

Conflict of Interest Policy

Policy number	P8	Version	V1
Previous Policy Number		Approved by Board on	15/07/2025
Responsible person	Governance Committee	Scheduled review date	31/07/2026

1. Introduction

The Board of National Rural Women's Coalition is committed to high standards of ethical conduct and accordingly places great importance on making clear any existing or potential conflict of interest.

2. Purpose

This policy has been developed to provide a framework for declaring conflicts of interest when determining how to deal with situations of conflict. The policy will help to effectively identify, disclose and manage any actual, potential or perceived conflicts of interest to protect the integrity of National Rural Women's Coalition and manage risk.

3. Scope

For the purpose of this policy a "person" refers to Directors, Contractors, Volunteers, Ambassadors, Consultants, Stakeholders, or any other party as identified by the Executive.

4. Definition of Conflicts of Interest

A conflict of interest occurs when a person's personal interests conflict with their responsibility to act in the best interests of National Rural Women's Coalition.

A conflict of interest may be actual, potential or perceived and may be financial or non-financial.

Conflict of Interest may include but is not limited to

- Personal interests including direct interests, as well as those of family, friends, or other organisations a person may be involved with or have an interest in (for example, as a shareholder).
- A conflict between a person's duty to National Rural Women's Coalition and another duty that the person has (for example, to another group).



- A situation where a person/relation/friend/entity may have opportunity for financial gains from a decision. The person and/or entity does not need to be the person directly benefitting from a National Rural Women's Coalition decision for there to be a conflict of interest. (for example, a suggested speaker who is a relation to a Director)

5. Management of a Conflict of Interest

5.1 National Rural Women's Coalition will manage conflicts of interest by requiring:

a) Board members to:

- avoid conflicts of interest where possible
- identify and disclose any conflicts of interest
- once conflicts have been identified and disclosed, follow the instructions of the Board

and

b) the Board to:

- establish and action a system for identifying, disclosing and managing related party transactions and conflicts of interest
- carefully manage any conflicts of interest, including maintenance of the register, and
- review the system and policy annually.

6. Process

- 6.1** The Board will provide a Conflict-of-Interest Declaration Form to be completed before service with the organisation commences.
- 6.2** The completed Conflict-of-Interest form is to be submitted to NRWC Admin and the Company Secretary to be notified.
- 6.3** Additionally, Directors must declare any new conflicts of interest which may arise from time to time.
- 6.4** Any conflicts of interest that arise must be declared at the start of the Board meeting concerned or when a relevant issue is discussed, and the Conflict-of-Interest form updated. The nature of this conflict of interest should be entered in the meeting minutes.
- 6.5** Once the conflict of interest has been appropriately disclosed, the Board (excluding the Board member who has made the disclosure, as well as any



other conflicted Board member) must decide whether those conflicted Board members may:

- vote on the matter
- participate in any debate, or
- be present in the room during the debate and/or the voting.

The outcome of this decision will be noted in the meeting minutes.

6.6 In exceptional circumstances, such as where a conflict is very significant or likely to prevent a Board member from regularly participating in discussions, the Board may consider the appropriateness of the member continuing as a member of the Board.

6.7 All Directors have a responsibility to raise any possible undeclared conflicts of interest of another Director with NRWC Admin or Company Secretary.

6.8 Register of Conflicts of Interest

- Conflicts of interest shall be declared by the member concerned. Once an actual, potential or perceived conflict of interest is identified by the Board, it will be documented in the Board's Conflicts of Interest Register.
- The Conflicts of Interest Register must be maintained by NRWC Admin. The register must record information related to a conflict of interest (including the nature and extent of the conflict of interest and any steps taken to address it).

6.9 In deciding what approach to take, the board will consider:

- whether the conflict needs to be avoided or simply documented
- whether the conflict will realistically impair the disclosing person's capacity to impartially participate in decision-making
- alternative options to avoid the conflict
- the National Rural Women's Coalition's objects and resources, and the possibility of creating an appearance of improper conduct that might impair confidence in, or the reputation of, the charity.

6.10 The approval of any action requires the agreement of at least a majority of the board (excluding any conflicted board member/s) who are present and voting at the meeting.

6.11 The action and result of the voting will be recorded in the minutes of the meeting and in the register of interests.

7. Compliance with the Policy

7.1 Where there is reason to believe that the Conflict-of-Interest Policy has not been complied with, the circumstances around the non-compliance will be investigated by the Board.

7.2 If failure to disclose a related party transaction or conflict of interest is determined, action may be taken by the Board at its discretion.



7.3 Concerns that a Board member has failed to disclose a related party transaction or conflict of interest, should be discussed with or submitted in writing to the NRWC Admin, Chair or Company Secretary.

Authorisation

Signature of Board Secretary:

A handwritten signature in black ink, appearing to read "Jay" followed by a flourish.

Date of approval by the Board: 15th July 2025

National Rural Women's Coalition Ltd