Climbing New Zealand (CNZ)
Conflicts of Interest Policy

1. Purpose

Climbing New Zealand (CNZ) is a small sport in a small country. Many of the people who give their time and skills to CNZ are also athletes, parents of athletes, coaches, club committee members, gym owners or staff, officials and route-setters. These overlapping roles are normal and are part of what makes our sport work. They do mean, however, that conflicts of interest will arise regularly and need to be handled well.

This policy sets out how CNZ will identify, disclose, record and manage conflicts of interest so that decisions made for or on behalf of CNZ are, and are seen to be, fair, impartial and made in the best interests of CNZ and the sport.

It aims to:

- support people to recognise actual, potential and perceived conflicts of interest themselves
- give clear, practical guidance on disclosing, recording and managing conflicts
- ensure CNZ meets the conflict of interest requirements of the Incorporated Societies Act 2022 (the Act) and the CNZ Constitution, including keeping an interests register
- make sure conflicts are managed in a way that is fair, transparent, consistent and respectful of the mana of the people involved, including enabling culturally appropriate responses.

This policy is the CNZ policy referred to in the Code of Conduct requirement that all participants manage any actual or perceived conflicts of interest appropriately and in accordance with CNZ policies.

2. Application

This policy applies to anyone who makes, influences or advises on decisions for or on behalf of CNZ, including:

- Committee members and other officers of CNZ
- members of CNZ sub-committees, panels, working groups and advisory groups (including selection panels)
- selectors, team managers and coaches appointed by CNZ
- officials, judges, route-setters (including the Chief Route Setter) and event management personnel at CNZ events
- employees and contractors of CNZ
- volunteers and any other person exercising authority delegated by the Committee (including under the Financial Delegations Policy).

Section 8.1 sets out additional rules that apply to Committee members because of the Act and the Constitution. The rest of this policy applies to everyone listed above.

3. Definitions

- **Act**: the Incorporated Societies Act 2022.

- **Committee**: the Committee of CNZ, with members elected or appointed under the CNZ Constitution adopted in August 2025.
- **Officer**: has the meaning given in the Act. It includes every Committee member and may also include other people who are in a position to exercise significant influence over the management or administration of CNZ.
- **Conflict of interest**: a situation where a person's personal, financial, family, club, business or other interest or relationship conflicts, or may reasonably be seen to conflict, with their duty to act impartially and in the best interests of CNZ in their CNZ role. A conflict may be:
  - **actual** – the conflict exists now
  - **potential** – there is no conflict yet, but one could reasonably arise in future (for example, a family member may later be considered for selection)
  - **perceived** – a reasonable, fair-minded observer could think the person's judgment might be affected, whether or not it actually is.
- **Interested in a matter**: the statutory test in section 62 of the Act that applies to officers (see section 5.2).
- **Interests Register**: the register of disclosures kept by the Committee under section 73 of the Act and this policy (see section 7).
- **Relevant Chair**: the person chairing the meeting or leading the group or process in which the conflict arises (for example, the President for Committee meetings, the convenor of a sub-committee or selection panel, or the Chief Route Setter or event manager at an event).
- **Close family/whānau**: includes spouse, civil union or de facto partner, child, parent, grandparent, grandchild, sibling, nephew, niece, uncle, aunt, first cousin, and anyone else with whom the person has a similarly close relationship.

4. Guiding principles

- **Having an interest is not wrongdoing.** Relationships, including whakapapa relationships, club involvement and family connections, are expected in our sport. They do not automatically mean a person cannot hold a role or take part in decisions.
- **Disclosing is not an admission of anything.** It simply flags a situation that may need to be managed.
- **If in doubt, disclose.** It is always better to raise something that turns out not to matter than to leave something unsaid.
- **Disclose early.** Conflicts should be raised as soon as the person becomes aware of them, and before the relevant decision is considered.
- **Manage proportionately.** The steps taken should match the seriousness of the conflict and the decision involved.
- **Record it.** Disclosures and the steps taken to manage them should be written down.
- **Treat people with respect.** Conflicts should be handled openly, fairly and confidentially, protecting the integrity and mana of the people involved and the decisions made.

5. Identifying a conflict of interest

5.1 The general test

Anyone covered by this policy should ask themselves two questions whenever they take on a role or a decision comes up:

- Do I, or does anyone close to me (family/whānau, my club, my business or employer, or an organisation I am involved with), have an interest in the outcome?
- Am I able to influence the decision, or would a fair-minded person think I could?

If the answer to both questions is yes, or might be yes, there is a conflict of interest that must be disclosed. The interest may be financial or non-financial (for example, a family relationship, a coaching relationship, a club affiliation, or a personal dispute).

5.2 The statutory test for officers (Committee members)

Under section 62 of the Act, an officer is "interested in a matter" relating to CNZ if they:

- may obtain a financial benefit from the matter
- are the spouse, civil union partner, de facto partner, child, parent, grandparent, grandchild, sibling, nephew, niece, uncle, aunt or first cousin of a person who may obtain a financial benefit from the matter
- may have a financial interest in a person to whom the matter relates
- are a partner, director, officer, board member or trustee of a person who may have a financial interest in a person to whom the matter relates.

Under section 62 of the Act, an officer is *not* interested in a matter merely because they receive an indemnity, insurance cover, remuneration or other benefit authorised under the Act; or if their interest is the same or substantially the same as that of all or most other CNZ members; or if the interest is so remote or insignificant that it cannot reasonably be regarded as likely to influence them.

A "matter" includes CNZ carrying out its activities or exercising its powers, and any arrangement, agreement or contract CNZ enters into or proposes to enter into.

The statutory test is focused on financial interests. CNZ's policy is broader: Committee members must also disclose and manage non-financial conflicts (for example, a child being considered for selection, or a close relationship with a party to a complaint) under the general test in section 5.1.

5.3 Common examples in our sport

The following are examples only. Each situation needs to be considered on its facts.

- A Committee member owns, works at or has shares in a climbing gym that is bidding to host a national event, or supplies holds, walls or services to CNZ.
- A selector's child, partner or regular coaching athlete is in the selection pool.
- A Committee member's children compete and the Committee is deciding on youth team funding subsidies, athlete levies or travel support.
- A Committee or sub-committee member is also on a club committee that is applying to CNZ for funding or is party to a dispute or complaint.
- A route-setter or judge coaches, is related to, or lives with a competitor in the event they are setting or judging.
- A CNZ coach is paid, or receives other benefits, under a CNZ programme and the Committee is making budget or contract decisions about that programme.
- A person involved in deciding a complaint has a close personal relationship, or a history of conflict, with one of the parties.
- A family member of a Committee member applies for a paid CNZ role or contract.
- A Committee member is employed by, or on the board of, a funder, sponsor or other sporting body that CNZ is negotiating with.

By contrast, a Committee member will usually not have a conflict simply because their child competes when the Committee is making a general decision (such as adopting competition rules) that affects all competitors in the same way. The question is always whether the particular decision affects that person's interests differently from others.

6. Disclosing a conflict of interest

6.1 When taking on a role

Every Committee member must complete an Interests Declaration (Appendix 1) as soon as practicable and no later than 10 working days of being elected or appointed, and before taking part in any Committee decision where practicable. The same applies to members of sub-committees, selection panels and other CNZ groups, and to employees and contractors in decision-making roles. The Declaration records "standing" interests – ongoing roles, relationships and interests that are likely to be relevant to CNZ decisions.

Officials, judges and route-setters for a CNZ event must disclose any relevant relationships with competitors (see section 8.4) to the Chief Route Setter, Chief Judge or CNZ event manager before the event.

6.2 As soon as a conflict arises

Interests and circumstances change. A person must disclose a new or changed conflict of interest as soon as practicable after becoming aware of it, and in any case before the relevant matter is discussed or decided. Disclosure should be made:

- for Committee members: to the Committee (usually at the next meeting, or by email to the President and Secretary if a decision is to be made before then) and in the Interests Register
- for sub-committees, panels and working groups: to the Relevant Chair, who will ensure it is recorded and reported to the Committee
- for employees and contractors: to the President (or, if the conflict involves the President, to the Secretary)
- for officials and route-setters at an event: to the Chief Route Setter, Chief Judge or CNZ event manager.

A disclosure by an officer must describe the nature and extent of the interest, including any monetary value of the interest if it can be quantified (section 63 of the Act).

6.3 At every meeting

"Interests register – updates and declarations for this meeting" will be a standing item at the start of every Committee meeting, and every sub-committee and panel meeting. Members must use that item to:

- update their standing interests if anything has changed, and
- declare any interest they have in a specific item on that meeting's agenda.

Standing interests that are already recorded do not need to be re-stated at each meeting, but a member must still flag them when a specific agenda item engages them. If a conflict only becomes apparent part-way through a meeting, the member must declare it immediately. Suggested agenda and minute wording is in Appendix 2.

6.4 Annual confirmation

Each year, following the AGM, every Committee member (and every sub-committee member) will review and confirm or update their entries in the relevant Interests Register.

6.5 Others may raise a conflict

Anyone – a member of the Committee or group, a CNZ member, an athlete or a member of the public – may raise a possible conflict with the Relevant Chair, the President or the Secretary. The Relevant Chair will consider it and decide whether any steps are needed, and the matter will be recorded.

7. Interests registers

7.1 Committee Interests Register

As required by section 73 of the Act (and as specified by Schedule 2, clause 1.4(c) of the Constitution), the Committee keeps and maintains an Interests Register. The Secretary maintains it on the Committee's behalf. It has two parts (suggested template at Appendix 3):

- **Part A – Standing interests**: each Committee member's ongoing roles, relationships and interests, as declared on appointment and updated over time (this continues the register the Committee already maintains)
- **Part B – Disclosures in specific matters**: a running log of each disclosure made in relation to a particular matter, including the nature and extent (and value, if quantifiable) of the interest, how it was managed, and the minute reference.

The Interests Register will be tabled or made available at every Committee meeting. Any officer of CNZ may inspect it at any reasonable time (section 73(2) of the Act).

7.2 Sub-committee and other registers

Each CNZ sub-committee, selection panel and standing working group will keep its own interests register in the same format, maintained by its convenor or secretary. It will be provided to the Committee Secretary at least annually and whenever it changes materially. The terms of reference for each sub-committee should include the model clause at Appendix 2.

Employees' and contractors' disclosures will be recorded by the President in a register held with the Committee Interests Register.

7.3 Reporting at the AGM

Section 86 of the Act requires the Committee to present, at each AGM, notice of the disclosures (or types of disclosures) made by officers during the year, including a brief summary of the matters (or types of matters) they related to. The Secretary will prepare this summary from Part B of the Committee Interests Register for inclusion in the annual report. The summary will be expressed at a level that protects personal privacy (for example, "two disclosures relating to athlete travel subsidies where members' children were eligible").

8. Managing a conflict of interest

8.1 Committee members – rules that must be followed

Under section 64 of the Act, a Committee member who is interested in a matter:

- must not vote or take part in a decision of the Committee relating to the matter
- must not sign any document relating to entering into a transaction or starting the matter, but
- may take part in discussion and be present when the decision is made, unless the Committee decides otherwise.

A Committee member who cannot vote may still be counted towards the quorum. The prohibition on voting and signing does not apply if all the Committee members who are not interested in the matter consent; any such consent must be recorded in the minutes, together with the reasons.

If 50% or more of the Committee members are prevented from voting on a matter, a special general meeting of CNZ must be called to consider and decide it (section 64(3) of the Act). Because many Committee members have family members who compete, the Committee should anticipate this risk when planning decisions (for example, about athlete subsidies or levies) and seek advice early if it looks likely to arise.

In addition to the statutory minimum, CNZ's practice is that:

- for non-financial conflicts, the same approach applies – the conflicted member does not vote or take part in the decision
- the President (or, where the President is conflicted, another Committee member chosen by the non-conflicted members) will decide whether the conflicted member should also leave the meeting for the discussion, and whether they should receive the papers for that item
- where the conflict is serious or ongoing, the Committee may decide on additional steps from section 8.2.

8.2 Options for managing conflicts

Depending on the seriousness of the conflict and the decision involved, the options include (in rough order of seriousness):

- recording the interest with no further action, where it is minor and not likely to influence the decision
- the person taking part in discussion but not in the decision
- the person leaving the meeting for both discussion and decision, and not receiving the related papers or information
- bringing in an independent person or alternate (for example, an alternate selector or an independent member of a complaints panel)
- the person stepping aside from a particular task, event or project
- the person stepping down from the role, where the conflict is so significant or ongoing that it cannot otherwise be managed.

The person with the conflict should not decide how their own conflict is managed. Where possible, the steps should be agreed with the person and put in place in advance.

8.3 Sub-committees, panels and working groups

The Relevant Chair decides how a disclosed conflict is managed, using section 8.2. If the Relevant Chair has the conflict, or is unsure, the matter should be referred to the President (or, if the President is conflicted, to the Committee). As a minimum, a person with a conflict must not vote on or make the decision on the matter concerned.

Selection. A selector must disclose any close family, coaching, business or other significant relationship with an athlete in the selection pool before selection deliberations begin. The selector must not take part in a selection decision about that athlete, and the remaining selectors will decide, but the selector may take part in a selection discussion to, for example, answer questions if the Relevant Chair considers that useful and appropriate. Where practicable, athletes should be told in advance how conflicts on the selection panel will be managed.

8.4 Officials, judges and route-setters

Before a CNZ event, officials, judges and route-setters must tell the Chief Route Setter, Chief Judge or CNZ event manager of any close family/whānau relationship with, coaching relationship with, or financial interest in, a competitor. The Chief Route Setter, Chief Judge or event lead will decide what steps are needed, which may include reallocating judging duties, adjusting who judges particular routes or rounds, or arranging additional oversight.

Separately from any conflict, route-setters must comply with the confidentiality obligations in the Code of Conduct and the CNZ route-setting code of conduct: no information about competition routes (style, difficulty, beta or visuals) may be shared with anyone outside the CNZ event management team, and information acquired in the role must not be used to gain an advantage for anyone.

8.5 Employees and contractors

Employees and contractors must disclose conflicts to the President (see section 6.2). The President, with the Secretary or Treasurer as appropriate, will agree how the conflict is to be managed and report significant conflicts to the Committee. Employees and contractors must not approve or influence any CNZ decision, payment or contract in which they have a conflict.

8.6 Recording decisions

The minutes (or other record) of any meeting or process at which a conflict is disclosed must record:

- who declared the interest and its nature
- how it was managed (for example, whether the person left the room, did not vote, or did not receive papers)
- any consent given under section 64(2)(b) of the Act, and
- who made the decision.

9. Financial transactions and delegated authority

The Financial Delegations Policy applies alongside this policy. In particular, no delegate may approve, authorise or execute a payment, expense claim, reimbursement, contract or other financial transaction that directly benefits themselves, a family member, or an entity in which they have a financial interest (Financial Delegations Policy, clause 6 – No Self-Approval). Anyone exercising delegated authority must disclose any conflict under this policy, and the Committee will decide whether and how the delegation may continue to be exercised (Financial Delegations Policy, clause 9).

Where a transaction in which an officer is interested is being considered, the Committee should satisfy itself (and record) that CNZ is receiving fair value. This is good practice and is relevant to CNZ's rights under sections 68 to 70 of the Act.

10. Gifts, hospitality and other benefits

People covered by this policy must not seek or accept any gift, hospitality, payment or other benefit that is, or could reasonably be seen to be, intended to influence a CNZ decision. Gifts or hospitality worth more than $200 received in connection with a CNZ role (for example, from a supplier, sponsor, event host or prospective contractor) must be disclosed to the Secretary and recorded in the relevant register. Modest, customary hospitality and gifts – such as a thank-you card or refreshments at an event – do not need to be disclosed.

11. Sponsorship and fundraising

Conflicts can arise in sponsorship and fundraising, for example where a Committee member has a relationship with a prospective sponsor, or where organisers of a raffle or prize draw (or their close family/whānau) enter it. These should be disclosed and managed in the same way as any other conflict. Common sense applies: family and friends often buy raffle tickets, and that is not a problem so long as the draw is conducted fairly by someone who does not hold a ticket.

12. Failure to disclose or comply

Failing to disclose a conflict of interest, or failing to comply with the steps agreed to manage it, is a breach of this policy and of the Code of Conduct. It may be dealt with under the CNZ Complaints Policy, and the outcomes set out in that policy (including removal from a role) may apply.

For officers, the Act also provides that:

- the Committee must notify CNZ members of any failure to comply with the disclosure or voting rules (sections 63 and 64), and of any transactions affected, as soon as practicable after becoming aware of it (section 65(1))
- a failure to comply does not by itself make an act or matter invalid (section 65(2)), but
- CNZ may be able to avoid a transaction in which an officer was interested within three months after members are notified, unless CNZ received fair value under it (sections 68 to 70).

The Secretary will advise the Committee on the form of any member notification required.

13. Raising concerns and complaints

Anyone who is concerned that a conflict of interest has not been disclosed or properly managed may raise it informally with the Relevant Chair or the President, or make a formal complaint under the CNZ Complaints Policy (complaints officer: CNZ Secretary, secretary@climbing.nz; alternatively the President, president@climbing.nz). The Complaints Policy lists conflicts of interest and misuse of position as matters that may be the subject of a complaint.

Where the concern relates to a selection decision, a complaint about the conduct of a selector can be made under the Complaints Policy, but a challenge to the selection outcome itself must be made under the applicable selection and appeal process, as selection disputes are outside the scope of the Complaints Policy.

Retaliation against anyone who raises a concern in good faith is prohibited under the Code of Conduct.

14. Privacy and record-keeping

Information disclosed under this policy will be handled in accordance with the Privacy Act 2020. It will be used only for the purpose of identifying and managing conflicts of interest, and shared only with those who need it for that purpose – subject to the statutory rights of officers to inspect the Committee Interests Register and the AGM reporting requirement in section 7.3.

Interests Registers will be kept indefinitely. Interests Declarations and supporting records will be kept for 7 years after the person leaves the relevant role, then securely destroyed.

15. Relationship to other documents

This policy should be read together with:

- the CNZ Constitution and the Incorporated Societies Act 2022 – where there is any inconsistency, the Act and then the Constitution prevail
- the CNZ Code of Conduct – which requires all participants to manage conflicts of interest in accordance with CNZ policies, and requires officials, judges and route-setters to act impartially
- the CNZ Complaints Policy – which is the process for complaints about conflicts of interest
- the CNZ Financial Delegations Policy
- the CNZ route-setting code of conduct and setting guidelines, and any applicable selection policy.

16. Review

This policy will be reviewed by the Committee no later than the review date set out in the Document Control table below, or earlier if required (for example, following a change to the Constitution, the Act or its regulations, or a significant conflict of interest issue).

Document Control

Policy owner	CNZ Committee
Commencement Date	November 2026
Review Date	Maximum of 2 years from commencement

Appendix 1: Interests Declaration Form

To be completed by every Committee member on election or appointment (and by members of sub-committees, selection panels and other CNZ groups, and employees and contractors in decision-making roles). Please return to the CNZ Secretary (secretary@climbing.nz), or to the convenor of your sub-committee or panel. Update this declaration whenever your interests change.

Name	
CNZ role(s) and Committee / sub-committee / panel	

Standing interests. Please list any roles, relationships and interests that are likely to be relevant to CNZ decisions. Consider, for example:

- club, regional association or other sporting body roles (committee, coaching, employment, membership)
- close family/whānau who compete, coach, officiate or work in the sport
- athletes you coach or manage
- ownership of, employment by or financial interest in climbing gyms, suppliers, sponsors, funders or other businesses dealing with CNZ
- roles with national or international bodies, and any paid role, contract or other benefit you receive from CNZ
- anything else a fair-minded person might think could affect your impartiality.

Interest (role / relationship / business)	**Nature and extent of interest (include monetary value if it can be quantified)**	**CNZ matters this is likely to be relevant to**
Example: Parent	*My daughter competes in CNZ Youth B events and is in the youth team selection pool.*	*Youth selection; youth team subsidies and levies.*

Declaration

- I have read and understood the CNZ Conflicts of Interest Policy.
- The information above is complete and accurate to the best of my knowledge.
- I will disclose any new or changed interest as soon as practicable, and before any related matter is decided.
- I understand that this information will be recorded in the relevant Interests Register, which may be inspected by CNZ officers, and that a summary of disclosures will be reported at the AGM as required by the Act.

Signed	
Date	

Appendix 2: Meeting procedures and model terms of reference clause

Standing agenda item (first item after apologies)

Interests register – updates and declarations for this meeting. Members are asked to (a) confirm or update their entries in the interests register, and (b) declare any interest in any item on this agenda.

Suggested minute wording

No new interests: "Members confirmed there were no changes to the interests register and no interests to declare in relation to items on the agenda."

Interest declared: "[Name] declared an interest in item [x] ([brief description of interest]). [Name] [took part in the discussion but did not vote / left the meeting for the discussion and decision on this item and did not receive the papers]. The interests register has been updated."

Consent under section 64(2)(b): "All members not interested in item [x] consented to [Name] [voting on / signing documents relating to] this item because [reasons]."

Model clause for Committee terms of reference

Conflicts of interest. Members of the Committee must comply with the CNZ Conflicts of Interest Policy. Each member will complete an Interests Declaration on appointment. The sub-committee will keep an interests register, which the [convenor / secretary] will maintain and provide to the CNZ Secretary [at least annually and] whenever it changes materially. "Interests register – updates and declarations for this meeting" will be a standing item at the start of every sub-committee meeting. A member with a conflict of interest in a matter must not vote on or make any decision on that matter, and the convenor (or, if the convenor is conflicted, the CNZ President) will decide whether any further steps are needed. Declarations and the steps taken will be recorded in the minutes.

Appendix 3: Interests Register template

Climbing New Zealand Incorporated – [Committee / name of sub-committee] Interests Register. Maintained by the [Secretary / convenor]. Last updated: [date].

Part A – Standing interests

Name and role	Interests (roles, relationships, business or financial interests) – nature and extent	Date declared / last updated	Date ceased	Initials
Example: A. Member, Committee member	*Committee member, [Club]. Two children compete in CNZ youth competitions.*	*April 2026*		

Part B – Disclosures in specific matters

Date	Name	Matter (meeting / agenda item)	Nature and extent of interest (incl. value if quantifiable)	How managed (e.g. did not vote; left room; s64(2)(b) consent)	Minute reference
[date]	*A. Member*	*Youth team travel subsidy for [event]*	*Child eligible for subsidy (approx. $[x])*	*Took part in discussion; did not vote*	*[Meeting date], item [x]*