

Conflict of Interest Policy

MC Ratified: 17.2.25

1. Purpose

This policy aims to assist the Enoggera Bowls Sport & Community Inc. Management Committee (MC) to effectively identify, disclose, and manage any actual, potential, or perceived conflicts of interest to protect the integrity of EBS&C Inc. Club and manage risk.

2. Objective

The Enoggera Bowls Sport & Community Inc. Management Committee (called the MC in this policy) aims to ensure that MC members and members especially those attending club general or special general meetings, are aware of their obligations to disclose any conflicts of interest that they may have and to comply with this policy to ensure they effectively manage those conflicts of interest as representatives of the EBS&C Club.

3. Scope

This policy applies to the Enoggera Bowls Sport & Community Inc. Management Committee, and EBS&C Inc. members especially at general or special general meetings. Employees are not included in this document.

4. Definition of conflicts of interest

A conflict of interest occurs when an individual's personal interests conflict with their responsibility to act in the best interests of the Enoggera Bowls Sport & Community Inc. Club. Personal interests include direct interests and those of family, friends, or other organizations a person may be involved with or have an interest in (for example, as a shareholder or member of a similar sports club). It also includes a conflict between an MC member's duty to the EBS&C Inc. Club and another duty that the MC member has (for example, to another board). A conflict of interest may be actual, potential, or perceived and may be financial or non-financial. For members, it includes a conflict between the member's other bowls, sporting, and community club affiliation responsibilities and those to EBS&C Inc. when the discussion and general meeting voting conflict with both clubs.

These situations present the risk that a person will decide (vote) based on, or be affected by, these influences rather than in the best interests of the EBS&C Inc. Club and must be managed accordingly.

5. Policy

This policy has been developed because conflicts of interest commonly arise, and do not need to present a problem to EBS&C Inc Club if they are openly and effectively managed. It is the policy of the EBS&C Inc. Club, **as well as a responsibility of the board, that ethical, legal, financial,** or other conflicts of

interest be avoided and that any such conflicts (where they do arise) do not conflict with the obligations to EBS&C Inc. Club.

EBS&C Inc. Club will manage conflicts of interest by requiring MC members and Club ordinary members to:

- avoid conflicts of interest where possible
- identify and disclose any conflicts of interest
- carefully manage any conflicts of interest; and
- follow this policy and respond to any breaches.

5.1 Responsibility of the Management Committee

The Management Committee is responsible for:

- Establishing a system for identifying, disclosing, and managing conflicts of interest
- Monitoring compliance with this policy
- Reviewing this policy regularly to ensure it is operating effectively
- Educate the members about COI, especially during general and special meetings and MC meetings
- Educate persons about their constitutional requirements regarding membership qualification

(Rule 7.1 To Qualify for ordinary membership, a person must be prepared to support and promote the welfare of the club and the game of bowls; of good character and compatible with other members; free of indebtedness to any Bowls Club and any District Bowls Association or any Bowls Authority.

The EBS&C Inc. Club must ensure that its members are aware of this COI Policy and disclose any actual or perceived material conflicts of interest as required by this policy.

Resources/ actions: COI Checklist, a List of Low to High-risk COI situations for the Club. Distribute COI policy to members before a general meeting or special meeting

5.2 Identification and disclosure of conflicts of interest

Neither a Management Committee member nor a responsible officer should allow a conflict of interest to compromise their position as a Management Committee member or officer in the organization. A Management Committee member's "personal" interests (for example, a shareholding in another

company) or other duties (for example, being a committee member of a related entity) and their duty to the organisation (of which they are a director) must not be brought into conflict.

Management Committee members need to acknowledge that information that will be provided to them will be considered “confidential.” “Confidential information” is any information:

- a. determined by the Management Committee or the Chief Executive Officer (CEO), and so declared by marking “confidential” or by statement agreed by the Board at the time of declaration; or
- b. which may be reasonably considered by the Board to be commercially or otherwise sensitive or likely to be so to the Board

Management Committee members have a duty not to make unauthorized disclosure or use of EBS&C Inc. Club information and not to disclose or exploit confidential information, such as commercially or price-sensitive information or information that is confidential by a contractual arrangement.

Once an actual, potential, or perceived conflict of interest is identified, it must be entered into the EBS&C Inc. Clubs Conflict of Interest Register and raised with the MC. The MC must maintain the register and 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). The MC is responsible for minimizing COI risk and managing registered COI.

Resources/Actions: The meeting agenda should identify matters where COI may arise. COI is an item on the agenda before business. COI register.

5.3 Responsibility of EBS&C Inc members

General and Special General Meetings require EBS&C Inc. members to make important Club decisions about the club’s future, wind-up, surplus distribution following windup, and major financial decisions like property sales and purchases. There will be situations where members may have a COI that is actual, potential, or perceived between their responsibility to EBS&C Inc. Club and their responsibility (personal, family, or other club) to another entity.

A high COI risk circumstance would be when a general or special general meeting is called to decide on major Club assets or wind-up, where the member favours the interests of another club in their decision-making.

Resources/ Actions: The notice of the general meeting can identify high-risk COI for the matters on the agenda. COI register and call for COI at general and special general meetings. The process of managing this conflict will need to be established by the MC before the meeting using the 5 R method (see below)

6. Action required for management of conflicts of interest

6.1 Conflicts of interest of Management Committee members or EBS&C Inc. members at general or special general meetings. In this section, the term member/s will refer to both types of members.

Once a conflict of interest has been appropriately disclosed before a meeting, the Management Committee (excluding the member disclosing and any other conflicted member) must decide whether or not the conflicted member should:

- vote on the matter (this is a minimum)
- participate in any debate; or
- be present in the room during the debate and the voting

In exceptional circumstances, such as where a conflict is very significant or likely to prevent an MC member from regularly participating in discussions, it may be worth considering whether it is appropriate for the person conflicted to resign from the MC.

Another exceptional circumstance is when a Club member has a high-risk COI and fails to disclose this COI during discussions and voting at special general or general meetings. It may be worth the MC considering how this could or has affected the motion, discussion, and pass/fail vote and whether it is appropriate to terminate the person's membership.

Vote stacking with COI is another serious circumstance in which an extraordinary number of new membership applications are made to a club. This can occur when a situation arises where there may be indirect financial or personal benefits to Club members (i.e., solvent club asset distribution following wind-up). The EBS&C Inc. MC should consider new membership for financial reasons as a likely high risk scenario and take appropriate actions to reduce the risks of COI by new members at general meetings.

Risk analysis of COI projects, tasks, contracts, and important decisions is the responsibility of the MC and must be built into the Club's activities. Actions for COI management will be proportionate to the risk and can be:

- 1. Record and Monitor:** The conflict is officially recorded. Relevant persons are made aware on a 'need to know' basis. Ongoing monitoring occurs. If the risk level rises, additional strategies, such as restriction or removal, are implemented.

Resources: Checklist, Register

Members can disclose to the MC their own real or perceived high risk or low risk COI situations by means of lodging a written statement to the MC.

Members can alert the MC of perceived COI by another member (high or low) and the situation by means of lodging a written statement to the MC.

The MC is responsible for investigating COI situations to determine the need for recording and monitoring.

The Club Secretary will be responsible for keeping the COI register and sending out reminders to members about COI register and management for specific items on the agenda of upcoming general meetings.

2. Restrict Some restrictions are placed on the person's involvement in the conflict. For example, the management plan could:

- allow the person to take part in certain discussions
- forbid the person from participating in certain or all decisions and from being present when they are made.

3. Remove: The management plan removes the person from any involvement in the conflict. The person must not take part in or be present for:

- any discussion
- any decision.

4. Recruit: An independent, impartial third party oversees part or all of the conflicted matter. This person can be internal or external to the organisation, but not a subordinate.

5. Relinquish or resolve: Sometimes, a conflict of interest can't be managed as set out above. In such cases, the Club can resolve the matter if the person does not relinquish their private interest. Resolution options may be: take leave, perform modified duties, or another role for the Club.

The education of all Club members is an underlying strategy to foster the value of COI management.

6.2 What should be considered when deciding what actions to take

In deciding what approach to take, the MC will consider:

- Whether the conflict needs to be avoided or documented
- whether the conflict will realistically impair the disclosing person's capacity to participate in decision-making impartially
- alternative options to avoid the conflict
- the **EBS&C Inc.** objects and resources; and
- the possibility of creating an appearance of improper conduct that might impair confidence in, or the reputation of, the **EBS&C Inc.**

The **approval of any action requires the agreement of at least a majority of the board** (excluding any conflicted Director/s) or members of the general/ special general meeting who are present and voting. The action and result of the voting will be recorded in the meeting minutes and the COI register.

7. Compliance with this policy

If the Management Committee has a reason to believe that a person subject to the policy has failed to comply with it, it will investigate the circumstances.

If it is found that this person has failed to disclose a conflict of interest, the Management Committee may take action against them. This may include seeking to terminate their position as an MC member or EBS&C Inc. membership.

If a person suspects that a Management Committee member has failed to disclose a conflict of interest, they must notify the Chair or MC President to discuss the alleged breach of policy.

References: Sports Governance Resource Library (2024) EBS&C Constitution: Rule 7

Risk Analysis and COI management (Record & monitor, Restrict, Remove, Recruit, Relinquish /resolve) come from Key risk mitigation strategies provided by the [Victorian Public Sector Commission](#).