

## 422 Conflict of Interest Policy

### 1. Purpose

The purpose of this policy is to help Directors, employees and contractors (collectively called “Representatives” in this policy) of Link Housing to identify, disclose and manage actual, potential or perceived conflicts of interest to protect the integrity of Link Housing and to manage risk.

### 2. Objective

Link Housing Representatives should be aware of their obligation to disclose any conflicts of interest that they may have, and to effectively manage those conflicts of interest.

All Link Housing Representatives must avoid any actual, perceived or potential conflict of interest with the primary responsibility being the disclosure of the conflict in advance and when they arise.

Conflicts of interest are not necessarily precluded or inherently wrong, but Link Housing must be made aware of actual or potential conflict, so they can be managed appropriately.

Conflicts of interest are particularly likely to arise where a Representative has a family or personal relationship with another party. Everyone is required to disclose these relationships as soon as they become aware of the Conflict.

A register of conflicts of interest for employees will be maintained by the Legal & Risk team. Twice a year, Legal & Risk will make a written request for declarations of conflicts of interests and perceived conflicts of interests in addition to the declaration made on appointment.

Directors have a duty to declare to the Board any private interest that may be perceived to impinge upon a Board or company interest. These declarations are recorded in a register of interests maintained by the Company Secretary and tabled at each Board meeting. The Board is responsible for management of any real or perceived Director conflicts of interest and may delegate any issues for consideration or further action to the Audit & Risk Management Committee (ARMC) or other sub-group of Directors on a case-by-case basis.

### 3. Scope

This policy deals with conflicts of interest generally for Representatives of Link Housing and in relation to Specialist Disability Accommodation (SDA) under the National Disability Insurance Scheme (NDIS) (Attachment 1) as NDIS accreditation has specific conflict of interest requirements.

### 4. Definition and Key Concepts

A conflict of interest occurs when a person’s personal interests conflict with their responsibility to act in the best interests of Link Housing.

Personal interests include 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).

It also includes a conflict between a Director duty to Link Housing and another duty that the Director has (for example, to another company). A conflict of interest may be actual, potential or perceived and may be financial or non-financial.

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 Link Housing.

See Attachment 2 Conflict of Interest - Key Concepts.

## 5. Responsibilities of the Board

The Board is responsible for:

- establishing a system for identifying, disclosing and managing conflicts of interest across Link Housing;
- monitoring compliance with this policy; and
- reviewing this policy on an annual basis to ensure that the policy is operating effectively.

Link Housing must ensure that its Directors are aware of the ACNC governance standards, particularly governance standard 5, and that they disclose any actual or perceived material conflicts of interests as required by governance standard 5.

## 6. Responsibilities of management.

Link Housing will manage conflicts of interest by requiring Representatives 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 and mitigate any breaches.

## 7. Identification and disclosure of conflicts of interest

### 7.1 Board

Once an actual, potential or perceived conflict of interest is identified in relation to a Director, it must be entered into Link Housing's Board's register of interests and raised with the Board.

Where all Directors share a conflict, the Board should refer to ACNC Governance Standard 5 and the Constitution, as well as considering whether to obtain external advice.

The Board's register of interests is maintained by the Company Secretary. The register must record the nature and extent of the conflict of interest and any steps taken to address it.

Director's induction includes conflict of interest training and Directors are obliged to report any conflicts of interest at that time.

Conflict of interest is also a standing agenda item at each Board meeting under the title "Declaration of Interests" at which point the register of interests is tabled.

### 7.2 Employees and Contractors (staff)

Any actual, potential or perceived conflict of interest for staff is recorded in the employee register of interests including the nature and extent of the conflict of interest and any steps taken to address it.

Twice yearly, staff must declare any conflicts of interest (including potential ones) so conflicts are managed and to promote a culture of transparency. See email at attachment 3.

Examples staff need to be aware of (not a complete list) and declare include:

- Secondary employment, including being on a leave of absence from another position;
- Running a private business; and
- Personal, or commercial relationships (include former relationships) – such as with contractors, Link Housing tenants or Link Housing’s partners.

Any significant perceived, potential or actual employee conflicts will be reported to the ARMC. The register is provided to the ARMC once per year.

### 7.3 Management-related Conflicts

Due to their position and exposure to high-level information and decision-making power, Managers must annually declare all conflicts of interests using the certification at attachment 4 circulated by Legal & Risk. This includes the Senior Management Team (SMT), the Executive Leadership Team (ELT) and any “Head of” position whether or not on the SMT and the Lead of Affordable Housing.

### 7.4 Specialist Disability Accommodation (SDA) related conflicts.

As a registered provider of SDA under the NDIS, Link Housing must maintain a conflicts of interest policy relating to this scheme. See Attachment 1.

## 8. Confidentiality of disclosures

Disclosures will remain confidential and secure in a restricted file. The information will only be provided to Senior Management and the Board as appropriate.

If additional restrictions are required given the position of the person with the conflict, security for these conflicts will be considered on case-by-case basis.

## 9. Action required to manage conflicts of interest

### 9.1 Conflicts of interest of Directors

Once the conflict of interest has been disclosed, the Board (excluding the Director(s) who made the disclosure, as well as any other conflicted Director) must decide whether those conflicted Directors:

- should vote on the matter (this is a minimum);
- should 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 a Director from regularly participating in discussions at Board meetings, the Board may consider whether it is appropriate for the conflicted Director to take a leave of absence or resign.

The approval of any action requires the agreement of a majority of the Board (excluding any conflicted Directors) who are present and voting at the meeting.

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

## 9.2 What actions should be considered for any conflict.

In deciding the approach to take in response to a conflict of interest, Link Housing 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, including changes to role or particular decision-making processes (e.g. for a specific procurement decision);
- Link Housing's objects and resources; and
- the possibility of creating an appearance of improper conduct that might impair confidence in, or the reputation of Link Housing.

## 10. Compliance with this policy

If Link Housing has a reason to believe that a Representative has failed to comply with the policy, it will investigate the circumstances.

If it is found that this Representative has failed to disclose a conflict of interest, Link Housing may take action including termination of employment or appointment.

If a Director has failed to disclose a conflict of interest, and the failure was intentional or reckless and is sufficiently serious, removal from the Board under the Constitution may be considered.

## 11. Contacts

For questions about this policy, contact the Company Secretary or Head of Legal and Risk on (02) 9412 5111.

## Attachment 1

### Conflict of Interest Statement - Specialist Disability Accommodation

#### a) Purpose

Link Housing is a registered provider of Specialist Disability Accommodation (SDA) under the National Disability Insurance Scheme (NDIS).

This Conflict of Interest Statement responds to the NDIS standards.

The Conflict of Interest Statement demonstrates Link Housing's commitment to effective and accountable service management and leadership to maximise outcomes for participants.

#### b) Compliance Statement

Link Housing has been approved as a registered provider SDA under the NDIS. Link Housing is mindful of the potential for real or perceived conflicts of interest in performing this function for the individual.

Link Housing has mechanisms in place for dealing with any conflicts of interest that might arise in the performance of these functions.

These mechanisms comprise of policies and administrative procedures and ensure that the governance, management and operations of the organisation are transparent and comply with all legislation.

#### c) Policy Statement

- Link Housing's SDA services are well defined and involve separate procedures for employees to follow.
- Link Housing Representatives will act in the best interests of the participant to ensure they are informed, empowered and able to maximize choice and control.
- Link Housing Representatives are instructed to always identify to the NDIS participant that:
  - Link Housing only manages the SDA of a participant's tenancy under the NDIS.
  - There are many other registered SDA Providers etc. under the NDIS and they are listed on the NDIS website. Employees are to expressly make NDIS participants aware of this.
  - There are other service providers who offer identical or similar supports to Link Housing and that it is always the choice of the NDIS participant as to which service provider they choose.
  - Link Housing will offer support to NDIS participants / tenants regardless of whether they self-manage their plan, use the National Disability Insurance Agency (NDIA) or any another registered plan manager.
  - Link Housing Representatives will obtain confirmation that the above information has been disclosed to the participant / person responsible in order to maximise choice and control.
- Link Housing Representatives will manage conflict of interests as they arise in line with NDIA Operational Guidelines and other Link Housing policies and procedures.

- Link Housing employees will notify their manager of any conflicts as they arise and ensure that they are documented.
- An employee who believes that another person has an undeclared conflict of interest should raise their concern, as appropriate, with their manager.
- Participants can raise complaints using our client feedback procedure or completing the enquiry form available on the Link Housing website, feedback form survey or verbally to Link Housing Representative.
- Link Housing Representatives will under no circumstances accept any offer of money, gifts, services, commissions or benefits that would cause them to act in a manner against the interests of the participant.
- Link Housing has in place a gifts policy (within the Code of Conduct) and Gifts Register, as well as a Conflicts of Interest Register. Under no circumstances is it permitted for Link Housing Representatives to receive cash or a cash equivalent and must refuse all gifts unless the value is less than \$50 and to refuse would cause offence. Each instance must be declared in the Gifts Register and any offered gifts if refused must be documented and reported.
- Link Housing Representatives are required to adhere to the Link Housing Code of Conduct and Conflict of Interest Policy, to avoid real or perceived conflicts of interest and to record and report any conflicts which may be identified.
- Link Housing has a supplementary agreement in place with the Supported Independent Living (SIL) provider to manage any actual or perceived conflicts of interest that arise.

#### **d) Documenting a conflict**

Link Housing shall maintain a Conflicts of Interest Register and Gifts Register and record all conflicts and gifts.

The Conflict of Interest Register and the Gifts Register will be reviewed by the Audit & Risk Management Committee from time to time.

#### **e) Quality Assurance**

The Conflict of Interest Statement – SDA shall be reviewed annually or as necessitated through a sufficient change in circumstances.

## Attachment 2

### Conflicts of Interest - Key Concepts

**Personal or private interests** are those interests that can bring personal benefit or advantage, or the perception of a personal benefit or advantage, to a Representative as an individual, or to others whom the Representative may wish to benefit or advantage.

A conflict of interest can arise from avoiding personal losses as well as gaining personal advantage, financial or otherwise.

A conflict can also arise where a Representative has more than one role or roles in a number of organisations. Failure to keep these roles separate may give rise to unethical, unlawful or improper decision making (for example improper use of information which gives an advantage to the second organisation).

**A financial interest** - an interest associated with a reasonable likelihood or expectation of appreciable financial gain or loss to a person or to someone associated with them – e.g. relatives, friends, partners or work colleagues.

**A non-financial interest** - an interest which does not relate to money, but which may relate to a non-financial gain or loss to a person or someone associated with them. Examples of non-pecuniary interests might include friendship, membership of an association, or interest in an activity.

**Actual conflict** – where a person’s duties as a Link Housing Representative may be influenced by a secondary interest (such as a personal or competing professional interest, including secondary employment).

**Perceived conflict** - where it could reasonably be perceived that the competing interests could improperly influence the performance of duties – whether or not this is in fact the case.

**Potential conflict**- where the competing interests have the potential to conflict with official duties in the future.

## Attachment 3

### Email to Staff – At least annually

Dear all

As you are aware, under the Code of Conduct, your employment obligations and the Conflict of Interest Policy, staff are obliged to declare any conflicts of interest (including potential ones) so that we can manage them appropriately and to promote a culture of transparency.

Annually, Link Housing sends an email to remind staff to be aware of the obligations and to report conflicts of interest where appropriate.

Examples to be aware of (not a complete list) include:

- Secondary employment, including being employed elsewhere but on a leave of absence from that position while working for Link Housing.
- Running a business.
- Personal, or commercial relationships (include former relationships) – such as with maintenance contractors (current contractors or potential), suppliers of goods or services to Link Housing, tenants or Link Housing's partners.

You should notify your line manager and the Head of Legal & Risk if you have a conflict or a potential conflict.

If in doubt, please seek advice from the Head of Legal & Risk.

This is as much to protect you, as well as Link Housing.

The above does not necessarily preclude this type of relationship, but Link Housing needs know to ensure that conflicts can be managed and avoided.

Regards

## Attachment 4

### Management Conflict of Interest Certification

I, \_\_\_\_\_, [position] \_\_\_\_\_, certify the following:

I have read and understood the Link Housing Conflict of Interest Policy.

I have declared the following actual, potential, or perceived conflicts:

[This will be pre-populated with previously declared interests).

Company/Individual	Relationship	Conflict Type	Date Declared	Comments

Name:

Role:

Date: