

# Conflict of Interest Policy

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## PART 1. Purpose

This policy states Touch Projects Limited (TPL) position on conflict of interest, including the requirement of employees that conflict of interest is avoided wherever possible, or:

- i. Identified and declared; and
- ii. Actively managed.

Employees will encounter conflict of interest and TPL acknowledges that conflicts will not always be able to be avoided. They must however be identified and appropriately managed to ensure we earn and maintain the highest levels of integrity and public trust in TPL and the broader public sector whom we may represent.

TPL has issued this policy to support behavior consistent with the Code of Conduct for Victorian Public Sector Employees and Code of Conduct for Victorian Public Sector Employees of Special Bodies (the Code).

## PART 2. Application

This policy applies to all workplace participants. For the purpose of this policy, this includes employees, contractors, consultants and any individuals or groups undertaking activity for or on behalf of TPL.

## PART 3. Policy principles

TPL is committed to and will uphold the following principles in applying this policy:

- i. Public interest: all employees have a duty to place the public interest above their private interests when carrying out their official functions. One way they do this is by applying the public sector values to their actions and decision-making (set out at section 7 in the Public Administration Act 2004).
- ii. Accountability: all employees are accountable for avoiding wherever possible or identifying, declaring and managing any actual, potential or perceived conflict of interest that applies to them. Employees with direct reports are accountable for overseeing management of their direct reports' conflict of interest, modelling good practice and promoting awareness of conflict of interest policies and processes.
- iii. Risk-based approach: TPL will take a proactive approach to assessing and managing conflict of interest risks. Employees with direct reports will ensure they are aware of the conflicts inherent in their team's work and functions and monitor the risks to which their direct reports are exposed.

## PART 4. Definitions

### *Conflict of interest*

A conflict of interest is where an employee has private interests that could improperly influence, or be seen to influence, their decisions or actions in the performance of their public duties.

Conflicts may be actual, potential or perceived:

Actual conflict of interest: there is a real conflict between an employee's public duties and private

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interests.

Potential conflict of interest: an employee has private interests that could conflict with their public duties. This refers to circumstances where it is foreseeable that a conflict may arise in future and steps should be taken now to mitigate that future risk.

Perceived conflict of interest: the public or a third party could form the view that an employee's private interests could improperly influence their decisions or actions, now or in the future.

## *Private interest*

A private interest means anything that can influence an employee. Private interests include direct interests, such as an employee's own personal, family, professional or business interests. They also include indirect interests, such as the personal, family, professional or business interests of individuals or groups with whom the employee is, or was recently, closely associated.

Private interests may be pecuniary (i.e. financial), which includes any actual, potential or perceived financial gain or loss. They may also be non-pecuniary, which includes any tendency toward favour or prejudice resulting from personal or family relationships, such as friendships, enemies or sporting, cultural or social activities.

Consensual personal relationships

Consensual personal relationships include consensual sexual, intimate and/or romantic relationships between adults of any sex or gender identity. Relationships of this kind may be on a casual, periodic or regular basis and may or may not constitute a primary relationship.

A familial relationship of spouse or de facto partner also constitutes a consensual personal relationship.

## PART 5. Process

Employees must avoid wherever possible or identify,

declare and manage conflict of interest in accordance with this policy.

Specific processes have been established to manage consensual personal relationships as a specific category of interest.

### *i. Identify conflict of interest*

Employees should regularly consider the relationship between their private interests and public duties in order to identify any conflict of interest (for example, in recruitment, before major projects, tender decisions, legal proceedings or policy development).

Private relationships, including family relationships, business relationships and consensual personal relationships carry a high risk of conflict with public duties.

Additionally, employees with direct reports must consider the risk profile of their team and its functions and ensure direct reports are aware of any increased risks of conflict of interest in their work.

Whilst conflict of interest may occur in any part of TPL, some functions and activities are higher risk than others and may require increased risk mitigation measures.

The following functions are high risk within TPL (not exhaustive):

- Recruitment.
- Procurement, contract management and tendering.
- Internal committee governance.

### *ii. Declare conflict of interest*

<sup>1</sup> Note the application of clause 1.4 of the Code of Conduct for Victorian Public Sector Employees to the engagement of contractors and consultants. Contractors and consultants are only bound by the code if explicitly required by their contract for services.

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A conflict of interest must be declared. Employees should discuss any conflict of interest with:

- Their manager; or
- A designated disclosure officer (e.g., Human Resources officer); or
- Designated management representative.

Employees are to complete and submit a CONFIDENTIALITY AND CONFLICT OF INTEREST DECLARATION (Appendix A) form. The declaration form sets out specific instructions for completing and submitting the form.

Employees should also complete the declaration form in the following circumstances, regardless of whether a conflict of interest is identified:

- They are directly involved in a procurement activity assessed under the Victorian Government Purchasing Board.
- They are on a selection or procurement panel.

*iii. Manage conflict of interest*

Employees' conflict of interest management plans will ensure conflicts are managed and resolved in favour of the public interest rather than that of the employee and will be based on the following mitigation strategies:

Restrict: restrictions are placed on the employee's involvement in the matter.

Recruit: a disinterested third party is used to oversee part or all of the process that deals with the matter. In most circumstances, a subordinate would not be considered a disinterested third party.

Remove: the employee removes themselves, or is removed, from the matter.

Relinquish or Resign: the employee relinquishes

the private interest that is creating the conflict. Where relinquishing the interest is not possible (e.g. relationship with family) and the conflict cannot be managed in the public interest using one of the other options above, the employee may consider resigning.

Employees with direct reports should review management plans regularly to ensure they remain effective (for example, annually, before recruitment decisions are made, major projects, tender decisions or policy development).

TPL's Audit and Risk Management Committee will receive a report at least annually on the administration and quality control of the conflict of interest declaration process.

*iv. Process for managing consensual personal relationships*

TPL has a responsibility to ensure a safe and fair workplace for all employees. Lawful sexual activity, gender identity, marital status and sexual orientation are protected attributes under the Equal Opportunity Act 2010. Discrimination on these grounds is prohibited in the context of employment.

Consensual personal relationships between TPL employees and our clients e.g., Victorian Public Service employees within the same organisation may occur. Consensual relationships are not prohibited and are private in nature, but they may give rise to an actual, potential or perceived conflict of interest.

TPL considers any consensual personal relationships involving people in a direct hierarchical relationship (i.e., in the same reporting line, where one person has supervisory or decision-making authority over the other) to represent a potential conflict of interest. The risks of potential conflicts of interest are likely to be heightened for officers in senior leadership positions.

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Employees who are in a consensual personal relationship with a direct hierarchical relationship, must disclose the relationship to their manager, a designated disclosure officer (e.g., Human Resources officer) or a designated management representative. This disclosure will allow any necessary arrangements to be put in place to manage the conflict of interest, which may include temporary or permanent changes to reporting or supervisory arrangements. Any process must avoid discrimination or action that unfairly impacts upon a person’s employment and should be commensurate with the seriousness of the identified risk.

Employees who are in a consensual personal relationship without a direct hierarchical relationship, are required to manage the risk of a conflict of interest arising. Employees without a direct hierarchical relationship are required to confidentially disclose a consensual personal relationship where an actual, potential or perceived conflict of interest cannot be appropriately avoided.

Declarations of consensual personal relationships can be made in confidence to protect personal privacy, with only relevant persons in TPL being advised of the conflict of interest and any arrangements necessary to manage it. Representatives of the Employer involved in a matter raised under this policy are required to respect the privacy of personal information provided and the sensitivity of the matters raised. Disclosure of personal information should be limited to a strict ‘needs to know’ basis.

## PART 6. Related policy, legislation and other documents

- i. Public Administration Act 2004
- ii. Code of Conduct for Victorian Public Sector Employees 2015

- iii. Code of Conduct for Directors of Victorian Public Entities 2016
- iv. Code of Conduct for Victorian Public Sector Employees of Special Bodies 2015
- v. Victorian Public Sector Commission Gifts, Benefits and Hospitality Management Guide
- vi. Victorian Public Sector Commission Managing Conflicts of Interest: a Guide to Policy Development and Implementation
- vii. Equal Opportunity Act 2010
- viii. Charter of Human Rights and Responsibilities Act 2006
- ix. Privacy and Data Protection Act 2014
- x. Fair Work Act 2009 (CT)
- xi. Confidentiality and Conflict of Interest Declaration.
- xii. Other departmental policies as relevant – e.g.: conflict of interest framework, outside employment or procurement policies.

## PART 7. Authorising Officer

This policy is issued under the authority of the CEO – Touch Projects and is subject to annual review.

## PART 8. Breaches

An employee’s failure to avoid wherever possible or identify, declare and manage a conflict of interest in accordance with this policy could lead to disciplinary action including dismissal (consistent with the relevant industrial instrument and legislation). Contractors may be subject to contract re-negotiation, including termination.

Additionally, actions inconsistent with this policy may constitute misconduct under the Public Administration Act 2004, which includes:

- Breaches of the binding Code, such as sections covering conflict of interest (section 3.7), public trust

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(section 3.9), gifts and benefits (section 4.2), and use of official information (section 3.4); and

- Employees making improper use of their position.

## PART 9. Speak up

Employees who consider that conflict of interest within TPL may not have been declared or is not being appropriately managed should speak up and notify their manager or authorised representative.

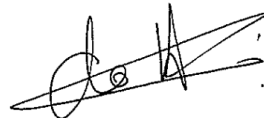
TPL will take decisive action, including possible disciplinary action, against employees who discriminate against or victimise those who speak up in good faith.

## PART 10. Contacts for further information

A conflict of interest is not always clear to those who have them. Employees who are unsure about a possible conflict of interest, or the application of this policy, should ask their manager or authorised representative for advice.



Nick Savvas  
CEO



John Christou  
General Manager

Policy issued on:	10 June 2022
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Review Date:	10 June 2023
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**Appendix A**

# Confidentiality and Conflict of Interest Declaration

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Project Details

Invitation Title:	
Invitation Reference Number:	

I, .....[insert full name]  
of .....[insert business name & address]

confirm that I am fully aware of my obligations to:

- keep confidential all confidential information to which I have access to in connection with this Project.
- avoid all conflicts of interest in carrying out my duties, and
- disclose any potential conflict of interest if they emerge in the course of my official duties.

I declare that to the best of my knowledge; I do not have:

- any financial interest in the Tenderer and the Project.
- any immediate relatives or close friends with a financial interest in the Project.
- any personal bias or inclination which would in any way affect my decisions in relation to the Project.
- any personal obligation, allegiance or loyalty which would in any way affect my decisions in relation to the Project.
- (a "conflict"), except as set out below:

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I undertake to make a further declaration detailing any conflict, potential conflict or apparent conflict which may arise during the contract period. I agree to abstain from any decision where such a conflict arises.

Signed .....

Dated .....