AUSTRALIAN MATHS TRUST

AMT Conflict of Interest Policy	
Policy Number: 18COIP	**Effective date:** 11 November 2022
Policy Owner: AMTT Ltd Board	**Policy Custodian:** AMT CEO
Date of last review: November 2025	**Date of next review:** November 2027
Other relevant policies/guidelines:	AMTT Ltd Constitution AMT Risk Management Policy AMT Privacy Policy

Definitions	
Board Committee	The Board of AMTT Ltd and any committee formed from time to time, with delegated powers or functions from the AMTT Ltd Board as per Clause 9.7 of the AMTT Ltd Constitution
Conflict of interest	A conflict of interest occurs when a person's personal interests conflict with their responsibility to act in the best interests of AMT. Personal interests include direct interests, as well as those of family, friends, or other organisations a person may be involved with or have an interest in (for example, as a shareholder). It also includes a conflict between a person's duty to AMT and another duty that the person has (for example, to another organisation). A conflict of interest may be actual, potential or perceived and may be financial or non-financial. Conflicts of interest are important to identify and manage as they might affect a person's ability to objectively debate or decide an issue. Conflicts of interest can be actual, perceived or potential in nature. Conflicts of interest are not hypothetical or trivial.
Director	Any individual appointed as a Director under the AMTT Ltd Constitution
Interest	An interest is any duty, obligation, fiduciary or professional relationship, familial or social relationship, contractual arrangement or any other circumstance that a person owns, participates in or maintains. Interests can be financial or non-financial.

Reasonableness test	A benchmark used to establish whether an observed action or decision is objectively fair, sensible or sound. The test posits that decisions or actions are 'reasonable' if an objective, fit, intelligent observer, armed with the same information, would make the same decision or take the same action.
Person	Are any volunteers of AMT or paid members of staff of AMT, including tutors and mentors, members of an advisory committee and, for this policy, includes Directors and Board Committee members.

I. Scope

This policy applies to all persons providing services to AMT.

II. Purpose

The purpose of this policy is to establish how a person should identify, disclose and manage conflicts of interest.

III. Objective

This policy will help to ensure that a person is aware of their obligations to disclose interests and provide a transparent method for managing conflicts of interest.

IV. Policy Principles

AMT maintains a focus on conflicts of interest, including their disclosure and management.

When in doubt, a person is instructed to disclose an interest in writing and submit this to the CEO or Company Secretary.

V. Identifying and disclosing conflicts of interest

A person needs to review this policy and determine if any of their interests could result in a conflict of interest.

VI. Directors

Directors have particular obligations under the Corporations Action of 2001 (Sections 180 – 183), including their obligations to act:

a. With care and diligence
b. In good faith
c. Using their position for proper purpose; and
d. Using the information provided is only for the purposes for which it was given.

Directors are also responsible for:

a. Identifying, disclosing and managing conflicts of interest
b. Completing an annual conflict of interest form and providing this to the Company Secretary
c. Giving verbal updates to their annual declaration, for each meeting
d. Complying with this policy; and
e. Reviewing this policy annually to ensure it is operating effectively.

All interests disclosed by Directors will be treated as confidential and recorded in a register managed by the Company Secretary.

At the beginning of each calendar year, Directors will be asked to complete or review and update their annual interest declaration form.

Prior to the commencement of every meeting, Directors will be asked to provide a verbal update to their annual interest declaration.

If in doubt about the materiality of an interest, Directors should disclose the interest to the Chair.

VII. Management of conflicts of interest – Directors and Board Committee members

Once an interest has been appropriately disclosed, the Chair of the Board (or Board Committee) will decide how to manage the conflict.

For the Board or Board Committees, the Chair can decide on a number of different treatments including (but not exclusively):

- Request that the Director/committee member leaves the room for the particular item's discussion and/or decision
- Request that the Director/committee member remain in the room for the item, participate in the discussion, but refrain from voting
- Request that the Director/committee member remain in the room for the item, but refrain from participating or voting on the item
- Noting the interest and requiring no further action to be taken.

In exceptional circumstances, such as where a conflict is very significant or of a nature likely to prevent a director or Board Committee member from regularly participating in discussions, the Board or Board Committee may consider whether it is appropriate for the conflicted Director/committee member to resign from the Board or Board Committee.

Where the Chair of the Board or Board Committee declares an interest, the Board/Board Committee will discuss and vote on how best to treat it, including considering the appointment of a temporary Chair to manage the meeting during the item(s) in question.

VIII. Management of conflicts of interest – other person

For a person who is not a director or Board Committee member, the person must disclose to the CEO any conflict of interest.

The CEO will decide how to manage the conflict.

The CEO can decide on a number of different treatments including (but not exclusively):

- Removing the person from the project or decision-making process where the conflict exists; or
- Noting the interest and requiring no further action to be taken.

IX. The reasonableness test

In reviewing each declared interest and how best to treat it, the Chair or CEO will apply the reasonableness test. They will also consider AMT's objectives, resources, reputation and stakeholders.

X. Compliance

As soon as a person becomes aware of a new or undisclosed interest, they must inform the Chair or CEO.

Failure to comply with this policy may result in the removal of the person from the Board, Board Committee or relevant AMT operational activity.

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DOCUMENT VERSION CONTROL			
VERSION NUMBER	**DATE**	**CHANGES**	**STAFF MEMBER**
1.0	4.6.18	New	N Ford/F Thambyah
2.0	20.6.18	Approved	Board
3.0	30.10.19	Minor changes: inclusion of FARM and BDC in 'Scope', addition of '/ committee' where appropriate; change from 'AMT Board' to AMTT Ltd Board', renumbering	N Ford
4.0	27.10.20	Minor change in contact name and email on AMT Annual Declaration of Interest Form	F Thambyah
5.0	11.11.22	Inclusion of policy application to all persons providing services to AMT. Adoption of the ACNC template definition of conflict of interest	N Ford
6.0	November 2025	Reviewed. Minor formatting, spelling errors corrected.	HR Manager/CEO