

CONFLICT OF INTEREST POLICY

1. PREAMBLE

Conflict of Interest arises whenever the personal or professional interests of an employee are potentially at odds with the best interests of the organization. However, all employees are required to act in good faith towards their organization and need to be aware of the potential for a conflict of interest to arise and should always act in the best interests of the organization.

2. AIM OF THE POLICY

The overall goal of a conflict of interest policy is to make clear that no organization or individual benefits inappropriately because of a relationship with either staff, partners or board members of the organization. The conflict of interest policy is intended to increase the awareness of employees to the potential for conflict and to establish procedures whereby such conflicts may be avoided or properly managed.

3. SCOPE OF THE POLICY

This policy is directed not only to the governance and management members , but to all employees who can influence the actions of the organization. For example, this would include all who make decisions, all persons who might be described as 'management personnel', and anyone who has proprietary information concerning the organization.

4. OBJECTIVES OF THE POLICY

-  To ensure that deliberations, contractual arrangements and decisions are made in the interests of the organization as a whole;
-  To protect the interest of the organization when it is entering into a transaction, contract or arrangement that might benefit the private pecuniary interest of an interested office bearer or member, staff member or related parties;
-  To protect both the organization and individuals involved from any appearance of impropriety and to ensure compliance to statutory and best practice requirements.

5. TYPES OF CONFLICT OF INTEREST

-  Self-dealing: In the staff/board member's role, the individual makes decision that affects her/him financially or materially as a private citizen or along with any associated parties.

- ✚ Accepting benefits: The staff / board member accepts substantial gifts, bribes, services, or other significant benefits that may be perceived to influence the staff / board member.
- ✚ Influence peddling: The staff / board member accepts benefits in exchange for exerting influence or giving preferential treatment to the giver of the benefit.
- ✚ Using confidential/ critical information: The staff / board members use confidential/ important, critical information acquired with respect to the organization's work for private interest or gain.
- ✚ Post-appointment: Confidential information that has been gained in the staff / board member's role is used for private advantage after leaving the organization.

6. GIFTS

The board / staff member should not give or receive, directly or indirectly, any gift or other favour that may influence the exercise of the organization's function, performance of duty or in other ways possibly harm the organization. Gifts are defined as but not limited to services, travel, entertainment, material things or favours. In order to respect local traditions and conventional hospitality, minor gifts are accepted. Cash gifts are not acceptable. All employees are expected to show good judgement and when in doubt, contact their superiors.

7. COMMITTEE ON CONFLICTS OF INTEREST

The audit and conflicts committee nominated by the Governing Council, shall have primary responsibility for the administration and monitoring of compliance with this policy.

8. AVOIDING CONFLICTS

When a member of the Governing Council has a relationship with another development organization, maintaining a transparent relationship is the key to avoiding conflict of interest. Whenever there is potential for conflict of interest, it is important to make complete and accurate disclosure of the circumstances to each side, and to receive informed consent from each. Where there is no consent, and the conflict cannot be resolved, then one or both relationships must be ended.

Governing Council members are expected to act ethically and with integrity. In carrying out their obligations, they must do their best to avoid ethical, legal, financial or other conflicts of interest.

9. PROCEDURE OF ADDRESSING CONFLICT OF INTEREST

- ✚ In connection with any actual or possible conflicts of interest, a staff / board member must disclose in writing the existence and nature of her / his interest to the audit and conflicts committee prior to the consideration of the proposed transaction or contract.
- ✚ For each interest disclosed, the disinterested members of the audit and conflicts committee shall determine whether a conflict of interest exists.
- ✚ In all cases, decision involving a conflict will be made only by disinterested persons. A person who has a conflict of interest shall not participate in or be permitted to hear the boards or committee's discussion of the matter except to disclose material facts and to respond to questions. Such person shall not attempt to exert her / his personal influence with respect to the matter, either at or outside the meeting.
- ✚ When the conflict involves a decision-maker, the person with the conflict ('interested party'): (i) must fully disclose the conflict to all other decision-makers; (ii) may not be involved in the decision of what action to take (e.g., may not participate in a vote) but may serve as a resource to provide other decision-makers with need information.
- ✚ The committee will monitor proposed or ongoing transactions for the organization (e.g., contracts with vendors and collaborations with third parties) for conflicts of interest and disclose them to the board and staff, as appropriate.
- ✚ When there is a doubt as to whether a conflict exists, the matter shall be resolved by vote of the board of trustees, excluding the person(s) concerning whose situation the doubt has arisen.

10. VIOLATIONS OF THE CONFLICT OF INTEREST POLICY

- ✚ If the Governing Council/ The Audit and Conflict Committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and give the member an opportunity to explain the alleged failure to disclose.
- ✚ If, after hearing the member's response and after making further investigations, the audit and conflicts committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall recommend to the board to take appropriate disciplinary and corrective action without prejudice to any sanctions that may be prescribed law.

- ✚ The violation of this conflict of interest policy is a serious matter and may constitute cause for removal or termination of a staff/board member or the termination of any contractual relationship the organization may have with an interested person or other party.

11. RECORDS OF PROCEEDINGS

The minutes of the audit and conflicts committee shall contain:

- ✚ The names of staff / board members found to have a material financial interest in connection with an actual or possible conflict of interest; the nature of the interest; any action taken to determine whether a conflict of interest was present; and the decision of the audit and conflict committee as to whether a conflict of interest in fact existed;
- ✚ The names of the persons who were present for discussions and votes relating to the actual or potential conflict of interest; the content of the discussion; and a record of any votes taken in connection therewith.

12. CONFIDENTIALITY

Each member , officer, employee and volunteer shall exercise care not to disclose confidential information acquired in connection with disclosures of conflict of interest or potential conflicts, which might be adverse to the interests of the organization. Furthermore, board / staff members shall not disclose or use information relating to the organization for their personal profit or advantage or the personal profit or advantage of their family member(s).

In dealings with consultants, s/he shall not at any time communicate to any person or entity any confidential information acquired in the course of the services, nor shall the consultant make public the recommendations formulated / documents received prepared or released in the course of, or as a result of, the services except with the prior written consent of the organization. 'Confidential information' means any information or knowledge acquired by the consultant arising out of, or in connection with, the performance of the services that is not otherwise available to the public. In the event of any breach of the stated provisions, the consultant shall make good any loss/cost/damage/any claim whatsoever preferred by the client or may third party against the organization concerned.

13. DECLARATION OF COMMITMENT

To be signed by all governing council members, staffs, volunteers. A copy will be kept on file in the office.

I declare that:

- I have read and understand the organization's conflict of interest policy.
- I will work within the procedure as laid out in the conflict of interest policy.
- I have not been accused or convicted to any offence involving conflict of interest.
- I understand that if a complaint is brought against me regarding conflict of interest while engaged in the organization's activities, the allegation will be thoroughly investigated in cooperation with the appropriate authorities

Signature: _____

Date: _____

14. REVIEW OF THE POLICY

The audit and conflicts committee shall periodically consider whether and how this conflict of interest policy should be revised or amended to better meet its objectives. Any changes to the policy shall be communicated to all staff and volunteers.

Once the conflict of interest policy is adopted, it must be used and treated as a living document and not put on a shelf and forgotten. A copy of the conflict of interest policy should be readily available at every board meeting, and the policy should be referred to as necessary in the same way as are the organization's bylaws. Additionally, review and discussion of the conflict of interest policy and completion of a disclosure statement should be part of every new board member's orientation, as well as existing board members should update their respective disclosure statement on a recurring basis.

This Conflict of Interest has been accepted by the Governing Council in its meeting held onand will be applicable with effect from.....

Director General

Secretary

President

