



Charles Sturt University

Governance (Declaration of Material Interests) Rule 2005 No. 2

A Rule for the purpose of achieving effective management of conflicts of interest by members of the Council and its committees and to ensure best practice by:

- (a) maintaining public confidence in the integrity of decision-making of the Council, and
 - (b) ensuring that members make, and are seen to make, decisions free from bias or partiality, and
 - (c) guarding against conflicts of interest that may arise as a result of the positions held by members, and
 - (d) protecting the University and members against allegations of impropriety, or the appearance of impropriety, and
 - (e) protecting the reputation of the University.
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THE COMMON SEAL OF THE UNIVERSITY WAS
AFFIXED IN ACCORDANCE WITH CLAUSE 2.5
OF THE RULE ON THE USE OF THE COMMON
SEAL BY THE SECRETARY PURSUANT TO A
RESOLUTION OF THE COUNCIL.

Signature

Date

Resolution



Charles Sturt University

Governance (Declaration of Material Interests) Rule 2005

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Chapter 1 Introduction

1 Name of Rule

This Rule is the Governance (*Declaration of Material Interests*) Rule 2005.

2 Commencement

This Rule commences on 28 September 2005.

3 Purpose

This Rule is enacted to ensure compliance by the University with Protocol 3 (e) of the *National Governance Protocols* made under the *Higher Education (Support) Act 2003* of the Commonwealth which requires the Council to adopt appropriate procedures for the disclosure and avoidance of conflicts of interest similar to those of public companies.

4 Authority

This Rule is made pursuant to authority granted to the Council under section 32 of the Act.

5 Definitions

In this Rule:

Act means the *Charles Sturt University Act 1989*.

associate of a person means any of the following:

- (a) the spouse, de facto partner, parent, child, brother or sister, business partner or friend of the member, or
- (b) the spouse, de facto partner, parent, child, brother or sister, business partner or friend of a person referred to in paragraph (a) if that relationship is known to the member, or
- (c) any other person who is known to the member for reasons other than that person's connection with the University or that person's public reputation.

By-law means the *Charles Sturt University By-law 2005*.

Committee means the Corporate Governance and Nominations Committee established under the *By-law*.

conflict of interest includes:

- (a) an actual conflict of interest, where a material interest interferes with the proper performance of the duties of the member, and

- (b) an apparent conflict of interest, where it could be perceived by others that a material interests of the member interferes with the proper performance of the duties of the member, whether or not this is in fact the case, and
- (c) a potential conflict of interest, where the material interests of the member could interfere with the proper performance of the duties of the member in the future.

Council means the University Council established under section 9 of the Act and includes a committee of the University Council.

duties has the same meaning as Schedule 3 of the Act.

Notes

Under Schedule 3 of the Act, members have a duty to: (1) act in the best interests of the University; (2) exercise due care and diligence in decision making; (3) not to improperly use information; (4) disclose material interests.

material interest has the same meaning as clause 5 (9) of Schedule 3 of the Act and includes a pecuniary interest and a non-pecuniary interest.

Notes

Clause 5 (9) of Schedule 3 of the Act states that a “member has a material interest in a matter if a determination of the Council in the matter may result in a detriment being suffered by or a benefit accruing to the member or an associate of the member.”

member means a member of the Council and a member of a committee of the Council.

Secretary means the Secretary to the Council appointed under the By-law.

6 Notes and Headings

- (1) The notes in the text of this Rule do not form part of this Rule.
- (2) Headings do not form part of this Rule.

Chapter 2 Registration of material interests

7 Application

This Rule applies to members.

8 Material Interests to be declared with application for appointment

- (1) The Committee may require a person applying for appointment to the Council under section 9 (1) (a) (i), (a) (ii), (b), (c) or (g) of the Act to complete and submit a Statement of Material Interests with their application for appointment in the form set out in Schedule 1.
- (2) In considering recommendations for appointment to the Council under the *By-law* and *Governance (Criteria for Appointment to Council) Rule*, the

Committee may take into account the Statement of Material Interests of the applicant.

9 Members to complete and submit Statement on appointment or election

Members shall submit a Statement of Material Interests in the form set out in Schedule 1 no more than 5 working days after the commencement of their appointment or election to the Council.

10 Variations to Statements

Members shall advise the Secretary in writing of any changes, additions or variations to the Statement of Material Interests within 5 days of any change of circumstances using the form set out in Schedule 1.

11 Past interests may be declared in certain circumstances

Only current material interests must be declared, however, where a past material interest may, or may be seen, to interfere with the proper performance of the duties of the member, such past interests must also be declared.

12 Declaration of material interests in the course of a meeting of the Council or a committee

Notwithstanding any declaration of material interests contained in the Statement of Material Interests, where:

- (a) a member of the Council has a material interest in a matter being considered or about to be considered at a meeting of the Council, and
- (b) the interest appears to raise a conflict with the proper performance of the member's duties in relation to the consideration of the matter,

the member must, as soon as possible after the relevant facts have come to the member's knowledge, disclose the nature of the interest at a meeting of the Council in accordance with clause 5 of Schedule 3 of the Act.

13 Secretary shall restrict access to business papers or documents

- (1) Where, in the opinion of the Secretary a matter being considered, or about to be considered, by members (whether at a meeting of the Council or not) may constitute a conflict of interest with the material interests declared by a member under this Rule, the Act or By-law, the Secretary shall take necessary steps to ensure appropriate restricted access to the relevant business papers or documents to that member.
- (2) Where a member receives information or documents that may constitute a conflict of interest, the member shall return the information or document and advise the Secretary of the nature of the conflict of interest in writing.

14 Register of Material Interests

- (1) The Secretary shall maintain a Register of Material Interests.

- (2) The Secretary shall make available a copy of the Register of Material Interests upon request in writing by a member of the Council within 5 working days of that request.
- (3) The timeframe under sub-clause (2) may be extended by an additional 5 working days to allow the Secretary to obtain legal or other advice in relation to the request.
- (4) Where a member has been granted access to the Register under this Rule, the member shall undertake to ensure that any information contained in the Register of Material Interests remains confidential to the Council, except as provided by law.
- (5) The Secretary may approve procedures or requirements from time to time in relation to:
 - (a) the physical security of the Register, and
 - (b) access to the Register by staff of the Secretary, and
 - (c) the form of undertakings required by members with respect to access to the Register, and
 - (d) such other procedures or requirements to ensure the confidentiality of the Register.
- (6) The Register shall not be available to any other person, except as required by law.
- (7) Where the Register of Material Interest is required to be made available by law, the Secretary shall make the Register available upon payment of a fee of \$100 (except where otherwise provided under the law under which the Register must be made available).
- (8) The Secretary shall update the Register of Material Interests upon receipt of a variation using the form set out in Schedule 1.

15 Rule subject to privacy laws

This Rule shall operate subject to the requirements of the *Privacy and Personal Information Act* 1988 and anything in this Rule that is inconsistent with the requirements under the Act shall be invalid to the extent of inconsistency.

16 Liability

No matter or thing done or omitted to be done by any person under this Rule shall, if the matter or thing was done or omitted to be done in good faith for the purpose of executing this Rule, subject the person so acting personally to any action, liability, claim or demand.

17 Correction of statement in relation to an associate

- (1) An associate of a member whose material interests have been declared has the right to request the Secretary to supply that part of a Statement of Material Interests containing information about that associate without charge and to request corrections be made to a Statement of Material Interests if any personal information of that associate is inaccurate.
- (2) In supplying a copy of that part of a Statement of Material Interests under sub-clause (1), the Secretary shall ensure that any personal information not relating to that associate requesting access is restricted to protect the privacy of members and any other associate.

Chapter 3 Transitional and savings provisions

18 Transitional provisions

A person who is a member of the Council at the date of commencement of this Rule shall lodge an initial Statement of Material Interest within 20 working days of the commencement of this Rule.

Chapter 4 Historical notes

19 Abbreviations

The following abbreviations are used in the Historical notes:

Am	Amended	p	page
Cl	clause	pp	pages
ClI	clauses	Rep	repealed
Chpt	Chapter	Sch	Schedule
Chpts	Chapters	Schs	Schedules
Ins	inserted	Subst	substituted
No	number		

20 Table of amendments

Amendment	Date	Short Description

STATEMENT OF MATERIAL INTERESTS

Schedule 1

Governance (Declaration of Interests) Rule 2005

DECLARATION

Declaration as to material personal interests (cl. 5, Schedule 3, Charles Sturt University Act 1989)

DECLARATION

(1) insert name, position/title and address of first person making the declaration

I, (1)

do SOLEMNLY AND SINCERELY declare:

that to the best of my knowledge and belief, the attached Statement of Material Interests contains a complete and accurate statement of relevant material interests and those of my associates;

AND I MAKE THIS SOLEMN DECLARATION conscientiously believing the same to be true.

PRIVACY CONSENT

I ACKNOWLEDGE that the information contained in the Statement of Material Interests may contain personal information about me and my associates and will be available to members of the Council and others (as required by law) and HEREBY EXPRESSLY CONSENT to the disclosure of any personal information contained herein.

UNDERTAKING

I HEREBY UNDERTAKE that so long as I am:

- (a) a member of the Council of Charles Sturt University;
- (b) a member of a committee of the Council of Charles Sturt Council;

I will notify the Secretary of any change or addition, coming to my knowledge, to any information declared in the attached Statement of Material Interests within 5 days of such change or addition occurring.

(2) Signature of person making the declaration

(2)

(3) Date on which declaration is made

on (3)

