



ASAR

Australian Sonographer
Accreditation Registry

Conflict of Interest Policy

1 Preamble

- 1.1 This policy defines potential, perceived and actual conflicts of interest, and provides guidance to ASAR Position Holders and ASAR Staff Members on disclosing and addressing potential, perceived and actual conflicts of interest, to mitigate risks to ASAR, associated with conflicts of interest.

2 Objects of ASAR

- 2.1 The objects of ASAR are to promote high standards of medical sonography in Australia, including:
- 2.1.1 to set uniform, minimum standards of sonographer training and education in Australia;
 - 2.1.2 to assess and to accredit programs of sonographer training and education;
 - 2.1.3 to accredit medical sonographers;
 - 2.1.4 to maintain the Registry;
 - 2.1.5 to maintain a minimum standard of continuing professional development for sonographers;
 - 2.1.6 to advance recognition of sonography as a profession; and
 - 2.1.7 to advise education, government and statutory bodies and professional and scientific societies on any aspect of accreditation of medical sonography.

3 Scope

- 3.1 This policy applies to ASAR Position Holders and ASAR Staff Members.

4 Definitions

- 4.1 **Actual conflict of interest** means there is a real conflict between a persons' official duties and responsibilities to ASAR and their private or personal interests (including the interests of friends or relatives), including both pecuniary and non-pecuniary interests.



- 4.2 **ASAR** means Australian Sonographer Accreditation Registry Limited (ABN 94 084 400 546).
- 4.3 **ASAR Board** means some or all of the Directors of ASAR acting as the board of directors of ASAR in accordance with the ASAR Constitution.
- 4.4 **ASAR Chair** means the person appointed as Chair under the ASAR Constitution.
- 4.5 **ASAR Position Holders** means the following individuals:
- 4.5.1 Persons acting as Directors of ASAR in accordance with the ASAR Constitution; and
 - 4.5.2 Members of Board Committees formed by the ASAR Board.
- 4.6 **ASAR Staff Members** means ASAR employees including permanent, casual and part-time employees.
- 4.7 **Conflict of interest** means a situation where an interest or activity influences or appears to influence the ability of an ASAR Position Holder to make decisions objectively and in the interests of ASAR. A conflict of interest may be an actual or perceived conflict of interest.
- 4.8 **Director** means an individual elected or appointed from time to time to the office of director of ASAR in accordance with the ASAR Constitution.
- 4.9 **Members of Board Committees** means any person who is a member of advisory, executive or administrative panel or committee formed by the ASAR Board in accordance with the ASAR Constitution.
- 4.10 **Non-pecuniary interests** means any interest that does not involve direct financial gain or loss. Non-pecuniary interests include positions in associations, professional relationships and benefits that may go to others (for example benefits to family or friends).
- 4.11 **Pecuniary interests** means an interest that a person has in a matter due to the likelihood or expectation of financial gain or loss to that person or person(s) associated with them, including relatives, partners, colleagues and external employers.
- 4.12 **Perceived conflict of interest** means situations where it could be perceived, or appear, that private interests could improperly influence the performance of official duties and responsibilities whether or not this is in fact the case.



- 4.13 **Potential conflict of interest** means situations where there is potential for private interests to interfere with official duties and responsibilities, including both pecuniary and non-pecuniary benefits.

5 Principles

- 5.1 ASAR Position Holders and ASAR Staff Members must:

- 5.1.1 conduct themselves objectively and honestly in carrying out their functions associated with ASAR;
- 5.1.2 declare conflicts of interest immediately on becoming aware of a conflict of interest or potential conflict of interest;

- 5.2 Any ASAR Position Holder or ASAR Staff Member who reasonably believes an ASAR Position Holder or ASAR Staff Member has an undeclared conflict of interest should raise the matter with the ASAR Chair;

- 5.3 Unless otherwise approved by the ASAR Board and where prior notice is given of the conflict, individuals with an actual or potential conflict of interest must not participate in decisions relevant to the conflict or be present when the matter giving rise to the conflict is discussed.

- 5.4 A Director with a conflict of interest must comply with their statutory obligations.

- 5.5 ASAR Position Holders can provide services to ASAR on commercial terms providing any arrangement is negotiated at arm's length, the arrangement is beneficial to ASAR and the services cannot be obtained from another person or organisation.

- 5.6 Nothing in this policy limits or abrogates any fiduciary, legal or equitable obligations Directors and ASAR Staff Members have to ASAR.

6 Situations which will not generally produce a conflict of interest

- 6.1 The following situations will not generally produce an actual or perceived conflict of interest:

- 6.1.1 membership of an organisation where any potential benefit is shared with all members of that organization;

- 6.1.2 ASAR approved collaboration with another person or organisation.



7 Statutory obligations

- 7.1 The *Corporations Act 2001* (Cth) contains specific provisions dealing with the potential conflict of interest applicable to company directors. These obligations also exist generally at law and require directors to act in the best interests of the company and not for personal interests or gain. Failure to comply may constitute a breach of directors' duties which carries heavy civil and criminal penalties.

8 ASAR Position Holders

Disclosure of material personal interests

- 8.1 An ASAR Position Holder who has a material personal interest in a matter before the ASAR Board or any committee or panel formed by the ASAR Board must disclose the material personal interest as required by section 191 of the *Corporations Act 2001* (Cth).
- 8.2 In summary:
- 8.2.1 The ASAR Position Holder must give notice of the material personal interest as soon as practicable after the position holder becomes aware of his or her interest.
 - 8.2.2 The ASAR Position Holder must give that notice to the ASAR Board and to applicable committees or panels formed by the ASAR Board.
 - 8.2.3 The notice must provide details of the nature and extent of the interest, and how the interest relates to the affairs of ASAR.
 - 8.2.4 Details of the ASAR Position Holder's interest must be recorded in the minutes of meeting where the interest is discussed.
 - 8.2.5 The ASAR Position Holder may also provide a standing notice about an interest (including material personal interests). The individual must update the standing notice if the individual's interest changes in any way.

Participation in decisions and discussions where a conflict exists

- 8.3 If an ASAR Position Holder has a material personal interest in a matter being considered by the ASAR Board or a committee or panel formed by the ASAR Board, the following procedures apply as required by section 195 of the *Corporations Act 2001* (Cth);



- 8.3.1 Unless prior notice of the conflict has been given, and the ASAR Board as decided (without the vote of a conflicted Director) to allow the individual concerned to participate in discussions or vote on the matter, the individual concerned:
- a. must not be present when the matter is being considered; and
 - b. must not vote on the matter.

9 ASAR Staff members

- 9.1 An ASAR Staff Member who has an interest in a matter concerning ASAR will disclose the interest to their relevant manager or the ASAR Chair. The manager will notify the ASAR Chair.
- 9.2 If a staff member is in doubt, the potential, actual or perceived conflict of interest must be disclosed to their relevant manager or the ASAR Chair at the earliest opportunity. The manager will notify the ASAR Chair.
- 9.3 The ASAR Chair, in conjunction with the ASAR Board, may determine that:
- 9.3.1 The situation is not a risk, and take no further action;
 - 9.3.2 The potential for a conflict of interest is remote, and requires no further action other than to record that the matter has been reviewed; or
 - 9.3.3 The ASAR Staff Member's situation presents an actual, potential or perceived conflict of interest, which must be resolved.
- 9.4 If it is determined that a conflict of interests exists, or there is a potential for a conflict of interest, the ASAR Staff Member will be advised by the ASAR Chair of the steps that are to be taken to manage the conflict or potential conflict of interest. The ASAR Staff Member must comply with any lawful directions from the ASAR Chair or their delegate.

10 Procedures for dealing with undeclared conflicts of interests

- 10.1 If it becomes apparent that a decision may have been made by the ASAR Board or one of its committees or panels, or that a management decision has been made when a conflict of interest existed, the ASAR Board will investigate the matter.



- 10.2 In the event it is found that a decision was made when an undeclared conflict of interest existed, disciplinary action may be taken by the ASAR Board in accordance with the ASAR Constitution and the *Corporations Act 2001* (Cth).
- 10.3 Where an ASAR Staff Member is concerned, disciplinary action may include termination of employment.
- 10.4 Where an ASAR Committee Member is concerned, that person may be removed from the committee or panel.
- 10.5 The ASAR Board may reconsider any matter where a conflict of interest or potential conflict of interest was not declared.
- 10.6 Nothing in this policy limits ASAR's rights or remedies at law or in equity concerning an individuals' failure to disclose a conflict of interest.