



Title	Conflict of Interest Policy	Policy No	PN-0019
Version	2	Date of Approval	23/09/2021
Pillar area	Governance	Schedule review date	Sep 2022

Introduction

The Board of Australian Dragon Boat Federation (AusDBF) is committed to high standards of ethical conduct and accordingly, places great importance on managing any existing, potential or perceived conflict of interest.

Purpose

This policy has been developed to provide a framework for:

- a. all Board Directors and Committee Members in declaring conflicts of interest;
- b. the Board, when determining how to deal with situations of conflict.

Policy

A conflict of interest may occur if an interest or a relationship influences or appears to influence the ability of a Board Director and Committee Member to exercise objectivity.

‘Conflict of interest’ is defined as applying where:

- a. a Board Director or Committee Member stands to gain financially from any business dealings, programs or services of AusDBF, other than where:
 - i. That person falls into the class of people benefited by AusDBF and the financial gain is of a nature common to other beneficiaries,
 - ii. That person is an employee of AusDBF, and the financial gain is of a nature common to other employees.
- b. The immediate family or business connections of a Board Director or Committee Member or any person with whom they have a close relationship, stands to gain financially from any business dealings, programs or services of the organisation,
- c. a Board Director or Committee Members 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 AusDBF.

‘Close relationship’ is defined as any relationship that might reasonably give rise to an apprehension that the Board Director or Committee Member might place the interests of the other party above the interests of AusDBF.

The Board places great importance on making clear any existing or potential conflicts of interest. All such conflicts of interest shall be declared by the Director concerned. All conflicts of interest shall be documented in the Board’s Conflicts of Interest Register.

Where a Board Director or Committee Member has an actual or perceived conflict of interest (be it financial or a close relationship), then that person shall not initiate or take part in any Board or Committee discussion on that topic (either in the meeting or with other Board or Committee members before or after their meetings), unless expressly invited to do so by unanimous agreement by all other Directors and Committee Members present. In addition, that the Board Director or Committee Member shall not vote on that matter.

‘Conflict of Interest’ will be a standing agenda item for all AusDBF Board and Committee Meetings, with an opportunity for all Directors and Committee Members to declare any new potential, perceived or actual conflicts of interest, particularly relating to any agenda items or planned discussions. Record of this process shall be recorded within the meeting minutes.

Board Directors and Committee Members are not barred from engaging in business dealings with AusDBF if these are negotiated at arm’s length without the participation of the Board Director or Committee Member concerned.

A Board Director or Committee Member who believes another Board Director or Committee Member has an undeclared conflict of interest should specify in writing to the Chair the basis of this potential conflict.

The Board may further supplement the definition of conflict of interest from time to time if it so wishes and may specify the procedures to apply in such cases.



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Responsibilities

The AusDBF Chair is responsible for bringing this policy to the attention of prospective and elected/appointed Board Directors and ensuring that all Directors comply with this policy.

All Board Directors are responsible for familiarising themselves with the policy and abiding by its requirements, including making an initial and then further declaration regarding any actual, potential or perceived conflicts of interest.

AusDBF Business Services will record any declarations of conflict of interest within the minutes of Board Meetings and maintain the AusDBF Conflict of Interest Register.

Conflict of Interest Declaration Form

On appointment, each AusDBF Board Director will be required to complete a Conflict of Interest Declaration form which lists the Board Director's:

- employer (if applicable)
- principal business activities, interests or affiliations with private companies
- involvement with other charitable and business organisations, including memberships of other Boards or organisations
- relationships with actual or potential AusDBF vendors or business partners
- relationships with any employee or volunteer of AusDBF, or any other person having dealings with AusDBF that might reasonably give rise to the perception of a conflict of interest
- other relationships with any other associations that might produce a conflict of interest

This form must be updated at least annually after every AGM.

Further, Directors shall declare any new 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 in the meeting minutes. The nature of the conflict of interest should also be documented in the Conflict of Interest Register.

Conflict of Interest Register

The Board will maintain a register disclosing a direct or indirect interest of any Director that could stop a them from performing their duties. This register will consist of:

- Details of Conflicts of Interest Declaration forms completed by each Board Director
- Excerpts from Board minutes in which Board Directors declare a Conflict of Interest

Procedure for management of Conflict of Interest during Board Meetings

Board Directors have a public duty to declare any private interest that may impinge upon a Board discussion. Members of the Board who have an interest in a matter under consideration by the Board must:

- As soon as reasonably practicable, prior to and/or at commencement of the Board meeting, disclose to the Board full and accurate details of the interest
- Not take part in any discussion by the Board relating to the matters and
- Be absent from the room when any such discussion or voting is taking place.

Where a conflict of interest or potential conflict of interest, as defined above, is identified and/or registered, the Board Director concerned shall leave the room as soon as that agenda item comes up for discussion. The concerned Board Director 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 Directors before or after the Board meetings), unless expressly invited to do so by unanimous agreement by all other Directors present. The Board Director's abstinence should be recorded in the meeting minutes.

However, if a conflict of interest has been identified, the Board can decide - by unanimous agreement by other Directors present – that the Board Director does not need to absent themselves from the room during the discussion. The Board might however express an undertaking from the relevant Board Director to respect confidentiality in relation to the matter (for example, not pass on the information to the Board of a competing organisation).

If a Board Director declares themselves to have an existing or potential conflict of interest, confidentiality will be respected. If there is any doubt as to whether a conflict of interest exists, the relevant Director should err on the side of caution and declare the interest. If any person alleges that a Board Director has a conflict of interest, whether existing or potential, and that Board Director does not agree, and if the Board cannot resolve this allegation to the satisfaction of both parties, the matter shall be managed as a 'potential' Conflict of Interest, with the Board Director involved not participating as detailed above. The Board may also seek legal advice.

Disclosure of this information should be recorded in the minutes of the Board.

Examples of conflict of interest

Examples of conflict of interest include, but are not limited to:

- A Board Director is on a job selection panel and one of the candidates is a personal friend or associate
- A Board Director works for a government agency that also provides funding to AusDBF
- AusDBF selects a family member of a Board Director for an AusDBF position (paid or unpaid) e.g. Aurora's Coach or Team Manager
- A Board Director receives a gift from a firm that provides equipment or services to AusDBF
- A Board Director sits on the Board of another organisation and the two organisations are competing for the same funds.

Disclosing gifts

Where a Board Director is offered a gift made to them by a third party (unrelated to AusDBF) in the course of their Board role, and that gift is (e.g. flowers, cards, chocolates), they can choose to accept that gift. However, they should record details of the gift in the Conflict of Interest Register (in a separate section marked 'Gifts') at the next available Board meeting.

In general, the Board should refuse large gifts where they could be clearly perceived to pose a conflict of interest. However, there may be situations where the Board decides that accepting the gift for use of the entire organisation does not create a perception of conflict of interest. It should then record the details of the gift (who offered it, why, and its approximate value) in the Board minutes, and in the Conflict of Interest Register, with the conflict to be recorded against the whole organisation.

The Board should ensure the gift is then made available for the organisation's use and that all parties, including the giver, are aware that a conflict of interest has been noted in the Conflict of Interest Register.

Related Documents:

- AusDBF Board Conflict of Interest Declaration Form
- AusDBF Board Conflict of Interest Register