

Delegations Policy

Policy Number	015	Version	V2.0
Approved by NTSA Council	September 2025	Review Date	September 2027

1 Introduction

- 1.1 The National Trust of South Australia Act 1955 ('the Act') is "an Act to constitute and incorporate a body to be known as The National Trust of South Australia ('the Trust'), to prescribe the powers of the said body and to provide for the preservation and maintenance of places and of chattels of any description of national historical artistic or scientific interest or natural beauty, and for purposes incidental thereto".
- 1.2 Section 3(2) of the Act states that the National Trust
"may exercise all powers and functions whatsoever of an incorporated body subject at all times and in all things to the rules of the National Trust for the time being in force".
- 1.3 Rule 4.1.2 of The National Trust of South Australia Rules (passed at the Annual General Meeting held on 18 November 2017) ('the Rules') empowers the Council of the Trust ('the Council') to exercise all powers and authorities conferred on it by the Rules and all such powers and duties of the National Trust as are within the Objects of the Trust as set out in section 5 of the Act, except any powers required to be exercised or performed by the Trust in general meeting.
- 1.4 Rule 4.2(N) of the Rules permits the Trust to delegate any of its powers (including the power to delegate) to any person.

2. Purpose

- 2.1 The purpose of this policy is to outline the powers which the Trust separately delegated to the Chief Executive Officer, the President and the Audit, Finance & Governance Committee and to detail those powers and matters reserved for decision by the Council.

3. Policy

- 3.1 The powers delegated to the Audit, Finance & Governance committee by the Council and any limitations on the delegated powers or process requirements in relation to the exercise of the delegated powers are set out in **Schedule A** to this policy.

- 3.2 The powers delegated to the Chief Executive Officer by the Council and any limitations on the delegated powers or process requirements in relation to the exercise of the delegated powers are set out in **Schedule B** to this policy.
- 3.3 The powers delegated to the President or in the President's absence or inability to act, the Vice President by the Council and any limitations on the delegated powers or process requirements in relation to the exercise of the delegated powers are set out in **Schedule C** to this policy.
- 3.4 The powers set out in **Schedule D** to this policy are reserved to the Council.

DELEGATIONS POLICY: Schedule of Delegations**SCHEDULE A****1- Delegations to the Audit, Finance and Governance (AFGC) Committee**

Number	Authorisation	Limitation or Provisos	Delegate	Additional Process Requirements
1.1	Power to operate all bank accounts of the National Trust including the movement of funds between the various bank accounts held by the trust	Any movements of funds should be for the purpose of ensuring positive cash flow and maximising investment returns	AFGC	Council and CEO must be advised
1.2	Power to approve investment strategies including the buying and selling of shares within the Trust's investment portfolio.	Any changes to the Trust's investment portfolio must be undertaken in accordance with any constraints imposed by Trust policies	AFGC	Council must be advised of any changes to the Trust's investment portfolio at the next Council meeting after the changes have been made
1.3	Power to recommend to the Council that it borrow funds		AFGC	
1.4	Power to set fees and charges for the use of or entry to any Trust properties		AFGC	Council must be advised
1.5	Power to approve any expenditure over \$10,000 and up to \$25,000 for items outside the approved budget	Any expenditure over \$25,000 must be a decision of the Council	AFGC	Council must be advised at the next Council meeting following the approval of the expenditure by AFGC
1.6	Power to reallocate funds between cost centres	Any such reallocation must be done as part of the mid-year budget review	AFGC	
1.7	Power to appoint any professional advisors including (but not limited to) lawyers, auditors, wealth managers, financial advisers, property managers and realtors for the Trust	AFGC will endeavour to consult with the CEO and seek his or her views on possible appointees prior to making any appointment	AFGC	Council must be advised at next Council meeting following the appointment
1.8	Power to prepare submissions to government inquiries		AFGC	Any submissions prepared by AFGC must be approved by Council prior to their release to the inquiry body
1.9	Power to draft Trust policies for the approval of the Council		AFGC	

SCHEDULE A

1- Delegations to the Audit, Finance and Governance (AFGC) Committee

Number	Authorisation	Limitation or Provisos	Delegate	Additional Process Requirements
1.10	Power to approve Conservation Management Plans for Trust owned or operated properties	Prior to any approval of a Conservation Management Plan for a Trust property AFGC must undertake an assessment of the property concerned against any criteria approved by the Trust for the purposes of its ownership and management	AFGC	
1.11	Power to negotiate the acquisition or disposal, lease, purchase or acceptance of donated properties or collections for the National Trust	All such negotiations must be conducted on the basis that all parties to the negotiations are made aware that the final decision whether or not to proceed with the acquisition or disposal, lease or purchase of properties or collections must be made by the Council	AFGC	Council must be kept advised that negotiations are in progress at times deemed appropriate by AFGC. The CEO shall prepare and present a business case in support of any recommendations.
1.12	Power to set and approve Key Performance Indicators for the Trust		AFGC	Council must be advised
1.13	Power to set staff wages on their appointment/approve remuneration structures for Trust employees where the wages exceed the sum of \$95,000 per annum calculated on a full-time basis		AFGC	Council must be advised
1.14	Power to manage the future asset life-cycle performance of the Trust's real estate portfolio	These measurements must be undertaken against any criteria approved by the Trust for the purposes of its ownership and management of Trust properties	AFGC	Council must be advised

DELEGATIONS POLICY: Schedule of Delegations

SCHEDULE B

2- Delegations to the Chief Executive Officer (CEO)

Number	Authorisation	Limitation or Provisos	Delegate	Additional Process Requirements
2.1	Power to manage the day-to-day operations of the Trust		CEO	CEO must provide a regular overview report to monthly Council meetings
2.2	Power to staff the National Trust in accordance with the approved organisational structure	This includes the power to employ and dismiss staff for the purposes of filling positions that are identified within the organisational structure and the power to transfer staff members from one employee position identified in the organisational structure to another. It does not empower the CEO to engage staff for positions which are not identified within the approved organisational structure	CEO	On a quarterly basis, the CEO must provide an overview report to Council of staff currently and newly employed and those staff who have departed the Trust since the previous report. CEO also to advise Council if any increases in staff part-time hours have exceeded budget
2.3	Power to set and approve overall terms and conditions of employment for staff		CEO	
2.4	Power to set staff wages on their appointment/approve remuneration structures for Trust employees	Where any wages exceed the sum of \$95,000 per annum calculated on a full-time basis then the AFGC will be the approving authority	CEO	
2.5	Power to approve expenditure in accordance with the budget		CEO	
2.6	Power to approve expenditure (both operational and capital) for items outside of the budget	Power is limited to amounts outside of the budget up to a maximum of \$10,000	CEO	AFGC to be advised at next meeting
2.7	Power to approve an increase in staff wages within the budget		CEO	

SCHEDULE B

2- Delegations to the Chief Executive Officer (CEO)

Number	Authorisation	Limitation or Provisos	Delegate	Additional Process Requirements
2.8	Power to sub-delegate his/her powers and functions to a Committee of the Trust of a Trust employee	Power is subject to the approval of the AFGC Committee	CEO	
2.9	Power to submit and accept grants from federal, state or local government agencies	As the acceptance of grants may create risks for the Trust in terms of potential liabilities, before a grant is accepted the CEO must consult with the AFGC about the proposed grant and provide a material risk analysis of what the acceptance of the grant means for the Trust and its future liabilities	CEO	Council to be advised
2.10	Power to engage in media communications on behalf of the National Trust	Prior to any media engagement the CEO shall, wherever practicable, endeavour to seek the prior approval of the President.	CEO	Council to be advised at next meeting of any media engagement
2.11	Any other powers not specifically reserved for the Council or delegated to the President or the Audit, Finance and Governance Committee		CEO	

DELEGATIONS POLICY: Schedule of Delegations

SCHEDULE C

3- Delegations to the President or in the President's absence or inability to act, the Vice-President

Number	Authorisation	Limitation or Provisos	Delegate	Additional Process Requirements
3.1	Power to lead the Chief Executive Officer's annual performance review in conjunction with the Vice-President and the Chairperson of the Audit, Finance and Governance Committee	The review must be conducted in accordance with the Policy for CEO and Staff reviews, and must include an assessment of the CEO's performance against any Key Performance Indicators previously set by the AFGC Committee	President	Council to be advised at next meeting following conclusion of the review
3.2	Power to review and recommend to the Council the revision of the Chief Executive Officer's terms of appointment	President must submit any recommendations to the Council for decision	President	
3.3	Power to engage in media communications on behalf of the National Trust	Prior to any median engagement the President shall, wherever practicable, endeavour to consult with the CEO regarding the engagement	President	
3.4	Power to review the Chief Executive Officer's use of credit card facilities	If the President is concerned about any aspect of the Chief Executive Officer's credit card use, then he/she shall report that to the next AFGC Committee meeting	President	

DELEGATIONS POLICY: Schedule of Delegations

SCHEDULE D

4 – Powers reserved to the Council of The National Trust of South Australia

Number	Authorisation	Limitation or Provisos	Delegate	Additional Process Requirements
4.1	The power to appoint and dismiss/terminate the Chief Executive Officer including the power to review his or her salary and terms of appointment			
4.2	The power to appoint and approve the membership and Terms of Reference for Council Committees			
4.3	The power to review and approve changes to The National Trust of South Australia Rules			
4.4	The power to approve any Trust organisational plans including Strategic and Business Plans but excluding Conservation Management Plans	For the purposes of Conservation Management Plans refer to the power contained in Delegation No 1.10 of Schedule A		
4.5	The power to review and approve all Trust Policies and revisions to Trust policies			
4.6	The power to review and approve the Annual Budget and any adjustments to an Annual Budget			
4.7	The power to approve any and all delegations to Council Committees			
4.8	The power to apply the common seal to any document requiring the Common Seal of the Trust			

SCHEDULE D

4 – Powers reserved to the Council of The National Trust of South Australia

Number	Authorisation	Limitation or Provisos	Delegate	Additional Process Requirements
4.9	The power to fill vacant positions on Council			
4.10	The power to approve any staff overseas travel			
4.11	The power to respond to or instigate legal action/s			
4.12	The power to define and approve the organisational structure of the Trust* <i>*The 'organisational structure' is the structure detailed in Schedule E</i>			