



**Stop TB Partnership Community Delegation**

## **Conflict of Interest Policy**

**May 2022**

# 1 Purpose and intention of the Policy

## 1.1 Limitation of the Policy

This Conflict of Interest Policy (hereinafter, the Policy) was written in alignment with the Strategic Plan 2022-2027 of the Stop TB Partnership Community Delegation (hereinafter, the Delegation) and supports the achievements of the Delegation's vision and mission contained in the Strategic Plan.

This Policy is also a reflection and an extension of the Delegation Manual and therefore, limited to the Policy parameters set by fundamentals of the Policy set out herein.

## 1.2 Fundamentals of the Policy

### 1.2.1 Defining key Policy terms

#### *a Interest*

An "interest" is a commitment, obligation, duty or goal associated with a particular social role or practice. In the context of this Policy, interest may belong to an individual, group(s) of individuals, organizational or broader population groups.

#### *b Affiliation*

An *affiliation* is an official connection to something. To have an *affiliation* to something is to be connected with it. In the context of this Policy, affiliation refers to any formal relationship between members of the Delegation and parties outside of the Delegation, whether an individual, or an organization or an official group that has been set by an organization (e.g. Working Group, Task Force, etc.)

#### *c Conflict of Interest(s)*

For the purposes of this Policy, Delegation Members, or Leadership have a conflict of interest when by an act or omission, their personal interests, or those of an associated person or associated institution, interfere with the performance of his or her official power, role, duty or function with respect to the Delegation, or with the integrity, independence and impartiality required of the person's role or position.

#### *d Actual Conflict of Interest*

A conflict of interest that occurs when a Delegation member, staff or consultant faces a real-time and existing conflict of interest apparent on the face of it.

#### *e Potential Conflict of Interest*

A conflict of interest that occurs when a Delegation member, staff or consultant is or could be in a situation that may result in an actual conflict of interest.

*f*      *Perceived Conflict of Interest*

A conflict of interest that occurs when a Delegation member, staff or consultant is or could be in a situation that may appear, according to a reasonable neutral third-party observer, to be a conflict of interest, even if it is not an actual or potential conflict of interest.

*g*      *Disclosure*

In some cases, actual, potential or perceived conflicts of interest may be inevitable, but such conflicts of interest are not inherently problematic if they are appropriately mitigated. It is paramount that all Delegation member, staff or consultant fully discloses their private Interests, as well as actual, potential or perceived conflicts of interest, as defined in this Policy, to ensure conflict of interest risks are appropriately mitigated.

### 1.2.2 Defining Operational Terms

The terms included in this section may also be defined in other Delegation key policies. In implementing the Policy, the Delegation will utilize the most updated versions of the following operational terms.

- i. Consultant
- ii. Vendor
- iii. Procurement

## 2 Coverage of the Policy

Coverage of the Policy refers to persons who are covered under this Policy (to whom this Policy applies to) and how this Policy may influence some of those who interact with persons covered under the policy but are not necessarily covered.

### 2.1 Internal to the Delegation

#### 2.1.1 Delegation Members

Delegation members are the primary party covered under this Policy. Delegation members should follow the guidance established in this Policy. Board Members and Alternate Board Members are also considered as members of the Delegation and therefore, are covered under this Policy.

### 2.1.2 Delegation's Support Personnel

The Delegation may recruit support personnel that are legally contracted through hosting organizations. These may include communication focal points or logistic and administrative support, or any personnel that are being recruited specifically to provide support to the Delegation, regardless of their contractual legal relationship. These personnel are also primary parties covered under this Policy and their employment contract should reflect clearly on their commitment to follow this Policy.

## 2.2 External to the Delegation

External parties are not expected to follow the guidance as established in this Policy. However, external parties often become part of the environment and atmosphere of the Delegation operations and therefore, some of delegation members interactions with external parties could be included in this Policy to provide clarity and best practice.

These external parties may include:

- **Hosting Organizations and their staff;** for example, Finance Staff, Executive Director, et cetera but excluding staff recruited as the Delegation's support personnel.
- **Vendors** that provide services or supply products to the Delegation.
- **Consultants:** including individual or independent organizations that provide time-bound services with clear deliverables and end date.
- **Delegation Guests:** including unpaid speakers or experts that contribute to the Delegation's events where their time spent in those events are unpaid (regardless of whether the Delegation's cover their travel costs or provide per diems).

## 3 Primary Principles of the Policy

Setting the right primary principles is important for the ease of use of this Policy. While this Policy will provide some clear and detailed guidance on identifying, mitigating, managing and responding to conflicts of interests – the reality is often much complex and can include many dimensions and factors that should be considered prior to making good decisions. The Policy will provide examples and suggest some detailed action, however most important is for Delegation members to understand the principles and the intent of the principles so that they can assess the situation to the best of their ability and make decisions that are based on the primary principles.

These primary principles are described in sections below.

### 3.1 Transparency of interests to build trust in decision-making

The Delegation promotes evidence-based and transparent decision-making across its operation. The transparency of personal Interests of parties covered by this Policy contributes

to building trust in decision-making in relation to the Delegation, as well as its programs and activities.

### 3.2 Proactive, risk-based prevention and mitigation

Effective management of conflicts of interest requires not only response to actual conflicts of interest. A perceived conflict of interest may be as harmful to the reputation of the Delegation as an actual conflict of interest, especially if it occurs in a highly visible role e.g., Delegation leadership, members, staff or consultants that represent the Delegation externally.

### 3.3 Accountability

The interpretation and implementation of this Policy should be unaffected by bias or irrelevant considerations, including those of personal interests. Delegation members should demonstrate that they have taken all reasonable steps to observe relevant standards and good practices of impartiality, procedural fairness and transparency applicable to their roles and functions in the Delegation.

### 3.4 Consultation and Advice

It is not possible to list all situations that may constitute a conflict of interest. Effective mitigation implies consultation among all relevant actors by applying all of the primary principles and for decisions to be taken jointly for the interest of the Delegation.

## 4 Managing Conflict of Interest

### 4.1 Specific Procedures to Avoid, Manage, Mitigate and Respond to Conflict of Interests

Below are some of the specific procedures agreed by the delegation to be practiced in daily operations of the delegation.

- 4.1.1 No member of the Delegation will advocate for an opinion either internally, within the Delegation, or externally with other Delegations within the STP Board, or other stakeholders when they have direct personal benefit, financial or otherwise. While the possibilities are not exhaustive, conflict of interest may exist where the following prevails:

- a *A member of the Delegation conducts themselves in a manner which would undermine or compromise constituents' trust in the Delegation.*
- b *A member of the Delegation uses their position for personal direct or indirect gain (whether financial, reputational, or otherwise), or that of an institution to which they are affiliated; and/or*
- c *A member of the Delegation's personal or financial interests or those of an affiliated institution affects the ability of the individual to dispense their duties and responsibilities in an appropriate manner.*

4.1.2 If a member of the Delegation is any doubt about their compliance with this Policy, they should consult the Delegation's Administrative Working Group to solicit their guidance.

- a *All Delegation members should sign and submit a declaration of interests' form when they join the Delegation and when their term is renewed. The Delegation's BM, ABM, CFP or any member of the Delegation representing the Delegation externally (beyond the Delegation), are required to submit a separate and more specific declaration of interests' form related to their upcoming role(s). Where the Delegation may be affected by a member's conflict, a copy of the declaration is to be submitted to the Delegation and the full Delegation appropriately briefed.*
- b *On joining the Delegation all members are required to confirm in writing they have read and agree to abide by the additional Delegation specific requirements outlined below:*
  - i Any member, staff, or consultant or whom an actual, potential or perceived conflict of interest exists is required to disclose such interest in a timely manner through a declaration of interest presented verbally or in writing to the Delegation's Administrative Working Group and later to the full Delegation as appropriate.
  - ii The person/persons in question shall be required to recuse themselves from any and all deliberations related to the issue in question.
  - iii The person shall be required to temporarily withdraw from communicating and participating with the Delegation if they or the organization they work for is being investigated by the STP or any form of Office of Inspector General. The person may apply for reinstatement to the Delegation by writing to the Delegation's Administrative Working Group when the matter is resolved.
- c *Members of delegations including unpaid members of leadership group are allowed to enter into contractual short-term & deliverable-based agreement with Stop TB Partnership, under these following conditions:*

- i That the focus and scope of the work are on matters outside the Governance of Stop TB Partnership
- ii The contract state clearly the time limitation of the agreement and the specific tasks that should be delivered
- iii To disclose this contract as early as possible, ideally prior to signing of the contract

## 4.2 Areas of Caution

This Policy will not go into details on how to conduct the Delegation's specific areas of operations, however it is important to highlight some of the practices where cautions should be practiced

### 4.2.1 Financial transactions

To mitigate the risk of conflict of interests, regardless of whether its actual or perceived, financial transactions should follow these general principles:

- a Full financial management transparency to both donors and to Delegation members.*
- b Circular accountability should be the basic principle of conducting financial transactions where there are separate parties that (1) compile and raise the needs for certain financial transactions, (2) review the needs for financial transactions and provide approval, (3) receive approvals and execute banking transactions, and lastly (4) conduct audit on the overall transactions and provide report to the full Delegation.*
- c Financial transactions should fully be based on evidence of needs, evidence of transactions and should be consolidated regularly.*

### 4.2.2 Selections (of BM, ABM, Delegation members, speakers, etc.)

Selections refer to processes to assign a member of the Delegation to perform certain roles on behalf of the Delegation. These may include selection of Board Members or Alternates representing the Delegation, or selection of Delegation members that should attend certain events related to the Delegation or to attend some events on behalf of Delegation, et cetera.

To mitigate the risk of conflict of interests, regardless of whether its actual or perceived, selections should follow these following general principles:

- a Clarity on who would serve as some sort of selection committee. While in some cases this may be only a person, instead of a group – this should be reflected in writing and logged into the Delegation’s institutional memory.*
- b If selection is to be done through direct appointment without an application process, the reasons should be stated clearly in writing (for example, the selection requires specific skills/expertise – where there is no competition) and full Delegation should be briefed as an accountability measure.*
- c If selection is to be done through an application process, clear criteria should be announced with sufficient and reasonable time for candidates to prepare their applications.*
- d There should be no “silent direct appointment” regardless of the reasons. Direct appointment on sensitive representation should be at least known by both Leadership team and Administrative Working Group.*

### 4.3 Oversight Bodies

#### 4.3.1 Internal Delegation

Mitigating conflict of interests, regardless of whether its perceived or actual, is the responsibility of all Delegation members. All Delegation members are obligated to report potential conflict of interest and support other members to be responsible for their own potential conflict of interest.

The Leadership Group collectively is responsible to monitor the implementation of this Policy and to review cases of reported conflict of interest and together with the full Delegation, to determine the course of action to mitigate the risk of conflict of interests and to respond to conflict of interests.

Communication Focal Points are responsible to provide documents to newly joined Delegation members and full Delegation members that can help them to identify, report and mitigate the risk of conflict of interest.

#### 4.3.2 Independent parties

Independent parties may be called upon to review cases where conflict of interest might influence the judgement of Leadership Group collectively. The independent parties and their terms of work should be approved by the full Delegation through regular voting procedure.

## 5 Eliminating and Mitigating Risks

While it is impossible to eliminate all risks of conflict of interests, it is possible to avoid damaging situations. To do so, it is important that the Delegation to be clear and firm on:

- 5.1 The role of Delegation members, its relationship with Stop TB Partnership and who the members of Delegation should be accountable to.
- 5.2 Whether Delegation members are representatives of the organization they work for, and how their time in the Delegation shall be remunerated.
- 5.3 Who Delegation donors and allies are and Delegation red-lines in partnership such as pharmaceutical companies, tobacco and gun companies, oil companies, etc.
- 5.4 What is expected from key positions such as committee members, or Board Members (or ABM).

## 6 Breach of the Policy

Breach of the Policy will be assessed on case by case basis. Similarly, the resulting action from the Delegation will be discussed, planned and executed on case-by-case basis, regardless whether the action is to impose disciplinary measure, risk mitigations or a simple warning.

In general, when there is suspected breach of the Policy, Leadership Group should be convened, and an investigation should be launched to investigate the matter. Leadership Group will review the situation and at the minimum, should be guided by these four areas:

- i. Damage: Whether there has been clear, measurable and concrete damage caused by the action/non-action.
- ii. Intention: Whether there has been pre-meditated intention caused by the action/non-action.
- iii. Policy gap: Whether it is caused by a clear breach of the Policy or gaps in the Policy.

Based on this, Leadership Group should determine the course of action based on consultation with full delegation members. At its worse, a member of delegation that breaches this Policy can be asked to resign from the delegation, or at times, a termination of their membership might be necessary.

Any breach of the Policy should be reported to the full Delegation. The report can be anonymized; however it should also be ensured that confidentiality of the report remains.

## 7 Protocol to Update the Policy

This Policy shall be reviewed every 5 years to make sure it is aligned with all other Delegation policies and particularly with the Delegation Strategic Plan.

This Policy shall be updated through the leadership of Administrative Working Group and by announcing it to the Delegation prior to the review and update process.

The update to this Policy shall require majority endorsement of the full Delegation through regular voting process.