

CONFLICT OF INTEREST POLICY

Applicability

This policy applies, except as otherwise stated, to every person associated with Transparency International Ireland (“TI Ireland”), including its board members, officers, staff members and volunteers (“Associated Person”). The interests of any Associated Person include the interests of any person with whom they have a close personal relationship, including their spouse, life partner, children, parents, siblings or other close family members.

1. General Policy

- a. Conflicts of interest may arise from time to time in the course of an Associated Person’s activities and decisions. They may arise in their work for TI Ireland with regard to pecuniary or financial interests, or interests that impede them in their duty to act in the best interests of TI Ireland.
- b. Every person associated with TI Ireland (according to paragraph 1) must avoid or manage any potential, real or perceived conflict of interest (inter alia by refraining from any decision making or voting on matters subject to a potential conflict of interest) and openly acknowledge any potential or actual conflict of interest which arises through his/her association with TI Ireland.
- c. Members of the Board of Directors and company officers shall declare their financial and non-financial interests which could potentially lead to or could conceivably be perceived as a conflict of interest. Such declaration shall be made by way of a register, which shall be open to the public. Where there are personal safety or similar serious concerns about full publicity, the declaration should be submitted to the Chairperson of the Board of Directors of TI Ireland who shall hold it (and act upon it as appropriate) in confidence. The register of interests should be completed for new directors when they are recruited to the board.
- d. TI Ireland’s national efforts to raise the ethical standards of government officials, business people and other individuals could be compromised by any ethical lapses on the part of individuals representing TI Ireland. It is essential that Associated Persons are highly sensitive to potential conflicts of interest.

2. Remunerated work contracts and consultancies

- a. Staff members (including management) of TI Ireland sometimes are employed by, or undertake paid work for, other organisations. Such work may be undertaken only in accordance with their contracts of employment.
- b. Much of TI Ireland’s work is done by individuals who act for or on behalf of TI Ireland on a voluntary basis. This includes the Board of Directors and volunteers on the Speak Up helpline. Many of these individuals will have business, professional and other affiliations. Members of the Board of Directors, or companies or other organisations with which such Members are currently affiliated, may not perform remunerated work for TI Ireland.
- c. TI Ireland will be transparent in its decision-making processes when commissioning paid work and will follow transparent tender procedures.

3. Gifts and entertainment

Associated Persons shall comply with TI Ireland's Donations Policy, including the provisions in relation to gifts and entertainment.

4. Disclosure of payments

In the event that TI Ireland makes payments (excluding approved expenses and per diems for Board business) to a member of the Board of Directors of TI Ireland, such payments must be declared in full in the annual Financial Statements and Annual Report of TI Ireland. Such reporting should also outline the procurement/tender procedures conducted that led to such payment.

5. How to deal with a possible conflict of interest

- a. Potential conflicts of interest should be identified and declared by the person in potential conflict, or reported by other Associated Persons, as soon as they become aware of such potential conflict of interest. If problems are identified before commitments are made or questionable actions have occurred, embarrassment can be avoided and alternatives can be explored.
- b. Such disclosure or report should be made to the Chairperson of the Board of Directors of TI Ireland or to another suitable senior officer or director.
- c. The evaluation of a potential conflict of interest must be made by the Board of Directors or independent individuals. The evaluation may determine:
 - i. the absence of a conflict of interest;
 - ii. that the Associated Person should not go ahead with the evaluated activity; or
 - iii. that the Associated Person should recuse him/herself from participating in decision making by TI Ireland with reference to the matter in conflict.
- d. The Chief Executive of TI Ireland is responsible for ensuring that all Associated Persons are made aware of the policy and procedures regarding conflict of interest. In addition, the policy and procedures will be made available online.
- e. Non-compliance with this policy could lead to sanctions up to and including expulsion from the organisation for any director, member or volunteer.