



## Kyeema Foundation Conflict of Interest Policy

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12 August 2012	December 2017	December 2020

### Introduction

The Kyeema Foundation (KYEEMA) is a non-governmental organisation that works predominantly to reach poorer members of communities in developing countries. KYEEMA is wholly committed to delivery of sound development activities and places great importance on operating with honesty, openness and integrity.

### Purpose

This policy will assist the Board, staff, partners and volunteers of KYEEMA to identify, avoid and manage any actual, potential or perceived conflicts of interest and carry out their duties of good governance.

It has been developed to provide a framework for all Board members, staff and volunteers in declaring conflicts of interest. This policy has been drawn up with reference to the objects laid out in KYEEMA's constitution and is part of a wider policy framework pertaining to the governance of KYEEMA.

### Guiding Principles

The Board of KYEEMA is committed to high standards of ethical conduct and accordingly places great importance on making clear any existing or potential conflict of interest. This also applies to all employees and volunteers of KYEEMA Foundation.

### Definition

A **conflict of interest** occurs when a person's personal interests conflict with their responsibility to act in the best interests of the charity. Personal interests include direct interests as well as those of family, friends, or other organisations a person may be involved with or have an interest in (for example, as a shareholder). It also includes a conflict between a board member's duty to KYEEMA and another duty that the board member has (for example, to another charity). A conflict of interest may be actual, potential or perceived and may be financial or non-financial.

These situations present the risk that a person will make a decision based on, or affected by, these influences, rather than in the best interests of the charity and must be managed accordingly.

### Scope

This policy applies to all staff, Board members, partners and volunteers of KYEEMA.

### Policy statement

KYEEMA strives to ensure that all decisions made by KYEEMA Board members, staff, partners and consultants are fair, well-informed and not influenced by conflicting interests.

This policy has been developed because conflicts of interest commonly arise, and do not need to present a problem if they are openly and effectively managed. It is KYEEMA's policy as well as a responsibility of the board, that ethical, legal, financial or other conflicts of interest be avoided and that any such conflicts (where they do arise) do not conflict with the obligations to KYEEMA.



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The procedures for implementation of this policy are detailed in Attachment 1 – Procedures.

### Responsibilities

The Chief Executive Officer, in consultation with the KYEEMA Board, is responsible for the implementation of this policy and for advising on the need to review or revise this policy as and when the need arises.

Where compliance issues are identified, the Chief Executive Officer will work with staff and other relevant stakeholders to address these issues promptly. The policy will be reviewed every three years and revised as needed, with the approval of the Board.

### Information Resources

ACFID Code of Conduct Commitment 1.4 We have responsible and independent governance mechanisms <https://acfid.asn.au/content/commitment-74-we-have-responsible-and-independent-governance-mechanisms>

ACNC Governance Standard 5: Duties of Responsible Persons  
[https://www.acnc.gov.au/ACNC/Manage/Governance/GovStds\\_5/ACNC/Edu/GovStandard\\_5.aspx](https://www.acnc.gov.au/ACNC/Manage/Governance/GovStds_5/ACNC/Edu/GovStandard_5.aspx)

### Related Documents

This policy is to be read in conjunction with:

*Kyeema Foundation Code of Conduct*

### Authorisation

Signature of Policy Officer

Name of Policy Officer

Date



### Attachment 1 Procedures

#### Board Members:

All conflicts of interest shall be declared by the member concerned and documented in the **Board Conflicts of Interest Register**.

1. A Board member who believes another Board member has an undeclared conflict of interest should specify in writing the basis of this potential conflict.
2. Members shall declare any conflicts of interest either at the start of the Board meeting concerned or when a relevant issue arises. The nature of this conflict of interest should be entered into the meeting minutes. The interest should also be documented in the ***Conflict of Interest: Checklist for the Chair*** (Attachment 2).
3. Where a conflict of interest or potential conflict of interest is identified and/or registered, the Board member concerned shall leave the room as soon as that item comes up for discussion. The concerned Board member shall not vote on that issue, nor 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.
4. If a person declares themselves to have existing or potential conflict of interest, confidentiality will be respected.
5. If a person alleges that another person has a conflict of interest, whether existing or potential, and if the Board cannot resolve this allegation to the satisfaction of both parties the matter shall be referred to ACFID to make a recommendation to the Board as to what action should be taken. If ACFID is unable to support, then the issue will be referred to independent arbitration for resolution.

#### ***Examples of conflict of interest may be (but are not limited to):***

- When a Board member or his/her immediate family or business interests stands to gain financially from any business dealings, programs or services of the organisation.
- When a Board member him or herself offers a professional service to the organisation.
- When a Board member stands to gain personally or professionally from any insider knowledge if that knowledge is used to personal advantage.
- Where a Board member or the ex/officio member of the Board has a role on the governing body of another organisation, where the activities of that other body may be in direct conflict or competition with the activities of the organisation.

KYEEMA will ensure that its board members are aware of the ACNC governance standards, particularly governance standard 5, and that they disclose any actual or perceived material conflicts of interests as required by governance standard 5.

#### Staff and Volunteers:

The above procedures will also apply for members of staff and volunteers who feel they may have a conflict of Interest for any activity where they have a voting right (e.g. DCRF sub-committee meetings).



**Attachment 2**

**Conflict of Interest: Checklist for the Chair**

**Introduction**

This checklist is to be used by the Chair of the Board of KYEEMA Foundation each meeting to record conflicts of interest identified by Board members. Completed checklists should be stored with the minutes of each meeting.

The checklist should be used in conjunction with the Board Conflict of Interest Policy.

**Purpose**

This checklist has been developed to provide consistency in documentation of conflicts of interest relating to Board meetings.

<input type="checkbox"/> Following the opening of the meeting ask all the members to declare any potential conflict of interest arising out of any of the issues to be put to the meeting.
Date of Meeting: _____ / _____ / 20____.
Name of Member _____
Issue of Conflict _____
_____
_____
<input type="checkbox"/> Note the disclosure of the conflict of interest and the decision of the Board on how to deal with this conflict.
Record Response _____
_____
_____
<input type="checkbox"/> Ensure that the minutes record the declaration of interests declared at this meeting
Dated the _____ day of _____ 20____
Signed: _____ Position: _____