

TUANZ Board Conflict of Interest Policy

1 Background and Purpose

TUANZ Board members volunteer services to the organisation by virtue of their close association with and high level of knowledge of, the Telecommunications Industry; such interest stemming from their private roles on one or both of the demand and supply side of the industry.

As such, situations may arise where Board members are seen to have vested or conflicted interests regarding Board activities. These situations may be associated with:

- Strategic TUANZ decisions
- Information of a sensitive or confidential commercial nature
- Submissions in response to Government policy drafting

This policy is to assist Board members and protect them and TUANZ from the potential threat to its Independent Advisor status stemming from any such real or perceived conflict.

2 Policy

TUANZ's Conflict of Interest Policy comprises a *Declaration of Policy*, a *Register of Interests*, a *Register Maintenance Procedure* and a *Code of Conduct*.

2.1 *Declaration of Policy*

This policy will be available for reference by any interested party by publication on the TUANZ website.

2.2 *Register of Interests*

A register of interests will be maintained at the TUANZ office. This register will hold details of interests declared by Board members that have the potential to compromise the individual member's position as an objective TUANZ advisor. This will not be a public register, but will be available to all TUANZ sitting board members. The information contained will be:

- Board Member name
- Nature of individual or private interest
- Potential conflict arising
- Date registered
- Term of interest (if applicable)

2.3 Register Maintenance Procedure

All Board members are required to lodge all current interests (1) at the time of their appointment to the Board or as soon after as possible, and (2) at the designated Change of Interests item at the start of each Board meeting. The register will be updated with interests (added or removed) deemed necessary for inclusion by a subcommittee of the Chief Executive and the Secretary.

2.4 Code of Conduct

When acting on behalf of TUANZ, Board members must at all times be cognisant of the potential for their decisions to be perceived as conflicted. To this end, the following steps are mandated:

- In the event of material being placed before the Board that may supply information to the advantage of any Board member's interest, that Board member must withdraw from observation of such material. Withdrawal may be voluntary, or at the request of the Secretary, based on understanding of the Interests Register.
- Where a Board decision is to be made under voting procedures, a Board member who may be seen to gain advantage from any specific direction or decision must withdraw prior to voting. Withdrawal may be voluntary, or at the request of the Secretary, based on understanding of the Interests Register.
- Any submission to Governmental agencies, whether unsolicited or in response to requests, must be vetted by a subcommittee of the Board comprising members nominated by the Secretary as having no interest in the submission.