

## Conflict of Interest Policy

<b>Approved by</b>	Board of Healthia Limited
<b>Approval date</b>	May 2023
<b>Next scheduled review</b>	May 2025
<b>Covered under policy</b>	<p><b>Entities:</b> Healthia Limited, My FootDr (Aust) Ltd, Allsports (Aust) Ltd, Extend Rehab Pty Ltd, iOrthotics Pty Ltd, Access Ortho Pty Ltd, DBS Medical Pty Ltd, Natural Fit Footwear Pty Ltd, The Optical Company Pty Ltd, BIM Physiotherapy Group Holding Limited, Motion Health Group Holding Limited (NZ) and any other entity that is a subsidiary of Healthia Limited (collectively referred to throughout this policy as Healthia)</p> <p><b>Who:</b> This policy applies to all Healthia staff and to people who work within Healthia including:</p> <ol style="list-style-type: none"> <li>1. Board of Directors of any Healthia entity and Board Sub-Committee Members</li> <li>2. Executive, managers, clinic class shareholders and employees (whether full time, part time, casual, permanent or temporary), and</li> <li>3. Volunteers, students, contractors and consultants</li> </ol>
<b>Related policies</b>	<ul style="list-style-type: none"> <li>▪ Code of Conduct and Behaviour Policy</li> <li>▪ Board Governance Charter</li> <li>▪ Whistleblower Policy</li> <li>▪ Gift and Benefits Policy</li> <li>▪ Clinical Governance Policy</li> <li>▪ NDIS Code of Conduct Policy</li> </ul>
<b>Related documents</b>	<ul style="list-style-type: none"> <li>▪ Ahpra and National Boards Code of Conduct June 2022</li> <li>▪ Code of Ethics Speech Pathology Australia 2022</li> <li>▪ ESSA Professional Code of Conduct and Ethical Practice 2021</li> <li>▪ Good Medical Practice: A Code of Conduct for Doctors in Australia</li> </ul>
<b>Policy Owner/s</b>	Board of Healthia Limited

### Purpose

To outline the principles and procedures for the identification and management of actual, potential or perceived conflicts of interest and conflicts of duty and to assist staff in addressing these conflicts of interest/ duty.

### Scope

All Healthia staff are responsible for ensuring they conform with acceptable standards of integrity and good conduct as set out in Healthia's Code of Conduct and Behaviour Policy. Staff are responsible for ensuring all conflicts of interests are identified, disclosed, and managed. The principles and procedures in this policy apply to all Healthia staff and to people who work within Healthia including:

1. Board of Directors of any Healthia entity and Board Sub-Committee Members
2. Executive, managers and employees (whether full time, part time, casual, permanent or temporary), and
3. Volunteers, placement students, contractors and consultants

### Policy

Healthia is committed to ensuring that conflicts of interest are identified and managed so that they do not affect the services, activities or decisions of the organisation. To achieve this we will:

1. Identify and declare all conflicts of interest;
2. Develop, implement and monitor action to appropriately manage the conflict; and
3. Report all identified conflicts to:
  - (i) The Board for recording in the Board minutes (for Directors conflicts only);

- (ii) The Committee for recording in Committee minutes (for Board Sub-Committee Members conflicts only);
  - (iii) Enter into the Conflicts of Interest Register by the Company Secretary (for all workers);
  - (iv) The individual's personal file (where appropriate or required); and
4. Deal firmly with breaches of this Policy

## 1. Definitions

The definitions relating to this Policy are:

- **Worker:** Any person performing work for Healthia regardless of whether it is paid or not, including all Board Directors of any Healthia entity, Board sub-committee members, Executive, managers, clinic class shareholders and employees (whether full time, part time, casual, permanent or temporary), volunteers, placement students, contractors and consultants are workers for the purposes of this policy to the extent that they contribute to work interests.
- **Work interests:** The interests of Healthia in pursuit of its vision, mission and objectives.
- **Private interests:** Personal, professional or business interests including those of individuals, groups or organisations that workers associate with outside of Healthia.
- **Pecuniary interest:** A private interest involving actual or potential financial gain or loss by a worker or a worker's relative or other close associate.
- **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:** A clash between a worker's private interests and work interests that gives, or may give or be perceived to give, advantage to the worker or to others who are associated with the worker.
- **Conflict of duties:** A competing interest between an official duty for one entity and the official duty of another. A competing interest between duties for two entities within the Healthia Group is exempt from this Policy.

## 2. Principles

Everyone in Healthia is responsible for identifying, disclosing and resolving conflicts of interest. Specific responsibilities are to:

- **Board Directors of any Healthia entity and Sub-Committee Members** - Retain awareness when conflicts of interests arise to ensure conflicts are disclosed and resolved with all pertinent details recorded in the meeting minutes.
- **Company Secretary** - Maintain a central Conflict of Interest Register and monitor & review the effectiveness of the Register.
- **Chief Executive Officer and Executive Leaders** - Ensure the 'tone at the top' has an integrity focus by complying with the spirit of this Policy when conflicts of interest arise.
- **Regional Partners and Area Managers** - Provide leadership in implementing and giving effect to this Policy. Facilitate compliance with this Policy. Participate in conflict of interest resolution with those they supervise and lodge the resolution in the conflict of interests register. Take appropriate action for breaches of this Policy.
- **Clinic Class Shareholders and Store Managers** - Provide leadership in implementing and giving effect to this Policy. Facilitate compliance with this Policy. Participate in conflict of interest resolution with those they supervise and lodge the resolution in the conflict of interests register. Take appropriate action for breaches of this Policy.
- **All other** - Retain awareness of potential conflicts of interest that might affect them and avoid them where possible. Promptly identify and disclose any actual or potential conflicts of interest that might be perceived to affect the proper performance of their work.

## 3. Managing Conflicts of Interest

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

- (i) Report;
- (ii) Resolve; and
- (iii) Register.

### (i) Reporting a Conflict of Interest:

When we become aware that we may have a conflict of interest we must report that fact to our supervisor. Reporting a conflict allows us to work with our supervisor to resolve it. Remember that a conflict may be

actual, perceived or a potential conflict and it may be pecuniary or non-pecuniary. If not managed properly, either kind can be equally damaging to our own and Healthia's reputation.

When Directors of any Healthia entity or Board sub-committee Members have a conflict of interest or conflict of duties, the conflict is reported to the meeting members.

Examples of conflicts of interest:

- Financial interests outside of Healthia
- Personal and family relationships between employees/volunteers
- Decisions regarding appointments, promotions, or other decisions relating to employees
- Gifts, benefits and commissions
- Accepting any offer of money, gifts, services or benefits that would cause them to act in a manner contrary to the interests of any client, patient or customer.
- Having financial or other personal interest that could directly or indirectly influence or compromise treatment provided, or in the case of the NDIS, the choice of provider or provision of supports to a participant. This includes the obtaining or offering of any form of commission
- Use of confidential and official information for personal gain or the benefit of a third party
- Reproduction or use of copyright information for organisation's purposes only
- Member of, or employment in, another organisation that comes into serious competition with another organisation
- Use of the organisations facilities and equipment for personal benefit or the benefit of a third party.
- What is not a conflict of interest:
- Membership or affiliation with other organisations where there is no possible benefit or perception of benefit
- Union membership or representation
- Approved collaboration with other organisations

## (ii) Resolving a Conflict of Interest

The main ways resolution can be achieved are:

- (a) Restrict
- (b) Recruit
- (c) Remove
- (d) Relinquish

**(a) Restricting** the person with the conflict in the participation of decision making is an appropriate method where the conflict is not likely to arise frequently. Restriction could include one or more of the following:

- Not participating in any critical criteria setting or decision-making role in the process
- Refraining from debate about the plan or proposal
- Limiting access to information and/or denying access to sensitive documents or confidential information in the process
- Withdrawing from discussion of the plan or proposal
- Abstaining from voting on the decision

**(b) Recruiting** an independent person to oversee all or part of the process is an appropriate method where the conflict is more significant and needs more proactive management but the person with the conflict has expertise and cannot be easily replaced. Recruiting strategies include:

- Arranging for an independent third party to make the decision
- Requiring another person in the organisation to obtain three written quotes to compare against any bid by a family member
- Engaging an independent third party or probity auditor to oversee or review the integrity of the decision-making process – this strategy is particularly appropriate where there is a reasonably perceived, but not actual, conflict of interest or the conflict of interest is only identified at or near the conclusion of the process or after the making of the decision
- Increasing the number of people sitting on decision-making committees to balance the influence of a single member who may have a conflict of interest but who has some special reason to remain on the committee
- Seeking the views of those likely to be concerned about a potential, actual or reasonably perceived conflict of interest about whether they object to the person with the conflict having any, or any further, involvement

**(c) Removing the** person with the conflict from the process is appropriate where there is ongoing serious conflict of interest and restriction or recruitment is not practical or feasible.

- Removing the person with the conflict from any involvement

- Abstaining from any formal or informal discussion about the matter
- Separating the person with the conflict from the situation where there may be a perception of exerting a covert influence on decisions or actions
- Re-arranging duties and responsibilities to a non-conflicting function but not to a person who is supervised by the person with the conflict
- Transferring to another project or another area of the organisation

**(d) Relinquishing the private interest that gives rise to the conflict**

- Liquidating the private interest in an arm's-length transaction
- Divesting or withdrawing support for the private interest
- Assigning the conflicting interest to a genuinely 'blind trust' or 'blind management' arrangement for at least the duration of the conflict

**(iii) Registering a Conflict of Interest**

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

The Company Secretary ensures that all conflicts of interest reported by Directors and Board sub-Committee Members that are recorded.

**4. Breach of policy**

Failure to disclose a potential, perceived or actual conflict of interest is a breach of this policy and for Directors is also a breach of the Board Governance Charter. Breaches of this policy may constitute misconduct or serious misconduct, which may result in disciplinary action or termination of employment.

Breaches of this policy may also result in referral to, and action being taken by, an external statutory authority and/or agency.

## Relationship with Other Policies

Other Healthia policies that should be read in conjunction with this policy are:

- Code of Conduct and Behaviour Policy
- Board Governance Charter
- Whistleblower Policy
- Gift and Benefits Policy
- Clinical Governance Policy
- NDIS Code of Conduct Policy

## Related Documents

Each employee that is governed by a professional association or body must also be aware of their obligations under each the associations/ organisation/ agent or statutory obligations. These may include, but are not limited to the following AHPRA requirements:

- Ahpra and National Boards Code of Conduct June 2022
- Code of Ethics Speech Pathology Australia 2022
- ESSA Professional Code of Conduct and Ethical Practice 2021
- Good Medical Practice: A Code of Conduct for Doctors in Australia