

# Delegated Authorities Policy

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The Delegated Authorities Policy sets out the delegation by the Board of Trustees of specific decision-making powers, as well as contractual and financial authorities. This Policy takes a principle-based and risk-based approach to delegation and seeks to ensure the efficiency, transparency, and accountability of the process.

This Policy has been approved by ClientEarth’s Board and Executive Team, and reflects our values.

| Values                     | Application in this Policy                                                                                                                                                                                                                                                                                              |
|----------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Acting courageously        | <ul style="list-style-type: none"> <li>We delegate decision-making authority where possible and empower competent and informed individuals to make decisions.</li> <li>We do not avoid difficult decisions, and only higher-risk decisions or those that significantly impact alignment should be escalated.</li> </ul> |
| Prizing diverse experience | <ul style="list-style-type: none"> <li>We recognise that no individual has the full picture and accept and support the decision-maker in the implementation of a decision.</li> <li>We value diverse experience for better quality decision-making.</li> </ul>                                                          |
| Embracing collaboration    | <ul style="list-style-type: none"> <li>We carefully consider contributors to a decision.</li> <li>We strive to be clear on the process and roles for decision-making.</li> <li>We know collaborative decision-making needs the right workflow.</li> </ul>                                                               |
| Learning continuously      | <ul style="list-style-type: none"> <li>We reflect on and respond to feedback on this Policy and adapt or update as appropriate, initiating a cycle of continuous improvement.</li> </ul>                                                                                                                                |
| Opposing injustice         | <ul style="list-style-type: none"> <li>We communicate outcomes of decisions quickly to ensure alignment, transparency, and a level playing field.</li> <li>We include key stakeholders and strive to “do the right thing”.</li> </ul>                                                                                   |
| Focusing on impact         | <ul style="list-style-type: none"> <li>We are aware that consensus should not be an obstacle to action or lead to a lowest-common denominator compromise.</li> <li>We empower individuals to make decisions to maximise impact.</li> </ul>                                                                              |

## What is the Scope of this Policy?

This Policy applies to all ClientEarth entities and staff worldwide, including all governance and management board members, and Committees, when acting in the course and scope of that role, who are expected to use best judgment in applying this Policy, and to play an active part in preventing non-compliance and promoting best practices.

This Policy will be adopted by ClientEarth entities as required by local governance rules.

This Policy can be shared with external parties, and is publicly accessible on our [Transparency | ClientEarth](#) webpage.

## ClientEarth's Principles-Based Approach to Delegated Authorities

### Principle 1: The Board of Trustees oversee the business of ClientEarth

Trustees have the overall responsibility for the general control and management of the administration of ClientEarth, as well as its strategy and performance.

### Principle 2: The Board of Trustees may delegate powers or functions, or the implementation of resolutions, and day-to-day management of the affairs of ClientEarth to any person or committee, in accordance with the conditions set out in the Articles of Association

The Board of Trustees uses Standing Committees to meet its duties and delegates certain functions to these Committees, as documented in the Terms of Reference for each Committee.

The Board of Trustees delegates day-to-day decision-making authority to the Chief Executive Officer, the Executive Team, the Global Leadership Group, and management teams. Trustees can also revoke or alter delegations of their powers or functions.

### Principle 3: Delegated Authorities provide a structured approach to decision-making, and financial and contractual commitments and approvals

This ensures transparency relating to who makes decisions, and takes a risk-based approach to approval limits.

### Principle 4: ClientEarth takes a risk-based approach

Delegated Authorities protect ClientEarth from risk by ensuring decisions are made by the right people, and that delegates have clear authority limits.

### Principle 5: Delegated Authorities are operationalised through job descriptions and formal organisational processes.

This ensures authority levels are relevant to roles within the organisation. Where possible, authority levels are embedded in key systems through user role profiles and automated workflow processes.

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