



## Board Conflict of Interest Policy

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| <b>Policy Authorised by:</b> | Dr Phil Hamdorf | <b>Original Issue:</b> | 4 <sup>th</sup> April 2023 |
| <b>Policy Maintained by:</b> | Dr Phil Hamdorf | <b>Next Review:</b>    | 4 <sup>th</sup> April 2025 |

## **1. Purpose**

The purpose of this policy is to assist the Australian Sporting Alliance for people with a disability (ASAPD) Board of Directors to effectively identify, disclose and manage any actual, potential, or perceived conflicts of interest to protect the integrity of the ASAPD and manage risk.

## **2. Objective**

The ASAPD Board of Directors (called the 'board' in this policy) aims to ensure that Directors are aware of their obligations 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 the ASAPD.

## **3. Scope**

This policy applies to the ASAPD Board of Directors.

## **4. Definition of conflicts of interest**

A conflict of interest occurs when one's personal interests' conflict with their responsibility to act in the best interests of the ASAPD. 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 (for example, as a shareholder). It also includes a conflict between a director's duty to the ASAPD and another duty that the Director has (for example, to another board). 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 decide based on, or affected by, these influences, rather than in the best interests of the ASAPD and must be managed accordingly.

## **5. Policy**

This policy has been developed because conflicts of interest commonly arise, and do not need to present a problem to the ASAPD if they are openly and effectively managed. It is the policy of the ASAPD as well as a responsibility of the board, that ethical, legal, financial, or other conflicts of interest be avoided and that any such conflicts (where they do arise) do not conflict with the obligations to ASAPD.

ASAPD will manage conflicts of interest by requiring Directors to:

- avoid conflicts of interest where possible
- identify and disclose any conflicts of interest
- carefully manage any conflicts of interest; and
- follow this policy and respond to any breaches.

### **5.1 Responsibility of the Board**

The board is responsible for:

- establishing a system for identifying, disclosing, and managing conflicts of interest
- monitoring compliance with this policy; and
- reviewing this policy regularly to ensure it is operating effectively

The ASAPD must ensure that its directors are aware of this Policy and that they disclose any actual or perceived material conflicts of interests as required by this policy.

## **5.2 Identification and disclosure of conflicts of interest**

Once an actual, potential, or perceived conflict of interest is identified, it must be entered into the ASAPD Conflict of Interest Register (see below) , as well as being raised with the board. The register must be maintained by the Chief Executive Officer and 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).

## **6. Action required for management of conflicts of interest**

### **6.1 Conflicts of interest of Directors**

Once a conflict of interest has been appropriately disclosed, the board (excluding the Director disclosing and any other conflicted Director) must decide whether the conflicted Director should:

- vote on the matter (this is a minimum)
- participate in any debate; or
- 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 a director from regularly participating in discussions, it may be worth the board considering whether it is appropriate for the person conflicted to resign from the board.

### **6.2 What should be considered when deciding what action to take**

In deciding what approach to take, the board will consider:

- whether the conflict needs to be avoided or simply documented
- whether the conflict will realistically impair the disclosing person's capacity to impartially participate in decision-making
- alternative options to avoid the conflict
- the ASAPD objects and resources; and
- the possibility of creating an appearance of improper conduct that might impair confidence in, or the reputation of, the ASAPD.

The approval of any action requires the agreement of at least a majority of the board (excluding any conflicted Director/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.

## **7. Compliance with this policy**

If the board 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 this person has failed to disclose a conflict of interest, the board may act against them. This may include seeking to terminate their position as a director.

If a person suspects that a director has failed to disclose a conflict of interest, they must notify the Chair who will contact the Director to discuss the alleged breach of policy.