

# Investment Policy

## **POLICY:**

This policy establishes procedures to govern the investment of funds held by Global Education Collaborative (GEC) including Global Education Academy (GEA) and Global Education Academy 2 (GEA 2), the “Charter School.” This policy is based upon federal, state and local laws and regulations, and prudent money practices. To the extent that this policy conflicts with state or federal law, the applicable law shall prevail.

## **PURPOSE:**

GEC’s primary investment objective shall be to maintain the safety and liquidity of its funds. Safety of principal is the foremost objective of GEC. The primary objectives of GEC investment activities shall be, in order of priority:

1. **Safety:** The safety of principal is the foremost objective of GEC’s investment program. GEC’s investments shall be undertaken in a manner that shall preserve GEC’s capital.
2. **Liquidity:** GEC’s secondary objective shall be to meet its liquidity needs. The investment portfolio shall maintain sufficient liquidity to enable GEC to meet necessary cash flow and operating requirements which might be reasonably anticipated.
3. **Yield:** The investment portfolio shall be designed with the objective of attaining a market rate of return over the course of budgetary and economic cycles, taking into account the investment risk, constraints and the cash flow characteristics of the portfolio.
4. **Maintaining the Public’s Trust:** The investment officers shall seek to act responsibly as custodians of the public trust and shall avoid any transaction that might impair public confidence while conforming to all applicable statutes and regulations governing the investment of public funds.
5. **Mitigating Credit Risk and Market Risk:** Credit risk shall be mitigated by diversifying the fund among issues and issuers so that the failure of any one issue or issuer would not result in a significant loss of income or principal to participants. Because longer-term securities generally have greater market risk than shorter-term securities, market risk will be mitigated by establishing a maximum weighted average maturity or duration for the portfolio. Occasional market losses on individual securities are inevitable with active portfolio management and must be considered within the context of the overall investment return.

## **SCOPE:**

It is recommended that GEC mirror the intent of California Education Code Section 41015 and invest all or part of funds deposited in a Special Reserve Fund, or any surplus monies not required for the immediate necessities of GEC in any of the investments specified in California Government Code Sections 16430 or 53601. Special Reserve Funds are hereby defined as those funds, which the Board has designated for capital outlay, or other purposes, where an accumulation over a period of fiscal years is desired.

GEC shall make investments following the guidelines of the Uniform Prudent Investor Act. (Probate Code Section 16045, *et seq.*)

This Policy covers all funds and investment activities under the direct authority of GEC through its Board of Directors. The proceeds obtained from the issuance of bonds shall be invested in accordance with the applicable bond documents. If the bond documents are silent as to the investment of the proceeds, the bond proceeds will be invested in the securities permitted by this Policy.

### **Compliance with State and Federal Securities Laws**

GEC will take reasonable steps to ensure that any debt offering issued by GEC complies fully with all applicable state and federal securities laws. In connection with all debt offerings issued by GEC, GEC will retain bond counsel and disclosure counsel to review the offering materials prepared in connection with the debt offering to ensure that disclosures contained in offering materials comply with federal and state securities laws. GEC has implemented procedures to ensure GEC maintains compliance with continuing disclosure requirements. The Executive Director shall be responsible for reviewing the offering materials regarding the accuracy of information disclosed in such materials.

### **Revisions to Investment Policy**

This Policy will be reviewed periodically to ensure consistency with the objectives of income, growth and safety, and changes in applicable laws and financial trends. Any proposed amendments to the Investment Policy will require approval by the GEC Board of Directors. This Policy and modifications to it must be approved by the GEC Board of Directors at a public meeting.

### **Compliance with Investment Policy**

All outside investment advisors/managers, attorneys and other financial professionals employed or retained by GEC and/or its representatives, including without limitation financial advisors, underwriters, bond counsel, and disclosure counsel, must review this policy and confirm that they have reviewed this Investment Policy and will fully comply with these policies.

### **RESPONSIBILITIES:**

#### **Delegation of Authority**

Management responsibility for the investment program is hereby delegated by the GEC Board of  
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Directors to the Executive Director, as deemed appropriate or necessary, who shall thereafter assume full responsibility for those transactions until the delegation of authority is revoked. The Board of Directors may review and renew the delegation of authority each year. The Executive Director may delegate the day-to-day operations of investing to his/her designee(s) but not the responsibility for the overall investment program. The Executive Director and/or his/her designee(s) shall make all investment decisions and transactions in strict accordance with state law and with this Policy and with the approval of the Board of Directors.

If authorized by the Board of Directors, the Executive Director may utilize an external investment advisor to assist with investment decision-making and trade-execution authority. The investment advisor shall be under the supervision of the Executive Director and shall follow this Policy and such other written instructions as are provided.

The Executive Director, his/her designee(s), acting in accordance with written procedures and policies and exercising due diligence, shall be relieved of personal liability for an individual security's credit risk or market price changes, provided deviations from expectations are reported in a timely fashion and appropriate action is taken to control adverse developments.

The Board of Directors shall ensure that its fiduciary responsibilities concerning the proper management of GEC's funds are fulfilled through appropriate investment structure, internal and external management, consistent with all policies and procedures. Based on the advice and recommendations of the Executive Director.

The Executive Director are not held liable for less than desirable outcomes, rather, she/he is responsible only for adherence to procedure and processes. The Executive Director is responsible for the development, recommendations, implementation and maintenance of all investment policies.

## **PROCEDURE:**

### **Internal Controls**

The Executive Director shall establish a system of written internal controls to regulate GEC's investment activities, including the activities of any subordinate officials acting on behalf of GEC. Procedures should include references to individuals authorized to execute transactions or transfers, safeguard agreements, (including repurchase agreements, wire transfer agreements, collateral/depository agreements), and banking services contracts, as appropriate. As part of the annual audit, GEC's external auditor will perform a review of investment transactions to verify compliance with policies and procedures.

The controls shall be designed to prevent loss of public funds due to fraud, employee error, and misrepresentation by third parties, unanticipated market changes or imprudent actions by employees of the Charter School. The Charter School shall seek to maintain a debt burden factor of 1 - 2% of the Charter School's unrestricted general fund revenues.

## **Authorized Financial Institutions and Brokers/Dealers**

It shall be GEC's policy to purchase securities only from authorized institutions and firms. The Executive Director shall maintain a list of authorized broker/dealers and financial institutions that are approved for investment purposes. GEC shall use at least one authorized broker/dealer to advise GEC on investments.

No deposit of public funds shall be made except in a qualified public depository as established by state laws. If an external investment advisor is authorized to conduct investment transactions on behalf of GEC, the investment advisor may use its own list of approved broker/dealers and financial institutions for investment purposes consistent with GEC's policies and existing laws.

For broker/dealers of government securities and other investments, GEC shall select only broker/dealers who are licensed and in good standing with the California Department of Securities, the Securities and Exchange Commission, the Financial Industry Regulatory Authority and/or other applicable self-regulatory organizations. Any permitted investment shall be purchased either from a "primary" or regional broker/dealer qualifying under SEC Rule 15c3-1 (uniform net capital rule) or a "well capitalized" financial institution, as defined in Title 12 of the Code of Federal Regulations ("CFR") Part 6.4.

Before engaging in investment transactions with a broker/dealer, the Executive Director shall have received from said firm a signed Certification Form. This form shall attest that the individual responsible for GEC's account has reviewed GEC's Investment Policy and that the firm understands the policy and intends to present investment recommendations and transactions to GEC that are appropriate under the terms and conditions of this Investment Policy. Any broker, brokerage, dealer or securities firm that has made a contribution to the Charter School, any member of the Board of Directors, or any candidate for those offices is ineligible for selection by the Charter School.

## **Authorized and Suitable Investments**

In making any decision relative to the investment of funds, each of the following factors must be considered, and properly documented:

1. General economic conditions,
2. Expected tax consequences, if any, of investment decisions or strategies,
3. Expected total return from the income and appreciation of investments,
4. Other resources of the organization,
5. The needs of the organization and the fund to make distributions and preserve capital.

## **Investment Type Descriptions**

Investments not specifically listed below are prohibited. Consistent with the requirements of law and this Investment Policy, the Charter School may place orders for the execution of transactions with or through such broker/dealers, banks or counterparties as may be selected from time to time.

All securities must be U.S. dollar denominated. To the extent consistent with the objectives stated above, the investment restrictions outlined below, and the investment limitations specified herein, the Charter School may invest in the following areas.

**State and Local Agencies.** Registered treasury notes or bonds of this or any of the other forty- nine United States, including bonds payable solely out of the revenues from a revenue-producing property owned, controlled, or operated by a state or by a department, Board of Directors, agency, or authority of this state or any of the other forty-nine United States.

Bonds, notes, warrants, or other evidences of indebtedness of any local agency within this state (including GEC), including bonds payable solely out of the revenues from a revenue- producing property owned, controlled, or operated by the local agency, or by a department, Board of Directors, agency, or authority of the local agency.

**United States Treasury Issues.** United States Treasury notes, bonds, bills, or certificates of indebtedness, or those for which the faith and credit of the United States are pledged for the payment of principal and interest.

**U.S. Agencies (Federal Agency Obligations).** Federal Agency or United States government-sponsored enterprise obligations, participations, or other instruments, including those issued by or fully guaranteed as to principal and interest by federal agencies or United States government-sponsored enterprises.

**Supranationals.** Supranational organizations are international financial institutions that are generally established by agreements among nations, with member nations contributing capital and participating in management. Supranational bonds finance economic and infrastructure development and support environmental protection, poverty reduction, and renewable energy around the globe. GEC may purchase the United States dollar denominated senior unsecured unsubordinated obligations issued or unconditionally guaranteed by the International Bank for Reconstruction and Development, International Finance Corporation, or Inter-American Development Bank.

**Bankers' Acceptances.** Bankers' acceptances otherwise known as bills of exchange or time drafts that are drawn on and accepted by a commercial bank. Purchases of bankers' acceptances may not exceed 180 days maturity. Eligible bankers' acceptances are restricted to issuing financial institutions with short-term debt rating of at least "A-1," or its equivalent, by a nationally recognized statistical rating organization (NRSRO) or a long-term rating of not less than "A" from a NRSRO.

**Commercial Paper.** Commercial paper rated the highest ranking or of the highest letter and number rating as provided for by a NRSRO. Eligible commercial paper shall be of 'prime' quality of the highest ranking. The commercial paper shall not exceed 270 days maturity. The entity that issues the commercial paper shall meet all of the following conditions in either paragraph (a) or paragraph (b):

- a) Has total assets in excess of five hundred million dollars (\$500,000,000), is

organized and operating within the United States as a general corporation, and has debt other than commercial paper, if any, that is rated “A” or higher by a NRSRO.

- b) Is organized in the United States as a special purpose corporation, trust, or limited liability company, has program-wide credit enhancements including, but not limited to overcollateralization, letters of credit or a surety bond, has commercial paper that is rated “A-1” or higher, or the equivalent, by a NRSRO.

Split ratings (i.e. A2/P1) are not allowed.

**Placement Service Deposit.** Deposits placed through a deposit placement service shall meet the requirements under Government Code Section 53601.8. The full amount of the principal and the interest that may be accrued during the maximum term of each deposit shall at all times be insured by federal deposit insurance.

**Negotiable Certificates of Deposit.** Negotiable certificates of deposit (NCDs) issued by a nationally or state-chartered bank, a savings association or a federal association, a state or federal credit union, or by a federally licensed or state-licensed branch of a foreign bank. Purchases are limited to institutions which have long-term debt rated at least in the “A” category, or its equivalent, by a NRSRO, and/or have short-term debt rated at least “A-1,” or its equivalent, by a NRSRO. NCDs may not exceed 5 years in maturity. In combination with placement service CDs, a maximum of 30 percent of the portfolio may be invested in this category. The amount invested in NCDs with any one financial institution in combination with any other securities from that financial institution shall not exceed ten percent of the portfolio. Quarterly, the Charter School will monitor custodial credit risk and report the outcome to the Board of Directors. All deposits are to be in FDIC insured institutions and will be reviewed as to the nature and extent of its present compliance with regulations, federal regulatory requirements, profitability/loss trend, liquidity and capital ratios.

**Repurchase Agreements.** Investments in repurchase agreements for the purpose of this Investment Policy Statement (as defined by section 53601(j) of the California Government Code) means a purchase of securities by the Charter School pursuant to an agreement by which the seller will repurchase the securities on or before a specified date and for a specified amount and will deliver the underlying securities to the Charter School by book entry, physical delivery, or by third party custodial agreement. Repurchase agreements are to be used as short-term investments not to exceed one year. The following collateral restrictions will be observed: Only United States Treasury securities or Federal Agency securities will be acceptable collateral. All securities underlying repurchase agreements must be delivered to GEC’s custodian bank or be handled under a properly executed tri-party repurchase agreement. The total market value of all collateral for each repurchase agreement must equal or exceed 102% of the total dollar value of the money invested by GEC for the term of the investment.

Repurchase agreements are required to be collateralized by securities or cash authorized under California Government Code Section 53601(j)(2). Collateral will be held by an independent third party with whom the Charter School has a current custodial agreement. A clearly marked evidence of ownership (safekeeping/custody receipt) must be supplied to the Charter School and retained. The Charter School retains the right to substitute or grant substitutions of collateral. Investments in

repurchase agreements may be collateralized by any securities authorized within this section. Agreements are subject to California Government Code Section 53601 and must comply with the delivery requirements and the maturity provision from Section 53601.

**Medium-Term Notes.** Medium-term notes defined as all corporate and depository institution debt securities with a maximum remaining maturity of five years or less, issued by corporations organized and operating within the United States or by depository institutions licensed by the United States or any state and operating within the United States. Purchases are limited to securities rated at least in the “A” category, or its equivalent, by a NRSRO.

**Money Market Funds.** Shares of beneficial interest issued by diversified management companies that are money market funds registered with the Securities and Exchange Commission that invests solely in U.S. Treasuries and Federal Agency obligations and repurchase agreements relating to such obligations

**Mutual Funds.** Shares of beneficial interest issued by diversified management companies that invest solely in securities and obligations authorized by this policy. The company shall have met either of the following criteria: (A) Attained the highest ranking or the highest letter and numerical rating provided by not less than two NRSROs, (B) Retained an investment adviser registered or exempt from registration with the Securities and Exchange Commission with not less than 5 years of experience managing money market mutual funds with assets under management in excess of five hundred million dollars (\$500,000,000).

**Local Government Investment Pools Joint Powers Authority (LGIP JPA.)** Shares of beneficial interest issued by a joint powers authority organized pursuant to Government Code Section 6509.7. To be eligible for purchase, the pool must meet the requirements of California Government Code Section 53601(p), the pool must seek to maintain a stable Net Asset Value (“NAV”), and the pool must be rated at least “AAA,” or its equivalent, by a NRSRO.

**Mortgage- and Asset-Backed Securities.** Any mortgage pass-through security, collateralized mortgage obligation, mortgage-backed or other pay-through bond, equipment lease-backed certificate, consumer receivable pass-through certificate, or consumer receivable-backed bond of a maximum of five years’ maturity. Securities eligible for investment under this subdivision shall be issued by an issuer having at least an “A” rating, or its equivalent, for the issuer’s debt as provided by a NRSRO and rated at least “AA”, or its equivalent, by a NRSRO.

### **Safekeeping and Custody**

All deliverable security transactions entered into by GEC shall be conducted on a delivery-versus-payment (DVP) basis. To protect against potential losses by collapse of individual securities dealers, and to enhance access to securities, interest payments and maturity proceeds, all securities owned by GEC shall be held in safekeeping by a third-party bank trust department, acting as agent for GEC under the terms of a custody agreement executed by the bank and by GEC. The only exception to the foregoing shall be depository accounts and securities purchases made with: (i) LAIF and government investment pools and, (ii) money market funds, since the

purchased investments are not deliverable. Evidence of each these investments will be held by GEC.

### **Maximum Maturities**

The Executive Director shall maintain a system to monitor and forecast revenues and expenditures so that funds can be invested to the fullest extent possible. Maturities of investments will be selected to provide necessary liquidity, manage interest rate risk, and optimize earnings. Because of inherent difficulties in accurately forecasting cash flow requirements, a portion of the portfolio should be continuously invested in readily available funds.

The maximum maturity of individual investments shall not exceed the limits set forth in the Authorized and Suitable Investments section. If the section does not specify a maturity limit, no investment shall have a remaining maturity in excess of five years from the date of purchase unless GEC has granted its express authority to make that investment either specifically or as a part of an investment program no less than three months prior to the investment.

### **Investment Restrictions**

#### **Credit Ratings**

Credit ratings will be applied at the time of purchase of a security. A subsequent downgrade in a security's credit rating will not constitute a violation of the Investment Policy. Securities which are downgraded below the minimum acceptable rating levels must be reviewed for possible sale within a reasonable amount of time.

U.S. Government obligations are exempt from the credit rating requirements listed below.

The credit ratings referred to below must be assigned by one of the following NRSROs: Standard & Poor's Corporation ("S&P"), Moody's Investors Service, Inc. ("Moody's"), and Fitch Ratings ("Fitch").

- a) Short-term debt ratings – (two of the following and not less than the following) "A-1" or "SP-1" (S&P); "P-1" or "MIG 1/VMIG 1 (Moody's); or "F1" (Fitch) Ratings.

Split ratings are not allowed, i.e. A-1/P-1/F2 or similar. An issuer of short-term debt must have no less than an "A" rating on long-term debt.

- b) Long-term debt ratings – Investments purchased with remaining maturities of 397 days or less- shall be rated by at least two NRSROs and have obtained no less than an "A" rating by any.

Investments purchased with remaining maturities longer than 397 days– shall be rated by at least two NRSROs and have obtained no less than an "AA" rating by any. If an issuer of long-term debt has a short-term rating, then it may not be less than A-1/SP-1 or P-1/MIG1 or F1.

- c) Repurchase Agreement counterparties shall have a minimum short-term rating, or counterparty rating, of no less than A-1 or equivalent by two NRSROs and have capital of not less than \$500 million.
- d) Any issuer that has been placed on “Credit Watch-Negative” by a NRSRO will be removed from our approved list unless the following criteria are met: The issuer has (a) an A-1+ or F1+ short-term rating; or (b) at least an AA or Aa2 long- term rating.

**Diversification and Maturity Restrictions**

It is the policy of the Charter School to diversify its funds. Investments are diversified to minimize the risk of loss resulting in over concentration of assets in a specific maturity, specific issuer, or a specific class of securities. Diversification strategies shall be established by the Charter School and periodically reviewed.

**1. Authorized Investments**

The following diversification limits will be applied at the time of purchase of a security.

| <b>Type of Investment</b>           | <b>Cal. Gov. Code % of Funds Permitted</b> | <b>Cal Gov. Code Maximum Final Maturity</b> |
|-------------------------------------|--|---|
| U.S. Treasury Securities            | 100%                                       | 5 Years                                     |
| U.S. Government Agency Securities   | 100%                                       | 5 Years                                     |
| Municipal Debt                      | 100%                                       | 5 Years                                     |
| Medium-Term Notes                   | 30%  | 5 Years                                     |
| Bankers Acceptances                 | 40%, 30% of a single issuer                | 180 Days                                    |
| Commercial Paper                    | 40%, 10% of a single issuer                | 270 Days                                    |
| Negotiable Certificates of Deposits | 30%  | 5 Years                                     |
| Repurchase Agreements               | 100%                                       | 1 Year                                      |
| Mutual Funds                        | 20%, 10% in a single fund                  | N/A   |
| Investment Pools                    | 100%                                       | N/A   |

## 2. Maturity

The maximum maturity of any investment purchased will be five years with the exception of investments authorized by the Board of Directors to be invested in longer than five-year maturities. For purposes of calculating final maturity, the earlier of final maturity date or mandatory put or tender option date will be used.

### **Prohibited Transactions**

At the time of purchase, all permitted investments shall conform in all respects with this Investment Policy, as may be amended from time to time. No investment prohibited by California Government Code shall be permitted herein.

Any investment transactions, credit risk criterion, percentage limitations or market valuation that are not in compliance with this Investment Policy and cannot be corrected without penalty at time of purchase must be documented and approved by the Charter School in writing as soon as possible. Thereafter, action shall be taken by the Charter School to correct such matter as soon as practical. If a percentage restriction is adhered to at the time of purchase, a later increase or decrease in percentage resulting from a change in values or assets will not constitute a violation of that restriction.

The following transactions are prohibited:

- a) Borrowing for investment purposes (“Leverage”).
- b) Reverse Repurchase Agreements, as defined by California Government Code Section 53601(j)(3) and (j)(4) or otherwise.
- c) Structured Notes (e.g. inverse floaters, leveraged floaters, structured certificates of deposit, equity-linked securities, event-linked securities). This includes all floating- rate, adjustable-rate or variable-rate securities in which a change in interest rates or other variables that can reasonably be foreseen to occur during their term would result in their market value not returning to par at the time of each interest rate adjustment.

Simple “floating rate notes,” whose periodic coupon adjustment is based on a short-term (one-year or less) rate index (such as Treasury bills, federal funds, prime rate or LIBOR) and which have a reasonable expectation of maintaining a value of par at each interest rate adjustment through final maturity, are exempt from this definition. Additionally, U.S. Treasury and Agency zero coupon bonds, U.S. Treasury and Agency strips, Resolution Funding Corporation (“REFCORP”) strips or other callable securities which otherwise meet the quality, maturity and percent limitations assigned to their respective security category, are exempt from this section.

- d) Structured Investment Vehicles (“SIV”).
- e) Derivatives (e.g. options, futures, swaps, swap options, spreads, straddles, caps, floors, collars) shall be prohibited.

### **Ethical and Conflict of Interest**

The Charter School and all persons involved in the investment process shall refrain from personal business activity which could create a conflict with proper execution of the investment program, or which could impair the ability to execute impartial investment decisions. The Charter School and all treasury and investment personnel shall disclose to the Board of Directors any material financial interests in financial institutions, broker dealers and vendors (“outside entities”) and shall disclose any material financial investment positions in such outside entities.

### **Performance Standards**

The investment portfolio shall be designed with the objective of obtaining a market rate of return throughout budgetary and economic cycles, commensurate with the investment risk constraints and the cash flow needs. However, focusing on preservation of capital and then liquidity as the most important objectives, with yield as the least important objective.

The Charter School’s investment strategy is to actively manage the portfolios to create less risk than a benchmark comparable index and to use economies of scale to invest and administer the program at a reasonable cost. Given this strategy, the basis used by the Charter School to determine whether market yields are being achieved shall be the indices most comparable to the fund, such as money rate data published in Barron’s, The Wall Street Journal, Bloomberg, etc. or other bond fund indices. The standards enumerated herein do not constitute a guarantee of the fund’s performance.