

# Approval and Delegated Authorities

## Approval Authorities

| Role                                     | Approval Authority |
|--|--------------------|
| Board Directors (except for Board Chair) | Board Chair        |
| Board Chair                              | Treasurer          |
| Executive Director                       | Treasurer          |
| All other Covered Individuals            | Executive Director |

## Delegated Authorities

Key

- a**      Decision making authority (approver)
- i**      Input / Recommendation
- n**      Notified

| Function/Activity                 | ED | Board | Comments  |
|-----------------------------------|----|-------|---|
| <b>Board of Directors</b>         |    |       |   |
| Committee structure               | i  | a     |   |
| Delegated authorities             | i  | a     | This document   |
| Travel                            |    | a     | Board approves events to which the board can travel. All bookings must be within policy. Treasurer approves payments. |
| <b>Strategic Plan and Budget</b>  |    |       |   |
| Approval of annual strategic plan | i  | a     |   |
| Approval of annual budget         | i  | a     |   |
| <b>Professional Advisors</b>      |    |       |   |
| Appointment of external auditor   |    | i     | ISOC decision   |

| Function/Activity  | ED     | Board | Comments |
|--|--------|-------|----------|
| Appointment of legal counsel                                       | i      | a     |          |
| Appointment of CPA firm  | i      | a     |          |
| Appointment of insurance broker                                    | i      | a     |          |
| <b>Capital Structure</b>   |        |       |          |
| Company taking out a loan  | i      | a     |          |
| Company making a distribution                                      | i      | a     |          |
| <b>Insurances</b>  |        |       |          |
| Insurance coverage   | i      | a     |          |
| Scope of D&O insurance   | i      | a     |          |
| <b>Banking Arrangements</b>  |        |       |          |
| Opening or closing bank accounts                                   | i      | a     |          |
| Authorising signatories  | i      | a     |          |
| Cash management policy   | i      | a     |          |
| Investment policy  | i      | a     |          |
| Transfer between checking/savings/money market accounts            | a      |       |          |
| Transfer in/out of investments                                     | i      | a     |          |
| <b>Legal Action</b>  |        |       |          |
| Initiating legal action (except for debt)                          | i      | a     |          |
| Initiating legal action to recover debt                            | a      |       |          |
| Responding to subpoenas<br>civil suit<br>criminal or investigative | a<br>i | a     |          |
| Responding to legal action   | i      | a     |          |
| <b>Media and Communications</b>                                    |        |       |          |

| Function/Activity  | ED                              | Board                 | Comments   |
|--|---------------------------------|-----------------------|--|
| Communicating with press or media<br>any staff talking to media<br>major stories unrelated to ED/Board<br>major stories relating to ED/Board   | a<br>a<br>i                     | i<br>a                | Where the story relates to the ED/Board, then the Chair represents the board |
| Publication of company material<br>minutes (inc resolutions)<br>financials<br>Board plenary presentation<br>ED plenary presentation<br>press releases<br>contracts awards and details<br>consultations | i<br>i<br>i<br>i<br>i<br>a<br>a | a<br>a<br>a<br>a<br>a |  |
| <b>Purchasing, Payments and Contracts</b>  |                                 |                       |  |
| Approval of accounting policies  | i                               | a                     |  |
| Renewal of IANA contract   | a                               | n                     |  |
| <b>Purchasing, Payments and Contracts (continued)</b>  |                                 |                       |  |
| Execution/Renewal of contracts<br>< \$250k pa, max 2+2+2 or 3+3<br>> \$250k pa or > 2+2+2 or 3+3   | a<br>i                          | n<br>a                | Maximum six years, either as 2+2+2 years or 3+3                              |
| Approval of orders and payments<br>< \$250k, budgeted<br>< \$25k, unbudgeted<br>< \$100k, > \$25k, unbudgeted<br>> \$250k, budgeted<br>> \$100k, unbudgeted  | a<br>a<br>a<br>i<br>i           | n<br>a<br>a           |  |
| Asset disposals and write-offs<br>< \$25k<br>< \$100k, > \$25k<br>> \$100k   | a<br>a<br>i                     | ai<br>a               |  |
| <b>Personnel</b>   |                                 |                       |  |
| Approval of personnel policies<br>staff<br>conflict of interest<br>benefits<br>severance   | i<br>i<br>i<br>i                | a<br>a<br>a<br>a      |  |

| Function/Activity                    | ED       | Board    | Comments  |
|--------------------------------------|----------|----------|---|
| Executive Director                   |          |          |   |
| appointment                          |          | <b>a</b> | - Expenses managed by the treasurer on behalf of the board.                           |
| compensation                         |          | <b>a</b> | - Leave managed by the Chair on behalf of the board.                                  |
| expenses approval                    |          | <b>a</b> |   |
| goals/targets                        | i        | <b>a</b> | - All travel must be within policy.   |
| leave                                | i        | <b>a</b> |   |
| review                               |          | <b>a</b> |   |
| termination                          |          | <b>a</b> |   |
| travel - IETF meetings               | <b>a</b> | n        |   |
| travel - other                       | <b>a</b> | i        |   |
| Other staff                          |          |          |   |
| appointment                          | <b>a</b> | i        | - Termination limit to be replaced with reference to policy when policy is developed. |
| compensation                         | <b>a</b> | n        | - All travel must be within policy.   |
| expenses approval                    | <b>a</b> |          |   |
| goals/targets                        | <b>a</b> |          |   |
| leave                                | <b>a</b> |          |   |
| review                               | <b>a</b> |          |   |
| termination, up to 6 mths payment    | <b>a</b> | i        |   |
| travel - IETF meetings               | <b>a</b> |          |   |
| travel - other                       | <b>a</b> |          |   |
| <b>IETF Meetings and Sponsorship</b> |          |          |   |
| Appointment of Global Hosts          | i        | <b>a</b> |   |
| Sponsorship/fundraising targets      | i        | <b>a</b> |   |
| Meeting fees                         | i        | <b>a</b> |   |
| Venue selection                      |          |          |   |
| selection of cities to evaluate      | <b>a</b> | i        | - City approval based on recommendation in confidential site report                   |
| approval of city                     | i        | <b>a</b> |   |
| contract(s)                          |          |          | - Limits for contracts are confidential and so not recorded here.                     |
| within agreed limits                 | <b>a</b> | i        |   |
| above agreed limits                  | i        | <b>a</b> |   |