

Conflict of Interest Policy (Board and Committees)

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Summary of Roles and Responsibilities

Responsibility	When	Who	Details
Declare private interests	On appointment and annually	All members	Submit Declaration of Private Interests (DOPI) form
Update declaration	When circumstances change	All members	Notify the Chairperson (and Secretariat) before next meeting
Declare conflicts of interest	At start of each meeting or as they arise	All present members	Declare conflict (real, potential or perceived), even if recorded
Confirm register accuracy	Start of each meeting	All present members	Confirm register is complete and accurate
Raise undeclared interests	During meetings or upon awareness	Any member	Raise as a query for transparency
Manage conflicts of interest	Whenever a conflict is declared	Chairperson and member	Use policy and standard process
Record conflicts	At time of declaration	Secretariat	Record in minutes and register
Monitor conflict management	Ongoing	Board or Committee	Review if appropriate option

Process steps

Is there a conflict?

- **No:** Record in minutes. Consider restrict/remove if needed.
- **Yes:** Is it material?
 - **Yes:** Leave the room, do not participate in discussion or vote. Not counted in quorum.
- **If the standard process is not practical:** Decide on alternative option, record in minutes and monitor appropriateness going forward.

1. Purpose

This policy sets out the Collaborative Centre position and processes on declaring private interests and managing conflicts of interest.

2. Scope

This policy is binding on members of the Board and its committees.

This policy supplements the Conflict of Interest Policy that applies to management, employees and other workplace participants of the Collaborative Centre.

3. Principles and key things you must do

You must perform your duties with integrity and impartiality, consistent with the establishing legislation, the [Public Administration Act 2004](#) and the [Code of conduct for Directors of Victorian Public Entities 2024 \(Code of Conduct\)](#). In doing so, you must place the public interest above your private interests.

You must not engage in any lobbying activity (including activities undertaken in other jurisdictions) that may relate to the functions of the Collaborative Centre.

You must declare your private interests, and if you have a conflict of interest (or conflict of duty), you must declare it, and the Board or Committee must manage it in the public interest, consistent with this policy.

3. Definitions

Conflict of interest: A conflict of interest exists if you have a private interest that could influence, or reasonably be seen to influence, how you perform your public duties, including as a member of the Collaborative Centre Board or Committee. A conflict of interest can be:

- **Actual** – there is a conflict between your private interests and your public duties.
- **Potential** – you have a private interest that could foreseeably conflict with your public duties in the future.
- **Perceived** - it is reasonable for people to believe that your private interests could influence your public duties, now or in the future.

Conflict of duty: A conflict of duty (also known as a conflict of role) is a type of conflict of interest. It is a conflict between your public duties and your duty to another organisation or group. For example, your public duty to act in the best interests of the Collaborative Centre and your duty to another group or organisation, whether public, private or community (being a board or committee member, an employee, volunteer of, or affiliated with, another organisation).

Private interest: A private interest can be financial or non-financial. It can be direct or indirect.

A **direct** interest is your own interests. An **indirect** interest is the interest of another person or group that you are or were recently closely associated with, or have an enduring (ongoing) interest in.

Examples:

- family friend, household member (e.g. spouse, partner, child, parent, sibling, someone who resides with you)
- professional, business associate
- rival, enemy.

If a personal relationship (or other private interest) links to the Collaborative Centre (work, tender, contract), there may be a higher risk of conflict of interest, particularly if it intersects with your duties.

Consensual personal relationships: A consensual personal relationship is a sexual, intimate and/or romantic relationship between consenting adults of any sex or gender identity who are members, or

an associate, of the Collaborative Centre and must be declared. The relationship may be on a casual, periodic or regular basis, may or may not constitute a primary relationship and includes having a spouse or de facto partner who works in the Collaborative Centre.

Financial: Financial interests include existing, potential or future:

- ownership of property holdings (shares), investments or other business interests
- financial gain or loss
- position in an organisation bidding for government work
- receipt of benefits such as concessions, discounts, gifts or hospitality from a source
- entitlement to receive income derived from a contract
- beneficiary or trustee of a trust
- entitlement to receive income from an office held for payment or reward, or a trade, vocation or profession.

4. Declaration of private interests

You must:

- make an annual declaration of private interests (DOPI)
- update your declaration when you are appointed to a new role, your circumstances change, or before you consider matters that may affect your private interests.

At the start of each meeting, you must:

- confirm that you are not engaging in any lobbying activity that may relate to the Collaborative Centre's functions
- confirm that your entries in the register of interests are complete and correct
- declare any interests that relate to particular agenda items, even if previously declared
- comply with the Board or Committee decision on how the conflict is to be managed consistent with this policy.
- raise a query if you believe another member may have an undeclared interest to enable the other member to declare it, if it exists.

5. Register of interests and conflicts of interest

The Collaborative Centre Board or Committee Chairperson (**the Chairperson**) will ensure that all private interests and identified conflicts are recorded in the register of interests and conflicts (**the Register**).

The Chairperson will ensure that the Register is presented at each Board or Committee meeting. If there are no changes, the minutes will note that all members present affirmed that their entry in the register of interests remains complete and correct. If any changes are declared, these will be recorded in the minutes for entry into the Register.

The Finance, Audit and Risk Committee will annually review a report on the Collaborative Centre's conflict of interest processes and their effectiveness.

6 Options for managing a conflict of interest

The Board or Committee will manage all conflicts of interest identified in the public interest. Options for managing a conflict of interest include:

- **Remove:** The member leaves the room and does not participate at all in the 'conflicted' matter.

- **Record:** Details of the conflict of interest are recorded in the minutes. Monitoring occurs to check whether this remains the appropriate option.
- **Restrict:** The member's involvement in discussion or decision making on the matter is restricted to the extent that matches the public interest. Monitoring occurs to check whether this remains the appropriate option.
- **Recruit:** An impartial third party is engaged to provide advice (e.g. a probity adviser, lawyer, or governance expert from the Department of Health).
- **Relinquish or resign:** The member relinquishes their private interest or steps down from their role with the other organisation on a temporary or permanent basis. Alternatively, the member resigns from the Board or Committee.

7. Is the conflict material?

When deciding how to manage a conflict of interest, the Board or Committee will determine whether the conflict is material. In doing so, the Board or Committee will consider all the relevant factors and circumstances, including (but not limited to):

- the objectives and functions of the Collaborative Centre
- the matter that is to be discussed and determined by the Board or Committee
- the nature of the conflict (i.e. is it real, potential, or perceived?)
- the severity of the conflict, including:
 - the amount, scope, and likelihood of any expected benefit
 - any other relevant circumstances
- the potential effect of the conflict, including:
 - the extent to which the member's ability to make an impartial decision in the public interest could be compromised (or could reasonably be seen to be compromised)
 - the overall likelihood that the conflict of interest may affect public confidence in the integrity of the Board or Committee and its decisions.

8. Standard process for managing material conflicts of interest

The standard procedure for managing a material conflict of interest is to remove the member from all participation in the matter. The member will:

- leave the room at the start of the relevant agenda item and not return until the start of the next agenda item
- not discuss the matter at all with any other member (either in the meeting or elsewhere)
- not participate in any decision on the matter.

If an alternative option is adopted, the minutes must record the alternative option and reasons.

9. More stringent options for managing a material conflict

If the public could reasonably form the view that the conflict is of unacceptable frequency or duration then to maintain public confidence and protect the reputation of the Collaborative Centre it may be necessary, in the public interest, for the member to:

- relinquish their private interest
- resign or stand down on a temporary basis from the other organisation to which he or she has a duty, or
- resign from the Board or Committee.

10. Less stringent options for managing a material conflict

If a less stringent option is adopted, then, in addition to recording in the minutes the public interest reasons, careful monitoring will occur to ensure that the less stringent option remains appropriate. Examples include:

- **Discussion:** If the 'conflicted' member was appointed based on their knowledge of the matter, it may be in the public interest for him or her to be present for part of the Board or Committee discussion. (However, if an 'un-conflicted' member is absent who also has this expertise, it will usually be in the public interest for discussion to occur at the next meeting instead.)
- **Decision:** If the recommended procedure would mean that there is no quorum for the decision even if all 'un-conflicted' members are present, then a less stringent option would be in the public interest. (However, if 'un-conflicted' members are absent then it would usually be in the public interest for the decision to be held over to the next meeting instead.)

When uncertain, the default will be to apply the standard process.

11. Managing non-material conflicts of interest

For a non-material conflict of interest, there is more likelihood that a less stringent option (i.e. record, restrict or review) will be in the public interest. In making its decision, the Board or Committee will consider all relevant factors and circumstances (e.g. the lower the severity of the conflict, the more likely that a less stringent option will be in the public interest).

If the Board or Committee decides on a less stringent option then, in addition to minuting why it is in the public interest, careful monitoring will occur to ensure that it remains appropriate (e.g. the Board or Committee may initially determine to only record the conflict but after monitoring may decide instead that the member can participate in part of the discussion but must be removed from all decision making on the matter).

When uncertain, the default will be to apply the standard process.

12. Recording in minutes

If a member declares a conflict of interest, the following information must be recorded in the minutes:

- a description of the interest and the conflict (the dollar value of a financial interest does not need to be included)
- whether the conflict is material
- the action the Board or Committee will take to manage the conflict in the public interest
- why the chosen action is in the public interest
- if the member leaves the room during discussion or decision making on the 'conflicted' matter, the time that he or she leaves and returns and the item (or part of the item) for which he or she was absent.

13. Alleged breaches

The Collaborative Centre will respond to alleged breaches of this policy consistently with applicable legislation and the Code of Conduct.

Members must notify the Chair if they may have breached this policy.

If a member believes another member has breached the policy, they must notify the Chairperson.

The Chairperson decides whether a breach occurred. If unclear or serious, it will be escalated to the Board or Committee.

Serious breaches must be reported to the Health Secretary and the Minister.

If a criminal offence may have occurred, the matter may be referred to relevant integrity or law enforcement authorities.

14. Related documents

- [Code of Conduct for Directors of Victorian Public Entities](#)
- Gifts, Benefits and Hospitality Policy

15. Approval and review

Approved by	Collaborative Centre Board
Owner	Chief Operations Officer
Date approved	26 August 2025
Next review	August 2028