Conflict of Interest Policy

1. Policy Statement

Loreto College Ballarat is committed to maintaining high standards of governance, integrity, transparency, accountability and responsible stewardship.

All persons covered by this Policy must act honestly, impartially and in the best interests of Loreto College Ballarat when carrying out their responsibilities.

Personal, financial, professional, family or other private interests must not improperly influence, or reasonably be perceived to influence, decisions or actions undertaken on behalf of the College.

Similarly, duties owed to another person or organisation must not improperly influence the performance of a person's duties or responsibilities to the College.

Individuals are responsible for identifying and declaring conflicts of interest or duty as soon as they become aware of them and for complying with any measures established by the College to appropriately manage the conflict.

Where there is uncertainty as to whether a conflict exists, the matter should be disclosed so that it can be appropriately assessed.

2. Context

The College seeks to maintain an operating environment in which decisions are made objectively, transparently and in the best interests of the College, and which is protected from fraud, corruption, improper influence and the perception of improper conduct.

The purpose of this Policy is to establish the principles and requirements for identifying, declaring, recording and appropriately managing actual, potential and perceived conflicts of interest and conflicts of duty.

This Policy supports the College's compliance with its governance and school registration obligations, including the Education and Training Reform Act 2006 (Vic), the Education and Training Reform Regulations 2017 (Vic) and applicable Victorian Registration and Qualifications Authority (VRQA) minimum standards and guidelines.

For persons who are classified as Responsible Persons under the applicable regulatory framework, appropriately identifying and managing conflicts of interest and duty forms part of maintaining appropriate standards of governance, probity and fitness to hold positions of responsibility within the College.

A conflict of interest is not necessarily improper or evidence of wrongdoing. However, conflicts must be identified, disclosed and appropriately managed to protect the integrity of College decision-making and maintain confidence in the governance and operation of the College.

3. Scope

This Policy applies to:

- Directors of Loreto College Ballarat Limited;
- members of Board Committees;
- the Principal;
- employees of Loreto College Ballarat;
- Responsible Persons for the purposes of applicable school registration requirements; and

- other persons acting on behalf of the College where relevant.

4. Conflict of Interest and Conflict of Duty

A conflict of interest arises where a person's private interests affect, could affect, or could reasonably be perceived to affect, the proper performance of their duties or responsibilities to the College.

A conflict may be:

- **Actual** – there is a direct conflict between a person's duties and their private interests.
- **Potential** – a person's private interests could conflict with their duties in the future.
- **Perceived** – a reasonable person could perceive that a person's private interests may improperly influence the performance of their duties.

Private interests may be financial or non-financial and may include interests associated with:

- family members;
- close friends or associates;
- professional relationships;
- business interests;
- financial interests; or
- other personal relationships or commitments.

The existence of a personal, family, professional or business relationship does not necessarily mean that a conflict of interest exists. Whether a conflict exists will depend on the circumstances and whether the relationship affects, could affect, or could reasonably be perceived to affect the person's ability to perform their duties objectively and impartially.

A conflict of duty may arise where a person owes duties to another organisation, entity or person that conflict, or may conflict, with their duties and responsibilities to Loreto College Ballarat.

5. Regulatory and Governance Framework

Loreto College Ballarat will maintain governance arrangements consistent with the requirements of the Education and Training Reform Act 2006 (Vic), the Education and Training Reform Regulations 2017 (Vic) and applicable VRQA minimum standards and guidelines for school registration.

The College recognises that effective governance requires appropriate arrangements to identify, disclose, record and manage conflicts of interest and duty involving Responsible Persons and others involved in College decision-making.

Accordingly, the College will:

- maintain a Conflict of Interest Policy and supporting procedures;
- maintain a Conflict of Interest Register;
- require Responsible Persons and other relevant persons to disclose conflicts of interest or duty;
- document how declared conflicts will be managed;
- ensure conflicted persons do not exercise decision-making authority in relation to matters where the conflict prevents, or could reasonably be perceived to prevent, them from acting impartially;
- appropriately record the management of conflicts through governance records, including Board and Committee minutes where applicable; and

- maintain governance arrangements that promote transparency, accountability, probity and responsible stewardship of College resources.

6. Principles

Loreto College Ballarat will manage conflicts of interest and duty in accordance with the following principles:

Integrity
Decisions must be made objectively, fairly and in the best interests of the College.

Transparency
Actual, potential and perceived conflicts of interest or duty must be disclosed openly and promptly.

Accountability
Individuals are responsible for identifying and declaring their conflicts and complying with any agreed management arrangements.

Responsible stewardship
College resources, authority and decision-making responsibilities must be exercised prudently and for legitimate College purposes.

Proportionality
The response to a conflict will reflect the nature, significance and risk associated with the conflict.

Appropriate governance
Conflicts will be documented, managed and escalated to the appropriate level of authority.

7. Responsibilities

All persons covered by this Policy have an ongoing responsibility to:

- identify actual, potential or perceived conflicts of interest or duty;
- disclose conflicts promptly and provide sufficient information for the conflict to be assessed;
- refrain from participating in decisions or activities where required as part of the management of the conflict;
- comply with any Conflict of Interest Management Plan or other controls established by the College; and
- advise the College if circumstances relating to a previously declared conflict change.

The Principal and Business Manager are responsible for assessing and managing employee conflicts of interest in accordance with the Conflict of Interest Procedure.

Where a conflict involves the Principal or Business Manager and cannot appropriately be managed by the other, the matter must be referred to the Board Chair or other appropriate governance authority.

Directors and Board Committee members must declare conflicts in accordance with this Policy and applicable governance requirements.

8. Board and Committee Decision-Making

Directors and Board Committee members must declare any actual, potential or perceived conflict of interest or duty relating to a matter being considered.

Where a Director has a conflict that affects, or could reasonably be perceived to affect, their ability to participate impartially in consideration of a matter, the Director must not be present for the relevant deliberation or vote on the matter, subject to any applicable legal or governance requirements.

The declaration and the manner in which the conflict is managed must be appropriately recorded in the minutes of the meeting and the Conflict of Interest Register.

The same principles apply to Board Committee members, having regard to the nature of the Committee and the authority delegated to it.

9. Management of Conflicts

The College will assess declared conflicts having regard to:

- the nature and significance of the private interest or competing duty;
- the person's role and responsibilities;
- the decisions or activities affected;
- the person's ability to influence the matter;
- the potential impact on the College, its students and community; and
- the risk to the integrity, independence and reputation of College decision-making.

Depending on the circumstances, management strategies may include:

- recording and disclosing the conflict;
- restricting involvement in particular discussions, decisions or activities;
- restricting access to relevant information;
- introducing independent oversight;
- transferring decision-making authority to a person who is not conflicted;
- removing the individual from the relevant decision-making process;
- relinquishing the private interest giving rise to the conflict; or
- other controls considered appropriate in the circumstances.

A person must not exercise delegated authority or make a decision on behalf of the College where an unmanaged conflict of interest or duty affects, or could reasonably be perceived to affect, their impartiality.

10. Conflict of Interest Register

Loreto College Ballarat will maintain a Conflict of Interest Register.

The Register will record, as appropriate:

- the person declaring the conflict;
- the nature of the actual, potential or perceived conflict of interest or duty;
- the matter or decision to which the conflict relates;
- the date the conflict was declared;
- the actions or controls established to manage the conflict; and
- any review or changes to the management arrangements.

Conflicts involving Responsible Persons must be appropriately recorded and managed in accordance with applicable school registration and governance requirements.

The Register will be reviewed periodically and updated whenever relevant circumstances change.

11. Gifts and Benefits

Gifts and benefits may create an actual, potential or perceived conflict of interest.

Gifts and benefits must only be accepted in accordance with the Conflict of Interest Procedure and any applicable College requirements.

Gifts or benefits that could reasonably be perceived as influencing a College decision, creating an obligation or compromising the integrity or independence of an individual must not be accepted.

12. Failure to Disclose or Manage a Conflict

A conflict of interest or duty is not, of itself, necessarily improper.

However, failure to disclose a conflict, deliberately concealing a conflict, participating in a matter contrary to an agreed management arrangement, exercising decision-making authority while subject to an unmanaged conflict, or otherwise failing to comply with this Policy may constitute misconduct or a breach of governance obligations.

Such conduct may result in disciplinary or other appropriate action having regard to the person's role and the circumstances.

13. Related Legislation and Documents

This Policy should be read in conjunction with:

Legislation and regulatory requirements

- Education and Training Reform Act 2006 (Vic);
- Education and Training Reform Regulations 2017 (Vic);
- applicable VRQA Guidelines to the Minimum Standards and Requirements for School Registration;
- Australian Charities and Not-for-profits Commission governance requirements, where applicable; and
- other applicable governance and regulatory requirements.

College governance documents

- Conflict of Interest Procedure;
- Conflict of Interest Declaration Form;
- Gift or Benefit Declaration Form;
- Conflict of Interest Register;
- applicable Codes of Conduct;
- Board and Board Committee governance documents;
- Procurement policies and procedures; and
- other relevant Loreto College Ballarat policies and procedures.

14. Review

This Policy will be reviewed periodically, or earlier where required due to legislative, regulatory or governance changes.

Policy Owner:	Loreto College Ballarat
Derived from:	DOBCEL
Authority Approval:	Loreto Ballarat Board
Approval Date:	September 2026
Revision:	3
Publication:	College Website
Next Review:	September 2028