and creation of new accounts	Board approval
Investments such as term deposits	Board approval
Credit cards	Board approval
Travel expenses	Pre-approved by the Board
Sale of assets	Board approval
Non-disclosure agreements	Board approval
Governance	
Any change to the organization's structure	Board approval
Public statements, publications and membership newsletters	President of the Board, within the limits of Board policies, positions and decisions
Memoranda of Understanding and Alliance Agreements	Board approval
New volunteer or contractor positions	Board approval
Terminating contracts or changing volunteer roles	Board approval
Appointing volunteers to Board approved positions below Management	Managers
Authorization for Club Expenses	Managers, Team Managers and Team Coordinators within assigned budget for the activity

Expense claim approval	Manager, Team Manager and Team Coordinator who authorized the expense
LEGAL	
Obtaining legal advice	Board approval
Settling litigation claims, legal disputes and claims	Board approval
Execution of contracts including leases	Board approval
TENDERS & GRANT APPLICATIONS	
Applying for grants	Board approval
Tender for bids	Board approval

Approved: February 18, 2019

Reviewed: