

CONFLICT OF INTEREST POLICY

Policy number	2.01	Version	2022 V3
Responsible Person	Chief Finance and Operations Officer	Approval date	14-11-2022

INTRODUCTION

The Board of ASHM is committed to high standards of ethical conduct and accordingly places great importance on making clear any existing or potential conflict of interest.

Whilst ASHM recognises that individuals hold a range of legitimate interests outside the immediate workplace, identifying and dealing with any such conflicts of interest is an integral part of establishing an ethical culture at ASHM.

To comply with good governance practice, to maintain its peak body status and to comply with the ACFID Code of Conduct, ASHM needs to be able to have transparent processes which demonstrate its independence to all relevant stakeholders.

PURPOSE

This policy has been developed to provide a framework for all board members, employees, committee members or contractors:

- in declaring conflicts of interest; and
- when determining how to deal with situations of conflict.

DEFINITIONS

A conflict of interest is a situation in which a person (an ASHM Board member, employee, committee member, contractor) can derive personal benefit from actions or decisions made in their official capacity.

A conflict of interest can be actual, potential or perceived.

Examples of relevant conflicts of interests that should be disclosed include, but are not limited to;

- Holding shares in a company that ASHM is considering contracting for services
- Presenting at a conference where Industry has sponsored your attendance
- Sitting on the Board of another organisation in which ASHM has dealings
- Being involved in a personal or familial relationship with an individual who ASHM is considering contracting for services

POLICY

- All board members, employees, committee members and contractors must remain independent, impartial and unbiased in performing their duties

ashm.org.au

ASHM Health

Level 3, 160 Clarence Street, Sydney NSW 2000 T +61 02 8204 0700 F +61 02 8204 0782

ABN 48 264 545 457 CFN 17788



- It is the responsibility of board members, employees, committee members and contractors to take reasonable steps to avoid creating a conflict of interest or a perception of a conflict of interest
- Where a conflict of interest may exist or arise, it is the responsibility of board members, employees, committee members and contractors to disclose any such conflicts of interest in a timely manner
- If there is any doubt as to whether a conflict exists then, in order to protect the individual and ASHM, a disclosure should be made
- If any board member, employee, committee member or contractor becomes aware of any non-disclosed conflict by another board member, employee, committee member or contractor, then they will notify the ASHM CEO.
- If any board member, employee, committee member or contractor becomes aware of any non-disclosed conflict by the ASHM CEO then they will notify the ASHM President and also the Chair of the ASHM Finance, Risk Management and Audit Committee
- ASHM will maintain a register of conflicts of interest across all programs and this register will be available for inspection by relevant stakeholders upon request.

This policy also relates to:

- a partner or family member of a board member, employee, committee member or contractor
- any partnership of which a board member, employee, committee member or contractor (or a partner or family member) is a member
- any corporation in which a board member, employee, committee member or contractor (or a partner or family member) is a director or owns or controls 25% or more of the issued shares.

Conflicts of interest must be disclosed by a board member, employee, committee member or contractor in a timely manner as follows:

- each new board member, employee, committee member or contractor will, at the time of their appointment, be required to provide ASHM with a signed declaration disclosing any current conflicts of interest. In addition, during the recruitment process, ASHM will seek information about conflicts of interests from applicants
- Board members and committee members will also complete an annual declaration confirming their current conflicts of interest
 - failure to provide either of these signed declarations in a timely manner may forfeit the individual's ability to remain in the position
- once a conflict of interest, or a perception of a conflict of interest, arises for an employee or contractor they will advise their Division Manager as soon as possible

ashm.org.au

ASHM Health

Level 3, 160 Clarence Street, Sydney NSW 2000 T +61 02 8204 0700 F +61 02 8204 0782

ABN 48 264 545 457 CFN 17788



- once a conflict of interest, or a perception of a conflict of interest, arises for a board member or committee member, they will advise their fellow board/ committee members as soon as possible and be directed by the Chair of the relevant Board/ Committee as to how to proceed. If a conflict arises for the Chair of the meeting, then the Deputy Chair will advise how to proceed
- all Board and Committee meetings must commence with a standing agenda item for a declaration of any conflicts of interest.
- For awareness purposes employees will be requested to disclose and review any potential conflict of interests on an annual basis, as part of the annual performance review, however should a new potential Conflict of Interest arise at any time during the year then this Conflict of Interest should be disclosed as soon as possible.

RELATED POLICIES

- 1.01 Board and Governance Practices
- 3.13 Procurement and Tendering Policy
- 2.13 Code of Conduct

AUTHORISATION

ASHM Board

HISTORY

Version	Approved Date	Comments/ Amendments
2018v1	10-04-2018	First version of this policy
2021 V2	17-06-2021	Tri-annual review; ACFID Code of Conduct compliance check; updated template
2022v3	14-11-2022	Update as per Governance Institute recommendation

ashm.org.au

ASHM Health

Level 3, 160 Clarence Street, Sydney NSW 2000 T +61 02 8204 0700 F +61 02 8204 0782

ABN 48 264 545 457 CFN 17788

CONFLICT OF INTEREST PROCEDURE

Procedures number	2.01	Version	2022 V3
Responsible person	CFOO	Approval date	14-11-2022

RESPONSIBILITIES

The President, CEO or Chief Finance and Operations Manager is responsible for bringing this policy to the attention of board members (including prospective Board members), Employees, Committee Members or Contractors.

All board members, employees, committee members or contractors are responsible for respecting this policy.

PROCEDURES

This procedure relates specifically to Board and Advisory Group Members.

Before a board member begins their service with the organisation, they shall file with the CEO a list of their principal business activities, as well as involvement with other charitable and business organisations, vendors or business interests, or with any other associations that might produce a conflict of interest. This information should be documented in the Conflict of Interest Register.

Further, board members shall declare any conflicts of interest of which they become aware either at the start of the Board meeting concerned or when a relevant issue arises. The nature of this conflict of interest should be entered into the meeting minutes. The interest should also be documented in the Conflict of Interest Register.

Where a conflict of interest or potential conflict of interest, as defined below, is identified and/or registered, the Board member concerned shall leave the room as soon as that item comes up for discussion. The concerned Board member shall not vote on that issue, nor initiate or take part in any Board discussion on that topic (either in the meeting or with other Board members before or after the Board meetings), unless expressly invited to do so by unanimous agreement by all other members present. The Board Member's abstinence should be recorded in the meeting minutes.

If a person declares themselves to have an existing or potential conflict of interest, confidentiality will be respected. If a person alleges that another person has a conflict of interest, whether existing or potential, and that person does not agree, and if the Board cannot resolve this allegation to the satisfaction of both parties, the matter shall be referred to the Ethics Sub-Committee. This committee will make a recommendation to the Board as to what action shall be taken.

'Conflict of interest' is defined as applying

1. in accordance with the statute, where a Board member stands to gain financially from any business dealings, programs or services of the organisation, other than where
 - a. the Board member falls into the class of people benefited by the organisation and the financial gain is of a nature common to other beneficiaries, or



- b. the person is an employee of the organisation, and the financial gain is of a nature common to other employees.
2. under the bylaws of the organisation,
- a. where the immediate family or business connections of a Board member stands to gain financially from any business dealings, programs or services of the organisation,
 - b. where the person is an employee of the organisation,

where a Board member or the ex-officio member of the Board has a role on the governing body of another organisation, where the activities of that other body may be in direct conflict or competition with the activities of ASHM.

Upon commencement of employment or engagement with ASHM, all staff must declare if they have any conflicts of interest. This information should be documented in the conflicts of interest register.

All employees have a responsibility to disclose conflicts of interest when they arise. To strengthen the conflict management processes at ASHM, staff will be reminded once annually to declare if they have had any conflicts arise.

Where an actual conflict has been identified, staff may be required to work with the Risk and Governance team to form a conflict management plan which documents how ASHM will handle this conflict.

RELATED DOCUMENTS AND FORMS

Board Governance Manual

ASHM Conflict of Interest Register

AUTHORISATION

ASHM CEO

ashm.org.au

ASHM Health

Level 3, 160 Clarence Street, Sydney NSW 2000 T +61 02 8204 0700 F +61 02 8204 0782

ABN 48 264 545 457 CFN 17788