
GOVERNANCE POLICY

Conflict of Interest Policy

Declaring and managing interests openly, in community and in law

Version 1.0 - July 2026

Policy owner	Board of Directors, THRIV3 (Indigenous Corporation)
Responsible officer	Chief Executive Officer
Applies to	Directors, members, the CEO, employees, volunteers, contractors, students on placement and agency workers of THRIV3 (together, THRIV3 People)
Effective date	July 2026
Next review	July 2027 (or earlier if legislation or funding conditions change)
Related documents	Code of Conduct; Expenditure and Procurement Policy; Fraud Prevention and Whistleblower Policy; THRIV3 Rule Book; Forms F18, F19 and F27

1. Purpose and Scope

This policy explains how THRIV3 (Indigenous Corporation) identifies, declares and manages conflicts of interest so decisions are made, and are seen to be made, in the corporation's best interests. It applies to all THRIV3 People: Directors, members acting for the corporation, the CEO, employees, volunteers and contractors.

2. What a Conflict Is

A conflict of interest exists when a personal interest could influence, or could reasonably appear to influence, how you carry out your THRIV3 duties. Interests include financial interests, family and kinship relationships, cultural and community obligations, other directorships and jobs, gifts and hospitality, and the interests of related parties. Conflicts may be actual, potential or perceived; all three are managed.

In the small and connected communities THRIV3 serves, family and cultural connections are a strength and are common in recruitment, purchasing and program decisions. Having a connection is not wrongdoing. Concealing one is.

3. Directors' Duties

Directors must comply with the CATSI Act 2006 (Cth) and THRIV3's Rule Book: disclose material personal interests to the Board as soon as practicable (with the nature and extent recorded in the register of interests and Board minutes), and abstain from discussion and voting on the matter unless the remaining Directors resolve otherwise, or ORIC grants an exemption, as the CATSI Act allows. Related party benefits are approved only as the CATSI Act and Rule Book permit.

4. Declaring an Interest

- Declare as soon as you become aware, using the Conflict of Interest Declaration (Form F18).
- Employees, volunteers and contractors declare to the Manager and the Manager to the CEO. The CEO declares to the Board Chair. Directors declare to the Board.
- Standing interests (for example a family business that regularly supplies THRIV3) are declared once and reviewed annually, and re-declared whenever a specific decision touches them.
- All declarations are recorded in the Register of Interests (Form F27), maintained by the CEO for staff and volunteers and by the Board Chair for Directors, and reviewed annually by the Board.

5. Managing a Conflict

The decision maker records the management plan on Form F18. Options, in increasing strength: record only (interest is remote); restrict involvement (the person does not vote or approve); remove the person from the process entirely; or relinquish (the person divests the interest or steps down from the conflicting role). A person with a conflict never approves the related expenditure, sits on the related recruitment or procurement panel, or supervises the related decision alone.

6. Gifts and Related Party Dealings

Gifts, benefits and hospitality are declared under the Code of Conduct (Form F19) and considered when assessing conflicts. Any proposed transaction with a Director, a member of their family, or an entity they control is treated as a related party dealing: declared, documented, tested for value with money under the Expenditure and Procurement Policy, and approved by non-conflicted decision makers.

7. Breaches

Failing to declare a known conflict, or taking part in a decision while conflicted, is a serious breach of the Code of Conduct and, for Directors, may breach the CATSI Act. Matters may be dealt with by disciplinary action, the end of an engagement, Board action under the Rule Book, and reporting to ORIC where required.

8. Responsibilities and Review

The Board owns this policy, maintains the Directors' register of interests and models disclosure. The CEO maintains the staff and volunteer register, checks conflicts in recruitment and procurement, and reviews this policy annually.

Board adoption

This policy was adopted by the Board of Directors of THRIV3 (Indigenous Corporation) and takes effect from the date recorded below. It will be reviewed at least every 12 months, and earlier if legislation, ORIC or ACNC requirements, or funding conditions change.

Adopted On: 25/07/2026