

Guide Dogs.

Conflict of Interest Policy

Version History

Version	1
Owner:	Chief Legal and Governance Officer
Date of last review:	February 2024
Next Review:	February 2026

1. Purpose

The purpose of this policy is to help all our people to effectively identify, disclose and manage any actual, potential or perceived conflicts of interest in order to protect the integrity of GDN and manage risk.

2. Objective

GDN aims to ensure that all our people are aware of their obligation 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 GDN.

3. Scope

This policy applies to all Employees and Volunteers of GDN.

4. What is a 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 GDN.

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 Board member's duty to GDN and another duty that the Board member has (for example, to another charity). 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 make a decision based on, or affected by, these influences, rather than in the best interests of GDN.

Therefore, these situations must be managed accordingly.

5. How conflicts are addressed

This policy has been developed to address conflicts of interest affecting GDN.

Conflict of interest are common, and they do not need to present a problem to the organisation, as long as they are openly and effectively managed.

It is the policy of GDN, as well as a responsibility of all our people, 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 GDN.

GDN manages conflicts of interest by requiring all our people 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. Identification and disclosure of conflicts of interest

We expect all our people to act in a manner that will avoid actual, potential or perceived conflicts of interest that could compromise the performance of their duties. Board members must disclose any actual or perceived material conflicts of interests as required by governance standard 5.

Any actual, potential or perceived conflicts of interest must be disclosed, in writing, immediately. In the case of:

- Employees, to the person's Executive Leadership Team Member,
- Volunteers, to their GDN key contact, and be escalated to the relevant People Leader, and
- Board member to the Chair of the GDN Board.

Once an actual, potential or perceived conflict of interest is identified, it is the responsibility of the recipient of the disclosure to report it to the relevant Executive Leadership Team member and the CEO or Chair, to make a determination.

Where every other Board member shares a conflict, the Chair should refer to ACNC Governance Standard 5 to ensure that proper disclosure occurs.

5.3 Confidentiality of disclosures

The Executive Leadership Team, People Leaders and the Board may have access to the information disclosed in accordance with this Policy. Personal Information disclosed as part of compliance with this Policy will be managed in accordance with the Information Privacy Policy.

Disclosure of a conflict of interest may create a risk of disclosing confidential information belonging to a third person. Should a disclosure relate to certain individuals in one of these leadership roles, the CEO or Chair of the Board, as

relevant, may restrict access to information where appropriate. If concerned about the disclosure of third-party confidential information, you should seek advice assistance from our third party whistleblower service, Your Call, in accordance with our Whistleblowing Policy. You can contact Your Call, via their [Website](#) or by telephone: 1300 788 712.

If you are deaf, or have a hearing or speech impairment, you can contact Your Call online or through the National Relay Service. Simply choose your contact method at www.relayservice.gov.au and request Your Call's hotline 1300 788 712.

If you have difficulty speaking or understanding English, contact Your Call through the Translating and Interpreting Service (TIS) 131 450 and ask for Your Call on 1300 788 712.

6. Action required to manage conflicts of interest

6.1. Making a determination

Once the conflict of interest has been appropriately disclosed, the question as to whether the conflict of interest is a material issue, will be subject to the sole determination of:

1. the CEO; or
2. the Chair, in conflicts relating to the Board.

Any ongoing involvement of that person in the related matter will be at the CEO or Chair's discretion (as relevant).

The CEO or Chair may give approval in writing for continued involvement, and may impose any relevant conditions as seen fit, such as the person's removal from any decision-making process.

In exceptional circumstances, such as where a conflict is very significant or likely to prevent an Employee or Board member from regularly participating in discussions, it may be worth the CEO or Chair considering if it is appropriate for the person conflicted to resign from their position.

6.2. What should be considered when deciding what action to take

In deciding what approach to take, the CEO or Chair 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,
- GDN's objects and resources, and
- the possibility of creating an appearance of improper conduct that might impair confidence in, or the reputation of, GDN.

The CEO or Chair's decision will be recorded in the register of interests, and if relevant, in the minutes of the meeting. The conflict will also be reported to the Board.

The register of interests must be maintained by the Chief Legal and Governance Officer. The register must 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).

7. Compliance

Any person who fails to comply with GDN's Code of Conduct may be subject to disciplinary action. Depending on the seriousness of the breach, this could result in disciplinary action, including the termination of the person's employment or engagement with GDN.

We expect our people to report any breaches or suspected breaches of this Policy to the individuals listed in paragraph 5.1, promptly and in good faith.

8. Contacts

For questions about this Policy, contact your People Leader or the Chief Legal and Governance Officer.

9. Definitions

In this Policy, unless the context requires another meaning:

'Board member' means directors of the Guide Dogs NSW/ACT Board.

'Employee' means a person employed by GDN (including full time, part time and casual employees).

'GDN' means, collectively and severally, Guide Dogs NSW/ACT and Related Bodies Corporate.

'our people' include Employees and Volunteers.

‘People Leaders’ include leaders of teams or functions, including the General Manager Team (GMT), Senior Leadership Team (SLT) or the People Leadership Team (PLT).

‘Related Bodies Corporate’ has the meaning ascribed to that term in the Corporations Act 2001 (Cth).

‘Volunteer’ means an individual who offers their services, skills and experience of their own free will to perform agreed tasks for GDN without compensation or reward. Volunteers include Board members, committee members and advisory panel members.