

Background

All RANZCP Members have personal and professional interests, which may occasionally come into conflict with their actions or decisions.

Disclosing conflicts of interest or interests fosters good governance and reduces organisational risk. It does not imply wrongdoing or unethical behaviour or conduct, rather it supports transparency, proactive management of potential conflicts, and maintains member and community trust and confidence in the RANZCP.

Establishing a clear framework to address actual, potential, or perceived bias in decision-making is essential for ensuring transparency, legitimacy, and accountability throughout the RANZCP's governance structure.

Organisations registered with the [Australian Charities and Not-for-profits Commission](#) are required to implement processes for managing conflicts of interest. The RANZCP, as a Health Promotion Charity (HPC), is expected to meet a higher governance standard due to its Deductible Gift Recipient (DGR) endorsement and public benefit purpose.

All members are expected to demonstrate behaviours and capabilities that align with the RANZCP values:

- **Respect** through empowerment, diversity and equity in all we do.
- **Collaboration** for increased effectiveness, influence and impact.
- **Excellence** for our communities and our profession.
- **Action** backed by evidence-informed policy.

1. Purpose

This Policy is intended to support RANZCP Board and members in identifying, disclosing and appropriately managing any actual, potential or perceived conflicts of interest to protect the integrity of the RANZCP and manage risk.

2. Objective

The RANZCP aims to ensure that its members are aware of their obligation to disclose any interests, conflicts of interest, or related party transactions that they may have and comply with this policy to ensure effective management of conflicts of interest.

3. Scope

This Policy applies to (collectively referred to as "members"):

- All members of the RANZCP as defined in the Constitution.
- Members of College committees, sub-committees, taskforces, and time-limited groups, including non-RANZCP members, non-voting members (co-opted and observers) or external organisation representatives, authorised to carry out RANZCP activities or functions.
- RANZCP Office Bearers, being the President, President-Elect, Elected and Appointed Directors of the RANZCP Board.
- Members who represent and undertake advocacy on behalf of the RANZCP externally to the RANZCP, including on external advisory groups and committees and in the public domain.
- RANZCP Chief Executive Officer (CEO), Executive Team and staff, as well as consultants and contractors.

4. Principles

This Policy is underpinned by the following principles:

- **Transparency:** Interests are openly disclosed in a timely, diligent and transparent manner, to ensure the full nature and extent of an interest is understood; and disclosures are appropriately and transparently addressed by the RANZCP.
- **Accountability:** Members will support accountability in identifying, disclosing and complying with COI processes. The RANZCP will support accountability by addressing disclosure and applying this Policy.
- **Legitimacy:** Interests and conflicts will be managed in a manner that supports the legitimacy and impartiality of decision-making.
- **Fairness:** All interests and conflicts will be managed consistently and equitably, ensuring that no member is unfairly advantaged or disadvantaged.

5. Definition: Interest and Conflict of Interest

It is important to distinguish between an interest and a conflict of interest within an organisation or when serving as a member of a board or committee.

An **interest** is any personal, professional, or financial connection an individual has to a matter under consideration. This does not necessarily affect their judgement or responsibilities. **Standing interests** are continuing interests that may lead to conflicts.

A **conflict of interest** occurs when an interest could reasonably be perceived to improperly influence, or actually does influence, a member's impartiality or ability to act in an organisation's best interests. Conflicts may be financial or non-financial, direct or indirect, and can result in an individual benefitting or being disadvantaged from a decision.

An **unmanageable interest** is one that cannot be appropriately addressed or mitigated by the organisation, and it substantially impacts the individual's decision-making or ability to participate in the activities and functions of an organisation.

A **related party transaction** refers to any arrangement or dealing between an organisation and an individual with the capacity to influence that organisation's decisions. Such transactions may result in the related party receiving either financial or non-financial benefits.

For RANZCP members, interests and conflicts of interest may arise through employment; governance roles; advisory or consultancy positions; private business interests; research activity; advocacy or public commentary; gifts or benefits; voluntary activities; significant personal or professional relationships; or roles involving clinical or training oversight, supervision, assessment or other training responsibilities.

Interests and conflicts of interest may include relationships and associations with organisations operating within the health, mental health, education, research, and policy ecosystem, including (but not limited to) pharmaceutical and medical device companies, higher education institutions, training providers, health service providers (public or private), research bodies, advocacy or special interest organisations, government or statutory entities, political or social organisations, speaking or advisory engagements, and any other organisations or affiliations of a similar nature.

Personal interests do not include social, religious, cultural, or political beliefs. Participating in social or political activities does not require disclosure, as long as the member ensures they participate as an individual and does not seek to represent the RANZCP.

6. Policy

Conflicts arise when personal interests could compromise or appear to compromise a member's impartiality in RANZCP duties, including voting, decision-making, developing policies, handling complaints, or representing or undertaking external work on RANZCP's behalf.

It is the policy of the RANZCP as well as a responsibility of the Board, that ethical, legal, financial or other conflicts of interest be avoided and that any such conflicts (where they do arise) do not conflict with the Board and members obligations to the RANZCP.

The RANZCP will address and manage conflicts of interest by requiring members to:

- avoid conflicts of interest where possible
- identify and disclose any interests and conflicts of interest
- carefully manage any conflicts of interest, and
- follow this policy and respond to any non-compliance.

6.1. Responsibility of the Board

The RANZCP Board is responsible for:

- establishing a system for identifying, disclosing and managing conflicts of interest across the RANZCP
- monitoring compliance with this policy, and
- reviewing this policy on a regular basis to ensure that the policy is operating effectively.

The RANZCP must ensure that its Directors understand their duties as Responsible People, as outlined in [ACNC Governance Standard 5](#), and that they disclose any actual or perceived material conflicts of interests or related party transactions as required.

6.2. Identification and disclosure of conflicts of interest

Under the [RANZCP Code of Conduct](#), Board and Committee members are required to promptly disclose any actual, potential, or perceived conflicts of interest as soon as they become aware of them, or if there is any change in their nature or extent.

Members are responsible for disclosing interests where they **are** being influenced by a conflicting interest (actual conflict), where they **could** be influenced by a conflicting interest (potential conflict), or where they **could appear to be** influenced by a conflicting interest, even if no actual conflict exists (perceived conflict).

Interests are addressed as a standing agenda item at the start of every committee and board meeting, as well as during proceedings of a meeting if an interest becomes apparent. Due to the nature of project work that may be undertaken by a committee or group, for example development of clinical or practice resources, educational policy or policy position, a disclosure of interest form may be used to record relevant interests prior to the projects development.

In disclosing an interest, the member should state both the nature and extent of the interest; the date upon which the interest arose; and how the interest relates, or may relate, to the affairs of the RANZCP.

Further guidance and examples of disclosures are outlined in Appendix 1.

6.3. Confidentiality of disclosures

All members undertaking RANZCP business are required to preserve the principles of confidentiality, as outlined in the RANZCP's [Undertaking in Relation to Confidential Information and Management of Conflicts of Interest](#).

6.4. How to manage an interest disclosure

Once the conflict of interest has been appropriately disclosed, the Committee Chair and members (excluding the member who has made the disclosure, as well as any other conflicted member) must decide whether or not those conflicted members should:

- vote on the matter (this is a minimum),
- participate in any discussion, or
- be present in the room during the discussion and the voting.

If a conflict of interest is disclosed by the Committee Chair, the Committee's Deputy Chair, Co-Chair or another Committee Member as delegated by the Committee will manage their disclosure.

In exceptional circumstances, such as whether a conflict is very significant or unmanageable and likely to prevent a member from regularly participating in discussions or RANZCP activities, the member may need to resign or be removed from the Board/Committee. Removal procedures are defined in the [Committee Meeting Operations and Elections Regulations](#).

6.5. What should be considered when determining action on disclosures

In determining what approach to take, the Chair (or a delegate for disclosures by the Chair) should consider:

- Whether the interest/conflict must be avoided or simply documented.
- The seriousness of the conflict and its impact on impartial decision-making.
- Possible alternatives to avoid the conflict.
- The RANZCP's purposes as outlined in its [Constitution](#).
- The risk of perceived improper conduct affecting RANZCP's reputation.

The approval of any action requires the agreement of the Committee or Board (excluding any conflicted member/s) who are present and voting at the meeting, in line with the RANZCP's voting quorum requirements. The agreed action will be recorded in the minutes of the meeting and in the register of interests.

6.6. Recording an interest

Committees must document disclosed interests and their management in meeting minutes and/or the Interest Register. Each committee and the Board are responsible for keeping an up-to-date Interest Register. Ongoing 'standing' interests should be recorded in the register and archived when no longer relevant, with changes disclosed and noted in the meeting minutes. Interests or conflicts specific to a single decision must be recorded in the minutes.

Records of interests or conflicts must include:

- Member's name
- Date the interest arose
- Description of the interest or conflict
- Type (actual, potential, or perceived)
- Summary of how it was managed.

7. Compliance with this Policy

If a committee or the Board has a reason to believe that a member subject to this Policy has failed to comply with it, the committee or Board can investigate the circumstances via the relevant Executive and/or Company Secretary.

If it is found that the member has failed to disclose a conflict of interest, the RANZCP may take action against them. This may include seeking to terminate their term on the Board or committee, their representation on behalf of the RANZCP, or involvement in any other RANZCP activity.

If a member suspects that another member has failed to disclose a related party transaction or conflict of interest, they must discuss this with the relevant Committee Chair or Executive. If it is the Committee Chair suspected of not disclosing, this can be raised with the Parent Committee Chair. The Company Secretary, who is responsible for maintaining the register of interests, must be informed.

8. RANZCP Board Members (Directors)

This section applies to current RANZCP Board Directors (Responsible People) and those seeking election or appointment.

Section 191 and 192 of the *Corporations Act 2001 (Cth)* is the key provision that deals with a company director's material personal interests. It requires directors to disclose any material personal interest or standing notice about an interest in matters relating to the organisation's affairs.

Under the ACNC framework, a material personal interest is any interest that may influence, or appear to influence, a director's objectivity or independence in carrying out their duties for the charity. This can include interests relating to family, friends, business relationships, or financial gains. Directors are required to disclose any such interests to the board to maintain transparency and comply with governance obligations.

RANZCP Directors must also comply with Article 11, 'Directors' Interests', of the [RANZCP Constitution](#), as well as the RANZCP Board Regulations and the relevant Position Descriptions.

Disclosures from Directors will be managed in accordance with this Policy. In addition to recording interests in the Board's Interests Register, Directors will disclose any related party transactions and report on these annually.

If all Directors have the same conflict of interest, the RANZCP must consider whether it is still able to comply with the ACNC Governance Standards, especially Governance Standard 5, while taking reasonable steps to ensure that its directors are subject to, and comply with, the relevant duties.

The RANZCP may:

- obtain professional advice,
- consider whether there are any relevant exceptions in its governing document or legislation,
- consider whether it is appropriate for members to pass a resolution in a general meeting,
- consider appointing new board members; and
- note that its board members may consider whether they can continue in the role.

Members who nominate for a position on the Board will be required to disclose any personal, financial, or close relationships that could affect or appear to affect their decisions, as outlined in the [Disclosure Statement](#). Disclosure does not automatically prevent nomination or election; and the RANZCP will assess interests and manage them as per this Policy. When in doubt, nominees should disclose interests.

9. Definitions

Refer to the definitions in Article 1.1 of the Constitution, with additional definitions as follows:

'Australian Charities and Not-for-Profits Commission / ACNC' is the national regulator of charities.

'Appointed' is the formal appointment process undertaken by the Board to appoint a Director or by the RANZCP to appoint a member to a committee.

'Committee' for the purpose of this Policy means a group established by the Board (in accordance with approved College procedures) to assist it in discharging its duties (other than for those items that the Board cannot delegate). A Committee may be known as a Committee, Subcommittee, Council, Panel, Advisory Group, Working Group, Steering Group, Taskforce.

'Corporations Act 2001' is an Australian Federal law that regulates company structures, director and officer duties, financial reporting, fundraising, takeovers, financial services, and market conduct. It is administered mainly by the Australian Securities and Investments Commission (ASIC).

'Deductible Gift Recipient / DGR' status is an Australian tax endorsement that allows an organisation to receive tax-deductible donations.

'Elected' is the formal election process undertaken to elect an individual to a committee role in accordance with election processes or to elect a Director to the RANZCP Board in accordance with the Constitution.

'Executive Team' is the collective of individuals employed by the RANZCP in an executive position.

'Health Promotion Charity / HPC' is an Australian charitable subtype defined in tax law and recognised by the ACNC given to a charity whose main and dominant activity is promoting the prevention or control of disease through education, awareness, advocacy, research translation, or other health-promoting activities that benefit the public.

'Member' is a person who is a member of the RANZCP as defined in the Constitution. It can also refer to an individual who has been appointed to a committee.

'Observer' is a person who is invited to observe a meeting.

'Representative' means a person appointed to a committee from another College committee or from an organisation external to the College. It may also mean a member appointed to represent the RANZCP in a committee or meeting of an external organisation or government.

'Responsible People' are the individuals who are responsible for directing, governing, or controlling a charity.

10. Associated Documents:

- Corporations Act 2001
- RANZCP Constitution, Code of Conduct and Code of Ethics.
- RANZCP Deed of Undertaking in Relation to Confidentiality and Conflict of Interest
- RANZCP Privacy Policy
- RANZCP Employee Code of Conduct
- Interest Registers – Board and Committee

Revision Record

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Appendix 1

Guidance in determining when to disclose an interest

When determining if a conflict of interest has arisen, the following questions may guide members. If the answer is yes to any of these, it is likely that a conflict of interest requires disclosure.

Could I, my family, or someone I have a close relationship with gain a financial, professional, or personal advantage from this decision or suffer a loss or disadvantage if the decision goes a particular way?

Could competing commitments (to another organisation, business, or person) interfere with my impartiality in this matter?

If this information became public later, would it raise questions about my integrity or the legitimacy of RANZCP's decision-making?

How would I feel if my peers and members of the wider medical profession were made aware of my actions? Would this cause reputational harm to myself, my profession, and/or the RANZCP?

Is there any chance this situation could develop into a more significant conflict of interest in the future?

Would a reasonable person (properly informed about the nature of my personal interests) believe that I might be influenced by my personal interests when making decisions on behalf of RANZCP?

How would I feel if my actions were covered by the media? Would they cause any embarrassment or detriment to myself or the RANZCP?

Is the matter or issue one of great public interest or controversy where my proposed decision or action could attract greater scrutiny by others?

Examples of RANZCP member interests and conflicts of interest

You are:

A regular donor to the RANZCP Foundation, have made a bequest, or gifted the RANZCP funding for a scholarship or grant and serve as a member of a committee developing a policy on accepting donations, bequests and funding.

A committee member participating in a review of an examination or training-related outcome of a candidate that you have a personal relationship with or directly supervised.

A committee member involved in developing, reviewing, or approving a clinical/practice/training policy or educational program that could directly benefit you or affect a public health service where you are employed as Clinical Director, or an educational institution where you serve in an academic capacity.

A committee member involved in the assessment and awarding of research grants for trainees, early career researchers, or consultants, and you have a personal or professional relationship with a grant applicant.

Involved in the appointment an external consultant to conduct a review or undertake a project. You also have a personal relationship with an employee of one of the organisations that has submitted an RFQ.

Involved in reviewing a guideline or policy position that relates specifically to a research topic where you have a relationship with an organisation that receives funding for that research.

A member of an external advocacy group and a member of a RANZCP committee, where either of these positions may benefit from or disadvantage the other in the public domain or psychiatric community.

Using your position or relationship within the RANZCP to promote your own interests or those of your family, including using confidential or privileged information gained in the course of your participation as a RANZCP member or employee, for your own or a family members personal benefit or gain.

Providing input/expertise into a RANZCP policy that provides clinical recommendation/s on medications or treatment and receives funding/support either directly or indirectly from a pharmaceutical or medical device company.