



# AIPM

## Conflict of Interest Policy

### DOCUMENT CONTROL CERTIFICATE

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## **1. Purpose**

- 1.1.** The AIPM Conflicts of Interest Policy is to ensure that Directors, Officers, Committee Members, staff, volunteers and any other persons with access to privileged information understand their obligation to disclose and take reasonable steps to avoid any actual, potential or apparent conflict of interest in relation to their work with the Australian Institute of Project Management (AIPM).
- 1.2.** Particularly, Directors must make unbiased judgement and act in good faith in relation to any topic discussed at Board. To meet the requirements of the Policy, the AIPM Directors are expected to disclose all interests that may have a material impact on a decision being made. Acting impartially is critical to performing an obligation as a director and officer of the company.
- 1.3.** The duty to avoid conflicts of interests is derived from both general law and statutory provisions found in the Corporations Act 2001 (the Act), which requires directors to avoid conflicts of interest. Under the Act, directors must:
  - 1.3.1.** Exercise their powers and discharge their duties with a reasonable degree of care and diligence (section 180).
  - 1.3.2.** Act in good faith in the best interests of the company or for a proper purpose (section 181).
  - 1.3.3.** Not use their position to obtain an advantage for either themselves or a third party, or to cause detriment to the company (section 182).
  - 1.3.4.** Not improperly use information gained through their position as a director to obtain an advantage for either themselves or a third party, or to cause detriment to the company (section 183).

## **2. Development and Maintenance Responsibility**

- 2.1.** The development of the Policy is the responsibility of the AIPM Chief Executive Officer (CEO) which will be undertaken in consultation with the Board. It is then the responsibility of the Chair of the Board to monitor declarations of interests during and outside of the Board meetings.





2.2. The Policy will be reviewed annually or as deemed necessary by the Board.

### **3. Conflict Declaration and Management Procedure**

#### **3.1. Directors and Officers**

3.1.1. All AIPM Directors and Officers are to make an annual declaration of interests on items that may be deemed to be ‘material’, which includes:

3.1.1.1. Other directorships and committee memberships.

3.1.1.2. Having shares and involved in an agreement to which the AIPM is involved in providing a service.

3.1.1.3. Any work being undertaken for or on behalf of the AIPM.

3.1.1.4. Work being undertaken on behalf of a Corporate Member or Sponsor either directly or indirectly under a contract.

3.1.1.5. Spouse, partner, siblings, parents and children that may be working with the AIPM or a related body.

3.1.1.6. Accepting gifts from staff of another company, from which the organisation currently orders products and services.

3.1.2. At the start of every Board meeting the Chair of the meeting will request that the Directors and Officers disclose any potential conflict of interest, and if deemed Material, they may be requested to leave the Board meeting during the period for any discussion and vote related to the potential conflict. Regardless, the Company Secretary will update the Directors’ and Officers’ records on Disclosure.

3.1.3. If a Director or a Member of the AIPM believes that a Director or an Officer has an undeclared actual or perceived conflict of interest, then the following procedure is to be followed:

3.1.3.1. The Director or Member will make a written statement to the Board outlining the reasons why the Director or member considers that the Director or the Officer has a conflict of interest.





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3.1.3.2. The Board will request a written response from the Director or the Officer.

3.1.3.3. The Board will consider the response, and where necessary, undertake remedial action including requesting the Director or the Officer to immediately declare an interest.

### 3.2. Staff, Committee Members and Volunteers

3.2.1. Any actual or perceived conflict must be immediately reported to the AIPM CEO or the Committee Lead Member.

3.2.2. Where there is likely to be an actual conflict of interest, conflicted persons must have no dealing with the event/matter/issue where the conflict exists. They must not access any material in relation to the event/matter/issue or discuss it with the other person involved.

3.2.3. Where there might be a potential conflict, the potential conflict should be discussed with the CEO or the Committee Lead Member so that they may consider what (if any) action should be taken.



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