



<u>Policy Approver:</u>	Board
<u>Policy Owner:</u>	Chief Executive Officer
<u>Policy Lead:</u>	Head of Human Resources

Conflicts of Interest Policy

Our policy on disclosing and managing conflicts of interest.

1 Introduction

This policy sets out our commitment to ensuring the highest level of ethical conduct of our personnel and to ensure that actual, potential and perceived conflicts of interest are disclosed and appropriately managed.

2 Scope of the Policy

This policy applies to:

- (a) all our personnel (being our directors¹, employees, interns, students on vocational placement, volunteers and independent contractors and consultants); and
- (b) all our partner organisations and their personnel involved in our activities and work.

The application of this policy to our partner organisations is described further below in clause 5.3.

3 Policy Statement

- (a) Our policy is to ensure that actual or potential conflicts of interest are:
 - (i) identified and disclosed;
 - (ii) recorded in a conflicts of interest register (in a form maintained by the Policy Lead); and
 - (iii) appropriately managed.
- (b) We will manage conflicts of interest by requiring:
 - (iv) our personnel to:
 - (A) avoid conflicts of interest where possible;
 - (B) identify and disclose any conflicts of interest to their line manager (or, in the case of our directors and Chief Executive Officer, to the Chair of the Board) each and every time those conflicts arise; and

¹ If our Board has adopted a separate policy regarding the subject matter of this policy, then that policy takes precedence with respect to our directors.



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- (C) carefully manage any conflicts of interest in accordance with an approved strategy that aligns with this policy and any relevant procedures. If a conflict arises multiple times, this includes complying with the approved strategy to manage the conflict each time it arises; and
- (v) our partner organisations to immediately disclose to us any conflict of interest that arises or is likely to arise in relation to our activities or work and outline the steps they propose to take to resolve or otherwise deal with the conflict.
- (c) Our personnel must disclose conflicts of interest as and when they arise by completing a Conflict of Interest Disclosure form. All personnel are also required to complete the Conflicts of Interest Disclosure form annually to confirm that any conflicts of interest that have been disclosed are being managed in accordance with this policy.
- (d) Compliance with this policy and the law are conditions of working or undertaking any form of business with or for us. Any breach of this policy is a serious matter that may compromise our status as a charity and/or funding for our work. Failure to disclose a conflict of interest or breaching this policy may result in disciplinary action (including dismissal) and/or termination of a partnership or an agreement.

4 Defining conflicts of interests

4.1 What is a conflict of interest?

- (a) A conflict of interest is a conflict between a person's interests or duties and that person's work duties or other responsibilities to us.
- (b) This may be a conflict with a person's 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).
- (c) This includes a conflict between a Board member's duty to us and another duty that the Board member has (for example, to another charity or organisation that they work for).



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4.2 Types of conflicts of interest

There are a range of different types of conflicts of interest – direct and indirect, financial and non-financial:

- (a) **Direct financial interest:** where personnel might receive a direct financial benefit or experience direct financial loss that is more than \$50 from a decision significantly influenced or made by the organisation.
- (b) **Indirect financial interest:** where a financial benefit may benefit a member of personnel's family member, friend or another organisation in which that member of personnel is involved.
- (c) **Non-financial or personal conflict:** where a decision will see a member of personnel or their family member or friend receive a boost they wouldn't otherwise receive, for example publicity or other reputational impact.
- (d) **Conflict of loyalties:** when two or more sets of loyalties - perhaps to different organisations or charities - intersect.

4.3 Stages of conflicts of interest

- (a) **Actual:** where a person is being influenced by a conflict of interest, i.e., there is a real conflict between a person's work duties and private interests.
- (b) **Potential:** there is no actual conflict of interest, however a person has private interests that could conflict with work duties in future.
- (c) **Perceived:** there is no actual or potential conflict, but a reasonable person might perceive or believe that a conflict of interest exists.

4.4 Examples

- (a) The following is a non-exhaustive list of examples of actual, potential or perceived conflicts of interest:
 - (i) a team is evaluating a proposal from a consultant who is a close relative of one of our personnel;
 - (ii) a team is evaluating a proposal from a person or organisation that one of our personnel has previously worked with or for;
 - (iii) a proposed recipient of an award or stipend is related to one of our personnel;
 - (iv) one of our personnel wishes to hold public office or serve on the board of a local conservation organisation or an advisory committee of a corporate partner;



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- (v) one of our personnel who volunteers for another organisation is asked by that organisation to fundraise for that organisation;
 - (vi) a vendor offers one of our personnel free merchandise in exchange for continuing business;
 - (vii) one of our personnel takes on paid work for another organisation, or receives payment as a consultant;
 - (viii) one of our personnel is part owner of or has a financial interest in a proposed service provider to us;
 - (ix) one of our personnel engages in an activity that competes with our activities or jeopardises our reputation or ongoing work; or
 - (x) a partner of one of our personnel works for us.
- (b) These are only a few examples that illustrate the concept of possible conflict of interest. In each instance, the situation needs to be disclosed and reviewed in advance.

5 Policy in Practice

5.1. What we mean in this policy

In this policy:

- (a) By “**activities and work**” we include:
 - (i) our programs and projects; and
 - (ii) activities resourced by us.
- (b) By “**partner organisations**”, we mean:
 - (i) any WWF offices or entities around the world;
 - (ii) third party contractors, sub-contractors and consultants; and
 - (iii) personnel (being directors, employees, interns, students on vocational placement, volunteers and independent contractors and consultants) of the above,

that are involved in our activities and work.

5.2. Responsibilities

- (a) **Policy Approver:** accountable for approving this policy, including approving after formal reviews.
- (b) **Policy Owner:**



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- (i) accountable to the Policy Approver for overseeing the implementation and overall compliance with this policy;
 - (ii) ensures this policy is regularly reviewed (at least every two years or earlier if warranted); and
 - (iii) delegates the implementation, training, maintenance and monitoring of this policy to the Policy Lead.
- (c) **Executive team:** responsible for role modelling behaviour consistent with this policy.
- (d) **Policy Lead:**
- (i) responsible for the implementation, maintenance and monitoring of the policy at an organisational level, including through appropriate procedures, training and reporting;
 - (ii) supports the Policy Owner to review this policy; and
 - (iii) manages risk and compliance issues related to this policy.
- (e) **All of our personnel:** must be familiar with, comply with and implement this policy, and manage risks relating to conflicts of interest.
- (f) Detailed responsibilities can be found in our Policy Lifecycle Stages, Roles and Responsibilities (see Annexure A to the Policy Governance Framework).

5.3. Partner Organisations

We will require our partner organisations to immediately disclose to us any conflict of interest that arises or is likely to arise in relation to our activities or work and outline the steps they propose to take to resolve or otherwise deal with the conflict.

6 Availability of this policy

We will ensure that this policy is available to download on our website and intranet.

7 Relevant laws

- *Australian Charities and Not-for-profits Commission Act 2012 (Cth)* and *Australian Charities and Not-for-profits Commission Regulations 2013 (Cth)*, in particular:
 - ACNC Governance Standard 5 (s 45.45 of the above Regulations)
 - ACNC External Conduct Standard 3 (s 50.30 of the above Regulations).
- *Corporations Act 2001 (Cth)* (section 195)



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8 Related policies

- (a) Interim Procurement Policy
- (b) Fraud, Corruption and Counter-Terrorism Policy
- (c) Related Party Transactions Policy
- (d) Speak up Policy

9 Revision History

Action:	Date of Board meeting:
Approval and adoption of policy by the Policy Approver	31 October 2023
Revision	[insert]