



# GLOBAL SCHOOL PARTNERS

## Governance Policy



P.O. Box 9421, Deakin, ACT 2600, Australia



1300 598 884



[www.globalschoolpartners.org.au](http://www.globalschoolpartners.org.au)

# GOVERNANCE POLICY - 2020



Global School Partners facilitates partnerships between schools in Australia and schools in developing nations to enable students from across the globe to connect, share and learn with one another. In addition, we encourage Australians to support our work through sponsorship of students and funding of school projects and programs.

Our aim is to work collaboratively with community groups (schools) and individuals, to achieve mutually agreed goals that build capacity to both alleviate poverty through education and better health and raise awareness of how education can overcome poverty.

We inform students and school communities in Australia about the culture and circumstances experienced by students in their partner school in the developing country. We empower Australian students to make a positive, direct and tangible difference in the lives of students at their partner school.

This Governance Policy relates to Global School Partners Limited ABN 84 142 551 648. Corporate Governance is the system by which an organisation is supervised to ensure that management is fulfilling the organisation's mission and complying with legal and ethical requirements.

This Governance Policy and the Global School Partners Constitution are available on Global School Partners website.

## Registration, compliance & records

Global School Partners:

- is registered with the Australian Charities and Not-for-Profit Commission (ACNC) and as a company limited guarantee in accordance with the Australian Corporations Act.
- reports in accordance with the requirements of legislation relating to ACNC registration and the Australian Corporations Act.
- conducts its operations in accordance with its Constitution, the Australian Corporations Act and other applicable Australian legislation.
- is committed to the ACFID Code of Conduct (the Code).
- will report annually in accordance with the ACFID Charter.

## Governance standards

The governing rules for Global School Partners are provided by the Australian Corporations Act and the Global School Partners' Constitution. This governance document provides further details on rules and procedures. Where there is any inconsistency between this document and the Constitution, the latter prevails.

The Constitution covers:

1. Preliminary
2. Interpretation
3. Replaceable rules
4. Objects
5. Income and property of Company
6. Membership
7. Powers of attorney
8. Representatives of bodies corporate
9. General meetings
10. Proceedings at general meetings
11. Admission to general meetings
12. Auditor's right to be heard
13. Votes of Members
14. Appointment and removal of Directors
15. Powers and duties of the Board

## GOVERNANCE POLICY - 2020



16. Proceedings of the Board
17. Payments to Directors
18. Directors' interests
19. Remaining Directors
20. Chairperson
21. Committees
22. Delegation
23. Written resolutions
24. Validity of acts of Directors
25. Minutes and Registers
26. Local management
27. Appointment of attorneys and agents
28. Chief Executive Officer
29. Company Secretary
30. Seals
31. Inspection of records
32. Notices
33. Audit and financial records
34. Winding up
35. Indemnity
36. Insurance

A general meeting of members is held once each year in accordance with the Corporations Act and Global School Partners' constitution.

A Board of directors is responsible for the overall governance of the organisation including setting the strategy of the organisation. The Chair of the Board convenes meetings of the Board.

At the close of each annual general meeting one third of the Directors (other than the CEO) or, if their number is not a multiple of three, then the number nearest to but not more than one third of the Directors, must retire. The Directors to retire by rotation at an annual general meeting are those Directors who have been longest in office since their last election.

Payments to Directors is set out in Global School Partners' constitution. In summary, no payment will be made to any Director of the Company other than payment for out of pocket expenses incurred by the Director in the performance of any duty as Director of the Company where the amount payable does not exceed an amount previously approved by the Board of the Company, for any service rendered to the Company by the Director in a professional or technical capacity, other than in the capacity as Director, where the provision of the service has the prior approval of the Board of the Company and where the amount payable is approved by the Board of the Company and is not more than an amount which commercially would be reasonable payment for the service and of any salary or wage due to the Director as an employee of the Company where the terms of employment have been approved by the Board of the Company; and relating to an indemnity in favour of the Director and permitted by section 199A of the Corporations Act or a contract of insurance permitted by section 199B.

The CEO reports to the Board and is responsible for leading the execution of the strategy of the organisation. The CEO is also a director in accordance with section 28 of the Constitution.

The CEO reports the Board on all financial affairs of the organisation including significant expenditures.

The Board determines the compensation (remuneration package) of the Chief Executive who does not take part in the review of his/her own remuneration. The Chief Executive determines the compensation for any executives and other staff.

The Board meets in accordance with Global School Partners' Constitution. Minutes of each meeting are taken by the Secretary and confirmed at the subsequent Board meeting.

## GOVERNANCE POLICY - 2020



Under Section 22 of the Constitution, the Board may delegate any of their powers to a Committee consisting of such members of the Board and other people the Board thinks fit. All Board Committees must conform to any regulations imposed by the Board. The Board has yet to form any committee.

A copy of the Constitution is available from the Company Secretary.

### Conflict of interest

An issue or a transaction involving Board members and member-related entities may occur in the ordinary course of Global School Partners' business. A standing agenda item at all Board meetings is the declaration of conflicts of interest. As required by the Corporations Act, a Director must give the Board notice of any material personal interest (as defined in the Corporations Act) in a matter that relates to the affairs of the Company. Where any member has a material personal interest in a transaction or issue to be considered at a Board meeting, such interest will be recorded by the Secretary and that member will not be present while the transaction or issue is being considered and will not vote upon the transaction or issue.

Global School Partners is committed to an open and fair procurement of goods and services as set out in the Procurement Policy.

### Transparency

Global School Partners is committed to being transparent and accountable at all times. Subject to obligations of confidentiality and privacy Global School Partners does this by:

- disclosing timely, relevant and accurate information in an accessible format.
- reporting through its annual report and website publicly appropriate information about donations, partnerships, programs and projects, GSP's legal status, purpose and governance structure, any media releases, grants and awards.
- responding to requests for information with honesty and integrity.
- fully and accurately disclose administration costs and costs of any public fundraising.

### Development versus non-development activity

Funds raised by Global School Partners for development activity will only be used for development activity.

All directors, staff, and nominated representatives of partner schools and service providers must complete the following documentation annually:

1. Sign the 'Global School Partners Separation of development activities from non-development activities'. (Appendix A)

### Complaints handling policy

Complaints, including whistle-blowing reports, regarding Global School Partners operations will be managed in accordance with 'Global School Partners Complaints Handling Policy'. (Appendix B)

### Donations

GSP may not accept donations or other gifts that:

- Would be contrary to law.
- Would be detrimental to the achievement of the purposes of the organisation, as set out in its constitution. This anticipated detriment must be set against the benefit of having the funds from the donor, which would enable the organisation to pursue its purposes.



## GOVERNANCE POLICY - 2020

- Would be related to any activity or statement that may be contrary to Global School Partners commitment to portraying affected people in a way that respects their equal opportunity, dignity, values, history, religion, language and culture.

### Annual Report

Global School Partners will publish an annual report including financial statements in accordance with the requirements of the Corporations Act and the ACFID Code.

# GOVERNANCE POLICY - 2020



## APPENDIX A

### GLOBAL SCHOOL PARTNERS SEPARATION OF DEVELOPMENT ACTIVITIES FROM NON-DEVELOPMENT ACTIVITIES

Global School Partners facilitates partnerships between schools in Australia and schools in developing nations to enable students from across the globe to connect, share and learn with one another. In addition, we encourage Australians to support our work through sponsorship of students and funding of school projects and programs.

Our aim is to work collaboratively with community groups (schools) and individuals, to achieve mutually agreed goals that build capacity to both alleviate poverty through education and better health and raise awareness of how education can overcome poverty.

We inform students and school communities in Australia about the culture and circumstances experienced by students in their partner school in the developing country. We empower Australian students to make a positive, direct and tangible difference in the lives of students at their partner school.

Global School Partners is committed to ensuring that we accurately represent our activities to the people we work with, our donors, and the public.

The purpose of this policy is to guide Global School Partners, our volunteers and employees and our partners to make a clear separation between development and non-development objectives and activities. This policy addresses our ACFID compliance obligations when communicating with or soliciting donations from private donors and the public, including fundraising for restricted and unrestricted purposes from aid agencies, sponsors and supporters, and fundraising from the general public.

Global School Partners is a development organisation that promotes education and health by working with communities around the world. It is a secular organisation and does not engage in or support any evangelical activities and is not linked to any political party.

#### **Global School Partners' definition of development activities:**

Global School Partners is committed to ensuring that funds and other resources designated for the purpose of aid and development are used only for those purposes. The concept of development activities can be distinguished by the following principles:

- Empowerment approaches which encourage people and communities to create solutions for themselves.  
For example, Global School Partners' activities are decided and recommended by local in-country partners.
- Strengthen local implementing partner organisations in developing countries so as to enable them to deliver effective programs.  
For example, Global School Partners does not undertake activities by Australian team members that can be carried out by local people in the community.
- Supporting systems and structures which enable people to move out of poverty through processes that seek to address the causes of poverty.  
For example, Global School Partners believes that a lack of education can contribute to a future of poverty for individuals and communities.
- Processes that seek to empower rights holders to claim their rights and ensure that duty bearers exercise their duties.  
For example, Global School Partners has a rigorous three tiered audit process for all activities.
- Providing good value for money, sustainable activities (financially and environmentally) with long-term effectiveness.

## GOVERNANCE POLICY - 2020



- The projects undertaken will be proactively assessed for risk, environmental soundness and a 'do no harm' approach will be adopted, in particular in relation to gender equality and disability inclusion.
- Benefits for groups and individuals are selected based on need not religious, sectarian or political grounds.
- Implementation by local people acceptable to the national or local authorities of the country in which the activities are planned and be consistent with the country's development policies.
- Provide channels for Australians to contribute directly and meaningfully in international development efforts through voluntary activities and financial support.

### Global School Partners' definition of non-development activities:

Global School Partners is a secular organisation and does not provide support for evangelical activities and partisan political activities. Evangelical activities are those activities that promote a particular religious adherence or are undertaken with the intention of converting individuals or groups from one faith and/or denominational affiliation to another.

Partisan political activities are those that are associated with facilitating or supporting specific political party, candidate to gain power or to support organisation affiliated with a political party.

Global School Partners defines non-development activities as those that are delivered with the express purpose of gaining:

- Political advantage, objectives or having any direct use of resources or funds to support any political movement, local, regional or national;
- Religious witnesses or promoting a particular religion, including intentions of converting individuals or groups and building religious structures;
- Welfare activities which include on-going care and maintenance of individuals and family units for a prolonged period of time, such as long-term sponsorship of students.

### Global School Partners' guiding principles:

Global School Partners undertakes to ensure accurate representation of our activities to the people we work with, donors and the public - to ensure that funds raised for aid and development purposes are not used to exploit people and communities who are vulnerable and do not place any conditions or obligations on recipients in terms of non-development, religious or political outcomes that would affect their access to services being offered.

### Global School Partners' control procedures:

Global School Partners will appraise all project proposals to determine whether they include non-aid and development components.

The Board will record any issues, which must then be followed up to ensure that the policy requirements are satisfied before the project is approved.

The Board will record any aspects of the project that should be closely monitored over the life of the project to ensure compliance with this policy.

Global School Partners will assess the capacity of partner organisations and identify whether the partner is engaged in non-development activities, and if so, how it is able to manage and account for them separately to development activity.

If any components of projects represent non-development activity these will be managed, reported and accounted for separately to development components.

## GOVERNANCE POLICY - 2020



In-country project monitoring includes monitoring of the separation of non-development activities from development activities as part of Global School Partners project monitoring, learning and evaluation processes.

Guidelines are in place that address appropriate reporting in Global School Partners' promotional materials.

All articles written by overseas project partners or photos supplied by partners for reporting materials are reviewed for differentiation between development and non-development activities.

Communications materials are reviewed prior to publication to ensure separation of reporting and fundraising for development and non-development activities.

Fundraising materials will be reviewed prior to publication to ensure that solicitations make a clear distinction between development and non-development activities.

Where fundraising solicitations include references to both development and non-development activities, they will be reviewed to ensure that donors are provided with the choice of contributing to development activity only.

Funds raised for non-development activity will be tracked, managed, reported and accounted for separately to those raised for development components.

Communication with new partners will state Global School Partner's position on support for non-development activity.

Global School Partners' partners will receive a copy of this policy.

The partner Memorandum of Understanding (MoU) includes clear definitions of development activity and non-development activity.

The MoU requires the partner to agree that Global School Partners' funds designated for development purposes will not be used to fund any non-development activity.

Global School Partners will on an ongoing basis reinforce the definitions of development and non-development activity and the need for a separation between development and non-development activity with partner organisations.



# GOVERNANCE POLICY - 2020



## Global School Partners Acknowledgement of the difference between development activities and non-development activities

I, \_\_\_\_\_ (full name)

am partnering with, engaged by or volunteering with Global School Partners Ltd acknowledge that I recognise the difference between development and non-development activities as defined and agree that I will abide by Global School Partners' control procedures as outlined above:

\_\_\_\_\_  
Name and Position

\_\_\_\_\_  
Organisation

\_\_\_\_\_  
Signed

\_\_\_\_\_  
Date

# GOVERNANCE POLICY - 2020



## APPENDIX B

### GLOBAL SCHOOL PARTNERS COMPLAINTS HANDLING POLICY

Global School Partners values and encourages all forms of feedback and complaints, including whistle-blowing reports. We are committed to making communication with us as easy as possible: via written correspondence, email, telephone, verbally, anonymously or via a third party. To enable us to efficiently respond to your complaint we ask for as much information as possible about your concerns. If you are comfortable doing so, providing us with your name, address and details that we can contact you on, this will help us respond to your feedback or complaint. Where you wish to remain anonymous please just provide us the details outlining your concerns, so we can thoroughly investigate the situation and make any necessary improvements.

Your privacy is important to us.

We place great emphasis on secure IT systems to protect the information you provide to us and want to ensure that we're as transparent as possible in informing all our supporters how we capture data, store it and most importantly use it. Please refer to our Privacy policy for more details.

Receiving feedback from and responding to complaints from stakeholders is an important part of ensuring and improving Global School Partners' accountability. Global School Partners believes that any stakeholder has the right to raise a complaint, have that complaint addressed and receive a response for mistakes, wrongful actions or breaches of the codes to which Global School Partners subscribes. We understand that some complaints need to be kept confidential in order to safeguard those making or involved in the complaint. However, in some instances we might judge that the complainant will be better served if others are involved in the resolution of a complaint. Third parties will only be included in the resolution of confidential complaints on a case-by-case basis and with the agreement of the complainant.

The Complaints Handling Policy applies to Global School Partners' operations globally. Feedback or a complaint can be made by any supporter, partner organisation, community or individual with whom we work or any member of the public whether an individual, civil society organisation, government, company or other entity. We believe that all our stakeholders can help hold us to account and that their feedback and voice will improve the quality of our work. Global School Partners strives to excel in all that it does but recognises that this may not always be the case. When we make a mistake, we want and need to be informed. We will use the information to endeavour to put things right and to help us to become more effective. Global School Partners puts in place formal mechanisms to gather, monitor and act on feedback from beneficiaries and other key stakeholders. These mechanisms give beneficiaries and local communities a safe and non-threatening way to raise grievances and allegations of harm and have them responded to. An individual or group who expresses a grievance against Global School Partners will have his, her or their complaint investigated and acted on. These mechanisms include direct communication relating to GSP activities by school directors, GSP Program Officer and GSP CEO in forums such as each school's:

- parent and community committee meetings
- teacher meetings
- student leadership meetings
- informal gatherings

Noting that our schools exist to service their communities, and rely on this goodwill to continue operating, therefore it is in their interests to ensure that their students, teachers and community are satisfied with their offer and activities, including those provided by Global School Partners.

Global School Partners is committed to ensuring the accessibility and transparency of its Complaints Handling Policy, procedures and systems for making a complaint, across the breadth of our work. Everyone who makes a complaint to Global School Partners will be treated with courtesy and respect.



In return, Global School Partners expects people who make a complaint to communicate their concerns fairly and appropriately. Where complainants harass staff or behave abusively, Global School Partners reserves the right to cancel the complaint.

## WHAT IS A COMPLAINT?

We define a complaint as an expression of dissatisfaction about the standards of service, actions or lack of action by Global School Partners or its staff, partners or anybody directly involved in the delivery of our work. It is a criticism that expects a reply and would like things to be changed.

Complaints could include, but are not limited to, the following:

- Concern about a donation you have made.
- Concern from someone we work with about the quality of program delivery.
- Concern from a member of the public or supporter about a particular fundraising approach or campaign.
- Concern about the behaviour of staff, volunteers or contractors.
- A complaint has to be about an action for which Global School Partners is responsible or is within our sphere of influence.

A complaint is not:

- A general query about Global School Partners' work.
- A request for information.
- A contractual dispute.
- A request to amend records e.g. to correct an address, cancel a donation.
- A request to unsubscribe from a Global School Partners 'service' e.g. a campaign newsletter or email.

This process does not replace Global School Partners own internal grievance and complaints processes and is separate from the complaints process made available to Global School Partners staff.

## THE PROCESS

Global School Partners staff, volunteers, Board members and partners are trained to recognise and report all complaints.

A complaint, if communicated verbally or via a third party, will be submitted in writing by our staff, volunteers, Board members and partners to the CEO to be dealt with as per this policy. If the complaint is made in writing this will be forwarded to the CEO to be dealt with as per this policy.

Global School Partners staff, volunteers, Board members and partners (both in Australia and overseas) are aware that many of the people we work with are vulnerable and disadvantaged, therefore our staff and partner schools, particularly those involved in our activities overseas, are attuned to the specific needs of these people and with empathy, acknowledgement and cultural sensitivity will address each situation.

Specifically, our Program Officers, overseas School Directors and key school staff attend workshops when the CEO is in-country, with the aim of ensuring appropriate responses to any complaints. In addition, the multi-contact points for stakeholders that is in-built in our program ensures all stakeholders can air their issues.



The parties involved in the multi-contact chain are:

- School Directors
- School based mentors
- GSP Program Officer
- GSP-KC Executive
- GSP CEO

## HOW TO MAKE A COMPLAINT

### In Australia:

**Phone:** 1300 598 884 or 0407 104 159

**Email:** [simon@globalschoolpartners.org.au](mailto:simon@globalschoolpartners.org.au) or [admin@globalschoolpartners.org.au](mailto:admin@globalschoolpartners.org.au)

### In Kenya:

**Phone GSP Program Officer:** 0705 834 784

**Email GSP Program Officer:** [lonahmaiko@yahoo.com](mailto:lonahmaiko@yahoo.com)

Or

**Phone GSP-KC Chairman:** 0724 032 640

**Email GSP-KC Chairman:** [semmongare14@gmail.com](mailto:semmongare14@gmail.com)

## HOW LONG WILL THE COMPLAINT PROCESS TAKE?

Global School Partners will endeavour to assess and respond to complaints in writing as quickly as possible (usually within two weeks). In the event that a complaint cannot be resolved within this timeframe the complainant will be informed about the progress made to date and when they can expect to receive a response. Complaints should be made within three months of the relevant incident. In exceptional circumstances, Global School Partners will seek to respond to a complaint that is older, although the passage of time may make it harder to resolve the complaint satisfactorily.

## YOUR RIGHT TO APPEAL

If you have made a well-founded complaint and are unsatisfied with Global School Partners' response, then you have the right to appeal. If you judge your issue to be unsatisfactorily resolved, you may appeal to the Global School Partners Board Complaints Committee.

Contact with the Global School Partners Board Complaints Committee is via email:

[complaints@globalschoolpartners.org.au](mailto:complaints@globalschoolpartners.org.au)

After an internal appeal, there is no further internal process, therefore you may escalate your complaint to the regulatory authority in your jurisdiction.



## **IF YOUR FEEDBACK IS ABOUT GLOBAL SCHOOL PARTNERS' COMPLIANCE WITH THE ACFID CODE OF CONDUCT:**

Global School Partners is an ACFID member and a signatory to its Code of Conduct. A complaint can be made against any ACFID member when it is believed that they have breached the Code. There are no restrictions on who can initiate a complaint, although generally complaints must first be raised with Global School Partners prior to coming to the Code of Conduct Committee. If you are dissatisfied with the outcome of your complaint made to Global School Partners, and it relates to a breach in the ACFID Code of Conduct, please feel welcome to make a complaint to ACFID's Code of Conduct Committee. Details on how to make a complaint can be found here <https://acfid.asn.au/content/complaints>

## **HOW DO WE LEARN FROM COMPLAINTS?**

We will log and monitor all complaints and results of such complaints and this information will be brought to the attention of the Global School Partners Board. This information will not necessarily be available to the public. The Board considers lessons learned and if appropriate, amend Global School Partners policies accordingly.



[www.globalschoolpartners.org.au](http://www.globalschoolpartners.org.au)