

Purpose

This procedure explains how to identify, disclose and manage any conflicts of interest that may arise during the course of your employment or engagement with EMPHN.

This procedure supports EMPHN's Disclosure of Interest Policy, which is based on best-practice Australian Charities and Not-for-Profit Commission (ACNC) guidelines. It is underpinned by the Code of Conduct Policy and EMPHN's values.

Scope

This procedure applies to all EMPHN employees and any other person working with or for EMPHN who is notified of the need to comply with this policy, including members of the EMPHN Board and its committees, contractors and external parties involved in the procurement process (e.g. tender evaluation panels).

Defining conflict of interest

For the purposes of this procedure, a **conflict of interest** exists where there is a divergence between your personal interests and your professional responsibilities; and wherever you might be influenced by your own interests. A conflict of interest may be actual, perceived or potential.

Examples of actual, perceived or potential conflict of interest include:

- Using a role at EMPHN to further personal advantage with other team members, clients, suppliers or stakeholders
- Other paid or unpaid employment while employed by EMPHN
- Using confidential information and/or private information to benefit yourself, a family member or friend, or another organisation or company
- Holding a substantial financial interest in any enterprise EMPHN does business with (e.g. service providers, suppliers)
- Accepting from any vendor or supplier, a gift, benefit, or hospitality, that influences or could be perceived to influence in your official capacity with EMPHN
- Using EMPHN assets (e.g. funds, client information, facilities, intellectual property, people) for the benefit of other business or personal interests
- Making decisions related to the selection, appointment, or promotion of a close personal connection

Declaring and managing interests

Prior to starting at EMPHN

For incoming members of the Board and independent Committee members, the Company Secretary manages declaration process and maintains a Register of Interests.

Potential employees must complete a Disclosure of Interest Declaration Form prior to being offered a contract at EMPHN. As onboarding begins, the signed declaration is added to the new employee's file. Where a conflict is declared, it is recorded on the Disclosure of Interest Register by the Manager Human Resources, who also informs the relevant executive director.

All disclosures must include enough detail to enable an adequately informed decision on whether any material conflict of interest exists, such as:

- The nature and extent of the interest
- The date the interest started
- How the interest relates, or may relate, to EMPHN's operation

Ongoing obligations

The Company Secretary manages this process for Board and Committee members. Declarations of interests and conflicts are a Standing Agenda item for Board and Committee meetings. Where a conflict exists, the individual declares and recuses themselves from the meeting.

Declarations of interests and conflicts are also a Standing Agenda item for Executive Leadership Team meetings, to remind executives to declare any conflicts and work with the rest of the leadership team to manage the conflict appropriately.

If conflicts of interest arise during the year, employees must talk with their manager to ascertain whether their interest constitutes an actual, potential or perceived conflict. If a conflict is identified, the employee must disclose the interest on the Disclosure of Interest Declaration form and submit it to their executive director.

Each year, all staff are required to reread and acknowledge the Disclosure of Interest Policy and Procedure via the HRIS – to ensure they understand and are reminded of their obligations to disclose any conflicts of interest.

Managing conflict of interests

Where a conflict is confirmed, the executive director must:

1. Acknowledge the conflict of interest, in writing, and authorise the individual to continue in their duties
2. Put processes in place to ensure the impartiality of the individual in performing their duties, or re-organise duties to remove the conflict of interest
3. Record details of the employee's Disclosure of Interest Declaration form, and submit to the Manager Human Resources to be added to the Disclosure of Interest Register.

To enable the organisation to manage conflicts effectively, the following roles can access the registers to ensure there are no conflicts for their areas of operation.

Access to the Board and Committee Conflict of Interest Register sits with:

- Board Chair
- Company Secretary

The Employee Conflict of Interest Register is maintained by Human Resources; and accessed by:

- All members of the Executive Leadership Team
- Manager Commercial and Contracts
- Manager Human Resources
- Manager Risk

Need help?

If you are unsure as to whether you have a conflict of interest, ask your Executive Director, the Human Resources team, or Legal Counsel.

Special mention – Procurement and Probity

Procurement of goods and services are processes that must be conducted with a high level of probity, integrity and transparency to maintain the trust of the community and our other stakeholders. This is covered in full in the Procurement Policy and Procedure.

To ensure EMPHN maintains its integrity throughout the procurement of services, EMPHN employees and anyone external to EMPHN (e.g. subject expert, lived experience representative) appointed to a tender evaluation panel, or involved in the selection of a supplier/s for EMPHN must complete a Disclosure of Interest Declaration Form *prior* to market approach. This form must be submitted to Manager Commercial and Contracts, to assess the disclosure(s).

Where the Manager Commercial and Contracts determines a conflict of interest exists, they must follow the three-step process [above] for managing the conflict of interest.

The Manager Commercial and Contracts must also ensure the relevant conflict of interest terms and conditions are inserted into the contract, including the requirement for a conflict of interest management plan and associated deliverable.

The Manager Commercial and Contracts is responsible for advising the Board Secretary of any tender or other procurement process that may create an actual, potential or perceived conflict of interest for a member of the Board and its Committees; and for checking the employee conflict register as well.

Requirement to notify the Australian Government Department of Health and Aged Care of a conflict of interest

EMPHN is required to immediately notify the Australian Government Health and Aged Care (DOHAC) if a material conflict that has occurred, is likely to occur, or has not been effectively managed. Notification includes full disclosure and planned mitigation.

If EMPHN fails to notify DOHAC of a conflict, or cannot resolve or manage the conflict, DOHAC may terminate the relevant Activity or Schedule. Given this, the Chief Executive Officer must be informed immediately of any conflicts likely to trigger a notification. Notifications are managed by the Chief Operating Officer. All notifications must be reported to the next meeting of the EMPHN Board.

Where to get help?

- For questions on this Disclosure of Interest Procedure, contact the policy owner, **Chief Operating Officer**.
- You can provide feedback on this procedure by creating a feedback incident report in EMPHN's risk management system, TICKIT. You can do this by logging into the risk system and creating a feedback incident report, or by using the feedback option on our website.

EASTERN MELBOURNE PRIMARY HEALTH NETWORK

Name: _____

Role: _____

Date of declaration: _____

As an employee of Eastern Melbourne PHN, EMPHN), or a member of one of our advisory bodies, you **must disclose any interests held by you, your partner and/or your dependants:**

- **About which you have knowledge; and**
- **That you consider potentially may have a material bearing, or may be perceived to have a material bearing, on your ability to properly and impartially discharge the duties of your employment.**

Leave the sections of this form that are not relevant to the disclosure of your interests blank.

Shareholdings in public and private companies or partnerships

Name of interest holder (you, your partner or your dependant)	Name of company or partnership

Other substantial sources of income

Name of interest holder	Source of income

Directorships of, or employment by, a public or private company

Name of interest holder	Name of company	Position held

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Other professional positions or research interests

Name of interest holder	Description of interest	Material Interest?

Other material interests or assets

Name of interest holder	Description of interest or asset

Organisational memberships (other than industrial organisations and/or political parties)

Name of interest holder	Name of organisation	Membership status

Certification

I certify that:

- a) the information provided in this declaration properly reflects, to my knowledge, my interests and/or the interests of my partner and/or dependants that may have as bearing, or be perceived to have a bearing, on my ability to properly and impartially discharge the duties of my office; and
- b) the information is provided in accordance with the EMPHN Disclosure of Interests Policy; and

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c) I understand that, in accordance with the EMPHN Disclosure of Interests Policy, if there is a change to the interests after giving this declaration, I will provide a revised version of the statement as soon as possible to the Manager Human Resources.

Signature

Date

*Information about your pecuniary and non-pecuniary interests is collected in accordance with the EMPHN Disclosure of Interests Policy to support identification and management of a conflict of interest situation (actual, perceived or potential). The information provided is only be accessible in accordance with the Policy.