

# WHISTLE-BLOWER POLICY

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# 1. INTRODUCTION

Teach For Australia is committed to creating a safe environment for any employee or stakeholder to report an incident of misconduct that may have occurred within the organisation.

This policy entails the objectives, scope and definitions applicable to Reportable Conduct. It also outlines the reporting options and investigation processes applied.

Confidentiality and protection from detriment are fundamental to this policy.

# 2. OBJECTIVES

The objectives of this Policy are to:

- a) encourage the reporting of Reportable Conduct;
- b) ensure that individuals who disclose Reportable Conduct can do so safely and securely and in the knowledge that they will be supported and protected from victimisation, detriment and retaliation;
- c) ensure any reports of Reportable Conduct are dealt with appropriately and in a timely way;
- d) provide transparency as to Teach For Australia's framework for receiving, handling and investigating disclosures of Reportable Conduct;
- e) afford natural justice and procedural fairness to anyone who is the subject of an allegation of Reportable Conduct;
- f) support Teach For Australia's values and Code of Conduct / Ethics;
- g) support Teach For Australia's long-term sustainability and reputation;
- h) meet Teach For Australia's legal and regulatory obligations.

# 3. SCOPE AND APPLICATION

The Policy applies to eligible whistle-blowers defined as:

- a) All current and former TFA employees and officers, contractors, volunteers, work experience students and other individuals working on behalf of workplace of TFA, undertaking work directed by TFA or supplied goods or services to TFA;
- b) a spouse, relative or dependent of one of the people referred to at (a).

# 4. DISCLOSURES COVERED BY THIS POLICY

## 4.1 What is Reportable Conduct?

A **Protected Disclosure** is a report of **Reportable Conduct** under this Policy by an eligible whistle-blower who has reasonable grounds to suspect any of the following conduct (or the deliberate concealment of such conduct) in relation to Teach For Australia (including their employees or officers):

- a) conduct which constitutes an improper state of affairs or circumstances in relation to Teach For Australia, including in relation to its tax affairs;
- b) fraud, negligence, default, breach of trust and breach of duties under the Corporations Act 2001 (Cth) (Corporations Act);

- c) conduct which constitutes an offence against, or a contravention of:
  - i. the Corporations Act or an instrument made under it, or other financial sector laws enforced by the Australian Securities Investments Commission (ASIC) or the Australian Prudential Regulation Authority (APRA);
  - ii. any other law of the Commonwealth that is punishable by imprisonment for a period of 12 months or more; or
- d) conduct which represents a danger to the public or the financial system (even if the conduct does not involve a breach of a particular law).

Examples of Reportable Conduct include:

- a) illegal conduct, such as theft, dealing in or use of illicit drugs, violence or threatened violence or criminal damage to property;
- b) fraud, money laundering or misappropriation of funds;
- c) offering or accepting a bribe;
- d) financial irregularities;
- e) failure to comply with, or breach of, legal or regulatory requirements;
- f) unethical or improper conduct which raises significant implications for Teach For Australia. This may include:
  - iii. serious and/or systematic breaches of Teach For Australia policies;
  - iv. bullying or harassment;
  - v. misuse of sensitive or confidential information;
  - vi. unfair or unethical business behaviour or practices in dealing with an investor, other customer, contractor or supplier (including a potential investor, customer, contractor, supplier) or their employees;
- g) conduct likely to damage Teach For Australia's financial position or reputation;
- h) victimisation for making or proposing to make a disclosure under this Policy; and
- i) any behaviour that poses a serious risk to the health and safety of any person at the workplace, or to public health or safety, or the environment (even where this does not constitute a breach of any law).

## 4.2 What is not Reportable Conduct?

Reportable Conduct does not generally include a "personal work-related grievance".

Personal work-related grievances are grievances relating to a person's current or former employment with Teach For Australia which have, or tend to have, implications for the person personally but do not:

- a) have significant implications for Teach For Australia; or
- b) relate to any conduct, or alleged conduct, regarding Reportable Conduct.

Examples of personal work-related grievances include, but are not limited to:

- a) an interpersonal conflict between the discloser and another employee;
- b) a decision relating to the engagement, transfer or promotion of the discloser;
- c) a decision relating to the terms and conditions of engagement of the discloser; and

- d) a decision to suspend or terminate the engagement of the discloser, or otherwise to discipline the discloser.

Disclosures relating to these matters do not qualify for whistle-blower protection under this Policy or Australian law.

A personal work-related grievance may still qualify for protection under this Policy if:

- a) it includes information about Reportable Conduct, or forms part of a disclosure which also includes Reportable Conduct;
- b) the disclosure is that the person has suffered, or have been threatened with, a detriment for making a disclosure of Reportable Conduct; or
- c) the person has made the disclosure to a legal practitioner for the purposes of obtaining legal advice or legal representation about the operation of the whistle-blower protections under the Corporations Act.

## 5. HOW TO MAKE A REPORT

### 5.1 Eligible Recipients of disclosures under this Policy

Eligible whistle-blowers must make a disclosure directly to one of the Recipients referred to in this section to qualify for protection as a whistle-blower under this Policy and under Australian law.

Teach For Australia would like to identify and address wrongdoing as early as possible. We therefore encourage eligible whistle-blowers to disclose Reportable Conduct to one of the following Recipients:

- a) TFA's Independent Whistle-blower Service: [www.teachforaustralia.whispli.com/whistleblowingreport](http://www.teachforaustralia.whispli.com/whistleblowingreport)

All reports received by Whispli are reported to Teach For Australia's Whistleblowing Investigation Officer in accordance with this Policy.

Whispli enables reports to be made anonymously and confidentially.

- b) The Chair of the Audit & Risk Committee [[auditandrisk@teachforaustralia.org](mailto:auditandrisk@teachforaustralia.org)].
- c) Any member of TFA's Executive Leadership Team.

However, if you do not wish to raise your concern via any of the above method, eligible whistle-blowers may still qualify for protection as a under Australian law if they:

- make a disclosure of Reportable Conduct to ASIC, APRA or any other Recipient as identified in Annexure A. Information on how to make a report to ASIC can be found at [asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/how-asic-handles-whistle-blower-reports/](http://asic.gov.au/about-asic/asic-investigations-and-enforcement/whistleblowing/how-asic-handles-whistle-blower-reports/);
- make a disclosure of information to an external legal practitioner for the purposes of obtaining legal advice or representation about making a disclosure under this Policy (even if the external legal practitioner concludes that a disclosure does not concern Reportable Conduct).

In limited circumstances, an eligible whistle-blower may make a public interest disclosure or an emergency disclosure to a journalist or parliamentarian which qualifies for protection in accordance with Australian whistleblowing laws.

It is important to understand the criteria for making a disclosure in these circumstances, which includes, among other things:

- the discloser has first made the disclosure to ASIC, APRA or other Commonwealth prescribed body; and

- the discloser has provided written notice to that entity that they now intend to make a public interest or emergency disclosure in relation to this issue. In the case of public interest disclosures, at least 90 days must have passed since the original disclosure.

## 5.2 Information you should provide

When making a disclosure under this Policy, you should provide as much information as possible, including the details of the Reportable Conduct, people involved, dates, locations and any other evidence or material which may be relevant.

You should also specify that you are making a disclosure in accordance with this Policy.

You must have reasonable grounds to believe that the information you are disclosing is true, however you will still qualify for protection under this Policy and under Australian law if the information you provide turns out to be incorrect.

## 5.3 Anonymous reports

Teach For Australia encourages eligible whistle-blowers to provide their name when making a disclosure under this Policy, as it will assist Teach For Australia to investigate and address their report.

However, if you do not want to reveal your identity, you may make an anonymous disclosure under this Policy, and may choose to remain anonymous over the course of any investigation and after the investigation is finalised.

There are various mechanisms available for protecting your anonymity when making a disclosure under this Policy, including:

- using an anonymised email address;
- adopting a pseudonym for the purpose of your disclosure.

If you choose to make an anonymous disclosure under this Policy, any investigation will be conducted as best as possible in the circumstances. You may refuse to answer questions that you feel could reveal their identity at any time during the investigation or at any other time.

Disclosures which are made anonymously will still be protected under this Policy and under Australian law. However, Teach For Australia may be unable to provide you with the same level of practical support and protection if you do not provide your name.

If you wish to remain anonymous in making a disclosure of Reportable Conduct, you should, where possible, maintain ongoing communication with Teach For Australia so that Teach For Australia can seek further information or clarification to assist in investigating and addressing your disclosure, and provide you with feedback and updates regarding the progress of any investigation and outcomes.

## 6. HANDLING AND INVESTIGATING A DISCLOSURE

All disclosures made under this Policy will be treated sensitively and seriously, and will be dealt with promptly, fairly and objectively.

Where you have elected to provide your name in making the disclosure, it will only be disclosed with your consent, or in exceptional circumstances where the disclosure is allowed or required by law. If you have any concerns regarding this issue, you should discuss them with the Recipient.

## 6.1 Initial assessment of the disclosure

Subject to the confidentiality requirements outlined in this Policy, all disclosures of Reportable Conduct made pursuant to this Policy must be referred to the Whistleblowing Investigation Officer (**WIO**) (or, where there is a conflict of interest, another appropriate person).

If a Protected Disclosure relates to financial theft, fraud, money laundering or misappropriation of funds, the WIO is the Chair of the Audit and Risk Committee.

For all other Protected Disclosure, the WIO is the Company Secretary unless there is a conflict of interest.

The WIO will assess the information provided and determine:

- a) whether the disclosure relates to Reportable Conduct and qualifies for protection under this Policy;
- b) whether an investigation is necessary or appropriate, taking into account whether sufficient information exists to allow the disclosure to be investigated.

Teach For Australia may not be able to undertake an investigation in some circumstances, including if the issue has already been investigated within another complaints mechanism, or if it is not able to contact the whistle-blower to obtain necessarily consent or information to enable an investigation to proceed in a timely manner.

All Protected Disclosures will ultimately be reported to the Audit and Risk Committee, either as part of the Whistle-blower Register, or as standalone agenda items in circumstances where the WIO determines this is warranted or necessary.

## 6.2 Investigating a disclosure

Where the WIO is satisfied that an investigation should be conducted, the WIO will determine the appropriate investigation process, including:

- a) the nature and scope of the investigation;
- b) who will conduct the investigation (including whether an external investigator should be engaged);
- c) the nature of any technical, financial or legal advice that may be required; and
- d) the timeframe for the investigation (having regard to the nature and scope of the Reportable Conduct, the complexity of the issues and any other relevant factors).

## 6.3 Communication with whistle-blower

If you make a disclosure of Reportable Conduct under this Policy and are able to be contacted, Teach For Australia will contact you to acknowledge receipt of your disclosure, within 2 business days.

In addition, where practicable, once the matter has been passed to the WIO, you will be contacted within 14 business days to discuss next steps and during key stages in the process such as:

- when the investigation process has begun (or if no investigation is to be conducted, to advise you of this);
- when the investigation is in progress;

provided that you are able to be contacted and that the contact does not compromise your anonymity.

In some circumstances, Teach For Australia may be required to refer an allegation of Reportable Conduct to the Police or other agency (eg ASIC). In such circumstances, Teach For Australia may not be able to keep you informed on the progress of a Protected Disclosure.

## 6.4 Fair treatment

The WIO will ensure that any employee who is the subject of a disclosure made under this Policy is treated fairly during the course of an investigation of Reportable Conduct.

Employees will have the opportunity to be informed of, and respond to, any report of Reportable Conduct made against them during the investigation.

## 6.5 Investigation findings

Teach For Australia will apply principles of procedural fairness and natural justice to the conduct of any investigation conducted under this Policy.

Once the investigation is completed, the WIO will determine the recommended course of action (if any) that Teach For Australia should take in response to the findings. Such action may include a disciplinary process or another form of escalation of the report within or outside of Teach For Australia.

The method of documenting and reporting the findings of any investigation will depend on the nature of the disclosure. If appropriate, and subject to any applicable confidentiality, privacy or legal constraints, the WIO will notify the whistle-blower, and any employee who is the subject of a disclosure, of the outcome of the investigation. However, there may be circumstances where it is not appropriate to provide details of the outcome to the whistle-blower or the person who is the subject of the disclosure.

Teach For Australia will ensure that, in accordance with this Policy, publication of an investigation's findings will not breach the whistle-blower's confidentiality.

# 7. PROTECTIONS AVAILABLE

## 7.1 Eligibility for the protections under this Policy

In order to be eligible for the protections under this Policy, you must:

- a) be an eligible whistle-blower;
- b) make a disclosure of Reportable Conduct to an eligible Recipient or as otherwise provided in accordance with the Policy;
- c) be acting honestly with a genuine or reasonable belief that the information in the allegation is true or likely to be true; and
- d) have not engaged in serious misconduct or illegal conduct in relation to the Reportable Conduct.

The protections in this Policy apply not only to disclosures of Reportable Conduct made to Eligible Recipients, but also to:

- disclosures made to legal practitioners for the purpose of obtaining legal advice or representation regarding the operation of whistleblowing provisions under Australian law;
- disclosures to regulatory and other external bodies;
- "public interest" and "emergency" disclosures that are made in accordance with the Corporations Act.

You can still qualify for the protections under this Policy even if your disclosure turns out to be incorrect or your legal practitioner has advised you that your disclosure is not Reportable Conduct.

If you have made a Protected Disclosure you must, at all times during the reporting process, continue to comply with this Policy.

## 7.2 Identity protection

If you make a disclosure of Reportable Conduct in accordance with this Policy, the Recipient cannot disclose your identity, or information that is likely to lead to your identification, except:

- a) to ASIC, APRA, or a member of the Australian Federal Police;
- b) to a legal practitioner for the purpose of obtaining legal advice or legal representation about the whistleblowing provisions of the Corporations Act;
- c) to a person or body prescribed by the Corporations Act regulations; or
- d) with your consent.

The information contained in a disclosure made by you under this Policy may be disclosed without your consent if the disclosure of this information is reasonably necessary to investigate the issues raised in the report, provided that:

- a) the information does not include your identity; and
- b) all reasonable steps have been taken by Teach For Australia to reduce the risk that your identity will be revealed from the information provided.

It is unlawful for a person to identify a whistle-blower, or disclose information that is likely to lead to the identification of the whistle-blower, outside of the circumstances listed above.

Teach For Australia will take all reasonable steps to reduce the risk that a person will be identified as a result of making a disclosure under this Policy and to ensure their identity remains confidential throughout the investigation process. Measures that Teach For Australia may take to protect a whistle-blower's confidentiality include:

- a) ensuring that disclosures will be handled and investigated by qualified staff;
- b) redacting all personal information or reference to a whistle-blower witnessing an event;
- c) using gender neutral terms when referring to a whistle-blower;
- d) where possible, liaising with a whistle-blower to identify any aspects of their disclosure that could inadvertently identify them;
- e) securely storing documents (whether electronic or paper) relating to disclosures;
- f) limiting access to information to those or investigating the disclosure;
- g) restricting the number of people who may be made aware of a whistle-blower's identity;
- h) putting in place measures to prevent information about investigations of disclosures being sent to an email address or printer that can be accessed by other staff;
- i) reminding those persons handling investigations of their confidentiality obligations.

The unauthorised disclosure of a whistle-blower's identity, or information which may identify the whistle-blower, may be regarded as a disciplinary matter to be dealt with in accordance with Teach For Australia's disciplinary procedures. It may also, in some circumstances, be a criminal and civil offence under the Corporations Act.

Any concerns regarding breach of confidentiality should be raised with the WIO. You may also lodge a complaint with a regulator, such as ASIC, APRA or the ATO, for investigation.

### 7.3 Protection from detriment

A person must not cause, or threaten to cause, detriment to a person because they have made, may make, proposes to make or could make, a disclosure that qualifies for protection under this Policy and Australian law.

Examples of detrimental conduct include dismissal, discrimination, harassment or intimidation, altering a person's position in employment to their prejudice, altering an employee's position or duties to their disadvantage, physical or psychological harm; or damage to a person's property, reputation, business or financial position.

Actions that are not detrimental conduct include:

- administrative action that is reasonable for the purpose of protecting a discloser from detriment (eg moving a person who has made a disclosure from their immediate work area to another location where necessary to prevent detriment from occurring);
- managing a whistle-blower's unsatisfactory work performance, where the action is in line with Teach For Australia's performance management framework.

Teach For Australia is committed to making sure that eligible whistle-blowers are treated fairly and do not suffer detriment for making a Protected Disclosure under this Policy. Teach For Australia may take the following measures to ensure that eligible whistle-blowers who have made a protected disclosure are protected from detriment:

- a) put in place processes for assessing risks of detriment against the whistle-blower and other persons, which will commence as soon as possible after receiving a disclosure;
- b) provide a whistle-blower with support services including counselling or other professional services;
- c) develop strategies to help a whistle-blower minimise and manage stress, time or performance impacts, or other challenges resulting from the disclosure or investigation;
- d) reassign or relocate the whistle-blower to another role at the same or substantially the same level;
- e) make modifications to the whistle-blower's workplace or way they perform their duties;
- f) develop processes for ensuring that management are aware of their responsibilities to maintain the confidentiality of disclosure, address the risks of isolation or harassment, manage conflicts, and ensure fairness when managing the performance of, or taking other management action relating to, a whistle-blower;
- g) develop procedures for how a whistle-blower can make a complaint if they believe they have suffered detriment and the actions Teach For Australia will take in response to such complaints;
- h) intervene where detrimental conduct has already occurred, including investigating and taking disciplinary action, allowing the whistle-blower to take extended leave, develop career development plan for the whistle-blower that includes new training and career opportunities, or other compensation or remedies.

Teach For Australia will investigate any reports of adverse action taken against a person who is eligible for protection under this Policy. If proven, those who have engaged in such behaviour may be subject to disciplinary proceedings and potential criminal and civil liability under the Corporations Act or the Taxation Administration Act.

### 7.4 Employee Assistance Program

Teach For Australia subscribes to an Employee Assistance Program (**EAP**), which is available to provide counselling and support to assist employees when dealing with any concerns.

## 7.5 Other remedies and protections

There are a number of other legal protections if you make a protected disclosure under Australian whistleblowing laws including:

- a) in some circumstances (eg if the disclosure has been made to a regulator) the information you provide is not admissible in evidence against you in criminal proceedings or in proceedings for the imposition of a penalty, other than proceedings in respect of the falsity of the information;
- b) you are protected from liability in relation to your disclosure:
  - civil liability (eg. any legal action against you for breach of an employment contract, duty of confidentiality or other contractual obligation);
  - criminal liability (eg attempted prosecution for unlawfully releasing information, or other use of your disclosure against you in a prosecution (other than for making a false disclosure)); or
  - administrative liability (eg, disciplinary action for making the disclosure); and
- c) no contractual or other remedy may be enforced or exercised against you based on the disclosure.

The protections do not grant eligible whistle-blowers immunity from any misconduct they were involved in that is revealed in the disclosure.

## 7.6 Consequences of making a false report

Anyone who knowingly makes a false report of Reportable Conduct, or who otherwise fails to act honestly with reasonable belief in respect of the report may be subject to disciplinary action, including dismissal (in the case of employees).

The disciplinary action or sanction will depend on the severity, nature and circumstance of the false report.

## 8. RECORD KEEPING AND ACCOUNTABILITY

Teach For Australia's Company Secretary (who in non financial Reportable Conduct disclosures is also the WIO), is the officer responsible for:

- a) establishing and maintaining the Independent Whistle-blower Service;
- b) communicating this Policy and the Independent Whistle-blower Service details to Teach For Australia staff and stakeholders as relevant; and
- c) otherwise ensuring maintenance and adherence to this Policy.

Teach For Australia will establish and maintain a Whistle-blower Register, which contains details of the Protected Disclosures received in accordance with this Policy.

The WIO will:

- d) coordinate and support the impartial investigation of Protected Disclosures;
- e) periodically review the Whistle-blower Register to ensure that proper processes are being followed.

## 9. ACCESS TO THIS POLICY & POLICY TRAINING

The Policy will be made available on Teach For Australia’s website, and will be shared with staff at the commencement of employment. Training will be provided to staff on an ongoing basis, in line with general policy training.

All employees who are Recipients or WIOs must receive training on their roles, obligations and responsibilities under this Policy prior to any such appointment and at least annually thereafter.

## **10. MONITORING AND REVIEW**

Teach For Australia will conduct a review of the matters reported under this Policy as appropriate to enable identification and management of any emerging risks. This policy will be reviewed every two years, as a minimum.

## **11. RELATED DOCUMENT AND REFERENCES**

- TFA Grievance Policy
- Other TFA Policies

## **12. POLICY HISTORY**

From time to time, this policy may be changed by TFA.

<b>Version</b>	<b>Effective Date</b>	<b>Change history</b>
1	14 May 2020	Original policy