

021 – Arboriculture Australia Conflict of Interest Policy

Document Reference Number	021
Controlled Process	Yes
Version	1.0
Status	Draft
Created	14 August 2013
Modified	21/02/14; 20/07/15; 29/07/16
Approved	Yes
Process Sponsor	Arboriculture Australia Chair
Process Approver	Arboriculture Australia Ltd
Prepared by	C Hallam
Company	Arboriculture Australia Limited

Table of Contents

1	Process Summary.....	2
2	References	2
3	Definitions.....	2
4	Process Detail	2
5	Amendment Record	3
6	Attachment Summary.....	3
	Appendix 1: Annual conflict of interest declaration.....	4

1 Process Summary

The purpose of this policy is to ensure that decisions about Arboriculture Australia Ltd operations, and management of Arboriculture Australia Ltd assets, are made solely in terms of the benefits to Arboriculture Australia Ltd and are not influenced by any private profit or other personal benefit to the individuals affiliated with Arboriculture Australia Ltd who take part in the decision. In addition to actual conflicts of interest, the Board and Administration are also obliged to avoid actions that could be perceived or interpreted in conflict with Arboriculture Australia Limited's interest.

2 References

The Constitution of Arboriculture Australia Limited

3 Definitions

Board	Board of Directors of Arboriculture Australia Limited
Administration	The staff of Arboriculture Australia Limited.
Conflicts of interest	Inconsistency between the public duties and the individual private concerns of public representatives, where the individual's private concerns may inappropriately affect the performance of their authorised roles and responsibilities.
Actual conflict of interest	A direct conflict between a public representative's current roles and responsibilities and existing private concerns.
Perceived conflict of interest	Can exist where it could be perceived that a public representative's private concerns could improperly influence the performance of their responsibilities – whether or not this is in fact the case.
Potential conflict of interest	Arises where a public representative has private concerns that could conflict with their authorised responsibilities in the future.

4 Process Detail

Disclosing a potential conflict of interest

Provided that a Director of Arboriculture Australia Ltd, who is in any way, whether directly or indirectly, interested in a contract or proposed contract with Arboriculture Australia Ltd or in any contract or arrangement entered into by or on behalf of Arboriculture Australia Ltd, has declared in accordance with the requirements of the Corporations Law the nature of his or her interest at a meeting of the Directors of Arboriculture Australia Ltd then:

- a. that Director shall not be disqualified by his office from contracting with Arboriculture Australia either as vendor, purchaser or otherwise;
- b. no contract made by that Director with Arboriculture Australia Ltd and no contract or arrangement entered into by or on behalf of Arboriculture Australia Ltd in which that Director is in any way interested shall be avoided by reason only of such Director holding his office or of the fiduciary relationship thereby established;

- c. that Director so contracting or being so interested shall not be liable to account to Arboriculture Australia Ltd for any profit realised by any such contract or arrangement by reason only of such Director holding his office or of the fiduciary relationship thereby established;
- d. that Director may not in respect of any contract or arrangement in which he is so interested as aforesaid and may in relation thereto:
- (i) vote;
 - (ii) execute any deed or document whatsoever on behalf of the Company; and
 - (iii) count in a quorum.

Sufficient disclosure

A general notice that a Director is a Director or Member of any specified Company or firm and is to be regarded as interested in all subsequent transactions with such Company or firm shall be sufficient disclosure under these Rules in relation to any contract, proposed contract or arrangement so made with such Company or firm.

Other office may be held

A Director may hold any other office or place of profit, except that of auditor, in the Company in conjunction with his Directorship and may be appointed thereto upon such terms as to remuneration, tenure of office and otherwise as may be arranged by the Directors.

Professional Director may act

Any Director may act by himself/herself or his/her firm in a professional capacity for Arboriculture Australia Ltd, and he/she or his/her firm shall be entitled to remuneration for professional services as if he/she were not a Director.

5 Amendment Record

- Created – 14/08/13
- Modified – 21/02/14
- Modified – 20/07/15
- Modified – 29/07/16

6 Attachment Summary

Appendix 1: Annual conflict of interest declaration

Appendix 1: Annual conflict of interest declaration

**ANNUAL CONFLICT OF INTEREST DECLARATION
ARBORICULTURE AUSTRALIA LIMITED**

The Conflict of Interest policy of Arboriculture Australia Limited requires annual confirmation that you have received, read, understand, and agree to comply with the Conflict of Interest Policy. In addition, the Policy requires that you annually disclose:

- (1) your association with any organisation with which Arboriculture Australia Limited may have a financial relationship, and
- (2) persons with whom you have a close relationship (such as a family member or close companion) who are connected with any organisation with which Arboriculture Australia Limited may have a financial relationship.

Please sign this statement indicating your affirmation as described above. Please disclose, in addition, any applicable associations known to you.

This declaration is required to be signed by all current Directors within fourteen (14) days following an Annual General Meeting and by all new Directors within fourteen (14) days of appointment as a Director and returned to the Arboriculture Australia Ltd administration office.

Failure to sign this agreement will result in loss of the position of Director.

Name: _____

Signed: _____

Date: _____

<u>Business/Organisation</u>	<u>Nature of Relationship</u>	<u>Dates of Relationship</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Reviewed by: _____ Date: _____