



# Board Conflict of Interest Policy

Version CIP2021-1.0

<b>Purpose:</b>	The purpose of this policy is to clarify guidelines to protect against potential conflicts of interest by Directors of the Ohana College Board, to observe legislation regarding conflict of interest, and to engage in College business activities in a fashion designed to avoid any conflict of interest or the appearance of impropriety.	
<b>Scope:</b>	The policy covers the types of activities which may constitute a conflict of interest, how a conflict of interest might be determined and the responsibilities of Directors with regard to declaring conflicts of interest.	
<b>Status:</b>	APPROVED	<b>Supersedes:</b> CIP2020-1.4
<b>Authorised by:</b>	Ohana College Board of Directors ('the Board')	<b>Approval Date:</b> 19 August 2021
<b>References:</b>	Education (Accreditation of Non-State Colleges) Act 2017 ACNC Regulation 2013 Corporations Act 2001 Board Code of Conduct Financial Policies in relation to contracts and tendering HR Policies	
<b>Reviewed:</b>	Annually	<b>Next Review:</b> August 2022

<b>Responsibility:</b>	Board Chair	<b>Point of Contact:</b> Board Secretary

It is the policy of the Board that all Directors will declare all interests in order to avoid any conflict of interest or the appearance of conflict of interest pursuant to the provisions of the *Corporations Act 2001 (Cth)*.

In deciding if there is a conflict of interest, a Director should consider:

- the capacity for the interest to affect their decision-making;
- the importance of the interest to them; and
- how a 'reasonable person' would see the interest.

### Implementation

Each Director will be jointly and severally responsible for ensuring that:

1. any contract for goods and/or services shall be in a manner that will avoid any conflict of interest or perceived conflict of interest;
2. no staff Director related by blood or marriage to a Director will be appointed to the College staff except by a unanimous vote of the full board fully informed of the relationship;
3. full disclosure will be made by Directors in situations where they, their relatives, partners or friends, may benefit financially, or in any other material way, from a decision made by the Board.
4. at no time will the College's property either for their personal benefit or for the benefit of any other person without the authority of the full Board fully informed of the personal benefit.
5. no financial or other material benefit will flow to a Director as a result of a decision made by the Board.
6. no relative, partner or friend of any Director, nor any organisation in which the Director has any interest, financial or otherwise will be able to benefit from their position on the Board.
7. no Director makes any unauthorised use of confidential information belonging to the College.
8. No person is to intentionally gain an advantage (directly or indirectly) for any person or causes detrimental to the College.

### Conflicts Prior to Taking Office

A Director with a personal financial interest in a sale, lease, or contract with the College, which was entered into before the Director took office, and presents an actual or potential conflict of interest, shall immediately notify the Board Chair of such interest. It shall thereafter be the responsibility of the Director to refrain from participating in any discussion or action relating to the sale, lease or contract by the board.

### Conflicts While in Office

If at any time a Director believes that they may appear to be unable to maintain professional objectivity on any issue, because of a personal situation, employment or other reasons, the Director must notify the Board Chair and must not vote on the matter or be present when the matter is being considered by the Board.

#### **Determination as to Whether a Conflict of Interest Exists**

The determination as to whether a conflict of interest exists is to be made by the Board Chair. Any Director who has an actual, perceived or potential conflict of interest shall notify the Board Chair of such conflict immediately it becomes apparent to them. The Board Chair shall then determine the appropriate course of action. If the conflict of interest is with the Board Chair, then the CEO shall initiate a discussion amongst the remaining Directors in the absence of the Board Chair. In the absence of a clear agreement, the view of the majority of the Directors shall prevail.