

Disclosure of Interests Policy (v July 2014)

1. Scope

This policy applies to NZTE's Board Members, Advisory Board Members, Assessment Panel Members, staff, contractors and other personnel.

2. Purpose

The purpose of this policy is to protect the integrity of NZTE's decision-making process, maintain stakeholders and customers' confidence, and to protect your own integrity and reputation.

3. Your Obligations

You will:

- declare to NZTE Management your interests that conflict, or potentially conflict, with the interests of NZTE.
- co-operate with NZTE Management to achieve a resolution of the conflict situation.

NZTE Management means:

- the Governance Board Executive (in relation to NZTE Board Members). The Governance Board Executive will consult with the Chief Executive, the NZTE Board Chair, or the NZTE Audit and Risk Committee Chair, as appropriate.
- the NZTE contact person specified in the Group's Terms of Reference (in relation to Advisory Board Members and Assessment Panel Members).
- the NZTE Reporting Manager and the General Manager of the Reporting Manager (in relation to NZTE staff, contractors and casual employees).

4. NZTE Management's Obligations

Once you have disclosed your interests, NZTE Management will assess whether there is a conflict of interest (actual or perceived), and if so, decide whether the conflict can be managed. NZTE Management will consult with the Business Assurance Director (who will consult with Legal for legal advice when necessary).

5. What is a "conflict of interest"?

A "conflict of interest" arises when you have two interests to serve and your duties to one interest clashes with the other. When applied to NZTE, your other interests may influence, or may appear to influence, your ability to objectively perform your responsibilities in the best interests of NZTE.

There is nothing wrong with having a conflict of interest. What's important is whether the conflict can be managed.

6. What interests need to be declared?

You must declare:

- Directorships or engagement in other commercial or voluntary ventures (see "Special Considerations for NZTE personnel - Appointment to Boards and Bodies" below)
- Secondary employment or engagement while you are working with NZTE
- Interests in business partnerships or professional practices
- Shareholdings
- Beneficial interests in trusts
- Relationships with other companies or organisations that deal with NZTE.
- Family or other close relations who deal with NZTE.
- Any other circumstances where a conflict could be perceived.

When deciding what kinds of other interests to disclose, consider the situation from the perspective of an outsider, and whether the interest is of such nature that it could raise an allegation of an actual or perceived conflict of interest.

Use the Declaration of Interests form on page 3 to record your declaration. The form also contains categories of interests you should declare. If you have any doubt about whether you need to declare something, err on the side of transparency and declare it.

Special Considerations for NZTE personnel : Appointments to Boards and Bodies

Personal capacity

You may be asked to join a board or body as a director, trustee or other member. Generally you should not accept the invitation to join the board of a commercial operation or industry body in a *personal* capacity. It is likely that the appointment would raise a conflict of interest that cannot be managed.

There may be occasions where board membership as an individual gives rise to only a remote possibility of conflict – NZTE Management will determine that with you. The same issues generally do not arise with appointments to community groups. In either case you should obtain the approval of NZTE Management before taking up the appointment.

Professional capacity

Appointments to industry bodies or commercial boards, where you are working with those bodies or companies on behalf of NZTE must also be discussed and approved by NZTE Management. In those instances it is likely that an agreement will be required with the organisation concerned to establish that you are not a commercial director, and also how the “ex officio” appointment will operate.

7. When do I make a declaration?

- When you first join NZTE, and from time to time, as requested by NZTE Management.
- On an ongoing case by case basis when your interests change, or when you find yourself in a conflict situation.

8. How is a conflict situation managed?

- If you find yourself in a conflict situation and have not had the opportunity to declare the interest to NZTE Management, err on the side of caution – declare that you may have a conflict and immediately excuse yourself from that situation. Immediately declare your interest to NZTE Management.
- In each declaration, NZTE Management will be responsible for assessing and recording any actions necessary to manage the conflict situation. The actions may include:
 - requiring you to complete an acknowledgement or agreement; or
 - confirming your understanding of the conflict and the arrangements put in place to safeguard NZTE and you in relation to the conflict.
- Other conflict management steps may include:
 - you not accessing NZTE systems in relation to certain customers
 - you not evaluating a tender by a particular company
 - you excusing yourself from meetings when particular customers are being discussed.

9. Who to consult?

Consult with the Director of Business Assurance in relation to this policy or for any conflict management advice. If legal advice is necessary, the Director of Business will consult Legal on your behalf.

10. Related Policies

- [NZTE Standards of Integrity & Conduct](#)
- [Receiving Gifts Policy](#)

Declaration of Interest(s) – under NZTE’s Disclosure of Interests Policy Refer to NZTE policy on the Intranet for guidance

DECLARATION

Other than as set out below, I _____ (Insert first and last name) declare that to the best of my knowledge, I do not have any:

- interest (direct or indirect) in any arrangement, agreement, or contract made or entered into by NZTE or that (as far as I am aware) NZTE is proposing to make; or
- other interests that may give rise to a conflict of interest or potential conflict of interest in relation to NZTE

Interest Categories

Financial	The interest has a financial value. I am expected to gain some financial benefit or loss from the interest.
Professional	I have professional contacts with other organizations, association and trusts.
Research	Where research is funded by an independent organization, this funding may compromise or appear to compromise the design, conduct or reporting of the research.
Whanau / Relationship	I have family relationships, acquaintances and/or friendships which could be perceived as a conflict.
Non-Financial	My position or authority is or may be used to influence or make decisions that lead to any form or personal gain for me, my family members or personal associates.
Political	I have political involvement that could conflict with my duty to act in a politically neutral manner, or my political involvement could appear to compromise my ability to make decisions in the best interests of NZTE.
Community	I have community or voluntary involvement in relation to an organization (whether an NZTE customer or not) that may give rise to a conflict of interest, or potential conflict of interest.
Other	I have an interest that does not fit in any of the above categories but I believe this interest may raise a conflict or potential conflict of interest to NZTE.
No Conflict/NIL	I have reviewed the above categories and I do not have any interests to declare.

Interest Categories	Name of other party	Details – include number of shares if applicable
<i>Example: Financial</i>	<i>ABC Limited</i>	<i>Director, and shareholding (20%)</i>
<i>Example: Whanau/Relationship</i>	<i>XYZ Limited</i>	<i>Director of XYZ Limited is my brother in law, and XYZ Limited is NZTE customer</i>

- I will seek the specific approval of NZTE Management before pursuing any interest that could involve a real, potential or perceived conflict of interest.
- I will update this declaration if any of my interests change. If I have any questions, I will discuss these with the Director Business Assurance (who will consult with Legal, as necessary).

Signed: _____

Date: _____

Please send the completed form to NZTE Management¹ to assess the interests declared, and develop appropriate controls.

¹ NZTE Management means:

- the Governance Board Executive (in relation to NZTE Board Members). The Governance Board Executive will consult with the Chief Executive, the NZTE Board Chair, or the NZTE Audit and Risk Committee Chair, as appropriate.
- the NZTE contact person specified in the Group’s Terms of Reference (in relation to Advisory Board Members and Assessment Panel Members).
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