



RAWCS Conflict of Interest Policy

JUNE 2024

Table of Contents

1. INTRODUCTION 3

2. PRINCIPLES 4

3. POLICY COMMITMENTS 5

4. BREACH OF POLICY 7

5. ROLES AND RESPONSIBILITIES 7

6. POLICY DISTRIBUTION 8

7. REVIEW 8

8. MORE INFORMATION 9

DOCUMENT REVISION HISTORY 9

9. APPENDIX A: DECLARATION OF CONFLICT OF INTEREST FORM10

10. APPENDIX B: BOARD MEMBER REGISTER OF INTERESTS.....12

10. APPENDIX C: GENERAL REGISTER OF INTERESTS13

1. Introduction

1.1 *Who we are*

1.1.1 Rotary Australia World Community Service Ltd (RAWCS) is a registered charity with the Australian Charities and Not-for-profits Commission (ACNC). We back doing good by supporting and facilitating a broad range of humanitarian and development projects, both in Australia and in developing countries. RAWCS administers three Tax Deductible funds:

1. **Rotary Australia Overseas Aid Fund (RAOAF):** This fund supports efforts by Rotary Clubs, Rotary Districts and other partners to deliver humanitarian assistance in developing countries. RAOAF focuses on both sustained development and immediate disaster response, working collaboratively with communities to deliver impactful, sustainable projects to meet identified needs.
2. **Rotary Australia Benevolent Society (RABS):** RABS supports Rotary Clubs, Rotary Districts and other partners to respond to specific community challenges within Australia. It offers an avenue for wider community involvement through tax-deductible donations. The Rotary Australia Compassionate Grants Projects within RABS uses matching funds from donations, such as those provided by Dick Smith's Trust, to assist Australians facing hardship.
3. **Rotary Australia Relief Fund (RARF):** This fund is dedicated to responding to national appeals and efficiently disbursing funds to appropriate aid projects. RARF's focus is on mobilising rapid support during national crises, such as natural disasters, providing a structured channel for public generosity to be transformed into effective aid. This fund acts as a hub for contributions from both Rotary and non-Rotary sources, ensuring swift and effective aid delivery to disaster-affected areas.

1.2 *Purpose*

- 1.2.1 The purpose of this policy is to prevent conflicts of interest where possible and if not possible, to deal with them in an ethical and responsible manner, to disclose them and to mitigate the risk of conflicts of interest.
- 1.2.2 This policy explains:
- what a conflict of interest is; and
 - how to manage or avoid conflicts of interest.

1.3 *Scope and Governance*

- 1.3.1 This policy applies to RAWCS and all of its administered funds and subsidiaries – referred inclusively within this policy as RAWCS
- 1.3.2 This policy applies to all RAWCS staff, volunteers, Board members, committee members, suppliers and contractors. Within this policy all of these are represented by the term: “**our people**”. It also extends to all our partners.

1.3 Policy References

1.3.1 This policy was developed with references to the following documents:

- ACFID Code of Conduct
- Australian Charities and Not-for-profits Commission, Governance Standard 5
- RAWCS Code of Conduct
- RAWCS Fraud, Corruption and Counter Terrorism Policy
- RAWCS Whistleblower Policy and Procedure
- RAWCS Complaints Policy and Procedure
- RAWCS Privacy Policy

1.4 Definitions

Term	Definition
Conflict of Interest	A situation in which your loyalties or interests are, might be, or might be perceived to be, in conflict with those RAWCS. This could be as a result of a private relationship or association with a person, group or entity with whom you might also have a professional relationship or association. It could also be as a result of a private interest or activities conducted during or outside of working hours.
Actual Conflict of Interest	Where there is a real conflict between a duty to RAWCS and a personal interest.
Potential Conflict of Interest	A conflict of interest that may arise in the future.
Perceived Conflict of Interest	Where the public could reasonably form the view that a conflict exists or could arise that may improperly influence a decision or performance of a function.
Non-Pecuniary Interest	A Personal Interest without a financial component where there may be a tendency for favouritism, or prejudice to arise due to friendship, animosity or other personal involvement with another person or group.
Pecuniary Interest	A Personal Interest involving actual or potential financial gain or loss by you, or your relative, or a close associate
Personal Interest	Direct interests, including those of individuals, groups or organisations that you associate with outside RAWCS.

2. Principles

2.1 Guiding Principles

2.1.1 **Honesty and Integrity:** Our people shall conduct themselves with honesty and integrity in all aspects related to their roles at RAWCS. This commitment extends to upholding the highest standards of ethical behaviour in all professional activities.

- 2.1.2 **Avoiding Conflicts of Interest:** Our people shall actively avoid any actual, potential or perceived conflicts of interest in their work. This involves taking reasonable steps to prevent situations that could compromise their impartiality or influence their decisions within RAWCS.
- 2.1.3 **Disclosure of Interests:** Our people shall disclose any material personal interests that could conflict with their responsibilities at RAWCS. These disclosures should be made comprehensively and promptly upon recognition of the potential conflict.
- 2.1.4 **Proper Use of Position:** Our people shall not use inside information or their roles, status, power, or authority at RAWCS to:
- obtain or attempt to obtain personal benefits or advantages for themselves or others; and/or
 - cause or attempt to cause harm to RAWCS or any other party.

3. Policy Commitments

3.1 *Creating a conducive culture*

- 3.1.1 We identify, declare and manage conflicts of interest, regardless of what type or level of conflict of interest it is.
- 3.1.2 We build a culture where people are encouraged to identify and report conflicts of interest.

3.2 *Identifying conflicts of interest*

- 3.2.1 We ensure that our people can accurately identify a conflict of interest (whether actual, potential or perceived) and know how to declare it. We avoid conflicts of interest wherever possible.
- 3.2.2 We ensure that our people and stakeholders are aware of high-risk areas including, but not limited to, procurements, tenders and contracts, employment matters, personal relationships, delegations (including financial and other) and funding.
- 3.2.3 All our people must complete the Conflict of Interest Declaration Form at the commencement of their employment/engagement. You must also declare a conflict (whether actual, potential or perceived) if one arises during the course of your employment/engagement.

3.3 *Declaring a conflict of interest*

- 3.3.1 If you identify a conflict of interest (whether actual, potential or perceived), it is your responsibility to discuss and declare it to your supervisor/manager. Even if you believe you can act objectively, the perceived bias could cast doubt on the impartiality of the decision, and therefore the conflict should be reported.
- 3.3.2 In the case of a conflict of interest identified by a Director of the Board or the Chief Executive Officer (CEO) this is to be discussed and declared to the Chair of the Board and will be recorded on the Conflict of Interest Register for the Board, maintained by the Company Secretary.
- 3.3.3 For all other people in RAWCS if a conflict of interest (whether actual, potential or perceived) is identified, you must declare it via the Conflict of Interest Declaration Form. This needs to occur as soon as possible after the conflict of interest has been identified.
- 3.3.4 A conflict of interest is considered declared once the Conflict of Interest Declaration Form is submitted.

3.3.5 In determining whether a conflict of interests exists, the following considerations apply:

- What would a reasonable or fair-minded observer conclude?
- Could it affect the person's capacity to perform their duties?
- Could it compromise their integrity?
- Could it compromise the integrity of RAWCS?

3.4 *Managing a conflict of interest*

3.4.1 We take reasonable steps to address the risks associated with a conflict of interest. These steps may include the following considerations:

- Does the conflict of interest need to be avoided or simply documented?
- Will the conflict of interest realistically affect the person's capacity to participate in decision making?
- Are there alternative options to avoid the conflict of interest?
- Does it affect RAWCS's resources or purpose?
- How might this conflict of interest be perceived? Will it affect the reputation of RAWCS?

3.4.2 Following from these considerations:

- Do we need to limit the person's involvement in some way?
- Do we need to remove the person from all responsibilities associated with the conflict?
- Do we need to recruit an objective party to oversee the area of conflict?
- Is it necessary for the person to relinquish their private interest?

3.4.3 In situations where there is a low risk of conflict of interest, it may be possible for the person to continue to be involved. However, the situation needs to be reviewed regularly using the questions above.

3.4.4 The manager/supervisor is the appropriate person to make a decision. If needed, they can consult with the National Project Manager and/or the CEO.

3.4.5 If someone else (such as a superior or colleague) is involved in a situation that may be a conflict of interest (whether actual, potential or perceived) that may influence your decision-making, you must also declare this.

3.4.6 For policy commitments specific to managing conflicts of interest for Directors of the Board, see 3.6.

3.5 *Failure to declare a conflict of interest*

3.5.1 We each have an obligation to declare and manage conflicts of interest.

3.5.2 There are potentially serious consequences if you fail to follow this policy (such as if you do not declare a conflict of interest or if you refuse to take any reasonable action to manage a conflict of interest). Consequences may involve disciplinary action, including termination of your contract (employment contract, partner agreement, contractor agreement).

3.5.3 If you suspect someone has not followed this policy, you must report it. You can make a report to complaints@rawcs.org.au

3.5.4 If you suspect that a Director of the Board has failed to declare a conflict of interest, you must notify the CEO and the Chair of the Board.

3.6 *Directors of the Board*

- 3.6.1 A Director must declare a conflict of interest (or information that would suggest a conflict):
- as soon as practical after they become aware of the matter;
 - in appropriate detail, including the nature and extent of their interests and its relation to the affairs of RAWCS.
- 3.6.2 A conflict of interest declaration by a Director must be recorded in the formal minutes of the Board meeting.
- 3.6.3 Any standing conflict of interest will be entered into the Board's Conflict of Interest Register by the Company Secretary.
- 3.6.4 In Board meetings, conflicts of interest are a standing item at the beginning of each agenda.
- 3.6.5 Once a conflict of interest has been declared, the Board, excluding the Director who has made the declaration, will decide whether or not the conflicted Director should:
- Be present or vote on the matter
 - Participate in any debate, or
 - Be present in the room during the debate and voting
- 3.6.6 The approval of any action requires the agreement of at least a majority of the Board (excluding any conflicted Directors) who are present and voting at the meeting.
- 3.6.7 The action and result of the voting will be recorded in the minutes of the meeting.

4. Breach of Policy

- 4.1.1 Failing to disclose a conflict of interest constitutes a breach of the Code of Conduct and may result in disciplinary actions, including potential dismissal.
- 4.1.2 If there is reason to believe that our people have failed to comply with this policy, the CEO shall investigate. If a breach is confirmed, appropriate disciplinary action will be taken.

5. Roles and Responsibilities

Roles	Responsibilities
National Board of Directors	• Overall responsibility for ensuring this policy complies with our legal and ethical obligations. • Approving this policy and holding the CEO accountable to how effectively this policy is implemented. • Ultimate accountability for our organisational policies • Establishing a system for identifying, declaring and managing conflicts of interest across RAWCS • Monitoring compliance with this policy • Reviewing this policy on an annual basis to ensure that the policy is operating effectively • Declaring and managing any conflict of interest (whether actual, perceived or potential) in line with this policy.

CEO	• Responsible for ensuring this Policy is upheld and will inform the Board • Ensuring this policy is upheld • Informing the Board of any concerns relating to conflicts of interest and giving progress reports • Ensuring all our people are accountable for this policy.
National Manager Projects & Volunteers	• Ensuring all project participants are aware of, and comply this policy. • Assisting project participants to identify and implement conflicts of interest management strategies • Taking appropriate action in relation to any employee member who fails to meet their obligations under this policy • Fostering a culture of integrity by actively promoting and supporting whistleblowing channels to report unethical behaviour or policy violations
All our people	• Understanding and following this policy. • Assessing whether your own personal interests and private represent a conflict of interest (whether real, actual or perceived) • Acting in an objective and impartial manner, and be seen to do so • Informing RAWCS through their supervisor of any conflict of interest (whether actual, potential or perceived) that arises at work • Declaring any conflict of interest via the Conflict of Interest Declaration Form • Following any action plans to manage the conflict of interest • Reporting any breach to your manager/supervisor.

6. Policy Distribution

- 6.1 We will ensure that our people are informed of and expected to follow (as the context requires)
- 6.2 This policy will be available on our website and shared with our people.
- 6.3 We will ensure that all our people are notified of and made aware that they are required to comply with the policy.

7. Review

- 7.1. We are committed to continuous improvement to our policy, procedures and practices. This policy will be reviewed at least every three years by the CEO and approved by the National Board of Directors to ensure it is working in practice and updated as required.
- 7.2 Feedback on this and other policies is openly encouraged from our people, partners, stakeholders and the communities we work with. Feedback, as well as emerging good practice and collaborative lessons learnt across the development sector, will be used to strengthen this and related policies and procedures.

8. More information

- 8.1. If you have a query about this policy or need more information, you can contact us via:
- email: info@rawcs.org.au
 - phone: +61 2 8833 8306
 - post: Rotary Australia World Community Service Ltd
25/1 Maitland Place
Maitland Place
Norwest NSW 2153
Australia

Name	Policy Template
Policy Category	Board
Version Number	Version 1
Approval Date	16 th June 2024
Details of Approval Authority	National Board of Directors
Policy Owner	CEO
Frequency of Review	3 years
Next Review Date	16 th June 2027

Document Revision History

Version	Date	Author	Description

9. Appendix A: Declaration of Conflict of Interest Form

Conflict of Interest Disclosure Statement

Period of Declaration: _____ (DD Mon YYYY) – _____ (DD Mon YYYY)

1. Board Members, committee members, management, staff, volunteers and suppliers (referred to as our people) have an obligation to act in the best interest of RAWCS. Hence, it is pertinent that they avoid situations where personal or family interest conflicts with those of RAWCS.

2. Declaration

With regard to my service and role with RAWCS, this is to certify that I, except as described below, am not now, nor at any time during the past year have been:

- ☐ A participant, directly or indirectly, in any arrangement, agreement, investment, or other activity with any vendor, supplier, or other party doing business with the RAWCS which has resulted or could result in personal benefit to me.
- ☐ A recipient, directly or indirectly, of any salary payments or loans or gifts of any kind or any free service or discounts or other fees from or on behalf of any person or organisation engaged in any transaction with RAWCS.
- ☐ I do not know of any potential or actual conflict of interest situations between myself, including persons affiliated¹ to me and RAWCS

Any exceptions to 1, 2 or 3 above is stated below with a full description of the transactions and of the interest, whether direct or indirect, which I have (or have had during the past year) in the person or organisations have transactions with [Charity Name].

¹ Affiliated refers to the following:

- spouse, domestic partner, child, mother, father, brother, or sister or close associates;
- any corporation, business, or non-profit organization of which you are a staff, officer, Board Member, partner, or participate in the management or are employed by;
- any trust or other estate in which you have substantial interest or as to which you serve as a trustee or in a similar capacity.

☐ I have the following potential conflict of interest to declare:

	Area of Conflict	Details
1	Affiliation to another charity/organisation	
2	Affiliation to any vendor, supplier, or any other party providing or bidding for providing services with RAWCS, having a direct or indirect interest in any business transaction(s), agreement, or investment	
3	Having any business dealings or transaction with a vendor, supplier or any other party which could result in benefit to me. I or person(s) I have affiliation with have interest in purchasing services from RAWCS.	
4	Affiliated to any Board Members, staff or volunteers of RAWCS.	
5	Affiliated to any person(s) who is involved in/is a party to or have an interest in any pending legal proceedings involving the RAWCS.	
6	Other interests:	

**Please attach a separate sheet if space is insufficient*

Please elaborate on the potential conflict arising from the above situation with regards to the transaction concerned (e.g., nature of service/ transaction, if affiliated person involved, the identity of the affiliated person and your relationship with that person):

I hereby confirm that:

- ☐ The disclosure made above are complete and correct to the best of my knowledge and belief.
- ☐ I agree that should any conflict of- interest situation arise in the course of my service, will abstain from participating in the discussion, decision making and/or voting (where applicable) on the said matter.
- ☐ I will notify the Board Chair or CEO or National Projects Manager immediately if I become aware of any information that might indicate that this disclosure is inaccurate or that I have not complied with the conflict-of-interest policy.

Signature:

Date:

10. Appendix B: Board Member Register of interests

Name of board member	Description of interest	Has the board been notified?	Date of disclosure	Steps taken by board for dealing with the conflict	Board member actions to address the conflict

10. Appendix C: General Register of interests

Name	Description of interest	Has the CEO been notified?	Date of disclosure	Steps taken for dealing with the conflict	Actions to address the conflict