

# POLICY DOCUMENT



**Policy Name:** Board Conflict of Interest Policy

**Date Written:** 3 April 2024

**Date Approved:**

**Responsible Officer:** President

## 1. Introduction

The Board of TUFC is committed to high standards of ethical conduct and accordingly places great importance on making clear any existing or perceived conflicts of interest.

## 2. Purpose

This policy has been developed to provide a framework for all Board Members in declaring conflicts of interest.

‘Conflict of interest’ is defined as applying:

1. Where a Board member stands to gain from any business dealings, programs or services of the organisation, other than where:
  - a. the Board member falls into the class of people benefited by the organisation and the gain is of a nature common to other beneficiaries, or
  - b. the person is an employee of the organisation, and the gain is of a nature common to other employees.
2. Or,
  - a. The immediate family or business connections of a Board member stands to gain from any business dealings, programs, or services of the organisation,
  - b. where a Board member has a role on the governing body of another organisation, where the activities of that other body may be in direct conflict or competition with the activities of TUFC.

A ‘perceived conflict of interest’ refers to a situation in which a Board member perceives, or it may be perceived by others, that their situation has the potential to constitute a conflict of interest.

### **3. Policy**

TUFC is governed by the following principles:

- All conflicts of interest shall be declared by the Board member concerned and documented in the Board's Conflicts of Interest Register to be managed by the TUFC Secretary.
- A Board member who perceives another Board member has an undeclared conflict of interest should raise the perceived conflict with the Board.
- Where a Board member has a conflict of interest as defined in this policy, that Board member shall not initiate or take part in any Board discussion on that topic (either in the meeting or with other Board members before or after the Board meetings), unless expressly invited to do so by unanimous agreement of all other Board members present.
- Where a Board member has a conflict of interest, that Board member shall not vote on that matter.
- Board members are not barred from engaging in business dealings with the organisation, provided that these are negotiated at arm's length without the participation of the Board member concerned.
- This policy is also applicable to any income provided by brands, or individuals, where no formal agreement or benefit is provided.

### **4. Procedures**

#### **Responsibilities**

The President is responsible for bringing this policy to the attention of prospective Board members.

All Board members are responsible for adhering to this policy.

#### **Processes**

Members shall declare any actual or perceived conflicts of interest at the start of the Board meeting, or as soon as a relevant issue arises throughout the meeting. The nature of the conflict of interest should be entered into the meeting minutes. The interest should also be documented in the Conflict of Interest register and saved in the TUFC Google Workspace.

Where a conflict of interest or perceived conflict of interest, as defined above, is identified and/or registered, the Board member concerned shall leave the room when that item comes up for discussion.

If a Board member alleges that another Board member has a conflict of interest, whether actual or perceived, and that Board member does not agree, the matter shall be resolved by majority resolution by the Board.