



Board Conflict of Interest Policy

Last updated April 2025

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Drafted by	Wendy Mason	Approved by Board on	23/06/2025
Responsible person	Wendy Mason	Scheduled review date	22/06/2027

1. Purpose

The Board of PCA Families is committed to high standards of ethical conduct and accordingly places great importance on making clear any existing or potential conflict of interest.

This policy has been developed to provide a framework for:

- all Board Directors in declaring conflicts of interest; and
- the Board, when determining how to deal with situations of conflict.

2. Scope and Responsibilities

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

All Board members are responsible for respecting this policy.

3. Definitions

- “Conflict of interest” is defined as applying in accordance with the statute, where a Board member stands to gain financially from any business dealings, programs or services of the organisation, other than where:
 - the Board Director falls into the class of people benefited by the organisation and the financial gain is of a nature common to other beneficiaries; or
 - a Board Director or the ex-officio member of the Board 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 PCA Families; or
 - the person is an employee of the organisation, and the financial gain is of a nature common to other employees.
- Close relationship’ is defined as any relationship that might reasonably give rise to an apprehension that the Board Director might place the interests of the other party above the interests of the organisation.

4. Policy

- A conflict of interest may occur if a material or financial interest or a relationship influences or appears to influence the ability of a Board Director to exercise objectivity.
- The Board places great importance on making clear any existing or potential conflicts of interest. All such conflicts of interest shall be declared by the Director concerned. All material or financial conflicts of interest, as defined by statute, shall be documented in the Board’s Conflicts of Interest Register.
- Where a Board Director has an actual or perceived material or financial conflict of interest, as defined by statute, that Board Director shall not initiate or take part in any Board discussion on that topic (either in the meeting or with other Board Director’s before or after the Board meetings), unless expressly invited to do so by unanimous agreement by all other members present.

Policy review and amendments

This policy will be reviewed biennially or as required by the Permanent Care and Adoptive Families Board or an employee with delegated responsibility.

- Where a Board member has an actual or perceived material or financial conflict of interest, as defined by statute, that the Board Director shall not vote on that matter.
- Where a Board Director has an actual or perceived conflict of interest related to their relationship with an employee or volunteer of the organisation, or any other person having dealings with the organisation, that Board Director shall not initiate or take part in any Board discussion on that topic (either in the meeting or with other Board Directors before or after the Board meetings), unless expressly authorised to do so by the Board.
- Where a Board Director has an actual or perceived conflict of interest related to their relationship with an employee or volunteer of the organisation, or any other person having dealings with the organisation, that Board Director shall not vote on that matter, unless expressly authorised to do so by the Board.
- The Board may further supplement the definition of conflict of interest from time to time if it wishes and may specify the procedures to apply in such cases.
- Board Directors are not excluded from engaging in business dealings with the organisation, provided that these are negotiated at arm's length without the participation of the Board Director concerned.
- A Board member who believes another Board Director has an undeclared conflict of interest should specify in writing to the Secretary the basis of this potential conflict.

5. Related Documents

- PCA Families Constitution
- PCA Families Board Charter
- PCA Families Board Handbook
- Board Code of Conduct
- Board Conflict of Interest Register
- FA&R Sub-Committee Terms of Reference

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