

---

# CONFLICTS OF INTEREST POLICY

---

<b>APPLICABILITY</b>	AOG World Relief Vietnam Team (Staff) Members, Volunteers, Visitors & Project Partners (see scope)
<b>VERSION</b>	1
<b>WRITTEN BY</b>	Rebekah Windsor <i>AOGWR Vietnam Program Director</i>
<b>APPROVAL: AOGWRVN</b>	31/05/2023
<b>APPROVAL: ACCI</b>	1/06/2023
<b>REVIEW DATE</b>	31/05/2026

## 1. INTRODUCTION

- 1.1 AOG World Relief Vietnam (hereafter referred to as “AOGWR Vietnam”) recognises that conflicts of interests are common and that it is important that they are managed in an open and effective way. If they are not properly managed, they can undermine the good governance and reputation of AOGWR Vietnam and their respective Advisory Board.
- 1.2 The AOGWR Vietnam Advisory Board is committed to high standards of ethical conduct, including in relation to identifying and managing conflicts of interest.
- 1.3 In addition to the above, AOGWR Vietnam is a recognised international field office of ACC International Relief Inc (hereafter referred to as ACCI) due to registration legalities in Vietnam. Consequently, additional levels of compliance are required to manage the special partnership between the two entities.

## 2. PURPOSE

- 2.1 The purpose of this policy is to help people involved with AOGWR Vietnam to effectively identify, disclose, manage, and record any actual, potential, or perceived conflicts of interest. This allows for transparency and integrity in all AOGWR Vietnam and therefore ACCI’s dealings.

## 3. SCOPE

- 3.1 This policy applies to all AOG World Relief Vietnam Team (Staff) Members, Volunteers and Advisory Board members. ACCI has its own Conflicts of Interest Policy which is applicable to the stakeholders disclosed within.
- 3.2 This policy applies to the Vietnam-based operations of ACCI through the entity of AOGWR Vietnam.

## 4. REGULATORY CONTEXT

- 4.1. AOGWR Vietnam is a registered charity both in Vietnam and Australia, as well as a recognised international field office of ACCI. As such, there must be reasonable and clearly defined steps taken to make sure that its respective Advisory Board members comply with certain duties and obligations that are set out in Australian Law through the ACNC Governance Standard 5 and either the Corporations Act 2001 or Victorian Associations legislation and the common law with respect to managing conflicts of interest.
- 4.2 Australian ACNC External Conduct Standards imposes additional obligations to take reasonable steps to identify and document any perceived or actual material conflicts of interest for ACCI’s stakeholders both within and outside of Australia.

## 5. DEFINITION OF CONFLICT OF INTEREST

- 5.1. A conflict of interest occurs when a person’s personal interests conflict with their responsibility to act in the best interests of AOGWR Vietnam (and therefore ACCI).
- 5.2. Personal interests include:

- (a) an individual's direct interests; and
  - (b) interests of related parties or close families or friends connected to an individual.
- 1.4 It also includes a conflict between a person's duty to AOGWR Vietnam (and therefore ACCI) and another duty that the person has. For example, an Advisory Board member has a duty to act in the best interests of AOGWR Vietnam (and therefore ACCI), but they may also have a duty to act in the best interests of another charity and in some circumstances, these two duties may conflict.
- 1.5 A conflict of interest may be actual, potential, or perceived:
  - (a) Actual – you are being influenced;
  - (b) Potential – you could be influenced;
  - (c) Perceived – you could appear to be influenced;
- 5.5 A conflict of interest may be financial or non-financial. A financial interest is one where you or someone close to you stands to benefit financially. A non-financial interest is where your personal opinions, values or beliefs may be in conflict with a proposed action of AOGWR Vietnam (and therefore ACCI) or decision of the Advisory Board.
- 5.6 These situations present the risk that a person will make a decision based on, or affected by, these influences, rather than in the best interests of AOGWR Vietnam (and therefore ACCI) and must be managed accordingly.

## 6. RESPONSIBILITY

- 6.1 All AOG World Relief Vietnam Team (Staff) Members, Volunteers, and Advisory Board members are responsible for making sure that they identify and disclose conflicts of interest. The responsibilities of the ACCI Board are outlined in ACCI's separate Conflicts of Interest Policy.
- 6.2 The Advisory Board must make sure that conflicts of interest of Advisory Board members are properly managed.
- 6.3 Team (Staff) are responsible for telling the Program Director(s) and/or Management Team about a conflict of interest for other Team (Staff) Members, Volunteers who they supervise and making sure that the conflict is properly managed.
- 6.4 The Program Director(s) and/or Management Team is otherwise responsible for the implementation of this policy.

## 7. THE ADVISORY BOARD

### Step 1: Identify the Conflict

- 7.1 Each AOGWR Vietnam Advisory Board member must regularly consider whether any conflict of interest exists in relation to their role at AOGWR Vietnam. To identify a conflict, the Advisory Board member must understand the purpose of AOGWR Vietnam, and the Advisory Board member's duties to AOGWR Vietnam.

- 7.2 The Advisory Board member must also think about what their own interests are, understand the interests of people closely connected to them and consider how these interests may influence them.

### Step 2: Disclose

- 7.3 Where you identify a conflict of interest, you must tell the other Advisory Board members about the conflict as soon as it is practical for you to do so. This involves fully explaining what the conflict is.
- 7.4 If the next Advisory Board meeting is soon, you can do this at that meeting.
- 7.5 The standing agenda for all Advisory Board meetings includes provision for declaring any conflicts of interest before dealing with any other agenda items. Each Advisory Board member must consider whether they have any conflict at that time and disclose one if they do. At this time, they should also consider whether that conflict should also be disclosed to the members of the organisation.

### Step 3: Record

- 7.6 The Advisory Board minutes must record any conflict that is disclosed at an Advisory Board meeting and record how the conflict was managed.
- 7.7 The Program Director(s) is responsible for ensuring that the Advisory Board Conflicts of Interests Register is maintained and updated as soon as possible after any conflict has been declared.

### Step 4 - Manage

- 7.8 Where an Advisory Board member has a conflict of interest that Advisory Board member must not:
- (a) take part in any Advisory Board discussion on that topic (either in the meeting or with other Advisory Board members before or after the Advisory Board meetings), unless expressly invited to do so by unanimous agreement by all other Advisory Board members present; and
  - (b) vote on that matter.
- 7.9 An Advisory Board member who believes another Advisory Board member has an undeclared conflict of interest should specify in writing to the Program Director(s) the basis of this potential conflict and raise the matter with the other Advisory Board members.

## 8. RELATED PARTY PROCUREMENT

- 8.1 AOGWR Vietnam will consider the following requirements when engaging a related party to provide goods or services:
- (a) the goods or services are provided on terms that are arm's length or more favourable to AOGWR Vietnam;
  - (b) the appropriate procurement procedures are followed and the suitability of the related party to provide the goods and services has been considered; and

- (c) an appropriate comparison has been done between the rates and service levels of the related party and others who provide such goods and services.

## 9. EMPLOYEES AND VOLUNTEERS

- 9.1 The Program Director(s) is responsible to ensure that team (staff), volunteers, visitors & project partners understand how to identify and manage conflicts of interest, as well as their obligation to disclose conflicts of interest.
- 9.2 Team (staff), volunteers, visitors & project partners must tell their manager or liaison if they have any conflict of interest.
- 9.3 Conflicts of interest must be made known to the Program Director(s) and make sure that the conflict is properly managed.

## 10. AUSTRALIAN AND VIETNAM THIRD PARTIES

- 10.1 Due to its special status as both a registered charity both in Vietnam and Australia, as well as a recognised international field office of ACCI, AOGWR Vietnam is required to take reasonable steps to identify and document perceived or actual conflicts of interest in third parties involved in operations and activities in Vietnam as well as those involved in Australian activities.
- 10.2 AOGWR Vietnam will consider what reasonable steps could be taken to ensure that conflicts of interest in third parties are disclosed and managed, with reference to:
  - (a) whether the third party, its employees or volunteers are likely to have an interest that could result in a conflict;
  - (b) likelihood of the third party identifying and documenting conflicts of interest in a way that would meet AOGWR Vietnam (and therefore ACCI's) legal requirements; and
  - (c) the impact of an undisclosed or managed conflict of interest on decision making.
- 10.3 Reasonable steps to ensure a third party identifies and documents conflicts of interest may include:
  - (a) imposing conflict of interest obligations on third parties through a Memorandum of Understanding or other agreement;
  - (b) training third parties on conflicts of interest and how to identify, disclose and manage them;
  - (c) providing a Conflicts of Interest Policy for the third party to adopt; and/or
  - (d) asking for regular reporting of identified conflicts within the third party.

## 11. COMPLIANCE

- 11.1 If the Advisory Board has reason to believe that a person or organisation subject to this policy has not complied with it, then the Advisory Board must investigate.
- 11.2 If it is found that this person or organisation has failed to disclose a conflict of interest, the Advisory Board may take action against them. This may include reiterating expectation or seeking to terminate their relationship with AOGWR Vietnam (and therefore ACCI).
- 11.3 If a person suspects that a Advisory Board member has not disclosed a conflict of interest, they should discuss this with the person in question and notify the Advisory Board.

## 12. REVIEWING THE POLICY

AOGWR Vietnam's Conflicts of Interest Policy will be **reviewed every three years**. AOGWR Vietnam management (Program Director(s) and/or the Management Team) will manage the review and stakeholders will be consulted during this process.

## 13. COMMITMENT

I, \_\_\_\_\_, have read and understood the above AOGWR Vietnam Conflicts of Interest Policy and agree to adhere to it and the associated procedures in their entirety.

Signed: \_\_\_\_\_

Date: \_\_\_\_\_