



WAIKATO DIOCESAN
School for Girls

Conflicts of Interest Policy

NAG 6 - Compliance

Policy # 6.5

Rationale

This Policy is to ensure that members of the Board of Trustees (School Board) and Proprietor's Board ("Member/s") conduct themselves and discharge their duties according to best practice and that any conflicts of interest are identified and appropriately managed. This Policy sets out how Members should behave when there is a potential or perceived conflict of interest.

Policy Statement

Where there is a conflict of interest, there is an obligation to disclose that conflict to the relevant Board and enter it in the Interests Register. Members will follow this policy regarding where an interested member may participate in and be present at a meeting when the conflict matter is being dealt with.

Definition of "interested"

A Member is interested in a transaction to which their Board is a party if, and only if, the Member:

- a. Is a party to, or will or may derive a material financial benefit from, the transaction; or
- b. Has a material financial interest in another party to the transaction; or
- c. Is a trustee, officer, or trustee/director of another party to, or person who will or may derive a material financial benefit from, the transaction; or
- d. Is the parent, child, spouse, civil union partner, or de facto partner of another party to, or person who will or may derive a material financial benefit from, the transaction; or
- e. Is otherwise directly or indirectly materially interested in the transaction.

Guidelines

Assessment of the level of conflict:

1. Where a Member is "interested" (as that term is defined above) in a transaction entered into, or to be entered into, by the relevant Board, promptly after becoming aware of the fact that he or she is interested in the transaction, the Member must:
 - a. disclose the nature, extent and monetary value (if applicable and material) of the interest to the Board; and
 - b. cause that interest to be entered in the Interests Register.
2. If an actual or perceived conflict arises then an assessment is required which considers:
 - a. the size and materiality of the transaction in question;
 - b. the size and materiality of the interest the Member has in the organisation;

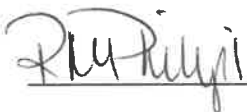
- c. the seriousness of the connection between the interests or the remoteness of the interest if it is indirect; and
 - d. the perceived or actual risk that the Member may influence the transaction or decision of the Board or that the organisation may derive an advantage as a result of the Member's position.
3. The assessment of the conflict of interest will be undertaken by the Presiding Member (School Board) or Chair (Proprietor's Board) of the relevant Board or, if the Presiding Member / Chair is subject to the conflict of interest, then by the Deputy Presiding Member / Deputy Chair of the relevant Board.
 4. Where an actual or perceived conflict arises through the agenda of a Board committee, then the duties of the Presiding Member / Chair in this Policy will be delegated to the Chair of the relevant committee in the first instance.


Management of a conflict of interest by the Chair

1. The Presiding Member / Chair may require the Member to leave the room during discussion and voting on the item and the Member will therefore not be counted as part of the quorum of that part of the meeting.
2. Other options available to the Presiding Member / Chair include:
 - a. considering a waiver to allow participation in discussion but not decision making;
 - b. ensuring that the Member does not receive papers relating to the transaction where a conflict (actual or perceived) exists; or
 - c. recommending (where appropriate) that the Member resigns from the Board.

Application of Policy

1. The Boards may approve updates, amendments to and exemptions to this Policy from time to time.
2. To the extent of any inconsistency with any previous Policy or rules relating to this subject matter, this Policy prevails over them.

Adopted by BOT (School Board):  Signed (Presiding Member)
22/2/23 Date

Adopted by PB:  Signed (PB Chairperson)
22.2.23 Date

Reviewed: 2023	Next review: 2026
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