

Conflict of Interest Policy

People and Culture

Document Owner

Board

Approval Level

5

Version number

9/05/2026

Next Review Date

9/05/2023

Date Published

3 Years

Review Period

1 Purpose

This policy outlines the principles applying to the declaration and management of actual and potential conflict of interest at HCA (as defined in the Policy and Procedure Management Policy).

The objectives of this policy are:

- To protect HCA's interest in impartial and objective decision making;
- To protect the reputation of HCA by maintaining ethical standards of good judgement, fairness, and integrity in all its dealings;
- To ensure that employees always observe the highest standard of business ethics;
- To avoid any activity or interest that might reflect unfavourably upon a staff member's own integrity and good name, or upon the integrity and good name of Housing Choices; and
- To manage any perceived, potential or actual conflicts of interest between the HCA Group entities.

2 Scope

Part One of the policy applies to all staff employed by HCA, including continuing, fixed term, full time, part time, and casual staff. However, casual staff are not required to seek approval to engage in outside employment under the terms of their employment contract.

Part Two of the policy applies executive and non-executive Directors of HCA.

3 Scheduled Review

The General Counsel and Company Secretary is responsible for the maintenance and implementation of the policy.

The Board approves the policy.

4 Policy Statement

5 PART ONE

HCA's code of conduct requires all staff to:

- act honestly and in good faith at all times in the interests of the organisation;
- give notice in any matter in which their personal interest conflicts with the integrity of HCA; and
- take appropriate action to manage any such conflict.

Page | 2

Additionally, HCA's employment contracts generally provide that:

Without our prior consent, you must not undertake any activities or other employment, including directorships, personal business undertakings or competition with HCA that could result in a conflict of interest between you and HCA.

You must tell HCA about any conflict of interest (actual or perceived) that arises from time to time.

5.1 Requirements

Staff members must ensure there is no actual or potential conflict of interest between their personal interests and their duties, obligations, and responsibilities to HCA. Where such a conflict occurs, the interests of HCA will be balanced against the interests of the staff member. Unless exceptional circumstances exist the balance of interests will be resolved in favour of HCA.

5.2 What is a conflict of interest?

Conflict of interest can be financial or personal and involves the interests of a staff member or members of the staff member's family or friends. Staff must disclose actual or potential conflicts of interest to their manager and stand down in any decision making process where they may be compromised.

Conflicts of interest can be actual or potential. Examples of actual conflicts of interest include:

- an employee's (of family member's) own business is given a contract with HCA and no competitive selection process was undertaken
- an employee or employee's family member has been prioritised to receive services from HCA, above other clients and the prioritisation decision was made by the relevant employee
- an employee's friend or family member is employed by HCA without the job being appropriately advertised or a formal selection process undertaken.

Examples of situations where there may be a potential conflict of interest include:

- an employee being on a selection panel for a job where a relative has applied;
- an employee's (or family member's) own business has applied for a contract to provide a service to HCA.

5.3 Failure to disclose

Failure of a staff member to disclose a potential or actual conflict of interest constitutes a breach of HCA policy and may result in disciplinary actions. If an allegation is found to be sustained, disciplinary action will be appropriate to the severity of the breach but may involve a warning or dismissal. Depending on the nature and impact of the conflict of interest situation, other action may be instigated, including legal action.

5.4 Management of conflicts

It is not appropriate for peers or subordinates of an employee who is compromised to be involved in the management of the conflict of interest.

5.5 Confidentiality

Confidentiality is to be maintained at all times by all persons involved and HCA will seek to ensure that confidential disclosures are protected from misuse. Nothing precludes either the staff member who has disclosed the conflict of interest or the manager to whom the disclosure was made from seeking advice from People & Culture on any matters relating to this policy.

5.6 Specific circumstances

Without limiting the general principles set out in this policy, the following is additional guidance on specific circumstances which may arise in HCA's business activities:

1. Client relationships

Housing Choices staff members must notify and receive approval from their manager before providing services that could create a conflict of interest concerning their employment with HCA. Such situations include working with HCA clients with whom they have or have had personal or family relationships.

2. Board Memberships

For any paid or unpaid board membership the HCA staff member must notify and receive approval from their manager prior to serving on the board. This would include any public or private agencies, businesses, organisations, or other groups. In considering whether to approve the appointment, the relevant manager must consider this policy and the following additional principles:

- the HCA staff member's job duties does not conflict with the membership.
- the HCA staff member notifies the board or commission that their board or commission position does not represent HCA.

3. Gifts

See HCA's [Gift policy](#) for further information.

6 PART TWO

6.1 Conflicts

A Director who has a material personal interest in a matter which relates to HCA affairs (conflict of interest) must give the other Directors notice of that interest. A Director may give a standing notice of an interest by tabling a written notice of that interest at a meeting of Directors.

Disclosure of new conflicts is the responsibility of all Directors. This disclosure will be a notification to all Directors at the commencement of any discussion relating to that conflict.

Conflicts of interest can be actual perceived or potential:

- Actual involves a direct conflict between current duties and responsibility and private interests (including related parties);
- Perceived conflicts exist where it could be perceived or appears that personal or private interests could influence decision making or performance whether or not this is actual;
- Potential conflict arises where personal or private interests could conflict with duties or decision making;
- A conflict of interest may be pecuniary or non-pecuniary and may arise even from avoiding personal or financial loss.

As the Directors are directors of multiple HCA Group entities, including the state based-operational entities (i.e. there are shared board arrangements in place), conflicts of interest may also occur if a situation arises where there are differing interests between the HCA Group entities.

6.2 Notice by new Directors

Before any member will be accepted as a Director, they must disclose all interests in both the company and conflicted or potentially conflicting duties and interests to the Board. This disclosure is an ongoing responsibility of all Directors ensuring that the integrity of decision making is maintained. Such disclosure will be made on the form where a person consents to being a Director of the HCA Group of Companies.

6.3 What is an interest?

Examples of where a Director has a material personal interest in a matter which relates to HCA's affairs are:

- when a Director or his/her immediate family or business interests stands to gain financially from any business dealings, programs, or services of the organisation
- when a Director offers to provide a professional service to the organisation
- when a Director stands to gain personally or professionally from any insider knowledge if that knowledge is used to advantage

A conflict of interest may not directly be of benefit to the Director either pecuniary or otherwise, a conflict will also arise if the Director gains an advantage for some-one else in the use of information or use of position.

6.4 Register of Interest

The Company Secretary will maintain a Register of all conflicts of which he/she has been given standing notice. All new entries in the Register must be presented to the Board and minuted at the next Board meeting. The Register must be tabled at each Board meeting.

Page | 5

The Board will review the Register of conflicts of interest on an ongoing basis and will amend as required. Directors will be required to advise of any new and impending conflicts that may arise, for example due to changes in their employment or business interests, or new project undertaken by HCA.

6.5 Attendance and voting on matters where a Director has a conflict of interest

Under the Corporations Act, a Director who has a material personal interest in a matter which is being considered by the Board, must not:

- be present while the matter is being considered at the meeting; or
- vote on the matter.

This restriction does not apply if the other Directors have passed a resolution which:

- identifies the Director, the nature and extent of the Director's interest in the matter and its relation to the affairs of the company; and
- states that those Directors are satisfied that the interest should not disqualify the Director from voting or being present.

A Director, notwithstanding the interest, may be counted in the quorum present at any meeting.

The Company Secretary must record in the Board minutes any declaration made or any standing notice provided to the Board.

6.6 Managing conflicts within HCA Group entities

Due to the shared board arrangements mentioned above, there is possibility that conflicts of interest could arise between the Directors' roles as Directors of the parent entity, state-based subsidiaries or other HCA entities. Accordingly, Directors hold a "dual" or "multiple" hat roles.

If circumstances arise where the interests of the HCA entities differ or are not aligned (e.g. in a financial or budgetary context), this will be highlighted and expressed in the Board papers presented for that meeting. Generally, the Directors will be responsible for oversight of the HCA Group as a whole. However, in certain circumstances Directors will be reminded that, as part of their decision-making process, they will need to consider the individual interests of the HCA entities.

To the extent that Directors are concerned about a conflict of interest between the HCA Group entities, separate independent legal advice can be facilitated through the Company Secretary on a case-by-case basis. This is also addressed in the Affiliated Entities Policy.

7 References:

LEGISLATION & STANDARDS	RELATED INTERNAL DOCUMENTS
<ul style="list-style-type: none"> • Corporations Act 2001 (Cth) • National Disability Insurance Scheme Act 2013 (Cth) • NDIS Quality and Safeguarding Framework • National Disability Insurance Scheme (Code of Conduct) Rules 2018 (Cth) • National Disability Insurance Scheme Practice Standards and Quality Indicators 2018 	<ul style="list-style-type: none"> • Gift Policy • Conflict of Interest Procedure • Code of Conduct • Affiliated Entities Policy

7.1 Glossary

[add terms specific to this policy/delete section if not appropriate]

7.2 Version Notes

Version	Date	Details	Author	Approver



English:

If you need an interpreter, please call TIS National on 131 450 and ask them to call **Housing Choices Australia** on **1300 312 447**. Our business hours are **9am to 5pm, Monday to Friday**.

You can also visit the TIS National website for translated information about the service TIS National provides. Visit: www.tisnational.gov.au

Arabic:

إذا كنت بحاجة إلى مترجم، يرجى الاتصال بـ TIS الوطنية على الرقم 131 450 وأطلب منهم الاتصال بـ **Housing Choices Australia** على هاتف رقم **1300 312 447**. ساعات العمل الخاصة بنا **9am to 5pm, Monday to Friday**.

يمكنك أيضا زيارة موقع TIS الوطنية للحصول على معلومات حول الخدمات التي تقدمها TIS الوطنية. قم بزيارة: www.tisnational.gov.au

Farsi (alt Persian):

اگر به مترجم نیاز دارید، لطفاً با شماره تلفن تیس نشنال 131 450 تماس بگیرید و از آنها بخواهید با **Housing Choices Australia** به شماره **1300 312 447** تماس بگیرید. ساعت کاری ما **9am to 5pm, Monday to Friday** است.

www.tisnational.gov.au شما همچنین می توانید به وب سایت تیس نشنال برای اطلاعات در مورد خدماتی که تیس نشنال فراهم می کند مراجعه کنید. به

Vietnamese:

Nếu quý vị cần thông dịch viên, xin hãy gọi cho Dịch vụ Thông Phiên dịch Quốc gia (TIS Quốc gia) theo số 131 450 và yêu cầu họ gọi cho **Housing Choices Australia** theo số **1300 312 447**. Giờ làm việc của chúng tôi là **9am to 5pm, Monday to Friday**. Quý vị cũng có thể vào thăm trang mạng của TIS Quốc gia để có thông tin về các dịch vụ mà TIS Quốc gia cung cấp. Hãy vào thăm www.tisnational.gov.au

Somali:

Haddii aad u baahan tahay turjumaan, fadlan ka wac TIS National taleefanka 131 450 waxaad ka codsataa inay kuu wacaan **Housing Choices Australia** iyo **1300 312 447**. Saacadaha Shaqadu waa **9am to 5pm, Monday to Friday**.

Waxaad kaloo booqan kartaa website-ka TIS National ee macluumaadka turjuman oo ku saabsan adeegga TIS National ay bixiso. Ka eeg: www.tisnational.gov.au

Simplified Chinese:

如果您需要口译员，请拨打TIS National 的电话131 450，请他们打电话给**Housing Choices Australia**。电话号码：**1300 312 447**。我们的营业时间是**9am to 5pm, Monday to Friday**。

你也可以访问TIS National 的网站，了解TIS National提供的服务。网址：www.tisnational.gov.au

Traditional Chinese:

若你需要口譯員，請撥打TIS National電話131 450並請他們轉接 **Housing Choices Australia** 的電話 **1300 312 447**。我們的工作時間是 **9am to 5pm, Monday to Friday**。

你也可以瀏覽TIS National 網站瞭解TIS National 的服務資訊，網址：www.tisnational.gov.au

Spanish:

Si necesita un intérprete, por favor llame a TIS National en el 131 450 y pida que lo comuniquen con **Housing Choices Australia** en el **1300 312 447**. Nuestro horario de oficina es **9am to 5pm, Monday to Friday**.

También puede visitar el sitio web de TIS National para obtener información acerca de los servicios que provee TIS National. Visite www.tisnational.gov.au

Italian:

Se hai bisogno di un interprete, telefona a TIS National al numero 131 450 e chiedi di chiamare **Housing Choices Australia** al **1300 312 447**. I nostri orari d'ufficio sono **9am to 5pm, Monday to Friday**.

Puoi visitare anche il sito web TIS National per informazioni tradotte sul servizio che TIS National fornisce. Visita il sito: www.tisnational.gov.au

For other languages, access to an interpreter is available by contacting Housing Choices Australia on 1300 312 447.