

POLICY	Governance
TITLE:	Conflict of Interest Policy
AREA:	Governance
RESPONSIBILITY:	Chief Executive Officer
DRAFTED BY:	Business Services Manager
DATE APPROVED:	23 January 2018
APPROVED BY:	Paddle Australia
NEXT REVIEW:	February 2020

CONTENTS

1. GENERAL INFORMATION	3
1.1 Purpose	3
1.2 Objective	3
1.3 Scope	3
2. DEFINITION OF CONFLICT OF INTEREST	3
3. POLICY.....	3
3.1 Outline of Policy.....	3
3.2 Responsibility of the Board	4
3.3 Identification and Disclosure of Conflicts of Interest.....	4
4. ACTION REQUIRED FOR MANAGING CONFLICTS OF INTEREST	4
4.1 Conflicts of Interest of Members	4
4.2 What Should Be Considered When Deciding What Action to Take	4
5. COMPLIANCE WITH THE POLICY	5
6. CONTACT	5

1. GENERAL INFORMATION

1.1 PURPOSE

The purpose of this policy is to help the Board, Committee, Panel, Advisory Group and Working Party members of Paddle Australia to effectively identify, disclose and manage any actual, potential or perceived conflicts of interest in order to protect the integrity of Paddle Australia and manage risk.

1.2 OBJECTIVE

Paddle Australia aims to ensure that Board, Committee, Panel, Advisory Group and Working Party members (called the 'Members' in this policy) 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 Paddle Australia.

1.3 SCOPE

This policy applies to the Board, Committee, Panel, Advisory Group and Working Party members of Paddle Australia.

2. DEFINITION OF CONFLICT OF INTEREST

A conflict of interest occurs when a person's personal interests conflict with their responsibility to act in the best interests of Paddle Australia. 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 Member's duty to Paddle Australia and another duty that the Member has (for example, to another organisation). A conflict of interest may be actual, potential or perceived and may be financial or non-financial.

These situations present the risk that a Member will make a decision based on, or affected by, these influences, rather than in the best interests of the organisation and must be managed accordingly.

3. POLICY

3.1 OUTLINE OF POLICY

This policy has been developed because conflicts of interest commonly arise and do not need to present a problem to Paddle Australia if they are openly and effectively managed. It is the policy of Paddle Australia 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 Paddle Australia.

Paddle Australia will manage conflicts of interest by requiring Members 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.

3.2 RESPONSIBILITY OF THE BOARD

The Board is responsible for:

- Establishing a system for identifying, disclosing and managing conflicts of interest across the organisation;
- Monitoring compliance with this policy; and
- Regularly reviewing this policy basis to ensure that the policy is operating effectively.

3.3 IDENTIFICATION AND DISCLOSURE OF CONFLICTS OF INTEREST

Once an actual, potential or perceived conflict of interest is identified, it must be entered into Paddle Australia's register of interests, as well as being raised with the relevant Board, Committee, Panel, Advisory Group or Working Party. The register of interests shall be maintained by the CEO or their delegate 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).

4. ACTION REQUIRED FOR MANAGING CONFLICTS OF INTEREST

4.1 CONFLICTS OF INTEREST OF MEMBERS

Once the conflict of interest has been appropriately disclosed, the Board, Committee, Panel, Advisory Group or Working Party (excluding the Member disclosing and any other conflicted Member) must decide whether or not those conflicted Member(s) 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 Member from regularly participating in discussions, it may be worth the Board, Committee, Panel, Advisory Group or Working Party considering whether it is appropriate for the person conflicted to resign. A Committee, Panel, Advisory Group or Working Party may refer a Conflict of Interest issue to the Board for consideration.

4.2 WHAT SHOULD BE CONSIDERED WHEN DECIDING WHICH ACTION TO TAKE

In deciding what approach to take, the Board, Committee, Panel, Advisory Group or Working Party will consider:

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

The approval of any action requires the agreement of at least a majority of the Board, Committee, Panel, Advisory Group or Working Party (excluding any conflicted 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.

5. COMPLIANCE WITH THE 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 take action against them. This may include seeking to terminate their relationship with Paddle Australia.

If a person suspects that a Board member has failed to disclose a conflict of interest, they must inform the CEO immediately.

6. CONTACT

For any questions about this policy, please contact the Paddle Australia CEO.