



## CONFLICT OF INTEREST POLICY

### 1. Purpose & Application

To set out how ARPC employees and Board Members are to identify, disclose and manage any actual, potential or perceived conflict of interest to mitigate the impact on our business and reputation of any conflicts of interest.

In particular, the Policy addresses:

- Avoidance – of situations where a potential conflict may arise.
- Disclosure – notification to General Counsel / Chair and/or Board Secretary where a potential or actual conflict of interest arises, or where there may be a perception of a conflict of interest.
- Controls – how actual and potential conflicts of interest are managed / mitigated and recorded in the Board or Employee Register of Interest.

This Policy is mandatory for all ARPC employees and Board members.

Failure to comply with this Policy and related procedures may result in disciplinary action being taken in accordance with the ARPC disciplinary procedure.

### 2. Policy Statement

A conflict of interest occurs where there is a conflict between a person's official ARPC duties and their personal interests (including those of an associate) that could improperly influence the person in the performance of his or her duties. A conflict of interest may be actual, potential or may arise where a reasonable observer could perceive there to be a conflict of interest.

Timely recognition, disclosure and mitigation of conflicts of interest is necessary to maintain the integrity of ARPC's operations.

ARPC has adopted a three-stage process to mitigate the potential for a conflict of interest to impact on our business and reputation.

- **Avoidance**

It is not possible to define all situations where a conflict of interest may arise. The following are examples of activities to be avoided:

- Soliciting any gifts, benefits (tangible or intangible) or favours for yourself or a family member/associate from current or potential providers of goods or services to ARPC, outside the ARPC Receiving Gifts and Benefits Procedure.
- Use or disclosure of ARPC information not in the public domain for a personal benefit.
- Promoting or authorising a consulting contract at ARPC for a family member/associate or a business with which you are associated.



- Recommending or supporting the award of ARPC business to a company or an organisation in which you or a family member/associate have a significant financial or other interest.
- Participating in the negotiation of or involved in the decision to award a contract between ARPC and an organisation in which you or a family member/associate have an interest.

- **Disclosure**

It is the responsibility of all ARPC staff and Board members to inform the appropriate person, as soon as practical, if they consider that a potential or actual conflict of interest has arisen, or if they consider that there may be a perception of a conflict of interest.

- All Board Members must declare to the Chair and other Board Members (orally or in writing) any actual or potential conflicts, change in circumstances or disclosures in accordance with the ARPC Board Charter.
- All employees must declare any actual, potential or perceived conflicts of interest to the General Counsel. If employees are uncertain whether a conflict exists, they should discuss the situation with the General Counsel.
- Refer to the relevant procedure on how to make disclosures.

- **Controls**

- Board Members:
  - Requirement to disclose anything that has the potential to effect or influence the performance of role as a Board member.
  - Conflicts will be managed by the Chair and/ or Board Secretary using appropriate procedures which may be developed specifically for an issue once it is disclosed or identified.
  - The Board member should confirm that his or her disclosure has been documented in the register of interests. The register of interests is presented at every Board meeting.
- Employees:
  - Take proactive measures to avoid being placed in a situation where a conflict of interest may arise.
  - Declare actual, potential or perceived conflicts of interest.
  - If employees are uncertain if a conflict exists, they should discuss the situation with the General Counsel.
  - ARPC's Senior Executive and Human Resources will develop procedures to manage individual conflicts of interest.