

# Delegated Authorities Policy

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This 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 and those that significantly impact alignment should be escalated.</li> </ul>
Prizing diverse experience	<ul style="list-style-type: none"> <li>Decision-making should flow to the individuals who have the expertise and information to make the decision.</li> <li>We seek advice and value diverse experience when making decisions to help us to make better quality decisions</li> </ul>
Embracing collaboration	<ul style="list-style-type: none"> <li>We strive to be clear on who has what role to play in a decision, what the process is for deciding.</li> <li>We recognise that good collaborative decision-making requires 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>Consensus is a worthy goal but, as a decision-making standard, it can be an obstacle to action or a recipe for lowest-common denominator compromise. We empower individuals to make decisions, avoiding decisions by consensus.</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 as part of the due diligence processes, and is publicly accessible on our [Transparency | ClientEarth](#) webpage. This Policy should be read in conjunction with ClientEarth’s more comprehensive internal Decision-Making Framework.

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

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

The Board of Trustees has the overall responsibility for the management and 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: Delegated Authorities protects ClientEarth from risk, with clear authority limits.

Delegated Authorities protect ClientEarth from risk by ensuring decisions are made by the right people. They provide ClientEarth management and Trustees (as the Directors of the charity) with 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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