Board Authority & Delegation Framework

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PURPOSE

This framework defines the Board of Directors' authority and clearly delegates operational, financial, and administrative responsibilities to officers, committees, and authorized individuals. It ensures effective governance, internal controls, and compliance with Washington State law and IRS 501(c)(3) requirements.

BOARD AUTHORITY

General Authority

The Board of Directors retains ultimate authority for the governance, financial oversight, and legal compliance of RRBA. All organizational powers are exercised under the direction of the Board.

Reserved Powers (Non-Delegable)

The following actions require Board approval and may not be delegated:

Governance

- Adoption and amendment of Bylaws
- Approval of policies and procedures
- Election and removal of officers

Financial Oversight

- Approval of the annual budget
- Approval of unbudgeted expenditure exceeding $599
- Authorization of bank accounts and signers
- Acceptance of major donations with restrictions

Legal & Compliance

- Approval of IRS and Washington State filings
- Conflict of interest determinations
- Approval of contracts exceeding $500
- Dissolution or merger decisions

Strategic Direction

- Approval of major programs, events, or initiatives
- Long-term planning decisions

DELEGATION PRINCIPLES

All delegations within RRBA shall adhere to the following principles:

- **Accountability:** The Board retains ultimate responsibility
- **Clarity:** Authority must be documented and limited
- **Transparency:** Actions must be reported to the Board
- **Control:** Appropriate financial and operational safeguards must be in place
- **Revocability:** Delegated authority may be modified or revoked at any time

DELEGATION STRUCTURE

Officers

President Authority:

- Oversee day-to-day operations
- Approve routine expenditures up to $499
- Execute Board-approved agreements

Limitations:

- May not independently approve unbudgeted expenditures above the threshold
- Must report all decisions to the Board

Vice President Authority:

- Act in the absence of the President
- Oversee committees and operations

Treasurer Authority:

- Manage financial accounts and records
- Process payments and deposits
- Provide monthly financial reports

Limitations:

- Cannot approve their own reimbursements
- Must operate within the approved budget

Secretary Authority:

- Maintain official records
- Document Board actions

Committees

General Authority

Committees are authorized to:

- Plan and execute Board-approved activities
- Operate within approved budgets

Limitations

Committees may not:

- Enter into contracts
- Commit funds beyond approved budgets
- Represent RRBA without authorization

Requirements

Each committee must:

- Have a Board-approved charter
- Provide regular reports
- Maintain documentation of activities and finances

Event Chairs ***Authority:***

- Execute approved event plans
- Manage event logistics and volunteers
- Approve expenses within the event budget up to $599

Limitations:

- Must use approved vendors when applicable
- Must submit post-event financial report

FINANCIAL DELEGATION MATRIX

Authority Level	Approval Limit	Scope	Requirements
Board of Directors	Unlimited	All expenditures	Formal vote
President	$499	Budgeted expenses	Report monthly
Treasurer	$[amount]	Routine financial processing	Documentation required
Committee Chair	$300	Approved committee budget	Receipts required
Event Chair	$[amount]	Event-specific expenses	Post-event report

INTERNAL CONTROL REQUIREMENTS

Dual Authorization

- Required for expenditures over $600
- Required for all checks or electronic payments

Segregation of Duties

- No individual may authorize, process, and reconcile the same transaction

Documentation

- All expenditures must include receipts or invoices
- All reimbursements require approval

Cash Handling

- Two-person verification required
- Within five (5) business days, a deposit is required

REPORTING REQUIREMENTS

Role	Report Type	Frequency
Treasurer	Financial Report	Monthly
Committees	Activity Report	Monthly or per meeting
Event Chairs	Financial Summary	Within 14 days post-event
President	Operational Summary	Each Board meeting

DELEGATION METHODS

Delegation may occur through:

- Board-approved policies
- Formal resolutions recorded in meeting minutes
- Approved job descriptions
- Committee charters

LIMITATIONS ON AUTHORITY

The following actions are prohibited without Board approval:

- Entering into contracts
- Opening or closing bank accounts
- Incurring debt
- Making political or lobbying expenditures
- Using funds outside the approved mission

EMERGENCY AUTHORITY

In urgent situations where Board action is not feasible:

- The President, in consultation with at least one additional officer, may authorize action up to $1000
- All emergency actions must be reported and ratified at the next Board meeting

DOCUMENTATION AND RECORDKEEPING

- All delegated actions must be documented
- Financial decisions must be traceable
- Records must comply with RRBA Records Retention Policy

ANNUAL REVIEW

This framework shall be reviewed annually and updated as necessary to ensure compliance and operational effectiveness.

IMPLEMENTATION ACTIONS (RRBA-SPECIFIC)

- [ ] Define dollar thresholds (recommended below)
- [ ] Align with Debit Card Policy and Financial Procedures
- [ ] Create committee charters
- [ ] Train officers and chairs
- [ ] Document in meeting minutes