



**uniting
church**
in Australia,
Synod of NSW & ACT

Synod Standing Committee Conflict of Interest Policy

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1 PURPOSE

The purpose of this policy is to help members of the Synod Standing Committee of the Uniting Church in Australia Synod of NSW & ACT and its subcommittees to effectively identify, disclose and manage any actual, potential or perceived conflicts of interest in order to protect the integrity of Synod of NSW & ACT and manage risk.

2 OBJECTIVE

The Synod of NSW & ACT including its Synod Standing Committee (SSC) and its Committees aims to ensure that members of SSC and its Committees are aware of their obligations to disclose any conflicts of interest that they may have, and to comply with this policy to ensure they effectively manage those conflicts of interest on behalf of the Synod of NSW & ACT

3 POLICY OWNER

The Policy Owner is the Synod Standing Committee.

4 POLICY APPROVER

This policy is approved by the Synod Standing Committee, for the Synod Standing Committee and its subcommittees and the Synod operations.

5 CONTEXT

This policy applies to the Synod of NSW & ACT including staff, ministers in a Synod placement, contractors, volunteers, members of the Standing Committee and its sub committees.

The **Uniting Church in Australia Synod of NSW & ACT** relies on its members often giving of their time voluntarily, ministers in placement, employees, contractors and advisors to serve the Church and support its mission and business activities. A natural consequence of relationships, including personal, duties, responsibilities, and through the inter-conciliar nature of the church, is the potential for conflicts of interest.

To ensure that acceptable standards of integrity are upheld, it is essential for those with decision making responsibility to identify, address and resolve interests and obligations so that they do not conflict, and do not appear to conflict, with the practice of good governance.

6 GOVERNMENT IN THE CHURCH

The Basis of Union (Revised 1992 Edition) paragraph 15 states “The Uniting Church recognises that responsibility for government in the Church belongs to the people of God by virtue of the gifts and tasks which God has laid upon them. The Uniting Church therefore so organises its life that locally, regionally and nationally government will be entrusted to representatives, men and women, bearing the gifts and graces with which God has endowed them for the building up of the Church. The Uniting Church is governed by a series of inter-related councils, each of which has its tasks and responsibilities in relation both to the Church and the world.

The Uniting Church acknowledges that Christ alone is supreme in his Church, and that he may speak to it through any of its councils. It is the task of every council to wait upon God's Word, and to obey God's will in the matters allocated to its oversight. Each council will recognise the limits of its own authority and give heed to other councils of the Church, so that the whole body of believers may be united by mutual submission in the service of the Gospel.”

Our participation in governance in the Church, therefore, begins with our confirmed membership of the Body of Christ. At the confirmation of our baptism, we repent of our sins, we turn to Jesus Christ and we pledge ourselves to God, trusting Jesus as Saviour and Lord and in the Holy Spirit as Counsellor and Guide. Our election or placement into governing positions in councils of the Uniting Church is an expression of service as part of our membership of the one holy catholic and apostolic Church. Each council's task, as stated above, is to "wait upon God's Word, and to obey God's will in the matters allocated to its oversight." It is imperative that each member be clear about the matters allocated to the council on which they serve.

The Manual for Meetings is a very important development in the life of the Uniting Church. The Uniting Church believes that we hear the voice of God in the councils of the church. Church meetings that encourage community and listening to one another in a spirit of openness and humility, are more likely to discern the will of God. It acknowledges the communal nature of the relationship expressed in the Trinity and re-expressed in the Body of Christ provides a model for the type of community we become, and both enlightens and sets limits to our agenda; for the church is a community created by Christ and sustained by the Spirit.

7 DEFINITION OF CONFLICTS OF INTERESTS

7.1 PRIVATE INTERESTS

A conflict of interest occurs when a person's private interests' conflict with their responsibility to act in the best interests of the Synod. Personal interests include direct interests, as well as those of family, friends, or other organisations a person may be involved with or have an interest in (for example, as a shareholder, relationship with a business, board member of an external organisation).

A conflict of interest may be actual, potential or perceived and may be financial or non-financial.

These situations present the risk that a person will make a decision based on, or affected by, these influences, rather than in the best interests of the Synod Committee, they are on and must be managed accordingly.

Members of Synod Standing Committee or its subcommittees are expected to keep the interests of the Synod as primary when making decisions.

7.2 INTER-CONCILLIAR DUTIES

A conflict of duties (actual, potential or perceived) may occur between a committee member's duty to the Synod and another duty that the committee member has within the Uniting Church (for example, to another committee/council of the Church).

These situations present the risk that a person may make, or be seen to have made, a decision based on, or unduly affected by, the areas of responsibility of another council in which they participate.

Members of Synod Standing Committee or its subcommittees are expected to go forward together "in sole loyalty to Christ the living Head of the Church" (BoU, Paragraph 1) and, within that sole loyalty, to keep the matters allocated to the Synod's oversight as primary when making decisions.

8 POLICY

This policy has been developed because conflicts of interest commonly arise, and do not need to present a problem to the Synod if they are openly and effectively managed. It is the policy of the Synod of NSW & ACT as well as a responsibility of the committee, that ethical, legal, financial or other conflicts of interest be avoided and that any such conflicts (where they do arise) do not conflict with the obligations to the Synod of NSW & ACT.

The Synod of NSW & ACT will manage conflicts of interest by requiring members of the Synod Standing Committee and its committees to:

- avoid conflicts of interest where possible
- identify and disclose any conflicts of interest
- carefully manage any conflicts of interest, and
- follow this policy and respond to any breaches.

9 MANAGING CONFLICTS OF INTEREST

There are three key components to management of a conflict of interest:

6.1 Identify and Report;

6.2 Resolve; and

6.3 Register.

9.1 IDENTIFY AND REPORT

A person serving the Synod is required to consider their relationships and identify areas where a conflict of interest may exist. This should be reported to the Chairperson or in the case of the Chairperson, the General Secretary in writing and raised with the Synod Standing Committee or subcommittee.

Remember that a conflict may be an actual, perceived or potential conflict and it may be pecuniary or non-pecuniary. If not managed properly, either kind can be equally damaging to the individual and the reputation of the Synod's committee. Best practice is to disclose / report the conflict as soon as possible and identify potential ways of resolving the conflict for consideration.

9.2 RESOLVING A CONFLICT OF INTEREST

The main ways resolution can be achieved are:

- Restrict
- Recruit
- Remove
- Relinquish

Restrict Restrictions are placed on your involvement in the matter to oversee part or all of the process that deals with the matter.

- You can be effectively separated from parts of the activity or process.
- The conflict of interest is not likely to arise frequently.

Recruit (This is not applicable in the SSC context) Recruit a disinterested third party to oversee part or all of the process that deals with the matter.

- It is not feasible or desirable for you to remove yourself from the decision-making process.
- In small or isolated communities where your particular expertise is necessary and genuinely not easily replaced.

- Remove** You choose to remove yourself completely from the matter.
- Abstaining from any formal or informal discussion about the matter
 - Separating yourself from the situation where there may be a perception of exerting a covert influence on decisions or actions
 - For ongoing serious conflicts of interest, where restriction or recruitment of others is not appropriate.

- Relinquish and Resign** You relinquish the private interest that is creating the conflict (this may mean removing yourself from the particular conversation) or hand on your particular role on the committee which is conflictual to another member.
- Where your commitment to being a committee member outweighs your attachment to your private interest.
 - No other options are workable.
 - Divesting or withdrawing support for the private interest
 - Where you prefer this course as a matter of personal principle.

Members of Synod Standing Committee or its subcommittees are encouraged to read each agenda identifying any potential conflicts of interest prior to reading the papers. Where a conflict may arise use the above tools for resolving the conflict and notify the Chairperson or General Secretary the conflict and proposed method of resolution for the members of the meeting to consider.

9.3 REGISTERING A CONFLICT OF INTEREST

All conflicts of interest must be registered in the Conflicts of Interests Register. This Register is kept by the Secretary of the Committee and helps to show that the conflict has been declared and resolved. It adds transparency to the situation.

Register	<p>You formally register details of the existence of a possible or potential conflict of interest.</p> <ul style="list-style-type: none"> • Recording the conflict of interest assists to maintain transparency • Identify the likelihood (Low, med high) of conflicts of interest occurring. • Identify steps taken to address/resolve the conflict
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Conflicts of interest reported by members that are recorded in the meeting minutes are also to be registered in the Conflict of Interests Register.

10 RESPONSIBILITY OF THE SYNOD STANDING COMMITTEE

The Synod Standing Committee is responsible for:

- establishing a system for identifying, disclosing and managing conflicts of interest for members of the SSC and its sub committees
- monitoring compliance with this policy, and
- reviewing this policy at the start of each new term of the SSC to ensure that the policy is operating effectively.

The Synod must ensure that its committee members are aware of good governance standards, and that they disclose any actual or perceived material conflicts of interests.

10.1 MINIMUM STANDARDS FOR MEMBERS

As a minimum standard, members of a Synod committee adhere to the following: (in accordance ACNC Governance standard 5)

- to act with reasonable care and diligence
- to act honestly and fairly in the best interests of the Committee
- not to misuse their position or information they gain as a Responsible Person
- to disclose conflicts of interest
- to ensure that the financial affairs of the Committee are managed responsibly, and
- not to allow the Committee to operate while it is insolvent.

Generally, members should act with standards of integrity and common sense.

10.2 IDENTIFICATION AND DISCLOSURE OF CONFLICTS OF INTEREST

Once an actual, potential or perceived conflict of interest is identified, it must be entered into the Synod Standing Committee/subcommittee register of interests, as well as being raised with the committee. Where all of the other committee members share a conflict, the committee should refer to the Minimum Standards for Members to ensure that proper disclosure occurs. The register of interests must be maintained by the Committee Secretary and record information related to a conflict of interest (including the nature and extent of the conflict of interest and any steps taken to address it).

The Code of Ethics and Ministry Practice has addressed the issue of ministerial stipends and entitlements in the following way:

- 3.5d Where there is an actual or potential conflict of interest in matters affecting Ministers, their family or their financial interests, the Ministers shall absent themselves from discussion and decision, except in the case of deliberations by Presbyteries, Synods and Assembly and their agencies on ministerial stipends and entitlements.

10.3 CONFIDENTIALITY OF DISCLOSURES

Disclosures will remain confidential and only available to the General Secretary and other members of the Committee. Disclosures are to be made in writing upon commencing membership of the committee, when there are changes in personal circumstances and whenever requested by the Chairperson. When additional disclosures are required these should be made as follows:

- For a new conflict of interest due to changes in personal relationship or duties or responsibilities in writing as soon as the change occurs
- Where a conflict of interest changes and no longer exists, this should be reported in writing
- Where involvement in an agenda item may be identified as a new conflict of interest it is to be minuted with the identified steps to be taken to resolve the conflict. This minute is then recorded on the register of interests.

11 ACTIONS REQUIRED TO MANAGE CONFLICTS OF INTEREST

11.1 CONFLICTS OF INTEREST OF COMMITTEE MEMBERS

Once the conflict of interest has been appropriately disclosed, the committee (excluding the member disclosing and any other conflicted member) must decide whether or not those conflicted members should:

- vote on the matter (this is a minimum),
- participate in any debate, or
- be present in the room during the debate and the voting.

In exceptional circumstances, such as where a conflict is very significant or likely to prevent a committee member from regularly participating in discussions, it may be worth the Committee considering whether it is appropriate for the person conflicted to resign from the committee.

11.2 WHAT SHOULD BE CONSIDERED WHEN DECIDING WHAT ACTION TO TAKE

- In deciding what approach to take, the Committee will consider whether the conflict needs to be avoided or simply documented
- whether the conflict will realistically impair the disclosing person’s capacity to impartially participate in decision-making
- alternative options to avoid the conflict
- the objects and resources of the Synod Committee, and
- the possibility of creating an appearance of improper conduct that might impair confidence in, or the reputation of, the Committee.

The approval of any action requires the agreement of at least a majority of the committee (excluding any conflicted committee member/s) who are present and voting at the meeting. The action and result of the voting will be recorded in the minutes of the meeting and in the register of interests.

12 COMPLIANCE WITH THIS POLICY

If the committee has a reason to believe that a person subject to the policy has failed to comply with it, then it will investigate the circumstances.

If it is found that this person has failed to disclose a conflict of interest, the committee may take action against them. This may include seeking to terminate their relationship with the committee.

If a person suspects that a committee member has failed to disclose a conflict of interest, they must respond as follows:

- discuss with the person in question,
- notify the committee chairperson, or the person responsible for maintaining the register of interests.
- Appropriate response is for the person to formally disclose their interest to the Chairperson.
- In circumstances where an interest is brought to the attention of the Chairperson by a third party then the Chairperson is to raise the matter with the person concerned.

13 DEFINITIONS

Private interests	Personal, professional or business interests including those of individuals, groups or organisations that individuals associate with outside of the Synod Committee.
Pecuniary interest	A private interest involving actual or potential financial gain or loss by a member or a member’s relative or other close associate if they own property, hold shares or are associated with a firm bidding for Synod of NSW & ACT business contract.
Non-pecuniary interest	A private interest without a financial component where there may be a tendency for favouritism or prejudice to arise due to friendship, animosity or other personal involvement with another person or group.

Conflict of interests	<ul style="list-style-type: none"> • An actual conflict of interest or duty is one where there is a real conflict between a committee member's duties, and their other duties or their private interests. • A potential conflict of interest or duty arises where a committee member has other duties or private interests that could conflict with their public duties. • A perceived conflict of interest or duty can exist where a third party could form the view that a committee member's duty or private interest could improperly influence the performance of their duties, now or in the future. A perceived conflict of interest can arise from avoiding personal losses, as well as gaining personal advantage – whether financial or otherwise.
Conflict of duties	A competing interest between an official duty for one entity and the official duty of another (e.g. a committee member, executive or manager in the Synod of NSW & ACT who is a director of another entity).

14 POLICY REVIEW AND HISTORY

The GNRC is responsible for review of this policy. Amendments require the approval from the Synod Standing Committee.

Version	Authorised by	Approval Date	Effective Date	Sections modified
1.0	SSC	20/9/19	20/9/19	New Policy

15 CONTACTS

For questions about this policy, contact the committee secretary or the Synod General Secretary.

Appendix A

CONFLICT OF INTEREST DECLARATION

To be completed by the Committee Member, after reading the Policy and retained by the Committee Secretary.

Name:					
	To be completed	Likelihood of conflict: Low, Medium, High	Action to resolve conflict refer section 9 of the Policy and ✓ as appropriate		
			Restrict	Remove	Relinquish and/or Resign
<i>Example</i>	<i>Revesby</i>	<i>Low</i>	<i>Speak but not vote</i>	<i>Leave meeting</i>	
Congregation					n/a
Presbytery					n/a
Synod Board					n/a
Synod Committee (s)					n/a
Assembly Committee/Role					n/a
Remunerated roles in the Church					n/a
External Boards					
Relationships with any entity that provides commercial services to Synod					
Private Interests					

Declaration

I, *NAME*, as a member of ***Committee name*, commit myself to regular attendance; thoughtful preparation, and active contribution to the work of ***Committee name*.

I understand that in fulfilment of my role as a member of the ***Committee name* I may become aware of matters of confidentiality e.g. issues of personal sensitivity and/or privacy or matters of commercial confidentiality and therefore acknowledge the necessity to respect that confidentiality and not to reveal or discuss such matters with others beyond the Standing Committee membership.

Signed: _____ Date: _____