

Conflict of Interest Policy

1. Introduction

The AGECS Council aims to ensure that Council members are aware of their obligation to disclose any conflicts of interest that they may have, and to comply with this policy to ensure they effectively manage those conflicts of interest as representatives of AGECS.

2. Purpose

The purpose of this policy is to help Council members of AGECS to effectively identify, disclose and manage any actual, potential or perceived conflicts of interest in order to protect the integrity of AGECS and to manage risk.

3. Scope

This policy applies to the Council members of AGECS.

4. Definition of conflicts of interest

A conflict of interest occurs when a person's personal interests conflict with their responsibility to act in the best interests of the charity, AGECS.

Personal interests include direct interests, as well as those of family, friends or other organisations a person may be involved with or have an interest in.

It also includes a conflict between a Council member's duty to AGECS and another duty that the Council member has (for example, to another agency). A conflict of interest may be actual, potential or perceived and may be financial or non-financial.

These situations present the risk that a person will make a decision based on, or affected by these influences, rather than in the best interests of the charity.

Therefore, these situations must be managed accordingly.

5. Policy

This policy has been developed to address conflicts of interest affecting AGECS.

Conflicts of interest are common, and they do not need to present a problem as long as they are openly and effectively managed.

It is the policy of AGECS, as well as the responsibility of AGECS Council members, that ethical, legal, financial or other conflicts of interest are avoided and that any such conflicts (where they do arise) do not conflict with the obligations to AGECS.

AGECS will manage conflicts of interest by requiring Council members to:

- a) Avoid conflicts of interest where possible;
- b) Identify and disclose any conflicts of interest;
- c) Carefully manage any conflicts of interest; and
- d) Follow this policy and respond to any breaches.

6. Responsibility of The AGECS Council members

Council members are responsible for:

- a) establishing a system for identifying, disclosing and managing conflicts of interest across the organisation;
- b) monitoring compliance with this policy; and
- c) reviewing this policy on an annual basis to ensure that the policy is operating effectively.

AGECS must ensure that its Council members are aware of the ACNC governance standards, particularly governance standard 5, and that they disclose any actual or perceived material conflicts of interests as required by governance standard 5 *Responsible persons should act with standards of integrity and common sense.*

<https://www.acnc.gov.au/for-charities/manage-your-charity/charity-governance/governance-standards/5-duties-responsible>

7. Identification and disclosure of conflicts of interest

Once an actual, potential or perceived conflict of interest is identified, it must be entered into AGECS's register of interests, as well as being raised with the Council.

Where every other board member shares a conflict, the Council should refer to ACNC Governance Standard 5 to ensure that proper disclosure occurs.

The Program Manager must maintain the register of interests. The register must record information related to a conflict of interest (including the nature and extent of the conflict of interest and any steps taken to address it).

8. Confidentiality of disclosures

A register will be maintained which will list the Conflicts and action taken. This register will be restricted to AGECS Councillors.

9. Action required for managing conflicts of interest

9.1. Conflicts of interest of AGECS Councillors

Once the conflict of interest has been appropriately disclosed, the AGECS Council (excluding the Councillor who has made the disclosure, as well as any other conflicted Councillor) must decide whether those conflicted Council members should:

- a) vote on the matter (this is a minimum);
- b) participate in any debate; or
- c) be present in the room during the debate and the voting.

In exceptional circumstances, such as where a conflict is very significant or likely to prevent Council member from regularly participating in discussions, it may be worth the Council considering if it is appropriate for the person conflicted to resign from the Council.

9.2. What should be considered when deciding what action to take?

In deciding what approach to take, the Council will consider whether:

- a) The conflict needs to be avoided or simply documented;
- b) The conflict will realistically impair the disclosing person's capacity to impartially participate in decision-making;
- c) Alternative options to avoid the conflict;
- d) The charity's objects and resources; and
- e) The possibility of creating an appearance of improper conduct that might impair confidence in, or the reputation of, the charity.

The approval of any action requires the agreement of at least a majority of the Council (excluding any conflicted Council member/s) who are present and voting at the meeting.

The action and result of the voting will be recorded in the minutes of the meeting and in the register of interests.

10. Compliance with this policy

If the Council has a reason to believe that a person subject to the policy has failed to comply with it, it will investigate the circumstances.

If it is found that a Council member has failed to disclose a conflict of interest, the Council may take action against them. This may include seeking to terminate their relationship with the charity.

If a person suspects that a Council member has failed to disclose a conflict of interest, they must notify Council, or the President.

For questions about this policy, contact the President.

Version	1	Approved by Council on	October 2020
Responsible person	The President	Scheduled review date	October 2023