

AUSTRALASIAN SLEEP ASSOCIATION CONFLICT OF INTEREST POLICY

OVERVIEW

This policy sets out how the Australasian Sleep Association (ASA) deals with an actual, or potential conflict of interest of a member of the Board, Committee or Sub-Committee (Group).

Modern standards of governance and accountability require a consistent and consistent approach to conflicts of interest.

The Board has adopted this policy because modern standards of governance and accountability, across the whole range of corporate, not for profit and government bodies in the community, require a consistent and transparent approach to these matters.

Bodies within the Association regularly make decisions that may affect the interests of the members, and also the interests of parties outside the Association. It is very important that the Association is seen to do this without any perception that outside influences may have affected the decision making process.

Governance is not only about personal responsibility, but about systems and processes that support, amongst other things, a transparent and robust structure. Governance systems include meeting processes in relation to handling declared or perceived conflicts of interest.

All members of the ASA Board, Committees and Sub Committees are required to lodge declarations of interest on an annual basis. All conflicts of interest will be made available to other members of the relevant committee by way of the Committee Portal on the ASA website. The meeting Chair will be responsible for ensuring an open and transparent process.

WHAT IS A CONFLICT OF INTEREST

A conflict of interest arises when the interest of a member (or those of their families, friends or other organisations with which they are involved) are incompatible or in competition with the interests of the Association.

A conflict may relate to either a financial or a non-financial interest.

A financial interest refers to the possibility of a financial or other material gain arising in connection with decision making (for example the awarding of a contract to a company with which the member is involved, the awarding of a service contract to a member's spouse, the making of a grant to a member's dependent child).

A non-financial interest refers to benefits not linked directly to material gain (for example enhancement of career and the possibility of acquiring additional professional recognition, status or fame)

EXAMPLES OF POSSIBLE CONFLICTS OF INTEREST

A conflict of interest may arise, for example, if ASA is considering a matter involving an outside party, and a member of the Association (or their spouse, child, etc):

- is an employee or consultant of that outside party;
- holds shares (etc) in that party;
- is an office holder of that party;
- has received a research grant from that party;
- receives travel grants, conference expenses, gifts or hospitality from that party; or
- is applying for any of those things.

In each of those cases, the existence of the outside relationship might possibly influence how the member acts or votes on the Society group.

DUTY TO INFORM

Any member of the ASA Board, Committee or Sub Committee (Group) has a duty to inform other members of that Group, through the Chair, of any actual or potential conflict of interest which he or she might face in relation to the work of the group and the nature of the conflict.

Some potential conflicts will prove to be non-material, but that is not for the member themselves to decide. The Group needs to consider that point.

PROCEDURES TO CONSIDER THE CONFLICT

The Chair / Convener of the group will be responsible for establishing a process that involves the remaining meeting members, to assess whether a conflict of interest does in fact exist and, if so, its significance and any action that needs to be taken. Depending on the circumstances, such a process may include:

- discussion with Group itself;
- the establishment of a specific committee to assess the issues.
- Referral to the Board

If the actual or potential conflict involves the Chair, he or she should, after disclosing it to the meeting, vacate the Chair for the discussion that will follow. (The members present may appoint an acting Chair for this purpose).

MEMBER SHOULD NOT PARTICIPATE IN THE DISCUSSION

Having made a declaration, the member should then leave the meeting room. In general, such disclosures should be discussed in the absence of that member by the remaining members of the Group, who together should decide:

- whether a conflict of interests actually exists;
- if so, its significance and likely impact on the item or items of business to which it applies; and
- what action, if any, needs to be taken.

The remaining members may invite the member with the conflict to rejoin the meeting. The member may or may not be allowed to participate in the discussion and/or the decision. The member can be asked to leave at any time i.e. prior to or after the decision is made.

NOTIFICATION OF CONFLICT BY OTHER MEMBERS OF AN ASSOCIATION GROUP

If a member(s) of the Group believe(s) that another member may have a conflict of interest which should be disclosed but has not been, he or she is entitled to raise this matter with the Group. The members of the Group may request that the person be subject to the processes that apply when a conflict of interest has been declared.

In such a situation, the most prudent course initially is for the member to leave the meeting room so that the remaining members can decide (in the absence of the member with the alleged conflict) whether to hear and determine the matter in the absence of that member. This would clearly avoid the member having an influence on the outcome.

MINUTES OF MEETING

The minutes of the meeting should record:

- the fact that the declaration was made;
- the process adopted by the Board to deal with it; and
- the conclusions of the Board following their consideration of the matter, including any actions that were taken.

Confirmed by ASA Board 21 August 2015