



CHARTERED SECRETARIES
AUSTRALIA

Leaders in governance

Power of the board

The following is an example of a clause which appears, either in this or similar form, in company constitutions. This clause builds on the powers of directors set out as replaceable rules in the Corporations Act and allows directors to delegate powers to officers and employees.

The business of the company is to be managed by or under the direction of directors. The directors may exercise all the powers of the company except any powers that are required to be exercised by the company in general meeting and the directors may delegate any of their powers to a committee of directors, a director, an employee or any other person.