



CONFLICT OF INTEREST POLICY

Introduction

The Board of the Sleep Health Foundation (the “Foundation”) is committed to high standards of ethical conduct and accordingly places great importance on its Board and membership making clear any existing or potential conflict of interest.

Purpose

This policy has been developed to provide a guideline for all Board Members and Foundation spokespeople regarding declaration of potential or actual conflicts of interest.

Definition

A potential conflict of interest arises where a Board Member has a direct or indirect financial interest, through business, investment or family, in an entity that transacts with the Foundation for direct or indirect remuneration, including gifts or favours that are not insubstantial. A potential conflict of interest also arises where a spokesperson provides advice to the public on behalf of the Foundation (e.g. written material or media interview) and that person has a direct or indirect financial interest, through business, investment or family, in an entity that may stand to be advantaged by the nature of the advice given.

Policy

The Board places great importance on making clear any existing or potential conflicts of interest.

All such potential conflicts of interest shall be declared by the member or spokesperson concerned and documented in the Board’s Conflicts of Interest Register, which will be circulated to all Board members, and available on request to members of the public.

A Board member who believes another Board member or spokesperson has an undeclared conflict of interest should specify in writing the basis of this potential conflict.

Where a Board member has a conflict of interest, as defined by statute, that Board member shall not initiate or take part in any Board discussion on that topic (either in the meeting or with other

Board members before or after the Board meetings), unless expressly invited to do so by unanimous agreement by all other members present.

Where a Board member has a conflict of interest related to a matter before the Board, that Board member shall not vote on that matter. The Board may supplement the statutory definition of conflict of interest if it so wishes, in which case the same procedures shall apply.

Board members are not barred from engaging in business dealings with the Foundation, provided that these are negotiated at arm’s length without the participation of the Board member concerned in the Foundation’s decision to engage in such dealings.

The Board shall be responsible for ensuring that a spokesperson does not have a conflict of interest which could jeopardise or be seen to jeopardise the impartiality of advice given to the public on behalf of the Foundation.

Authorisation

[Signature]

[Date of approval by the Board]

Sleep Health Foundation