



## **Conflict of Interest Policy**

The purpose of this Policy is to ensure that all potential conflicts of interest are identified and addressed in an appropriate and timely manner.

This Policy applies to the ACEPO Board, all ACEPO (and subsidiary company) employees, including affiliate organizations, and to all paid and unpaid consultants, contractors, interns, and volunteers that provide supplies, services or support, to ACEPO or promote its work at any location in South Sudan. All such parties are referred to as “employee” in this document.

This Policy also applies to ACEPO’s partners, vendors and other third parties, where it is included or referenced in relevant bid or tender documents, agreements, memorandums, purchase orders or contracts.

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*Deputy Director*

## POLICY STATEMENT:

It is the policy of ACEPO and all subsidiaries to conduct our work in an honest, open and ethical manner and in compliance with humanitarian principles and applicable law.

This ACEPO Conflict of Interest Policy is designed to ensure that all potential conflicts of interest are identified and addressed in an appropriate and timely manner in order to:

- Protect the integrity of ACEPO's decision-making processes;
- Protect the integrity and reputation of members of the ACEPO Board and employees and volunteers;
- Underpin and ensure stakeholder trust and confidence in ACEPO as an organization.

Conflicts of interest will occur. Even the appearance of a conflict of interest has the potential to damage ACEPO's reputation. For that reason, it is essential that all conflicts of interest and potential conflicts of interest are disclosed and managed correctly in accordance with this policy.

The purpose of this policy is to:

- Set out our responsibilities and the responsibilities of those working for or on behalf of us, in relation to observing and upholding our position on conflicts of interest; and
- Provide information and guidance to those working for or on behalf of us on how to identify and report potential conflicts of interest.

## APPROACH

The approach adopted in this policy is one of disclosure rather than automatic prohibition of transactions that may give rise to a conflict of interest. Once disclosed, potential conflicts of interest will be considered and appropriate actions to address conflicts of interest will be decided on a case-by-case basis.

## WHO MUST COMPLY?

The policy applies to all parties as laid out in the cover sheet.

## CONFLICT OF INTEREST DEFINED

You have a conflict of interest where your private interests compete or conflict (or appear to an observer to compete or conflict) with the interests of ACEPO. "Private interests" include your own interests or those of your immediate family or an organization in which you are involved. In other words, a conflict of interest arises where your ability to act impartially and objectively is or appears to be compromised for reasons involving family, personal life, financial interests, or other interests outside of ACEPO.

Below is a non-exhaustive list of examples of conflicts of interest:

- A family or household member or an intimate friend is a director or the joint or sole owner of a supplier that ACEPO is considering using.
- A family or household member or an intimate friend directly or indirectly leases, rents, buys or sells property to or from ACEPO.
- An employee, volunteer or board member uses confidential information acquired as a result of their position within ACEPO to further their private interests.
- An employee is a relative or intimate friend of a manager who makes decisions on job responsibilities, pay and promotions relating to that employee.
- An employee involved in deciding on recruitment is related to or in an intimate relationship with a candidate.
- A board member or employee provides advice or is otherwise involved in an organization which competes for donor funding with ACEPO.

When deciding whether a potential conflict of interest should be disclosed, consider the situation from the perspective of an outsider and if in doubt, err on the side of disclosure. Even an unfounded perception of impropriety can potentially be damaging to the reputation of ACEPO.

This policy cannot describe all conflicts of interest, and its application may be uncertain at times. You will need to exercise sound judgement and respect the spirit as well as the wording of this policy and to make sure that you avoid any appearance of impropriety.

## DISCLOSURE

The information will be processed in accordance with data protection principles. Data will be processed only to ensure that directors and senior staff act in the best interests of ACEPO. The information provided will not be used for any other purpose.

Upon commencement of employment or appointment to the Board, each employee or director is required to disclose fully any interests such as relationships or posts held that could potentially result in a conflict of interest by completing the **Conflict-of-Interest Disclosure Form at Appendix 1**. Thereafter all employees and directors are required to redeclare annually.

- This disclosure will be kept on file and updated as and when any other potential or actual conflicts of interest arise. It is the responsibility of every ACEPO Board member and employee to report new conflicts of interest as they arise rather than waiting to be asked to update their declaration of interest.
- If you think you have a conflict of interest that you have not disclosed already, **promptly update your conflict-of-interest disclosure form and give it to your line manager**. If the line manager believes there is a conflict that warrants further discussion, s/he will share the information with the Executive Director. In all cases, the line manager will document the reporting of a possible conflict of interest and his/her decision to discuss with the Executive Director or not, as the case may be.
- **In the context of a procurement** that is put out to tender, each member of the relevant evaluation committee will complete and sign the **Declaration for Members of The Tender Evaluation Committees at Appendix 2** prior to commencing the evaluation process.
- All potential or actual conflicts of interest which involve the use of funds received from institutional donors will be communicated to the Head of Compliance at ACEPO Head Office.

## RESPONSIBILITIES AFTER DISCLOSURE

- If you disclose a conflict, you must **remove yourself from consideration of the underlying transaction**. This means that you should excuse yourself from staff, Board and other meetings during consideration of the transaction. You should avoid discussing the transaction with colleagues, except your line manager, and then only if you have information relevant to the transaction. While you should not stray into the specific transaction, you may participate in more general deliberations, for example, about a program field, that have no implications for ACEPO's relationship with the vendor or beneficiary.
- The Deputy Director and/or the Audit, Finance and Risk Committee may **waive** all or part of these requirements, to the extent permitted under donor rules and agreements, if it is believed that your participation will not create actual or apparent impropriety.
- Staff, committee and Board **meeting agendas** will segregate matters that require a person to absent his/herself on grounds of conflict of interest, and the **meeting minutes** will describe the conflicts of interest, disclose any related discussions, explain the reasons for allowing a person to excuse themselves, and document compliance with these procedures. Where a quorum is required for any meeting, a person who has a conflict of interest will not be counted towards the quorum.

## OTHER STEPS TO ADDRESS COI

In most cases it will be sufficient to remove the person affected from any involvement in the matter giving rise to the conflict of interest so that ACEPO can proceed with the matter in an impartial and objective manner. However, in some circumstances, further steps may be required to address a significant or ongoing conflict of interest. These may involve recruiting a third party to assist, removing the individual affected from relevant duties, requiring an individual to relinquish a private interest or, in exceptional cases, resignation.

## APPROVAL IN CASES OF MATERIAL BENEFIT

If an ACEPO Board member or employee will receive a material benefit as a result of a conflict of interest where there is a material benefit, ACEPO will enter into the transaction only with the approval of the Audit, Finance and Risk Committee as well as the approval of the Board.

## EXCLUSIVITY OF SERVICE

During your employment with ACEPO you shall devote your full time and attention to your duties with ACEPO and shall not (without the prior written consent of ACEPO) directly or indirectly either on your own account or on behalf of any other person, company, business entity or other organization engage in, or be concerned with, or provide services to any other business or accept any other engagement or office.

ACEPO encourages non-profit service outside ACEPO. However, such service as a director, trustee or committee member, whether as a fiduciary or as an advisor, constitutes a potential conflict of interest. Therefore, you may serve another organization in that capacity only if to the best of your knowledge, neither the organization nor any of its affiliates has a current or prospective relationship with or competes with ACEPO.

## SANCTIONS

Violations of this policy may amount to misconduct and be subject to ACEPO's disciplinary procedures up to and including dismissal.

## LAWS

This policy supplements laws that regulate conflicts of interest and impose fiduciary duties. So, for example, members of the Board of ACEPO are also subject to the provisions of the Organization's Constitution in relation to conflicts of interest. Similarly, members of the Board are subject to provisions under relevant legislation in that jurisdiction. Compliance with this policy may not ensure compliance with such legal requirements and directors should seek local legal advice.

## MONITORING

ACEPO shall monitor the implementation of this policy on a regular basis (minimum annually). This policy will be periodically reviewed and updated as appropriate.



## APPENDIX 1

### CONFLICT OF INTEREST DISCLOSURE FORM

Date: \_\_\_\_\_

Name: \_\_\_\_\_

Position (employee/volunteer/board member): \_\_\_\_\_

Please describe below any relationships, transactions, positions you hold (volunteer or otherwise), or circumstances that you believe could contribute to a conflict of interest between ACEPO and your personal interests, financial or otherwise:

\_\_\_\_\_ I have no conflict of interest to report

\_\_\_\_\_ I have the following conflict of interest to report (please provide details and insert additional pages where necessary)

1. \_\_\_\_\_

2. \_\_\_\_\_

3. \_\_\_\_\_

I hereby certify that the information set forth above is true and complete to the best of my knowledge (having made reasonable enquiries).

I have reviewed, and agree to abide by, the ACEPO Conflict of Interest Policy.

Signature: \_\_\_\_\_ Date: \_\_\_\_\_



**APPENDIX 2**

**DECLARATION FOR MEMBERS OF THE TENDER EVALUATION COMMITTEE**

I, the undersigned, hereby declare that I agree to participate in the evaluation of the abovementioned [procurement procedure].

By making this declaration, I confirm that I shall execute my responsibilities impartially and objectively.

I hereby also declare that I am independent of all parties who stand to gain from the outcome of the evaluation process.

To the best of my knowledge and belief, there are no facts or circumstances, past or present, or that could arise in the foreseeable future, which might place me in a situation of conflict of interest or otherwise call into question my independence in the eyes of any party; and, if I discover or should it become apparent during the course of the evaluation process that such a relationship exists or has been established, I will declare it immediately and cease to participate in the evaluation process.

I declare that I have not been employed by any of the [Candidates/Tenderers] within the past 3 years.

I agree to hold in trust and confidence any information or documents disclosed to me, discovered by me or prepared by me in the course of or as a result of the above-mentioned evaluation exercise and agree that it shall be used only for the purposes of this evaluation and shall not be disclosed to any third party. I also agree not to retain copies of any written information or prototypes supplied.

<b>NAME</b>		<b>SIGNATURE</b>		<b>DATE</b>	
<b>NAME</b>		<b>SIGNATURE</b>		<b>DATE</b>	
<b>NAME</b>		<b>SIGNATURE</b>		<b>DATE</b>	
<b>NAME</b>		<b>SIGNATURE</b>		<b>DATE</b>	



**APPENDIX 3**

**RECRUITMENT CONFLICT OF INTEREST DISCLOSURE FORM**

Vacancy \_\_\_\_\_

Date: \_\_\_\_\_

Name: \_\_\_\_\_

Position (employee/volunteer/board member): \_\_\_\_\_

Please describe below any relationships, transactions, positions you hold (volunteer or otherwise), or circumstances that you believe could contribute to a conflict of interest in relation to the recruitment of the above vacancy.

\_\_\_\_\_ I have no conflict of interest to report

\_\_\_\_\_ I have the following conflict of interest to report (please provide details and insert additional pages where necessary)

1. \_\_\_\_\_

2. \_\_\_\_\_

3. \_\_\_\_\_

I hereby certify that the information set forth above is true and complete to the best of my knowledge (having made reasonable enquiries).

I have reviewed, and agree to abide by, the ACEPO Conflict of Interest Policy.

Signature: \_\_\_\_\_ Date: \_

**Please return this form to HR prior to the commencement of interviews.**