



IEF
Indigenous Education Foundation

Indigenous Education Foundation (IEF)
Code of Conduct

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This Code of Conduct sets out standards and requirements to which members of IEF are bound and against which complaints and compliance is assessed. This Code is consistent with the Constitution of the Indigenous Education Foundation and the Trust Deed of the Indigenous Education Foundation and is intended to be read in conjunction with these governing instruments. A member of IEF is defined as IEF's directors, shareholders, staff, volunteers, supporters, partner or associated organisations or anyone else who involved with IEF in any way.

1. PREAMBLE

- 1.1** This Code of Conduct (**the Code**) defines standards of governance, management, financial control and reporting with which the Indigenous Education Foundation (IEF) organisation should comply. It identifies mechanisms to ensure accountability in IEF's use of public monies. The Code aims to maintain and enhance standards throughout the IEF Company and community, ensuring public confidence in the integrity of individuals and organisations associated with IEF and quality and effectiveness of IEF's programs.
- 1.2** IEF aims to build creative and trusting relationships with people of developing countries and to meet program standards which:
- give priority to the needs and interests of the people they serve;
 - encourage self-help and self-reliance among beneficiaries and, therefore, avoid creating dependency;
 - involve beneficiary groups to the maximum extent possible in the design, implementation and evaluation of projects and programs;
 - respect and foster internationally recognised human rights, both socio-economic and civil-political;
 - seek to enhance gender equity; and
 - are based on an understanding of the history and culture of the people served.
- 1.3** IEF is required to meet a range of state and federal legal obligations, which are presumed in the Code. These obligations may include corporation laws, rules of incorporation of associations, fundraising and charitable institutions legislation, privacy legislation, equal employment opportunity principles, occupational health and safety standards, anti-discrimination legislation, intellectual property and copyright legislation, and other codes of ethics.

2. Organisational Integrity

- 2.1** In all of its activities and particularly its communications to the public, IEF will accord due respect to the dignity, values, history, religion, and culture of the people with whom it works consistent with principles of basic human rights.
- 2.2** IEF will be formed voluntarily and be not-for-profit.
- 2.3** IEF will oppose and not be a willing party to wrongdoing, corruption, bribery, or other financial impropriety in any of its activities. It shall take prompt and firm corrective action whenever and wherever wrongdoing is found among its volunteers, members or partner organisations.
- 2.4** It is IEF's policy to grant people confidentially in the bringing to the attention of authorities evidence of misconduct on the part of anyone associated with IEF. All reports must be channelled through IEF's Chief Executive Officer or Executive Director unless it is an issue concerning that person or another member of the Board in which case the matter should be taken directly to a member of AusAID or the relevant State Police or Australian Federal Police.
- 2.5** IEF will conduct itself in ways that do not denigrate other agencies, or make misleading or false public statements regarding other agencies.
- 2.6** IEF will have policies and procedures to promote the safety and wellbeing of all children accessing their services and programs, particularly to minimise the risk of abuse of children.

- 2.7** Funds and other resources designated for the purposes of aid and development will be used only for those purposes and will not be used to promote a particular religious adherence or to support a political party, or to promote a candidate or organisation affiliated to a political party.
- 2.8** IEF should only disburse donated funds or resources to a third party (including to an international affiliate or an overseas partner organisation) for use in relation to an aid and development program if it is satisfied that:
- a) the particular aid and development program is aligned with or consistent with IEF's strategy for achieving its objects and purpose;
 - b) the third party to whom funds or resources are to be disbursed has the capacity to utilise the funds or resources in accordance with the specific instructions of IEF, in accordance with relevant provisions of IEF's Code of Conduct and in a manner consistent with the IEF's donor promise, express or implied;
 - c) the funds and resources will be disbursed in accordance with relevant laws including counter terrorism financing and anti-money laundering legislation; and
 - d) appropriate control and risk management mechanisms (such as contractual arrangements specifying funding conditions and relevant reporting and monitoring obligations) are in place to mitigate the risk of misappropriation or improper use of the funds or resources once disbursed.

3. Governance

- 3.1** IEF's governing instruments (Constitution, Trust Deed and other documented policies) will be consistent with legislative requirements and set forth IEF's basic goals and purposes, define membership, governance structure of IEF including the frequency of meetings (at least two a year) and the size of a quorum.
- 3.2** Robert Henry is the Executive Director of IEF and will, therefore, deal with the day-to-day running and administration of the organisation.
- 3.3** The Director will be overseen by the IEF Board (the Board) made up of the directors of Indigenous Education Foundation Ltd.
- 3.4** Members of the Board include the Director.
- 3.5** There will be at least three additional independent people (additional to the Director) sitting on the Board to give it the necessary advisory delegation.
- 3.6** The Board will approve the annual budget and may delegate authority to staff or others, however, the Board will have complete transparency of all finance and budget transactions and will report on the Board outcomes in the IEF Annual Report.
- 3.7** The Board will meet at least twice each financial year and provide advice and guidance to all members and supporters on IEF's performance and overall efficiency and effectiveness where necessary.
- 3.8** The Board must accept ultimate responsibility for governance over all aspects of IEF.
- 3.9** There are written rules governing the appointment and termination of members of the Board (Directors), which are contained in IEF's Constitution. IEF is a voluntary organisation and no Board member will be paid for their services.
- 3.10** Members of the Board will make known to any conflict of interest or any affiliation they might have with an actual or potential supplier of goods and services, recipient of grant funds or organisation with competing or conflicting objectives. Members of the Board will absent themselves from discussion and abstain from voting or otherwise

participating in the decision on any issue in which there is a conflict of interest. Large or otherwise inappropriate gifts to members of the Board for personal use shall be forbidden.

3.11 The Board will commit IEF to open and accurate disclosure of information concerning its goals, programs, finances and governance. Due regard will be given to the human rights and personal safety of partners and aid recipients, legal requirements regarding privacy and confidentiality, proprietary information and personnel matters.

3.12 The Board will ensure that they hold an annual general meeting (AGM) of its members as defined in its governing instruments and which meets the requirements of the legislation under which IEF is incorporated. The AGM will receive the annual (audited or otherwise) financial statements and (if required) appoint an independent auditor for the subsequent year(s).

4. Communication with the Public

4.1 An Annual Report is to be produced and made available to IEF's members, supporters and members of the public upon request.

4.2 Fundraising solicitations will be truthful, will accurately describe IEF's identity, purpose, programs, and needs and will only make claims which IEF can fulfil. There will be no material omissions or exaggerations of fact, no use of misleading photographs, nor any other communication that would tend to create a false impression or misunderstanding.

4.3 In all fundraising activities initiated or authorised by it, IEF will have policies (consistent with the Privacy Act 1988) set up to protect donors' rights to:

- have their names deleted from mailing lists;
- have their names deleted from mailing lists IEF may intend to share;
- be informed whether those seeking donations are volunteers or agents of IEF;
- be informed about the causes for which funds are being raised;
- get information on the application of their donation; and
- be able to identify collectors and have documentation confirming the bona fides of IEF.

4.4 IEF will be responsible for all fundraising activities outsourced to a third party and will put all such contracts and agreements in writing.

5. Finances

5.1 IEF will have internal control procedures that minimise the risk of misuse of funds. Reporting mechanisms that facilitate accountability to members, donors and the general public will be used. IEF will have adequate procedures for the review and monitoring of income and expenditure. Loans to Board members or related parties are forbidden.

5.2 Notwithstanding any other legal requirements, IEF will publish in their Annual Report, audited financial statements. Additionally, IEF may choose to publish its full (audited or otherwise) financial statements within their Annual Report.

5.3 The summary financial reports and full financial reports will be audited by at least a qualified accountant who is a member of CPA Australia, the Institute of Chartered Accountants in Australia, the National Institute of Accountants or by a Registered

Company Auditor. The Auditor's statement of the summary reports presented must accompany the financial report in the Annual Report.

- 5.4** Where IEF chooses to publish only their summary financial reports in their Annual Report and not the organisation's full financial report, the Annual Report must make reference to the fact that the full financial report is available on request. Any other organisational publications that detail, summarise or comment on financial performance must also indicate that the full financial report is available on request.
- 5.5** Donations shall be used as promised or implied in fundraising appeals or as requested by the donor. When funding is invited from the general public for a specific purpose, IEF shall have a plan for handling any excess and shall make this known as part of the appeal. IEF shall substantiate, upon request, that their application of funds is in accordance with donor intent or request.
- 5.6** The use of ratios in publications shall at all times be accompanied by a note explaining how these have been determined.

6. Personnel and Management Practices

- 6.1** IEF will seek to achieve best practice in its personnel policies in response to initiatives in the aid sector and to changes in working and legal environments. IEF will have well defined policies and procedures relating to working in Australia or overseas (including volunteers). These policies and procedures will clearly define and protect the rights and safety of personnel assuring fair treatment in all matters. Policies and procedures relating to staff and volunteers based outside Australia will be informed by the *People in Aid: Code of Best Practice in the Management and Support of Aid Personnel*.
- 6.2** IEF's expectations of its volunteers' professional conduct shall be clearly communicated and consistent with the requirements of the Code.
- 6.3** IEF will be committed to continuous improvement in its management practice including the provision of regular opportunity to volunteers for training and professional development.
- 6.4** IEF will have policies to promote gender equality in their aid work and in relation to positions of management and governance of IEF.

7. Reference to Other Codes and Standards

- 7.1** IEF is not a signatory to the Australian Council for International Development (**ACFID**) Code of Conduct but adheres to ACFID's policies, strategies and standards of engagement for program management in the ACFID NGO Effectiveness Framework.
- 7.2** IEF is aware of terrorism related issues and uses their best endeavours to ensure that any funds do not provide direct or indirect support or resources to organisations and individuals associated with terrorism. In furtherance of this objective, IEF requires all members of IEF to satisfactorily pass an Australian Federal Police check in accordance with the process outlined in IEF's Child Protection Policy.
- 7.3** Further information about International Counter-Terrorism and listed persons and entities is available from the Department of Foreign Affairs and Trade website at: <http://www.dfat.gov.au/globalissues/terrorism.html> and the Attorney General's Department website located at: http://www.nationalsecurity.gov.au/agd/www/nationalsecurity.nsf/Page/What_Governments_are_doing. All IEF members must read and be familiar with these website and the resources they refer to.

8. Complaints Handling and Compliance Monitoring Process

- 8.1 No legal representation or hearings**

No person has a right to:

- a) legal representation;
- b) a hearing; or
- c) to make oral submissions;

under the complaint handling process set out in this clause.

8.2 Complaint received

A complaint may be made by any person and must:

- a) be in writing, and should be addressed to the Board; and
- b) include the name and contact details of the person making the complaint (**the Complainant**).

8.3 Complaint to be acknowledged

Receipt of the complaint will be confirmed in writing to the Complainant.

8.4 Director review of complaint

The Director will review the complaint and decide whether:

- a) to recommend to the Board that the complaint be dismissed;
- b) to recommend to the Board that the complaint be referred to a more appropriate body; or
- c) to appoint an independent Investigating Officer under clause 8.5 to investigate the complaint further.

If the Board accepts a recommendation made under paragraph a) or b) of this clause, then the complaint is dismissed or must be referred to a more appropriate body, respectively.

8.5 Investigating Officer review of complaint

- a) If a complaint is to be investigated following the DIRECTOR's review under clause 8.4, the DIRECTOR must appoint an independent person or a team, including at least one member of the Board and any number of other people (as the DIRECTOR considers appropriate) with expertise related to the nature of the complaint (**the Investigating Officer**) to investigate the matters raised in the complaint. A person may not be appointed as the Investigating Officer (and a person may not be appointed to the team which is the Investigating Officer) if they have, or the DIRECTOR reasonably considers them to have, a material or personal interest in the outcome of the complaint.
- b) The Investigating Officer must give the person who is the subject of the complaint (the subject) and invite the subject to respond to the complaint in writing no later than 21 days after the date of the notice.
- c) The Investigating Officer must inform the complainant in writing of the decision to investigate the complaint further and any expected timeframes for dealing with the complaint. The complainant will be notified in writing of any substantial changes to expected timeframes.
- d) The Investigating Officer must consider the complaint and any response submitted by the subject of the complaint if that response is submitted within the time period set out in paragraph 8.5(b). The Investigating Officer may (but

is not required to) seek further information or invite further written submissions from the Complainant, subject or any other person, with such time limits to respond as the Investigating Officer considers reasonable in the circumstances. The Investigating Officer must consider any further submissions made in accordance with this paragraph, if they are submitted within the relevant time limit set by the Investigating Officer.

- e) In its investigations, the Investigating Officer is not limited to the breaches of the Code and may investigate any other breaches arising from substantially the same circumstances as those set out in the complaint. The Investigating Officer is not bound by the laws of evidence.
- f) The Investigating Officer must prepare a draft report regarding the complaint and make a recommendation on whether, in the opinion of the Investigating Officer:
 - i. the complaint should be dismissed;
 - ii. the Complainant should be referred to a more appropriate body; or
 - iii. the subject of the complaint has breached the Code.
- g) If the Investigating Officer considers that the subject of the complaint has breached the Code, the Investigating Officer must make a recommendation as to the action that should be taken by the Board. A copy of the draft report (with recommendations) must be given to the subject, who may, within 7 days after the date on which the draft report is sent, submit written submissions in response to the draft report.
- h) The Investigating Officer must consider any submissions in response to the draft report made by the subject and may, but is not required to, make changes to the draft report when it prepares a final report (with recommendations) to the Board.
- i) The final report of the Investigating Officer and the submissions in response to the draft report must be submitted to the Board for a final determination.

8.6 Determination by the IEF Board

The IEF Board must consider the complaint, the final report of the Investigating Officer, any submissions made in response to the draft report, and may consider any other information it considers relevant. The Board must make a determination (by simple majority of those present and eligible to vote) as to whether:

- a) the subject:
 - i. has not breached the Code, in which case the complaint must be dismissed; or
 - ii. has breached the Code.

The Board is not bound to follow the recommendations made by the Investigating Officer or the laws of evidence.

- b) a member of the Board who:
 - i. is the Investigating Officer (or any member of the Investigating Officer, if a team has been appointed);
 - ii. is an employee or director (or equivalent) of either the Complainant or the subject; or

- iii. for some other reason has a material or personal interest in the outcome of the complaint,

must not be present at discussion regarding the complaint or at any vote in relation to the complaint.

8.7 Members of IEF must cooperate

If the Investigating Officer or the Board requests information from any member of IEF in relation to an investigation, the member must not, without reasonable excuse, fail to comply with the request. Without limiting what may be considered a reasonable excuse, the member is not required to comply with the request to the extent that:

- a) to do so would involve the member breaching a law or an obligation under a contract to which it is a party; or
- b) the request involves the disclosure of information which is subject to legal professional privilege or an obligation to keep the information confidential.

For the avoidance of doubt, a breach of the obligation under this clause is a breach of the Code.

8.8 If a breach is found

If the Board determines that the subject has breached the Code, it may attempt to negotiate (including through conciliation or mediation) a course of action with the subject. If the Board and subject are not able to reach an agreement within such time as the Board (in its absolute discretion) considers appropriate in the circumstances, the Board may take further action in accordance with clause 8.9

8.9 Further action

- a) The Board may take any of the following actions (including any combination of them) as it considers appropriate:
 - i. require the subject to provide information concerning the breach to IEF's members;
 - ii. publish the name of the subject and the nature of the breach on the IEF website.
- b) No action may be taken until the expiry of the period within which an appeal may be requested in accordance with clause 8.13a) or, if an appeal (as defined in clause 8.11) has been made, until the appeal has been determined by the Appeals Officer.

The subject must comply with any action the Board determines in response to the breach. If the subject fails to do so, the Board may take any further action in accordance with this clause 8.9 as it considers appropriate.

8.10 Notification of outcome

The Board must notify the Complainant and the subject in writing:

- a) of its determination under clause 8.6a);
- b) of any action it has determined to take in accordance with clause 8.8 or clause 8.9(a); and
- b) that the decision may be appealed in accordance with this clause 8.

A copy of the notices must be filed by the Board.

8.11 Appeal

An appeal from a determination of the Board may be made under clauses 8.6 to 8.9 (inclusive) (**Appeal**) and may be made to the Appeals Officer in accordance with clause 8.13.

8.12 Appeals Officer

The Board must appoint an Appeals Officer, for a term of three years and/or on such other terms and conditions as the Board resolves. The Appeals Officer is to be selected from nominations made by the Board.

The Appeals Officer's name and contact details are to be always kept current and up to date on the IEF website.

8.13 Review process

- a) An Appeal must be:
 - i. made in writing;
 - ii. sent to the Appeals Officer;
 - iii. received within 30 days after the date of the notice referred to in clause 8.10; and
 - iv. specify the grounds upon which the Appeal is made.
- b) An Appeal may be made on any grounds and may relate to the whole or a part only of a determination.
- c) The Appeals Officer must:
 - i. consider the Appeal;
 - ii. give:
 - A. the Complainant, if the subject of the complaint has made the Appeal; or
 - B. the subject of the complaint, if the Complainant has made the Appeal,

a copy of the Appeal and the opportunity to make written submissions in response to the Appeal within 21 days after the date of the notice;
 - iii. consider any submissions made in accordance with clause 8.13c)ii.
- d) The Appeals Officer must notify the Board and the Investigating Officer of the Appeal. The Board must give the Appeals Officer copies of:
 - i. the complaint and all submissions received by the Investigating Officer in relation to the complaint;
 - ii. the Investigating Officer's draft report and a copy of any submission made by the subject in relation to it;
 - iii. the Investigating Officer's final report; and
 - iv. the Board's notices to the Complainant and the subject under clause 8.10.

- e) The Appeals Officer may:
 - i. uphold the determinations of the Board in whole or in part;
 - ii. overturn the determinations of the Board in whole or in part;
 - iii. make a new determination in relation to the complaint; and
 - iv. if the Appeals Officer determines that there has been a breach of the Code, exercise the powers of the Board set out in clauses 8.8 and 8.9.
- f) The Appeals Officer must notify the subject, the Complainant and the Board in writing of the determination made under clause 8.13e).

8.14 No further appeal

A determination of the Appeals Officer may not be appealed.

8.15 Resignation of the subject of the complaint

If the subject ceases to be a member of IEF at any time before any action that must be taken under this clause 8 is taken, the Board may resolve that any current procedures under this clause in relation to the complaint are to cease. If it does so, any action which may have been required to be taken under this clause if the subject had continued to be a member of IEF, is no longer required to be taken.

However, the resignation of the subject does not prevent:

- a) the investigation of a complaint concerning the subject;
- b) a determination being made in relation to the complaint; or
- c) the taking of any action under clause 8.9, which is capable of being taken despite the subject ceasing to be a member of IEF,

in accordance with this clause 8.

8.16 The Board may publicise

The Board may, but is not required to, publicise at any time and by any method it considers appropriate:

- a) the fact that a complaint has been made, including the names of the Complainant and the subject;
- b) the fact that a complaint will be, is being or has been investigated; and
- c) the outcome of an investigation and any action taken.

9. Amending the IEF Code of Conduct and the Guidance Document

- 9.1** The IEF Code of Conduct may only be amended by the Board. The consent of non-members of IEF to the Code is not required for its amendment.

10. Definitions

10.1 IEF Code of Conduct

The standards and requirements set out in this Code to which members of IEF are bound and against which complaints and compliance is assessed.

10.2 Member of IEF

A member of IEF is defined as a person who is a IEF director, shareholder, staff, volunteer, supporter, partner or associated organisation or anyone else who is involved with IEF in any way.

10.3 Board

A group of independent persons who are directors of Indigenous Education Foundation Ltd. (ACN 168130096). They have complete transparency of all finance and budget transactions and will report on to IEF supporters in the IEF Annual Report. The Board members will meet at least twice each financial year and provide advice and guidance to the members of IEF on their performance and overall efficiency and effectiveness where necessary. Members of the IEF Board include the DIRECTOR.

10.4 Annual Report

The annual report is one of the principal windows of organisational performance, activity and accountability. It should be both reflective of the pursuits, issues and achievements for the period being reported and be predictive on future directions and activity. It shall contain, as a minimum:

- a statement of the organisation's goals or purposes;
- a summary of overall program activities by country or region;
- the names, qualifications and experience of current members of the Board as well as those who served at any time during the period being reported on;
- financial statements using a summary financial report format; and
- an audit opinion on the financial statements, clearly identifying the auditor (name, company, address and signature).

10.5 Summary Financial Report

Summary financial report derived from the full financial report.

10.6 Full Financial Report

IEF's full financial report (inclusive of statements, notes and auditor's report) as approved by the organisation's Board and presented to IEF's members.

10.7 The Governing Body

The Board is the authority ultimately responsible for governance over all aspects of IEF and the authority responsible for IEF's compliance with the Code. The Board must be elected or appointed by members from within the membership or support base of IEF.

AUTHORISATION:

Andrew Lunardi

IEF Secretary

VERSION	LAST REVISED	APPROVED BY	NEXT REVISION
1.0	3-March-2017	IEF Board	Mar-2018