

Conflict of interest policy

Independence is a critical issue for Therapeutic Guidelines Foundation Limited (the Company).

Key factors for this independence are:

- The Company's independence of any form of government or commercial sponsorship including the pharmaceutical industry, and
- The Company's strict policy on conflict of interest for Directors and the Company Secretary.

Members of the Company, Directors and the Company Secretary

Members of the Company, Directors and the Company Secretary are appointed on the basis of their expertise and interest in the activities of Therapeutic Guidelines Foundation.

It is the individual responsibility of all Members of the Company, Directors and the Company Secretary to identify and disclose:

- any real, perceived or potential conflicts of interest that they or their associates¹ might have in undertaking their duties for the Company, and
- any relationships or connections that they might have with the Company and other boards, committees or organisations that may impact on the Company.

Members of the Company, Directors and the Company Secretary must provide the Chair of the Board with a written interest statement on appointment and whenever any changes occur.

In addition, if a Director believes that there is an identified, perceived or potential conflict of interest with regard to an agenda item for a Board meeting, a statement must be provided prior to the commencement of that meeting. If, in the opinion of the Chair, a conflict affects the independence of the decision-making process, the Chair may request that the person absents him/herself from the meeting. If, in the opinion of the Board, a conflict affects the independence of the Chair, the Board may request that the Chair absents him/herself from the meeting.

Membership of a not-for-profit organisation is generally considered not to constitute a material interest and therefore does not need to be declared.

The Company and Therapeutic Guidelines Limited (TGL) are related bodies corporate. They have some common directors. The Company is the trustee of the Therapeutic Guidelines Foundation which has similar objects to TGL. The trust deed by which it is established specifically authorises distributions of income and capital to TGL.

¹ associates: a member of the person's family, or a business colleague or partner

Directors of the Company who are also directors of TGL will be required to refer to this fact in their interest statement and to provide a standing notice of their interest to each other director. Otherwise they are not required to declare a conflict arising from their directorship of TGL or to absent themselves from discussions or to abstain from voting on any matters relating to TGL.

Interest statements

Interest statements must comprise a declaration of any interests that may be capable of influencing advice or decisions relating to the operation or activities of the Company, or that may affect the integrity and reputation of the Company.

Interests may be academic, professional, personal or financial (including equity interest, consultancies, or research support). Sources of research funding and membership of advisory boards of companies and other organisations, especially in the past five years, should be declared if it is relevant to any issue being considered. Associations may be with either government or with a company that stands to gain from the activities being considered by the Board.

A register of Directors' declared interests will be tabled at every Board meeting and updated whenever any changes occur.

Document information

Filed: Z:\Therapeutic Guidelines Foundation Limited\Governance\Policies
Board approved: 20 August 2019