



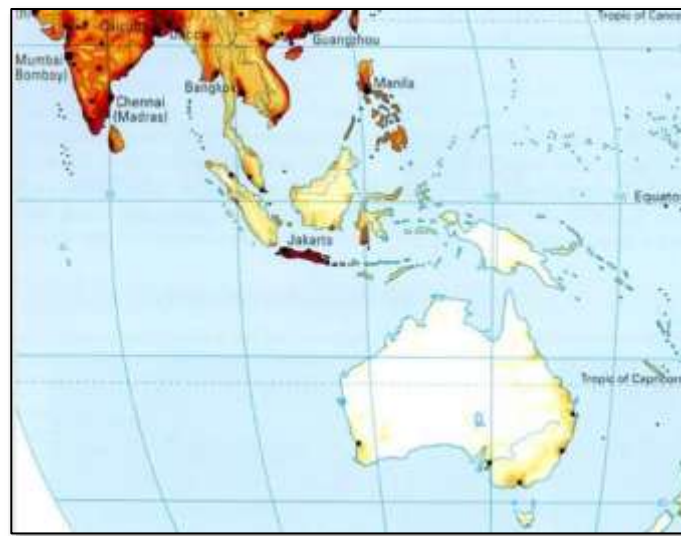
Partner Housing Australasia (Building) Incorporated  
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Web: [www.partnerhousing.org](http://www.partnerhousing.org)  
Pro-bono professional services and funding for South Pacific  
village infrastructure, housing, water, sanitation and training.



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Partner Housing is a signatory to the ACFID Code of Conduct, which is a voluntary, self-regulatory sector code of good practice. As a signatory we are committed and fully adhere to the ACFID Code of Conduct, conducting our work with transparency, accountability and integrity.

## Conflict of Interest Policies and Procedures



**Declaration** – These policies and procedures have been approved by the Partner Housing Australasia (Building) Incorporated General Meeting of 3 April 2023. They set out the means of complying with the “Constitution & Code of Conduct”, and the requirements of the Australian Department of Foreign Affairs and Trade (DFAT) and the Australian Council for International Development (ACFID).

### Signed

Rod Johnston, President, Partner Housing Australasia (Building) Incorporated

### Adoption of Document Revisions

Reference	Revision	Date of Adoption	Principal Amendments
P23040312	1	3 April 2023	Revision to align with Vision, Mission, Values & DFAT requirements

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## Vision

Partner Housing Australasia is an entirely voluntary organisation, which aims to transform the lives of people living in Asia-Pacific villages by improving the cyclone, earthquake, and tsunami resistance of their houses, clinics, schools, and community buildings; and by providing clean water supplies and hygienic sanitation.

## Commitment

Consistent with the vision, Partner Housing Australasia and its Partner Organisations are committed to ensuring that Directors, Members, Volunteers and Staff clearly understand the nature of conflict of interest, the responsibility to declare any perceived and actual conflict of interest and the steps to be taken to eliminate conflict of interest.

## Code of Conduct

Partner Housing Australasia is a signatory to the ACFID Code of Conduct, which is a voluntary, self-regulatory sector code of good practice. As a signatory, we are committed and fully adhere to the ACFID Code of Conduct, conducting our work with transparency, accountability, and integrity. The following policies and procedures have been developed to reflect the vision, and to simultaneously ensure consistency with the ACFID Code of Conduct.

## Scope

These Policies and Procedures apply to Partner Housing Australasia, its Partner Organisations, Representatives, and any guests who might accompany these people to the locations where the programs are implemented. The “Policy” expands the organisation’s vision, mission, and values; together with satisfying the DFAT and ACFID requirements, and the “Procedures” set out the means of implementing policy. An associated “Training” document provides additional material and background, and “Compliance and Audit Record” documents provide the relevant records of compliance and verification.

## Definitions

A comprehensive set of definitions is set out in “Constitution & Code of Conduct”. Definitions specific to this policy are set out below.

Partner Organisations are those bodies working with Partner Housing Australasia to implement the programs. For purposes of this document, they include (but are not limited to) Vision for Homes [PNG] and South Ranongga Community Association [SRCA]).

Representatives is the term used to describe collectively the Board Directors, Managers, Volunteers, Staff (if so engaged), Contractors and Consultants who administer the programs and projects.

Volunteer means a person who carries out executive, management, administrative, operations, design, project management and/or similar functions (whether executed in Australia or overseas) on a pro bono basis, under the direction of the Chief Executive Officer (on behalf of the Board). A Volunteer may also be a Member or a Director. Partner Housing Australasia is an entirely voluntary organisation. Volunteer does not include “Contractors” or “Consultants”, who provide goods or services on a pro bono or commercial basis, or people who provide minor assistance on a casual and infrequent basis.

Risk Analysis is a systematic use of available information to determine how often specified events may occur and the magnitude of their likely consequence. For purposes of this policy, Risk Analysis, and associated terms (including those listed herein) are as defined in ISO 31000 and AS/NZS 4360.

Conflict of interest is a situation where an individual or an organisation has multiple interests, one of which may improperly influence the performance of that individual’s or that organisation’s duties and responsibilities. A conflict of interest creates the appearance that an individual’s or an organisation’s objective judgement is likely to be compromised, biased. Conflicts of interest can be real, apparent or potential:

- Real: where a direct conflict exists between current official duties and other interests;
- Apparent: where it appears or could be perceived that other interests are improperly influencing the performance of official duties – whether or not that is actually the case;
- Potential: where other interests are not but could come into direct conflict with official duties.

Conflicts of interest can arise in relation to financial interests such as shareholdings, employment opportunities, real estate and trusts, as well as non-financial interests such as affiliations, associations and reputational interests that can conflict with duties and responsibilities. In addition, a conflict can include not only the interests of individual staff and contractors, but also the interests of their relatives (such as spouses, siblings, or dependents) and the interests of their business partners or associates. Conflicts of interest can happen without anyone being at fault. However, it is vital that conflicts of interest are disclosed and managed effectively so that your organisation performs its duties in a fair, transparent, and unbiased way.

A conflict-of-interest may arise where a Director, Member, Volunteer or Staff derives (or may be able to derive) a benefit (or perceived benefit) as a result of their activity as a Director, Volunteer or Staff of the organisation. For example –

- If two or more Directors from the same family, or with close personal relationships, are simultaneously signatories on the bank accounts, it could be a perceived conflict of interest.
- If a Director, Volunteer or Consultant undertakes commercial activity that benefits from a Partner Housing Australasia program or Board decision, it could be a conflict of interest.
- If a Director, Volunteer or Consultant provides services to one or more organisations that are competing for the same contract or funding, it could be a conflict of interest.

## Policy

### *A1.2 Conflict of Interest*

Partner Housing Australasia and its Partner Organisations are committed to ensuring that Directors, Members, Volunteers and Staff clearly understand the nature of conflict of interest, the responsibility to declare any potential, perceived or actual conflict of interest, and the steps to be taken to eliminate conflict of interest.

Directors, Volunteers and (if applicable) Staff shall –

- disclose to the Chief Executive Officer any potential, real or perceived conflict of interest, or any affiliation that they may have with an actual or potential supplier of goods and services, recipient of grant funds or organisation with competing or conflicting objectives;
- disclose any offers of material gifts for their personal use;
- abstain from accepting inappropriate gifts;
- disclose any conflict of interest during meetings, discussions and decision making, and absent themselves from such discussion (unless leave otherwise is granted by the meeting),
- abstain from voting or otherwise participating in the decision-making on any issue in which they may have a conflict of interest;
- not authorise money transfers or payments, be signatories of bank accounts, or approve payments of invoices in concert with a member of their own family;
- not participate in decision-making that affects in any way their commercial activity outside the organisation.

## Responsible Personnel

The person with overall responsibility for implementing this policy is the Chief Executive Officer (CEO).

All Members, Director and Volunteers shall ensure that they personally assume responsibility for declaring and avoiding potential, perceived and actual conflict of interest.

All Members, Director and Volunteers shall report any observed potential, perceived and actual conflict of interest to the CEO.

## Procedures

### Review of these Policies and Procedures

The policies and procedures set out in this “Policies and Procedures” document shall be reviewed at each Annual General Meeting, as part of the scheduled general policy review.

### Risk Analysis

The CEO shall implement the following:

- Prepare a Risk Analysis of conflict of interest, considering both the direct and indirect actions of Partner Housing Australasia and the implementing Partner Organisation.
- Assess and prioritize the risk of conflict of interest associated with each program and its component projects, and determine the appropriate mitigation actions (risk treatment).
- Record the Risk Analyses and the mitigation actions in the Strategic Plans appropriate to each program.
- Summarize the Risk Analyses and the mitigation actions in a Risk Register.
- Implement the proposed mitigation actions (risk treatment).
- During regular reviews, consider the effectiveness of the mitigation actions (risk treatment) and report to the Board.

### Elimination of Conflict of Interest from Board, Management and Program Activities

The CEO shall implement the following:

- (a) Ensure that Partner Housing Members, Volunteers and Directors participate and offer their services on a pro-bono voluntary basis, and do not derive any financial benefit from their involvement.
- (b) Ensure that Partner Housing Australasia does not employ paid staff.
- (c) Monitor the Partner Organisations, who do employ paid staff, to ensure that their activities are consistent with the legal requirements of the country in which they operate.
- (d) Ensure that, at all Annual General Meetings, other General Meetings, Board Meetings, at other formal meetings, and at time when conflict may occur, the Directors, Volunteers and (if applicable) Staff disclose to the President/CEO any potential, real or perceived conflict of interest or any affiliation they have with an actual or potential supplier of goods and services, recipient of grant funds or organisation with competing or conflicting objectives. The disclosure may be in writing, or may be verbal provided that it is recorded in the meeting minutes.
- (e) On receiving a verbal or written disclosure, the Meeting shall resolve whether the reported potential conflict of interest represents a perceived or actual conflict of interest. The meeting minutes shall record the resolution.
- (f) Conflicts of interest shall be records in the minutes and in the Conflict of Interest Register.
- (g) If a perceived or actual conflict of interest, the conflicted person shall absent themselves from discussion (unless leave is granted as appropriate), and abstain from voting or otherwise participating in the decision making on an issue in which they have a conflict of interest.
- (h) Ensure that Directors, Volunteers and (if applicable) Staff disclose any material gifts or offers of gifts for their personal use.
- (i) Ensure that Directors, Volunteers and (if applicable) Staff from the same family do not both authorise money transfers or payments, and are not both be signatories for the bank accounts.

- (j) Ensure that Directors, Volunteers and (if applicable) Staff from the same family are not the sole approvers of payments of invoices and expenditure. This does not apply to the quarterly Board resolutions and annual AGM resolution to endorse previous expenditure, which has been previously approved through the agreed Procedures.
- (k) Ensure that Directors, Volunteers and (if applicable) Staff shall not participate in Partner Housing Australasia decision-making that affects in any way their commercial activity outside the organisation.

### Sample Conflict of Interest Register

Conflict of Interest Register			
<b>Background</b>			
<p>... Board (governing body) Directors, Volunteers and (if applicable) Staff shall disclose any real or perceived conflict of interest or any affiliation they have with an actual or potential supplier of goods and services, recipient of grant funds or organisation with competing or conflicting objectives. Board (governing body) Directors, Volunteers and (if applicable) Staff shall disclose any conflict of interest during discussions and decision making, including at each Board Meeting and each Annual General Meeting. In such situations, they shall absent themselves from discussion (unless leave is granted as appropriate), and abstain from voting or otherwise participating in the decision making on an issue in which they have a conflict of interest. Board (governing body) Directors, Volunteers and (if applicable) Staff shall disclose any material gifts or offers of gifts for their personal use and prohibits them from accepting valuable or otherwise inappropriate gifts ...</p>			
Once declared to a formal Board Meeting or General Meeting, a declaration of a potential, perceived or real conflict of interest remains valid until the person advises otherwise.			
Person	Date	Declaration of Interest	PHA Determination
	3/02/2020	I am the Managing Director (and was a previous shareholder of) Quasar Management Services Pty Ltd, now a wholly owned subsidiary of Partner Housing Australasia (Building) Incorporated.	This is not a breach of the “Constitution, Policies & Code of Conduct” or the “Procedures”, and is not a conflict of interest.
	3/02/2020	I operate on the accounts of (and was a previous shareholder of) Quasar Management Services Pty Ltd, now a wholly owned subsidiary of Partner Housing Australasia (Building) Incorporated.	This is not a breach of the “Constitution, Policies & Code of Conduct” or the “Procedures”, and is not a conflict of interest.
	4/04/2016 6/02/2017	I perform on-going architectural consultancy work in Solomon Islands and Vanuatu, and Fiji.	This is not a breach of the “Constitution, Policies & Code of Conduct” or the “Procedures”, and is not a conflict of interest.
	15/09/2020	I am a director of South Ranongga Community Association (also known as Ranongga Community Association).	### serves in this capacity at the request of Partner Housing, for the purpose of enhancing the governance and communication between the two organisations. This is not a conflict of interest.

## **Compliance and Auditing**

The Responsible Personnel shall implement the following:

- Initiate the required monitoring, evaluation and learning functions associated with this “Policies and Procedures” document. This includes consideration of all relevant records, including meeting minutes (which serve as a permanent record of potential, real or perceived conflict of interest) and the Conflict-of-Interest Register.
- Initiate both internal and external auditing, consistent with ISO 9001 principles of the policies and procedures herein.
- Ensure that the compliance with the policies and procedures herein, and the associated internal and external audits, are recorded in the associated “Compliance and Audit Records” documents.

## **Training**

The Responsible Personnel shall implement the following:

- Distribute a reference and link to this “Policies and Procedures” document to all Directors, Regional Managers and Partner Organisation Managers, and other personnel working on behalf of the organisation. (Partner Housing Australasia is a voluntary organisation and does not employ staff).
- Distribute a reference and link to the associated “Training” package. Request that all Directors, Regional Managers and Partner Organisation Managers use this to increase their awareness and understanding of these policies and procedures.
- Include a reference and link to this “Policies and Procedures” document in all Memoranda of Understanding with Partner Organisations.
- Table this “Policies and Procedures” document at the Annual General Meeting, for discussion and adoption.
- Review the training effectiveness at the February Board Meeting.