

## **SAMPLE COPY**

# **CONFLICT OF INTEREST POLICY**

**AND**

# **OPERATING PROCEDURES**

*This sample/ guide is written as a reference document to assist charities in developing a Conflict-of-Interest Policy with an accompanying sample policy and declaration form, which the charities can amend to suit their organisational needs for transparency and accountability. It also proposes possible actions to be taken when such situations arise. Charities can take reference from the said document in crafting a conflict-of-interest policy for their own organisation and seek necessary guidance and approval from their Board and organisational representatives based on their needs.*

## (NAME OF CHARITY)

### CONFLICT OF INTEREST POLICY

#### 1. Purpose

- 1.1 As a member, staff, or volunteer of the Charity, one has an obligation to act in the best interest of the Charity. Hence, they need to avoid situations where there may be real, potential, or perceived conflicts of interest that may arise where a member's personal or family interests' conflict with those of the Charity.
- 1.2 Such conflicts may give rise to situations that may result in the following:
  - a. cause damage to the Charity's reputation, which may lead to its inability to sustain operations;
  - b. influence the members' judgment and compromise objectivity when conducting the Charity's affairs;
  - c. restrict free discussion, thus resulting in decisions or actions that are not in the interest of the Charity; and
  - d. risk the impression that the Charity has acted improperly.
- 1.3 This policy aims to protect both the Charity and its members from any appearance of impropriety.

#### 2. Definitions

- 2.1 "Charity" refers to the charity named as the issuer of this document.
- 2.2 "Member" refers to a board member, management, staff member, or volunteer of the charity.
- 2.3 "Policy" refers to the Conflict-of-Interest Policy.
- 2.4 "Interest" means any commitment, investment, relationship, obligation, or involvement, financial or otherwise, that may influence a person's judgement. This would include:
  - a. Direct interest: ownership in the name of the member or staff;
  - b. Indirect interest: ownership beneficially held through another investment, an estate, a trust, or other intermediary;
  - c. Vested interest: personal stake or involvement, which may or may not include an expectation of financial gain; and

- d. Deemed interest: a member or staff is deemed to have an interest in which his or her spouse or domestic partner has an interest.
- 2.5 “Conflict of interest” refers to any situation in which an individual, such as a board member, staff, or any other person, or a corporation, is in a position to exploit or is at odds with a professional or official capacity in some way for their personal or corporate benefit, which impedes the best interest of the Charity.
- 2.6 A conflict of interest arises when the personal interests of the Board member, management, staff, or volunteer may potentially interfere with the performance of his or her duties for the charity. When an actual, potential, or perceived conflict of interest arises, the integrity, fairness, accountability, independence, and objectivity of the person in the discharge of his or her responsibilities and duties to the Charity may be affected, which could impede the best interest of the charity.

### **3. Declaration of Interests**

- 3.1 Given the stated purpose of this policy:
- a. The board members and management are required to declare their interests, and/or any gifts or hospitality received in connection with their roles in the Charity.
  - b. Staff and volunteers must declare if any transaction result in a conflict of interest.
- 3.2 A “declaration of interests” form is provided for this purpose. The types of interest to be declared will include, but not be limited to, the following:
- a. Members who have friends or other personal or business relationships must carefully consider whether those relationships create conflicts of interest with their entrusted role in the Charity. Examples include:
    - i. hiring a relative or friend as an employee or vendor,
    - ii. buying or selling goods or services from / to a family business for which others might compete,
    - iii. having a personal relationship where there is an immediate reporting relationship,
    - iv. volunteering and/or having memberships in any other charities,
    - v. receiving goods/services as beneficiaries.
  - b. Members must disclose any outside activities, financial interests, or relationships that may pose a real, potential, or perceived conflict of interest. Disclosures are to be made to the Board, or senior management, or Supervisors or the head of human resources, with the required approval obtained before accepting any position as an officer or director of an outside business.
- 3.3 For the declaration of interests to be effective, it needs to be updated in written form at least annually and whenever any changes occur.

- 3.4 In situations where members are not sure what to declare, or whether/when their declaration needs to be updated, they are strongly encouraged to err on the side of caution or seek advice from the Board, or senior management, or their supervisor.
- 3.5 All disclosures of interest made by members and decisions made by the Board, or senior management of the charity on such matters must be recorded, updated, and filed with the head of the human resources department (or his/her designee).
- 3.6 A register of interests shall also be used to record all gifts received by the members in excess of S\$xx [optional].

#### **4. Operating Procedures**

- 4.1 If the Board must make a decision on any issue where the Board member(s) has/have an interest, the Board must:
  - a. Determine the potential conflict of interest;
  - b. The concerned Board member(s) should not participate in discussion of the program, topic, or motion being considered; and
  - c. The concerned Board member(S) should not vote on the issue.
- 4.2 If the Board must make a decision on an issue in which the Board member(s) has/have an interest, it is the Board's responsibility to ensure that:
  - a. All decisions are made by vote, with a two-thirds majority required based on the presence of a quorum; and
  - b. The Board member(s) with a potential conflict of interest must not participate in voting on matters affecting their own interests.
- 4.3 It is the responsibility of the Board to exercise its judgement independently and:
  - a. Only decide to hire or contract with the Board member if they are the best-qualified individuals available and willing to provide the goods or services needed at the best price. The Board must ensure that its decision is not influenced in any way by the fact that a Board member has an interest in the contract.
  - b. Record in the minutes of the Board meeting the potential conflict of interest and clearly indicate the decision-making process related to it.
- 4.4 It is the sole responsibility of the member of the Charity to report any possible real, potential, or perceived conflict of interest as and when the situation arises. If it is an oversight of the Charity, the member shall promptly inform the Charity that he or she has been put in a position of conflict of interest.

- 4.5 No member of the Charity may profit or gain personally, either directly or indirectly, by reason of his or her participation in the Charity. Each individual shall disclose to the Charity any personal interest that he or she may have in any matter pending before the organization and shall refrain from participation in any decision on such a matter.
- 4.6 Any member of the Charity or of a client organization or vendor of the Charity shall identify his or her affiliation with such agency or agencies; further, he shall not participate in the decision affecting that agency.
- 4.7 Any member of the Charity or its consultants / business partners shall refrain from obtaining any list of clients for personal or private solicitation purposes at any time during the term of their affiliation.
- 4.8 Any member who is also a user of the Charity's services or the caregiver of someone who uses the charity's services shall not be involved in decisions that directly affect the service received by the person he or she cares for. He or she shall declare his or her interest at the earliest opportunity and withdraw from any subsequent discussion. The same applies if the conflict concerns any other reason(s).
- 4.9 A member of the Charity may, however, participate in discussions from which he or she may indirectly benefit, for example, if the benefits are universal to all users.
- 4.10 The Board of the charity shall have the right to suspend any involvement of any member, staff, or volunteers when it comes to their attention that a potential, actual, or perceived conflict has arisen but has not been voluntarily disclosed by the relevant member.

## **5. Violations**

- 5.1 Any violation of the above-mentioned points will result in disciplinary action, up to and including termination from employment, removal from the board, or expulsion from being a volunteer member of the charity.

# Sample Conflict of Interest Disclosure Statement For [Charity Name]

**Period of Declaration:** \_\_\_\_\_ (DD Mon YYYY) – \_\_\_\_\_ (DD Mon YYYY)

1. Board Members, Management members, staff, and volunteers (referred to as the members) have an obligation to act in the best interest of [Name of the Charity]. Hence, it is pertinent that they avoid situations where a member’s personal or family interest conflicts with those of [Name of the Charity].

## 2. Declaration

With regard to my service as [board / management / staff / volunteer] member of [name of charity], this is to certify that I, except as described below, am not now nor at any time during the past year have been:

- A participant, directly or indirectly, in any arrangement, agreement, investment, or other activity with any vendor, supplier, or other party doing business with the [Charity Name] which has resulted or could result in personal benefit to me.
- A recipient, directly or indirectly, of any salary payments or loans or gifts of any kind or any free service or discounts or other fees from or on behalf of any person or organization engaged in any transaction with the [Charity Name].
- I do not know of any potential or actual conflict of interest situations between myself, including persons affiliated<sup>1</sup> to me and [Name of the Charity]

Any exceptions to 1, 2 or 3 above is stated below with a full description of the transactions and of the interest, whether direct or indirect, which I have (or have had during the past year) in the person or organisations have transactions with [Charity Name].

- I have the following potential conflict of interest to declare:

S/n	Area of Conflict	Details
1	Affiliation to another charity/organisation	

<sup>1</sup> Affiliated refers to the following:

- Spouse, domestic partner, child, mother, father, brother, or sister or close associates;
- any corporation, business, or non-profit organization of which you are a staff, officer, Board Member, partner, or participate in the management or are employed by;
- any trust or other estate in which you have substantial interest or as to which you serve as a trustee or in a similar capacity.

S/n	Area of Conflict	Details
2	Affiliation to any vendor, supplier, or any other party providing or bidding for providing services with the [Charity Name], having a direct or indirect interest in any business transaction(s), agreement, or investment	
3	Having any business dealings or transaction with a vendor, supplier or any other party which could result in benefit to me. I or person(s) I have affiliation with have interest in purchasing services from the [Charity Name].	
4	Affiliated to any staff or Board Members of the [Charity Name].	
5	Affiliated to any person(s) who is involved in/is a party to or have an interest in any pending legal proceedings involving the [Charity Name].	
6	Other interests:	

*\*Please attach a separate sheet if space is insufficient*

Please elaborate on the potential conflict arising from the above situation with regards to the transaction concerned (e.g., nature of service/ transaction, if affiliated person involved, the identity of the affiliated person and your relationship with that person):

**I hereby confirm that:**

- The disclosure made above are complete and correct to the best of my knowledge and belief.
- I agree that should any conflict-of-interest situation arise in the course of my service, will abstain from participating in the discussion, decision making and/or voting (where applicable) on the said matter.
- I will notify the Board Chair or Vice Chair or Senior Management/Supervisor/Head of HR immediately if I become aware of any information that might indicate that this disclosure is inaccurate or that I have not complied with the conflict-of-interest policy.

Signature	Name and Designation	Date