
Edge Worldwide Limited

External Conduct Policy

1. Introduction to Edge Worldwide Limited

1.1 Background

Edge Worldwide Limited (**Company**) is a company limited by guarantee established by individual members to provide benevolent relief to disadvantaged children outside of Australia, including in Cambodia and other developing nations, through providing access to education.

1.2 How does the Company propose to achieve its purposes?

The Company will pursue its purpose in a number of ways, including by:

- 1.2.1 promoting supportive interaction between Australian based 'at risk' youth and 'at risk' youth in developing countries;
- 1.2.2 building, developing and operating schools and other educational institutions in developing nations primarily for those children who are unable to access quality education;
- 1.2.3 raising funds to advance education of disadvantaged children in targeted developing nations; and
- 1.2.4 doing all other things necessary or ancillary to those objects in order to achieve those primary charitable objects.

2. Background and Purpose of this External Conduct Policy

- 2.1 This External Conduct Policy (**Policy**) has been adopted by the Company's board of directors (**Board**) to comply with the Company's obligations as a charitable organisation registered with the Australian Charities and Not-for-profits Commission. The purpose of this Policy is to comply with Division 50 of the *Australian Charities and Not-for-profits Commission Act 2012* (Cth) and Division 50 of the *Australian Charities and Not-for-profits Commission Regulation 2013* (Cth).
- 2.2 This Policy outlines the Company's process for managing its organisational conduct when operating, or engaging with other organisations, outside Australia to achieve its purposes.
- 2.3 This Policy should be read in conjunction with the Company's constitution.
- 2.4 Where the Company is not operating outside of Australia in achieving its purposes, the general organisational conduct will be governed by the principles of good corporate governance.
- 2.5 This Policy defines the Board's intentions for operating outside of Australia. It has been adopted by a resolution of the Board as a policy of the Company.
- 2.6 The Board reserves the general right to modify this Policy at any time if it considers it is necessary to do so to best achieve the Company's purposes.

3. Scope of this External Conduct Policy

This Policy applies to:

- 3.1 the Company's directors, members and employees; and
- 3.2 all subcontractors, agents and authorised persons acting on behalf of the Company, (together, the **Company's Associates**).

4. External Conduct Policy Statement

- 4.1 The Company's purposes are reflected in standards of conduct expected of all of the Company's Associates and other members of the Company's community.
- 4.2 The standards of conduct expected in the Company's operations are detailed in a range of instruments, including:
 - 4.2.1 the Company's constitution;
 - 4.2.2 the Company's Conflict of Interests Policy; and
 - 4.2.3 other policies adopted by the Board from time to time.
- 4.3 The Company aims to develop further policies for the purpose of setting conduct standards in respect of the Company's operations, including on the advice of professional advisors. For example, the Company intends to adopt a Child Protection Policy based on the *DFAT Child Protection Policy* and the Victorian Child Safety Standards.
- 4.4 To minimise the risk that its activities could cause harm to children. Before it adopts the Child Protection Policy, the Company will act in accordance with the *DFAT Child Protection Policy* of the Commonwealth Department of Affairs and Trade issued in January 2018, to the extent that it can be applied to the Company's operations.
- 4.5 The Company aims to address its obligations to ensure appropriate standards of conduct, governance and oversight when undertaking activities or providing funding overseas via a process that:
 - 4.5.1 encourages transparency and consistency;
 - 4.5.2 promotes confidence in its operations; and
 - 4.5.3 is managed by appropriate record keeping and reviews.
- 4.6 At all times during the conduct of its operations, the Company will retain appropriate professional advisors including in relation to proper governance and probity.
- 4.7 The Company intends to continuously review and develop this Policy in light of its operations and activities, including on the basis of advice from its professional advisors.

5. External Conduct Procedures

5.1 External Conduct Procedure 1: Activities and Control of Resources

- 5.1.1 When the Company is engaging in operations outside of Australia, the Company will:
- (a) take reasonable steps to ensure that we give the public confidence that the Company's activities are managed in a way that ensures:
 - (i) the Company remains solvent;
 - (ii) any risks to the Company's assets are minimised;
 - (iii) the Company's activities and the Company's resources further the Company purposes; and
 - (iv) the Company's operations are consistent with the Company's purposes and character as a not-for-profit organisation;
 - (b) take reasonable steps to ensure all activities outside Australia are consistent with the Company's purposes and character as a not-for-profit organisation;
 - (c) maintain internal control procedures to ensure that funds, equipment, supplies and other resources that are used outside Australia are used in a way that is consistent with the Company's purposes and character as a not-for-profit organisation;
 - (d) take reasonable steps to ensure that funds, equipment, supplies and other resources provided to third parties outside Australia (or within Australia for use outside Australia) are applied:
 - (i) in accordance with the Company's purposes and character as a not-for-profit organisation;
 - (ii) with reasonable controls and risk management processes in place;
 - (iii) in compliance with Australian laws in the following areas while operating overseas:
 - money laundering;
 - financing of terrorism;
 - sexual offences against children;
 - slavery and slavery-like conditions;
 - trafficking in individuals and debt bondage;
 - people smuggling;
 - international sanctions;
 - taxation; and
 - antibribery;
 - (e) advance the safeguarding of children;

- (f) articulate clear strategic goals for the Company's activities;
- (g) analyse and understand the contexts in which we work;
- (h) invest in quality assessment of the Company's work;
- (i) demonstrate respect and understand those with whom we collaborate;
- (j) have a shared understanding of respective contributions, expectations, responsibilities and accountabilities of all parties with whom we collaborate;
- (k) ensure that we meet the Company's legal and compliance obligations;
- (l) ensure that we have responsible and independent governance mechanisms; and
- (m) ensure that funds and resources entrusted to us are properly controlled and managed.

5.1.2 In order to achieve the above, the Company will not enter into any binding arrangements to provide funds, equipment, supplies and other resources to any organisation outside of Australia until:

- (a) it is satisfied, based on the Company's due diligence investigation that, the organisation:
 - (i) has legal standing in the country in which it operates, is subject to local laws and can be bound by contract;
 - (ii) is not directly or indirectly engaged in, preparing, planning, assisting in or fostering the doing of a terrorist act;
 - (iii) is not listed on the 'List of Terrorist Organisations' made under the *Criminal Code Act 1995* (Cth) and related regulations, posted at: <https://www.nationalsecurity.gov.au/what-australia-is-doing/terrorist-organisations/listed-terrorist-organisations>;
 - (iv) is not listed on the 'Sanctions List' made under the *Charter of United Nations Act 1945* (Cth) and the *Autonomous Sanctions Act 2011* (Cth), and related legislation, posted at <http://dfat.gov.au/international-relations/security/sanctions/pages/consolidated-list.aspx>;
 - (v) is not listed on the World Bank's 'Listing of Ineligible Firms and Individuals', posted at <http://web.worldbank.org/external/default/main?theSitePK=84266&contentMDK=64069844&menuPK=116730&pagePK=64148989&piPK=64148984>;
 - (vi) is not acting on behalf of, or at the direction of, individuals, persons, entities or organisations listed on the Lists referred to in subparagraphs (iii) to (v);
 - (vii) is not owned or controlled by individuals, persons, entities or organisations mentioned in subparagraphs (ii) to (v); and
 - (viii) does not provide direct or indirect support, resources or assets to individuals, persons, entities or organisations associated with terrorism or mentioned in subparagraphs (ii) to (v);

- (b) it is satisfied that the terms of the agreement, to the extent that it concerns the provision of funds, equipment, supplies and other resources, include the obligations of the organisation with respect to the use of the funds, equipment, supplies and other resources.

5.2 External Conduct Procedure 2: Annual Review of Overseas Activities and Record-Keeping

When the Company is engaging in operations outside of Australia, we will:

- 5.2.1 obtain and keep records of the Company's operations outside Australia;
- 5.2.2 ensure that the Company's records include information necessary to be able to prepare a summary of the Company's activities and related expenditure outside Australia on a country-by-country basis;
- 5.2.3 ensure the records are kept for each financial year in which we:
 - (a) conduct operations outside of Australia; or
 - (b) give funds or other resources to third parties for use outside Australia;
- 5.2.4 report on the acquisition and use of the Company's resources; and
- 5.2.5 ensure that any funds or grants provided by the Company are provided only upon executing a written agreement.

5.3 External Conduct Procedure 3: Anti-Fraud and Anti-Corruption

The Company has adopted an Anti-Bribery and Corruption Policy and is committed to conducting its operations in an ethical manner consistent with the principles of honesty, integrity, fairness and respect. Consistent with this Anti-Bribery and Corruption Policy, when the Company is engaging in operations outside of Australia, we will do so in such a way as to:

- 5.3.1 minimise any risk of corruption, fraud, bribery or other financial impropriety by the Company's Associate's outside Australia;
- 5.3.2 identify and document any perceived or actual material conflicts of interest of the Company's Associates outside Australia;
- 5.3.3 source the Company's resources ethically;
- 5.3.4 ensure that funds and resources entrusted to us are properly controlled and managed; and
- 5.3.5 enable the Company's people to conduct themselves professionally and according to the Company's purposes.

5.4 External Conduct Procedure 4: Protection of Vulnerable Individuals

When the Company is engaging in operations outside of Australia, we will:

- 5.4.1 take reasonable steps to ensure the safety of vulnerable individuals overseas where individuals are:
 - (a) being provided with services or accessing benefits under programs provided by the Company (whether directly or through collaboration with a third party); and
 - (b) engaged by the Company, or a third party in collaboration with the Company, to provide services or benefits on behalf of the Company or a third party;
- 5.4.2 respect and protect human rights;
- 5.4.3 respect and respond to the needs, rights and inclusion of those who are vulnerable and those who are affected by marginalisation and exclusion;
- 5.4.4 advance the safeguarding of those who are vulnerable to sexual exploitation and abuse;
- 5.4.5 promote gender equality and equity;
- 5.4.6 promote the empowerment of people with disabilities; and
- 5.4.7 protect, value and support the Company's people.

5.5 External Conduct Procedure 5: Complaints handling and whistle-blower process

When the Company is engaging in operations outside of Australia, we will:

- 5.5.1 ensure the Company's commitment to seeking and receiving feedback and complaints about the Company's services, systems, practices, procedures, products and complaint handling, are met;
- 5.5.2 promptly acknowledge receipt of complaints;
- 5.5.3 deal with concerns raised in feedback or complaints within a reasonable time frame;
- 5.5.4 ensure people making complaints will be:
 - (a) provided with information about the Company's complaint handling process;
 - (b) provided with multiple and accessible ways to make complaints;
 - (c) listened to, treated with respect by the Company and actively involved in the complaint process where possible and appropriate; and
 - (d) provided with reasons for the Company's decision/s and any options for redress or review.
- 5.5.5 take all reasonable steps to ensure that people making complaints are not adversely affected because a complaint has been made by them or on their behalf;
- 5.5.6 address each complaint with integrity and in an equitable, objective and unbiased manner;

- 5.5.7 accept anonymous complaints and carry out an investigation of the issues raised where there is enough information provided; and
- 5.5.8 protect the identity of people making complaints where this is practical and appropriate.

6. Contacts

For questions about this policy, contact the Board or the Company's secretary by the following means:

- 6.1 by calling 0418 991 893; or
- 6.2 by emailing jamie@edgeworldwide.org.