Darling Downs Potters' Club

Procedure Title: Conflict of Interest
Procedure Owner: The Board
Applies To: All members
Effective Date:
Review Date:

1. Purpose

The purpose of this policy is to ensure that all decisions of The Darling Downs Potters' Club are made in the best interests of the Club and its members, and are not influenced by personal, financial, or other interests.

2. Scope

This policy applies to:

- Directors.
- Coordinators.
- Volunteers acting on behalf of the Club.

3. Definition of Conflict of Interest

A conflict of interest occurs when a person's private interests interfere, or could reasonably be seen to interfere, with their duties to the Club.

Conflicts may be:

- **Actual** – a real conflict exists.
- **Perceived** – it appears to others that a conflict exists.
- **Potential** – a conflict could arise in the future.

4. Legal Obligations (Directors)

Directors must comply with their duties under the Corporations Act 2001, including:

- Acting in good faith in the best interests of the Company.
- Using their position properly.

- Avoiding improper use of information.
- Disclosing material personal interests in matters relating to the affairs of the Company (s191).

A Director who has a material personal interest must:

- Disclose the interest to the Board as soon as practicable.
- Ensure the disclosure is recorded in the minutes.

Unless an exception applies, the Director must not:

- Be present during discussion of the matter.
- Vote on the matter (s195).

5. Standing Notices

- A Director, Coordinator or Volunteer acting on behalf of the Club may give a standing notice of any actual, perceived or potential conflict of interest, including any material personal interest required to be disclosed under the Corporations Act.
- A standing notice must:
    - Clearly state the nature and extent of the interest or conflict.
    - Be provided to the Board either in writing or at a Board meeting.
- Once given, a standing notice applies to all relevant matters unless:
    - The nature or extent of the interest changes; or
    - The notice is withdrawn.
- Standing notices must be:
    - Recorded in the minutes; and/or
    - Maintained in a Conflict of Interest register
- Directors, Coordinators and Volunteers must update their standing notice if circumstances change.

6. Management of Conflicts

Once a conflict is declared, the board will determine the appropriate action.

This may include:

- The person abstaining from discussion.
- The person abstaining from voting.
- The person leaving the meeting during discussion of the matter.
- Limiting access to related information.

7. Meeting Procedures

When a conflict arises in a meeting:

1. The conflict must be declared at the start of the meeting or when it becomes known.
2. The declaration must be recorded in the minutes.
3. The Chair determines how the conflict will be managed.
4. The affected person must comply with the decision, including leaving the room if required.

8. Responsibilities

All individuals must:

- Act honestly, in good faith, and in the best interests of the Club.
- Avoid situations where personal interests conflict with Club duties.
- Be transparent and proactive in declaring conflicts.

The board must:

- Ensure conflicts are appropriately managed and recorded.
- Maintain a Register of Conflicts of Interests.
- Ensure fair and equitable decision-making.

9. Breaches of Policy

Failure to disclose or appropriately manage a conflict of interest may result in:

- Removal from involvement in the relevant decision.
- Formal warning.
- Other action in accordance with the Club's Constitution.

10. Breaches of Policy

Failure to disclose or properly manage a conflict of interest may result in:

- Removal from decision-making.
- Formal warning.
- Removal from position.
- Potential breaches of Directors' duties under the Corporations Act 2001, which may carry legal consequences.

11. Review

This policy will be reviewed every two (2) years or earlier if required.