

## POLICY C27.2

### DELEGATION OF AUTHORITY

#### 1.0 INTRODUCTION

##### 1.1 Context

Scentia and its subsidiaries, the Australasian College of Health and Wellness Pty Ltd (ACHW), the Australian Institute of Management Education and Training Pty Ltd (AIM) operating as AIM Business School (ABS), and AIM VET, a Registered Training Organisation (RTO) (collectively ‘the Scentia Group’) must ensure that decisions are made at the appropriate level, that all actions and commitments made on Scentia’s behalf are within set authority limits by authorised officers and student management is implemented appropriately.

The Scentia Corporate Board (Scentia Board) is responsible for directing and controlling the commercial business of Scentia and its subsidiaries (as a Group), including guiding and monitoring its strategy, risk oversight and business affairs, in accordance with the Corporations Act 2001, other relevant legislation and regulatory requirements.

The Governance Manual approved by the Scentia Board, AIM Corporate Board (AIM Board) and ACHW Corporate Board (ACHW Board) details the Scentia Governance Structure, AIM Governance Structure and ACHW Governance Structure.

Notwithstanding that each of the Scentia, AIM and ACHW Boards delegate particular responsibilities to the CEO, to AIM’s and ACHW’s respective Academic Boards, and to other committees, each Corporate Board acknowledges that they have ultimate responsibility for all matters that pertain to the relevant company and understand and acknowledge that some matters are non-delegable.

For the avoidance of doubt, the Scentia, AIM and ACHW Boards are distinct governing bodies and are solely responsible for their respective companies. The Terms of Reference for the AIM and ACHW Board are detailed in the Governance Manual. The matters reserved for the Scentia Board are detailed in the Governance Manual.

##### 1.2 Purpose

This policy provides a mechanism to enable the Scentia, AIM and ACHW Boards and senior managers to exercise delegated authorities and powers.

It sets out a framework for delegating authorities, establishes delegations and states the principles which apply when delegations are exercised.

This policy and any changes to this policy must be approved by the Scentia Board with endorsement by the AIM and ACHW Boards.

### 1.3 Scope

This policy and its procedure apply to all staff of Scentia Group and to internal and external members of any Scentia, AIM and ACHW board.

### 1.4 Scope Exceptions

None.

## 2.0 RESPONSIBILITIES

1. The Scentia, AIM and ACHW Boards are responsible for:
  - a. approving this corporate policy and procedure, initiating its review at the required date, and approving or rejecting amendments;
  - b. approving modification requests to Delegation Matrices as proposed via the Audit & Risk Committee; and
  - c. reviewing the Delegations Matrix (included as Schedules to this Policy) at least annually.
2. The Audit & Risk Committee is responsible for:
  - a. providing recommendations regarding modification requests to a Delegation Matrix, policy and/or procedure to the relevant Scentia, AIM or ACHW Board; and
  - b. reporting to the relevant Scentia, AIM or ACHW Board compliance and non-compliance with delegations as part of compliance reporting.
3. The Chief Financial Officer (CFO) is responsible for:
  - a. receiving modification requests;
  - b. providing modification requests to the Audit & Risk Committee for approval;
  - c. notifying individuals of approved changes to delegations; and
  - d. updating delegation matrices to reflect approved delegations.
4. Members of the Executive Leadership Team are responsible for:
  - a. receiving reports of suspected breaches or misuse of delegations; and
  - b. undertaking initial investigations; and
  - c. if the breach is significant, requesting the CEO to investigate.

5. The AIM and ACHW Boards are responsible for:
  - a. fulfilling the Terms of Reference as detailed in the Governance Manual;
  - b. ensuring compliance with the obligations in The Higher Education Standards Framework (Threshold Standards (HESF)) 2021, Sections 6.1 and 6.2;
  - c. ensuring delegations to the CEO, Academic Board and other committees as detailed in the Governance Manual; and
  - d. reviewing and approving delegations as recommended by the Audit & Risk Committee.
6. The AIM and ACHW Academic Boards are responsible for:
  - a. fulfilling the Terms of Reference as detailed in the Governance Manual;
  - b. approving the academic and student related policies and procedures that underpin AIM and ACHW's compliance with their respective education regulatory obligations. Where amendments to policies and procedures impact existing delegations, the AB will seek recommendation from the Audit and Risk committee.
  - c. reviewing and monitoring the performance of all academic areas of AIM and ACHW to assist with quality management and the continual improvement of those operational processes; and
  - d. reporting non-compliances brought to their attention to the Audit & Risk Committee.
7. The Chairperson of the Academic Board is:
  - a. responsible and accountable to the AIM and ACHW Boards for the discharge of its responsibilities under its Terms of Reference and in compliance with Standards 6.2.1 and 6.3 of the HESF; and
  - b. reporting on compliance with academic related delegations as part of annual compliance reporting.
8. The AIM and ACHW Teaching and Learning Committees are responsible for oversight of the quality of teaching and learning and welfare of students in all learning environments including the online learning environment and clinics. They make recommendations to the Academic Boards.
9. The Chief Executive Officer (CEO) is responsible for:
  - a. day-to-day business management of the AIM and ACHW operations;
  - b. ensuring compliance with non-academic policy and procedure policy;
  - c. ensuring compliance with relevant Higher Education Standards in the management of AIM and ACHW business operations;
  - d. investigating breaches or misuse of delegations;

- e. reporting confirmed breaches or misuse of delegations and actions taken to address the breach or misuse, to the Audit & Risk Committee; and
  - f. reporting confirmed breaches or misuse of academic delegations to the respective Academic Boards.
10. A delegate is responsible for ensuring their exercise of delegation is compliant with legislation, the Delegations Matrix and with Scentia, AIM and ACHW policy and procedure documents. They must complete required training prior to commencing exercise of delegation.
11. All those referred to under the Scope of this policy are responsible for complying with its terms and procedure.

## 3.0 POLICY

### 3.1 Principles

The following principles apply to the delegation of powers and functions:

1. Delegations apply to a position or a committee rather than to a person. Unless otherwise stated, persons formally acting in a position may exercise the delegations assigned to the position.
2. Delegations are devolved to an appropriate level to support efficient and effective administration and sound decision-making by aligning authority, accountability and capability.
3. Authorised agents are appointed by a Delegate to undertake specified responsibilities.
4. Delegates can only exercise delegations in accordance and consistently with the Delegations Matrices and other applicable Scentia, AIM and ACHW policies or systems, for example, policies related to corporate credit card, travel and expenditure reimbursement.
5. Where a person is duly appointed as a temporary or acting occupant of a position, that acting delegate may be appointed to exercise all or specific delegations for a specified period.
6. Delegates cannot approve their own expenditure items.
7. Authorities held by a delegate are also held by the delegate's manager, subject to any professional qualification requirements. The delegate's manager may exercise the delegated authority in the absence of the delegate, subject to compliance with legislation and Scentia, AIM and ACHW policy documents, including the Scentia Governance Manual.
8. Delegations are subject to the requirements of law and the relevant Scentia, AIM and ACHW Employment Agreements.
9. Delegates must not exercise delegations or perform functions if this would involve, or potentially involve, them in a conflict of interest. In these cases,

delegates must refer that delegation or function to their manager or, after consultation with their manager, to a more senior delegate (also refer to the Conflict of Interest Policy).

10. The delegating authority may exercise an authority that has been delegated at any time; and may revoke or change a delegation at any time.
11. All delegations and authorised agents and any associated limits or conditions must be expressed clearly and concisely and outlined in the Delegation Matrices attached as a Schedule to this Policy.

### **3.2 Delegation Matrices**

The Delegation Matrices provide information on all delegations, and associated limits or conditions. The Audit & Risk Committee will provide recommendations to the Scentia, AIM and ACHW Board for approval. The CFO will maintain and update the Delegations Matrices as required.

### **3.3 Exercise of Delegation**

1. The exercise of a delegation must be formally recorded in writing.
2. In exercising their delegated authorities or powers, delegates or authorised agent must act:
  - a. In the interests of Scentia Group;
  - b. In accordance with any applicable legislative, regulatory, contractual or policy requirements (including the Conflict of Interest Policy);
  - c. In accordance with any limits or conditions attached to the delegation;
  - d. By applying their own informed discretion and professional judgement to the matter, based on consultation and advice as the situation requires; and
  - e. By seeking appropriate advice in order to be properly informed when exercising a delegation. However, the Delegate must exercise the Delegation without any undue influence by others.
3. Delegates and authorised agents cannot act beyond the scope of power delegated to them.
4. Except where specified in the Delegations Matrices the exercise of delegations is confined to the portfolio area for which the delegate or authorised agent has management and administrative responsibilities, and within the limits of the delegation, including budget and establishment limits for the area.
5. Delegates or authorised agents are not compelled to exercise delegations and may refer the matter to a more senior manager for decision.
6. Persons engaged by Scentia, AIM or ACHW who are not employees of Scentia, AIM or ACHW cannot exercise delegated authority on behalf of Scentia or ACHW.

7. Delegates and authorised agents must complete required training as specified in the Delegations Procedure.

### 3.4 Breaches and Misuse of Delegation

Suspected breaches or misuse of delegations must be reported immediately to a member of the Executive Leadership Team who will report significant instances to the CEO for investigation.

The CEO will adhere to the principles of natural justice when investigating such a complaint. Confirmed breaches or misuse of delegations will be dealt with under the Staff Code of Conduct policy and will be reported by the CEO to the Audit & Risk Committee together with advice about remedial actions taken. Disciplinary action may include revocation of a delegation or termination of employment.

The process is outlined in Appendix D - Breaches and Misuse of Delegation Process.

## 4.0 DEFINITIONS

- **AIM and ACHW** - are higher education providers individually registered with the Tertiary Education Quality and Standards Agency (TEQSA).
- **AIM and ACHW Boards** - are the designated governing bodies of AIM and ACHW.
- **Authorised Agent** - a functional position which has been delegated responsibilities by a Delegate. For example, the Head of School is delegated responsibilities from the Academic Board; when the Head of School delegates some of these responsibilities to the Student Services Team Leader, the Student Services Team Leader is an Authorised Agent.
- **Delegate** - a person or committee authorised to carry out a delegation or act on behalf of Scentia, ACHW or AIM.
- **Delegation** - the subject of the activity to which the delegation relates.
- **Executive Leadership Team (ELT)** - Direct reports of the CEO.
- **Natural Justice** - The right to a fair hearing. Principles of natural justice are:
  - All hearings should follow a set procedure and be fair to all people involved.
  - The process and outcome should be transparent.
  - Decisions should be made without bias, taking into account all facts and evidence presented during the hearing.
  - All people involved should be given equal opportunity to present their case.
- **Scentia Board** - The Scentia Board of Directors (Scentia Board) is responsible for directing and controlling the commercial business of Scentia and its subsidiaries (as a Group), including guiding and monitoring its strategy, risk oversight and

business affairs, in accordance with the Corporations Act 2001, other relevant legislation and regulatory requirements.

## 5.0 REFERENCES AND ASSOCIATED INFORMATION

- Delegation of Authority Procedure
- The Higher Education Standards Framework (Threshold Standards) 2021
- Scentia Governance Manual (*includes Academic Board Terms of Reference*)
- Staff Code of Conduct
- Delegations Matrices
- Travel Policy
- Expenditure Reimbursement Policy

## 6.0 POLICY OWNERSHIP

Policy Owner	Chief Financial Officer (CFO)
Status	Reviewed on April 2023
Approval Authority	Scentia Corporate Board, with endorsement by ACHW and AIM Corporate Boards
Date of Approval	26/04/2023
Effective Date	01/05/2023
Implementation Owner	Chief Financial Officer (CFO)
Maintenance Owner	Chief Financial Officer (CFO)
Review Due	April 2026
Content Enquiries	Warren Creighton - Chief Financial Officer (CFO) Email: <a href="mailto:wcreighton@scentia.com.au">wcreighton@scentia.com.au</a>

## 7.0 AMENDMENTS

Version	Amendment Approval (Date)	Amendment Made By (Position)	Amendment Details
C27.0	21 October 2021	Scentia Corporate Board	Major revision of policy to incorporate delegation matrices, delegation responsibilities and both operational, financial and academic delegation information.
C27.1	26 July 2022	Scentia Corporate Board	Review and Update of Schedule 1: Delegation Matrices
C.27.2	26 April 2023	Chief Financial Officer	Updates to Responsibilities, Principles, and Schedule 1: Delegation Matrices

## SCHEDULE 1: DELEGATION MATRICES BY AREA

### 1. MATTERS RESERVED BY THE BOARDS

In accordance with Section 5 of the Scentia Governance Manual, the Scentia, AIM and ACHW Board have delegated aspects of the management of their businesses to the CEO who may, in turn, delegate certain matters to other senior officers of the relevant company. Each Board of Directors specifically delegates aspects of management of each relevant company's business to the following positions or committees:

- Academic governance of the respective Higher Education Providers (HEPs) to the relevant Academic Board as detailed in the Academic Governance Framework and Schedule 1 of this policy.
- Academic governance of the Registered Training Organisations (RTOs) to the CEO.
- Operational management responsibility to the CEO.
- Admission criteria and admission policy responsibility to the relevant Academic Board.

Matters not specifically reserved to the Scentia, AIM or ACHW Board, and not otherwise noted in this Delegation of Authority Policy, are delegated to the CEO, apart from matters relating to academic governance who are delegated to the Academic Board.

Responsibilities that cannot be delegated at law and/or are considered matters of high importance are retained by the Scentia, AIM or ACHW Board.

The matrix below specifies the matters reserved by the Scentia, AIM and ACHW Boards, as described in the Scentia Governance Manual (ss5-7).

Area	Scentia Board of Directors	AIM / ACHW Board of Directors
Academic matters	Nil.	Appointment of external members of the Academic Board, including the Chair; approval of higher education graduands; approval of Memoranda of Understanding with other providers in relation to academic matters.
Accounting and reporting systems	Monitoring integrity of Group accounting and reporting systems, including external audit, Group risk management framework and risk appetite, and effectiveness of the Group's governance processes.  Approval of audited financial statements for Scentia.	Review and performance monitoring of KPIs and targets specific to AIM and ACHW, external; approval of audited financial statements for each relevant entity; monitoring relevant risk and internal control measures for each relevant entity.



Area	Scentia Board of Directors	AIM / ACHW Board of Directors
Appointment of directors	Appointment or dismissal of any Director of Scentia, or Scentia subsidiary company Boards with the consent of that subsidiary board, including the chairperson.	Endorsement of associated Scentia Board actions.
Auditors	Appointment, removal, and change of terms of appointment.	Nil.
Budget and Business Plan	Approval, implementation or variation of any Group Budget or Group Business Plan.	Approval, implementation or variation of any Budget or Business Plan for AIM or ACHW.
Business	Nil.	Entry into any contract or amendment to any contract outside the ordinary course of ordinary business; that is for a duration of more than two years (including by extension); that is a finance or operating lease with an annual cost to the company of more than the limit approved by the Scentia Board.
Directors' and officers' insurance	The amendment or variation of any directors' and officers' insurance.	Nil.
Employee Share Plan	Establishment and amendment of plan, and offer of any awards, bonuses, rewards or incentives.	Nil.
Executive appointments and dismissals	Appointment, change in terms of enrolment or delegations, or dismissal of any Executive Director or Executive Leadership Team member (including CEO and CFO).	Nil.
Litigation	Commencement or termination of litigation in relation to Scentia.	Commencement or termination of litigation relating to the relevant company and in the name of AIM or ACHW.
Providing leadership	Providing leadership and setting the strategic objectives for the Group.	Providing leadership and setting the strategic objectives for AIM or ACHW.
Review	Annual review of the performance, operations and effectiveness of all committees reporting to the Scentia Board.	Annual review of performance, operations and effectiveness of the AIM or ACHW Academic Board (as applicable)
Strategy	Overseeing implementation of the Group's strategic objectives and general performance.	Overseeing implementation of the relevant AIM or ACHW's strategic objectives and general performance.

## 2. FINANCE

### Key Principles

- a. The sole authority for approving budgets rests with the Board of Directors. Without such approval, Management may not commit the Company's resources. Where a need arises to act outside the scope of an approved budget, the CEO will seek approval from the Chairperson of the Board.
- b. The budgeted expenditure limit will only be applicable if the actual performance of the business is to or above budget. If the actual performance is less than the budget, related operating and capital expenditure will be adjusted accordingly on a quarterly basis and subject to the approval of the Board, the revised forecast operating and capital expenditure will be treated as revised budget for the purpose of this Policy.
- c. The operational and capital budgets are independent and cannot be combined.
- d. For all unbudgeted operating and capital expenditure, the CEO will seek the approval of the Chairperson/Board. (The CEO has authority to reallocate budgeted spend to other items but must not exceed total approved expenditure without prior approval).
- e. The limit assigned to the CEO for operating and capital expenditure is the ultimate delegation limit. The CEO will have the ability to delegate his authority to his direct reports and will be responsible for such decision making.
- f. Limits allocated to direct reports of the CEO are included in the limit assigned to the CEO.

### Matrix

Financial Transactions				
Area	CEO	CFO	ELT	Operational Leaders (Line Managers)
Budgeted operating expenditure	To budget	\$500,000	\$20,000	\$10,000
Unbudgeted operating expenditure	\$50,000	\$10,000	Nil	Nil
Budgeted capital expenditure*	To budget	>\$200,000	\$10,000	Nil
Unbudgeted capital expenditure	\$50,000	\$10,000	Nil	Nil
Disposal of non-current assets (market values)	To value	To \$5,000	Nil	Nil
Major Sales / Revenue Contract Commitments	Up to \$1,000,000	Up to \$500,000	Nil Chief Sales Officer \$200k	Nil

Financial Transactions				
Area	CEO	CFO	ELT	Operational Leaders (Line Managers)
Major Sales / Revenue Contract Commitments with non-standard terms & Conditions	\$500,000	\$100,000	Nil	Nil
Credit facility to approved customers (monthly limit)	\$100,000	\$50,000	\$25,000	Nil

\* Capital expenditure in excess of \$200,000 must be notified to the Chair of the relevant Corporate Board.

### **Unbudgeted Capital Expenditures**

A request for an unbudgeted capital expenditure must be supported by a business case.

### **Major Sales / Revenue Contracts Commitments**

Any major sales / revenue contracts, prior to signing off, must be supported by a detailed margin analysis to ensure that the contracts are priced as per the Company policies. Any sales / revenue contracts that are priced to generate less than the required margin will be categorised as contracts with non-standard terms and conditions and must be approved by the Board if above \$250,000 in sales value.

### **Guidance**

Approval of transactions above the level delegated to the CEO must be made by the Board of Directors in advance of the transaction being undertaken. The only exception to the dollar limits set on Budgeted operating expenditure is the payment of payroll as prescribed in Payroll Authority limits.

Write-off and disposal of fully written down assets must be approved by the CFO.

### **New borrowings / granting security over assets**

Authority for new borrowings or granting security over assets rests with the Board only.

## **3. FINANCIAL LIMITS (OTHER)**

### **Matrix**

Expense reimbursements				
CHAIRPERSON	CEO	CFO	ELT	Operational Leaders (LineManagers)
CEO and Directors	Direct Reports	Non-executive Directors, Team Members	Team Members	Nil

Delegation Matrix				
AREA	CEO	CFO	ELT	Operational Leaders (LineManagers)
Waive/reduce pre billed fees	Uncapped	\$50,000	Nil	Nil
Raise Credit Notes	Uncapped	\$50,000	\$5,000	Nil
Write off bad debts (individual debts)	Uncapped	\$50,000	Nil	Nil

### Guidance

A bad debt write-off occurs when the debt is considered not collectible. If a debt is successfully contested by a debtor and the amount is reversed, this is a reversal, not a bad debt. The reversal can be made on the signed authorisation of the appropriate Manager.

### Payroll approval and transmission

Payroll must be approved prior to payment by the CFO or his/her delegate.

The payroll is paid by Electronic Funds Transfer (EFT). The EFT file generated by the Payroll System is loaded on to the Internet Banking portal and any two authorised signatories approve the transmission by using their Internet Banking password. Please refer to the Bank

Signatory Matrix for the list of authorised signatories.

### Corporate Credit Cards

Corporate credit cards are held with express approval of the CEO or CFO with an upper limit of \$10,000. The CFO will maintain a record of all current and cancelled corporate credit cards.

## 4. LEGAL AGREEMENTS AND INTELLECTUAL PROPERTY AGREEMENTS, INCLUDING PROPERTY LEASES

### Legal Agreements

Operational legal agreements are agreements entered into in the course of conducting everyday business or a project which carries explicit authority under a budget or other delegation.

Significant or unusual contracts which impose obligations on the Company (e.g. contracts that involve a waiver or compromise of rights or property, or involve acquisitions), must be checked by the CFO and/or legal advisers prior to execution by the Board.

Legal matters that must be reported to the Board include but are not limited to:

- Legal claims or actions, against or pursued by the Group
- Personal Injury or Public Liability Claims
- Ex Gratia payment on Redundancy greater than 4 weeks
- Wrongful Dismissal Claims
- Workers Compensation Claims
- Proposed activities which involve a high risk of civil action or where substantial liability may result from the activity
- Activities of which “management” becomes aware that may have any potential for criminal prosecution
- Transactions where the other party has legal representations
- All non-operational legal agreements
- Threats to core business, RTO/HEP questions/audits/non-compliance, potential staff claims.

### **Intellectual Property Agreements**

Intellectual Property Rights means any patent, copyright, registered design, trade mark, trade secrets, confidential information, client lists, any other industrial or intellectual property.

Examples of operational intellectual property agreements include, but are not limited to:

- Courseware
- Publication rights, including digital rights
- Commercial content, including web content
- Due to the crucial nature of intellectual property to the Group, all agreements outside of the standard operating agreements must be reported to the Board. Examples of such IP agreements include:
  - Sale of intellectual assets including, but not limited to, courseware, customer lists and business processes
  - All non-operational intellectual property agreements

### Matrix

BOARD	CEO	CFO	Functional Leaders (Heads)	Operational Leaders (Line Managers)
Non-operational Agreements	Operational Agreements	Operational Agreements	Nil	Nil
All other Agreements	Operational Intellectual Property Agreements	Operational Intellectual Property Agreements	Nil	Nil
Property Leases	Nil	Nil	Nil	Nil

## 5. HUMAN RESOURCES MANAGEMENT AND PAYROLL

The Head of People and Culture (HP&C) is to be notified and consulted prior to the recruitment of any new or replacement role in order to assess 1) need for the role 2) business requirements of the role 3) salary benchmarks for the proposed role 4) recruitment process to be undertaken.

The HP&C will also review any proposed salary changes and incentives prior to obtaining CEO and CFO approval.

### Matrix

AREA	CHAIR	CEO	CFO	ELT
Appointment of Budgeted new positions		All positions	All positions except Executive Leader positions	Nil
Appointment of Unbudgeted new positions	All positions	Nil	Nil	Nil
Appointment of Replacement positions		All positions	All positions within team	Nil
Budgeted Pay adjustments	CEO and his direct reports	All positions other than direct reports	All positions other than direct reports	Nil
Annual incentive payments	CEO and his direct reports	All positions other than direct reports	Nil - CFO to be notified prior to CEO approval.	Nil

AREA	CHAIR	CEO	CFO	ELT
Sales commissions		Comms structure and payments	Payments within approved comms structure	Nil
Unbudgeted pay adjustments	CEO and his direct reports	All positions other than direct reports	Nil - CFO to be notified prior to CEO approval.	Nil
Termination (other than resignation)	CEO/CFO	All positions	Nil	Nil
Formal warning / caution	CEO	Direct reports	Team Members	Team Members

### **Guidance**

The Board must be advised prior to the appointment of new executive level positions that report directly to the CEO.

The CEO must be advised prior to the appointment of positions that report directly to the CEO's direct reports.

The CEO must obtain approval from the Chairperson of the Board for pay adjustments for direct reports and must advise the Chairperson of the Board prior to action in relation to terminating direct reports.

A Manager must have approval from the CEO to terminate any contract of employment. The CEO must be advised prior to the issuing of formal warnings or caution.

### **Written references**

No references for individuals may be issued on Company stationery. If an employee wishes to obtain a statement of service, it may be requested by the relevant Functional/Operational Leader or Executive Leaders only and should not extend beyond confirmation of the dates of employment, position held and (if requested by the employee) the salary level at the time of separation.

Individuals may provide references for employees in their personal capacity, providing the references are not printed on Company stationery and the personal capacity is expressly stated.

## **6. MEDIA DELEGATION**

Media comment on behalf of Scentia will be given only by the Chair of the Board or the Chief Executive Officer.

## 7. AUTHORISED OFFICERS AND SIGNATORIES

Authorised officers and signatories are appointed as per the Bank Signatory Matrix approved by the CEO and CFO. The CFO will maintain a record of all authorised officers and signatories.

### Authority to Invest Cash Funds (Short Term)

The short-term investment of surplus cash funds with an Australian Bank, where the capital value is not at risk, is the responsibility of the CFO, in consultation with the CEO. A long-term investment requires consideration and review by the Board.

### Authority to open bank accounts

The CFO in consultation with the CEO has the responsibility for determining which bank transactional banking arrangements will occur with. Any new bank accounts must be approved by the CFO prior to them being opened. The CFO must maintain a register of all active bank accounts.

### Authority to Use Bank Overdraft Facility

The authority to use and manage a bank overdraft facility is the responsibility of the CFO, in consultation with the CEO.

### Australian Taxation Office Authorised Officers

The Australian Taxation Office (ATO) will only deal with authorised officers of the company. All ATO authorised contacts must be approved by the CFO.

### Other Authorised Officers

Scentia deals with organisations that require it to designate officers authorised to act on its behalf. These organisations include suppliers, customers and regulators such as ASQA and TEQSA.

Whenever Scentia is required to designate an authorised officer or account contact, such delegation must be recorded in a central location or matrix along with instructions on how to add or change authorised contact details. The custodian of this matrix is the CFO. The matrix shall be readily accessible by the CEO and the Board.

## 8. TEMPORARY ASSIGNMENT OF AUTHORITY

Authority is delegated according to the Manager's position, rather than the individual. In the absence of a Manager, authority may be delegated either temporarily or in an acting capacity to another Manager.

Where a Manager is absent for a period of time and another Manager assumes the position in an acting capacity, that Manager's authority is delegated to the Acting Manager.

In the circumstances of a short term or unexpected absence where there has been no appointment in an acting capacity, authority should be delegated, in the first instance, to the next most senior Manager in the Business Unit or Functional Unit.



## 9. EDUCATION COMPLIANCE AND ACADEMIC MATTERS

Academic Board, Committee and Subcommittee functions as delegated by the Corporate Boards are outlined in the Scentia Governance Manual.

The Matrix below specifies the Authorised Agents as appointed by Delegates relating to education compliance and academic matters.

<b>Higher Education</b>				
<b>Function</b>	<b>Delegate</b>	<b>Authorised Agent</b>	<b>Reference</b>	<b>Reporting and Recording Requirements</b>
Liaise with Regulatory Agent TEQSA on behalf of ABS and ACHW	CEO	Head of Compliance after consultation with the CEO.		Report to Corporate Board
Approve Policies and Procedures on HE Academic Matters	Academic Board	Policy Owners as noted in Policies and Procedures may approve minor updates to procedure.	Scentia Governance Manual  Policy Development, Review and Approval Procedure	Report to Corporate Board via Academic Board Report
Release of student information: external non legislated requests	Executive Director/ Executive Dean	Registrar	Privacy of Student Information and Records Procedure	
Approve Terms of Reference for engagement of external reviews specific to academic matters	Academic Board	Executive Director/ Executive Dean		Report to Academic Board
Signing of MOUs relating to Education activities (e.g., benchmarking, learning resources)	Executive Director/ Executive Dean after consultation with CFO	Academic Manager after consultation with Executive Director/ Executive Dean		
Signing of Third-Party Partners for course delivery arrangements	CEO with prior approval from Corporate Board and endorsement from Academic Board	Executive Director after consultation with the CEO.	Framework for the management of third-party course delivery arrangements	Report to Corporate Board
Signing of ACHW Room Hire Agreements	CEO	Executive Director	External Clinics Procedure	Report to Academic Board via TLC

Manages the assessment validation and moderation process for HE.	Assessment Review Committee	Academic Manager	Assessment Moderation Policy and Procedure	Report to Academic Board via TLC
Day-to-day monitoring of course provision by a Third-Party Partner	PC	Executive Director/ Executive Dean	Third- Party Procedure	Report to Academic Board via TLC
Oversee student welfare including WHS and SASH	SWC	Executive Director/ Executive Dean to manage day to day and resolution of incidents involving students	Health, Safety and First Aid in the Workplace Procedure	Report to Academic Board via TLC
Approve Plans (Teaching and Learning, Workforce, Benchmarking, Scholarship, Retention and Success)	Academic Board	Teaching and Learning Committee to approve minor updates and variations to plans.		Report to Academic Board.
Approving Academic Calendar	Academic Board	Executive Director/ Executive Dean with consultation with the Registrar		Report to Academic Board
Approving Student Communications relating to education compliance (i.e., complaints, teach outs, transitions)	Academic Board	Executive Director/ Executive Dean		Report to Academic Board
Approving applications of reasonable adjustment for HE students with disability	Academic Board	Executive Director/ Executive Dean	Student Diversity and Equity procedure	Report to Academic Board via TLC
Approving RPL and Credit Transfer	Academic Board	Executive Director/ Executive Dean	Credit and RPL Procedure	Report to Academic Board via TLC
Verification of Award Issuance and Reissuance	Academic Board	Registrar	Graduation and Award Certification Procedure	Report to Corporate Board for conferral
Amendments to the templates of Award Certifications (testamur and transcript)	Academic Board	Registrar		Report to Corporate Board

Signatory authority on Award Certifications	For ACHW: Executive Director  For ABS: Executive Director And Executive Dean			Report to Corporate Board
Investigate and resolve student academic and non-academic misconduct	Academic Board	Executive Director/ Executive Dean for informal inquiry.  Panel consisting of Registrar, Head of School and Executive Director for formal inquiry.	Managing Academic Misconduct by Students Procedure  Managing Inappropriate Student Behaviour	Report to Academic Board via the QCRM
Investigate and resolve complaints and grievances for HE students	Academic Board	Executive Director/ Executive Dean	Student Grievance and Complaints Procedure	Report to Academic Board via the QCRM
Investigate and resolve appeals and grievances for HE students	Academic Board	Student Grievance and Complaints Procedure		Report to Academic Board via QCRM
Approve course information on website/brochures	Academic Board	Chief Marketing Officer after consultation with the Executive Director/ Executive Dean		
Conduct Annual Audit of Third-Party Partners	PC	Executive Director and Head of School/ Executive Dean	Framework for the Management of Third-Party Course Delivery Arrangements	Report to Academic Board via TLC.
Conduct Annual Audit of External Clinics	WHS Committee/ Student Welfare Committee	Head of School, ACHW	External Clinics Procedure	Report to Academic Board and Corporate Board.

Maintaining Continuous Improvement, Student Complaints and Academic Risk registers	QCRMC	Head of Compliance/ Academic Manager	Governance Manual	Report to Academic Board and Audit & Risk Committee
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Vocational Education				
Function	Delegate	Authorised Agent	Reference	Reporting and Recording Requirements
Liaise with Regulatory Authority ASQA on behalf of Scentia Group.	CEO	Head of Compliance after consultation with the CEO.		
Approve Policies and Procedures on VET Education Matters	CEO	Policy Owners to approve minor updates to policy and procedures.		Report proposed changes to the VET Governance and Risk Committee.
Release of student information: external non legislated requests	Executive Director	Registrar	Privacy of Student Information and Records Procedure	
Signing of MOUs relating to Education activities (e.g., benchmarking, learning resources)	Executive Director after consultation with CFO if there is a cost component.			Report to ELT
Manages the assessment validation and moderation process for VET	ARC	Head of Academic Delivery, VET		Report to VET Governance and Risk Committee via TLAC
Day-to-day management and support of third-party providers	PC	Head of Academic Delivery, VET		Report to VET Governance and Risk Committee
Oversee student welfare including WHS and SASH- Qualifications	Executive Leadership Team	Head of Academic Delivery, VET to manage day to day and resolution of incidents involving students.		Report to ELT via the Executive Director
Oversee student welfare including WHS and SASH- Short Courses (On campus)	Executive Leadership Team	Customer Experience & Operations Manager to manage day to day and resolution of incidents involving students.		Report to ELT via the Head of People and Culture

Vocational Education				
Function	Delegate	Authorised Agent	Reference	Reporting and Recording Requirements
Approve Plans (Teaching and Learning, Workforce, Retention and Success)	Executive Leadership Team	Executive Director and Head of Academic Delivery, VET to approve minor updates to plans		Report to Executive Leadership team
Approving applications of reasonable adjustment for VET students with disability		Head of Academic Delivery, VET		
Award Issuance and Reissuance		Registrar		Report to Corporate Board for conferral
Signatory authority on Award Certifications	Executive Director			Report to Corporate Board
Investigate and resolve student academic and non-academic misconduct		Head of Academic Delivery, VET		Report to VET Governance and Risk Committee
Investigate and resolve complaints and grievances for VET students		Head of Academic Delivery VET		
Approve course information on website/brochures		Chief Marketing Officer after consultation with the Head of Academic Delivery, VET		
Managing CI, Student Complaints and Academic Risk registers	VET Governance and Risk Committee	Head of Academic Delivery, VET		Report to the Audit & Risk Committee

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## APPENDIX A - DELEGATION GROUPS

ELT	Operational Leaders (Line Managers)
Fulltime employed direct reports of the CEO, excluding the CFO.	Usually, direct reports of the ELT who manage a Cost Centre (e.g., National Campus Manager, Product lead, Compliance lead, Marketing lead, Sales lead)  Other roles as approved by the CEO or CFO.

The CFO will maintain a listing of all authorised staff.

## APPENDIX B - DELEGATE AUTHORISATION FORM

Name:

Title:

Authorisation level: CEO CFO Executive Director Executive Leadership  
Team Member Operational Leader (Please circle)

Authorisation effective from:                /        /                to:        /        /

Sample signature:

Approved by (must be CEO or CFO):

Date:



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## APPENDIX C - SCENTIA BANK SIGNATORY MATRIX

Approver	Bank Account	Second/dual signatory approval required
CFO	All	Yes
Group Finance Manager	All	Yes
IT Manager	All	Yes
CEO	All	Yes

## APPENDIX D - BREACHES AND MISUSE OF DELEGATION PROCESS

