NYANGATJATJARA ABORIGINAL CORPORATION
(trading as Nyangatjatjara College)
ABN: 15 993 442 008 ICN: 1838
PO Box 171, Yulara,NT 0872
Ph: 08 8956 2257

Conflict of Interest Policy

Status: Version 1	Supersedes: First version
Authorised by: Board Chair	Date of Authorisation: September 2026

The Nyangatjatjara Aboriginal Corporation (NAC) aims to ensure that board members are aware of their obligations to disclose any conflicts of interest that they may have, and to comply with this policy to ensure they effectively manage those conflicts of interest as representatives of the Nyangatjatjara Aboriginal Corporation.

Purpose

The purpose of this policy is to help the *Nyangatjatjara Aboriginal Corporation* of Nyangatjatjara College effectively identify, disclose and manage any actual, potential or perceived conflicts of interest of its members in order to comply with their disclosure obligations and protect the governance integrity of Nyangatjatjara College.

Scope

This policy applies to all *Nyangatjatjara Aboriginal Corporation* board members of Nyangatjatjara College.

References

- Corporations (Aboriginal and Torres Strait Islander) Act 2006
- Australian Charities and Not-for-profits Commission Regulation 2013 – Governance Standard 5
- Education Act 2015 (NT)
- NT Child Safe Standards (2024)

The Nyangatjatjara Aboriginal Corporation must ensure that conflicts of interest are identified, declared, and managed in accordance with the Corporations (Aboriginal and Torres Strait Islander) Act 2006. As the governing body of an NT school, NAC is required under the Education Act 2015 (NT) to maintain independent, transparent, and accountable governance practices. Compliance with this policy supports NAC's obligations to act independently, make decisions free from external influence, and uphold the integrity of Nyangatjatjara College's operations.

Definition

A conflict of interest exists when a Nyangatjatjara Aboriginal Corporation member's fiduciary and statutory duties conflict with a personal interest.

A personal interest can be a direct interest, as well as one of family, friends, or other organisations a person may be involved with or have an interest in (for example, as a shareholder, member or director).

A personal interest is considered to be material if its nature and capacity can impact someone's ability to discharge their duties.

Conflicts of interest present the risk that a person will make decisions based on, or affected by, personal interests, rather than by the best interests of the charity.

A conflict of interest can be financial or non-financial and may be

- actual – you *are* being influenced by a conflicting interest
- potential – you *could be* influenced by a conflicting interest
- perceived – you *could appear* to be influenced by a conflicting interest.

Conflicts of interest are a common occurrence in corporate governance and if addressed promptly and effectively, do not present a problem to organisations.

Legislation

Corporations Act 2001 – Directors are required by the *Corporations Act 2001* to notify other directors of material personal interests in matters that relate to the affairs of their company (s. 191) and observe general duties in relation to care and diligence (s. 180), good faith (s. 181), use of position (s. 182), and use of information (s. 183).

Australian Charities and Not-for-profits Commission Regulation 2013 – A registered entity must take reasonable steps to ensure that its responsible people are subject to, and comply with, several duties, such as acting with reasonable care and diligence, acting honestly and fairly in the best interests of the charity, and disclosing conflicts of interest (s. 45.25 – Governance Standard 5).

Education (Accreditation of Non-State Schools) Act 2017 – In assessing the suitability of a governing body, the Non-State Schools Accreditation Board may have regard to whether the governing body has appropriate guiding principles and procedures for identifying, declaring and dealing with any conflict of interest a director of the governing body may have in relation to an aspect of the operation of the school (s. 26(2)(b)).The Non-State Schools Accreditation Board must also be satisfied that the governing body meets the government funding eligibility criteria by acting independently. The governing body must not have a direct or indirect connection with another entity, that could be reasonably expected to compromise the independence of the governing body when making financial decisions (s. 10(d)).

Policy

Nyangatjatjara College is committed to the highest standards of integrity by implementing ethical and transparent processes with which to manage actual, perceived or potential conflicts of interest.

Nyangatjatjara Aboriginal Corporation must ensure that its members are aware of their duties in relation to conflicts of interest. It is responsible for establishing, monitoring and reviewing processes for identifying, declaring and dealing with conflicts of interest that its members may have in relation to the operation of the Nyangatjatjara College.

Members of the Nyangatjatjara Aboriginal Corporation are required to avoid conflicts of interest where possible. Where that is not possible, they must identify and disclose them according to this policy and comply with the remedial actions elected by the Nyangatjatjara Aboriginal Corporation.

Independence

The Nyangatjatjara Aboriginal Corporation must act independently, at all times, and cannot be perceived to be influenced or connected to another entity, including circumstances where a general meeting is called to pass a resolution.

Review

The Nyangatjatjara Aboriginal Corporation will review the conflict-of-interest policy on an annual basis to ensure the policy and register are operating effectively.

Disclosure

A Nyangatjatjara Aboriginal Corporation member who has an actual, perceived or potential conflict of interest must notify the other members at a Nyangatjatjara Aboriginal Corporation meeting as soon as practicable after the member becomes aware of it.

The disclosure must contain appropriate detail about the nature and extent of the conflict and the relation of the interest to the affairs of the college.

The *Declaration of Conflict-of-Interest Form* (Appendix) must be used to accompany the disclosure.

The conflict of interest must be included in the minutes of the meeting in which it was disclosed and entered in the Nyangatjatjara College's register of interests, including the nature and extent of the conflict of interest

and the decision of the Nyangatjatjara Aboriginal Corporation regarding its remediation.

The Nyangatjatjara Aboriginal Corporation maintains the register of interest and ensures that it is disclosed to each new Nyangatjatjara Aboriginal Corporation member upon appointment.

Remedial action

The determination of remedial actions in response to a conflict of interest is to be made by the Nyangatjatjara Aboriginal Corporation excluding the member who has declared the conflict of interest, as well as any other conflicted member.

The principles of protecting the interests of the organisation, supporting transparency and accountability, promoting individual responsibility, and building an ethical school culture should guide the remedial action of the Nyangatjatjara Aboriginal Corporation.

Depending on the matter, remedial actions may include but are not limited to:

- avoiding conflicts of interest where possible
- refraining from participation in discussion
- abstaining from voting on the matter
- leaving the room during discussion of the matter
- in exceptional cases, such as where a conflict of interest is very significant or likely to prevent a member from regularly participating in discussions, resigning from the Nyangatjatjara Aboriginal Corporation

Other considerations may include:

- whether the conflict needs to be avoided or simply documented
- whether the conflict will realistically impair the disclosing member's capacity to impartially participate in decision making
- alternative options to avoid the conflict
- the Nyangatjatjara Aboriginal Corporation*'s* objectives and resources
- the possibility of creating an appearance of improper conduct that might impair confidence in, or the reputation of, the Nyangatjatjara Aboriginal Corporation

The Nyangatjatjara Aboriginal Corporation*,* excluding the conflicted member, must vote on the appropriate remedial action. The vote must be passed by a majority of the votes cast by the Nyangatjatjara Aboriginal Corporation members entitled to vote, and the result must be recorded in the minutes of the meeting and in the register of interest.

[The below approach is mandatory for companies limited by guarantee [CLG] and recommended for all other entities]

[CLG] Unless the Nyangatjatjara Aboriginal Corporation passes a resolution as described below, a member with a material personal interest in a matter must not be present during discussions on that matter, nor can they vote on it.

[CLG] A resolution that enables a conflicted Nyangatjatjara Aboriginal Corporation member to participate in discussions and vote on matters must:

- be passed in the absence of the relevant Nyangatjatjara Aboriginal Corporation member
- identify the member, the nature and extent of the member's interest in the matter and the interest's relation to the affairs of the organisation
- state that the Nyangatjatjara Aboriginal Corporation members are satisfied that the interest should not disqualify the member from voting or being present (*Corporations Act 2001*, s. 195*)*.

[CLG] If there are not enough directors to form a quorum for a directors' meeting because of material conflicts of interests dealt with under this policy, one or more of the directors (including those who have a material personal interest in that matter) may call a general meeting of the company and the general meeting may pass a resolution to deal with the matter (*Corporations Act 2001*, s. 195(4)).

Compliance

If a person suspects that a Nyangatjatjara Aboriginal Corporation member has failed to disclose a conflict of interest, they must discuss this suspicion with the person in question and if no resolution has been achieved, raise the issue with the Nyangatjatjara Aboriginal Corporation.

If the Nyangatjatjara Aboriginal Corporation has reason to believe that a member of the Nyangatjatjara Aboriginal Corporation has failed to comply with this policy, it will commence an investigation.

If the investigation finds that the person has failed to comply with this policy, the Nyangatjatjara Aboriginal Corporation may take action against them. This may include terminating the person's membership on the Nyangatjatjara Aboriginal Corporation or, in proportion to the seriousness of a breach, taking legal action.

Review

- **Review Date:** Annually
- **Next Review:** 2027
- **Policy Owner:** Nyangatjatjara Aboriginal Corporation

Version	Date	Author	Changes made
1	September 2026	School Leadership	First version

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Form: Declaration of Conflict of Interest

Declaration of Conflict of Interest

I wish to declare the following personal interest that conflicts or may conflict with the discharge of my responsibilities as a Nyangatjatjara Aboriginal Corporation member of Nyangatjatjara College in a matter in which the Nyangatjatjara College has an interest, or which is under consideration by it.

[Explain the nature and extent of your personal interest and the interest's relation to the affairs of the organisation]

_____

_____

_____

_____

_____

Full Name of Director:

Signed:

Date:

This declaration was tabled and minuted at the Nyangatjatjara Aboriginal Corporation *board* meeting on _____[date].