



**THE SAMSODIEN  
FOUNDATION**  
BEYOND CARE



**1 October 2020**

## INTRODUCTION

Any situation in which someone in a position of trust, has competing personal and professional or business related interests which can make it difficult to fulfil his or her duties impartially. Such conflict of interest may exist even if no unethical or improper act results from it. It can create an appearance of impropriety that can undermine confidence in a person, profession or system.

## INTERESTED PERSON

Any director, unconnected person, member, trustee, partner, representative or employee of The Samsodien Foundation NPC herein referred to as the ("TSF") who has a direct or indirect financial interest as defined below.

## PERSONAL OR PRIVATE

An Interested Person has a personal or private interest if that Interested Person has, directly or indirectly, through business, investment or other means:

1. an ownership or investment interest in any entity with which TSF has a business transaction or arrangement,
2. a legal, financial or beneficial interest,
3. a potential ownership or investment interest in, or arrangement for compensation with any entity or individual with which TSF is involved in or receiving donation or sponsorship or a business transaction or arrangement.

## COMPENSATION

Any direct or indirect remuneration including any type of non-cash incentive such as gifts or favours that are of any nature.

## CONFLICTS COMMITTEE

A committee consisting of one or more persons known as the appointed Committee by TSF, that is responsible for the implementation and disclosure requirements as defined in this Policy

## CONFLICTS MANAGEMENT PROCESS

TSF strives to ensure that adequate arrangements are in place for the management of conflicts of interest that may arise wholly or partially, in relation to the provision of any operations, or by any employee or volunteer.

All Interested Persons must disclose in writing to the Conflicts Committee on an on-going basis, any conflicts of interest that they become aware of.

All disclosed conflicts of interest must be reviewed by the Conflicts Committee and any decision by such Committee be documented.

Disclosed Conflicts of Interest must be dealt with in one of the following manners:

- Investigate alternatives to a proposed transaction, contract or arrangement that is the subject of a disclosed conflict of interest.
- After exercising due diligence the Conflicts Committee should determine whether TSF can obtain a more advantageous transaction, contract or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest.
- If a more advantageous transaction, contract or other arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the Conflicts Committee shall determine by a majority vote whether the transaction, contract or arrangement is in the best interest of TSF and any affected party and accordingly make its decision as to whether to enter into the transaction, contract or arrangement in conformity with such determination.

## DISCLOSURE REQUIREMENTS

TSF will make appropriate disclosures to third parties including clients, as part of its arrangement to manage conflicts of interest. It is acknowledged that while disclosure alone will often not be enough, disclosure must be treated as an integral part of managing conflicts of interest. TSF is therefore committed to ensure that all parties are adequately informed about any conflicts of interest that may affect the provision services to them.

It is therefore stated that disclosure about conflicts of interest should always:

1. be timely, prominent, specific and meaningful to all parties,
2. occur before or when the service or transaction is provided, but in any case at a time that allows the party a reasonable time to assess its effect; and refer to the specific service or transaction to which the conflict relates.

**It is furthermore acknowledged that:**

- whilst a clearly identified conflict of interest will not necessarily cause the provision of service to a beneficiary or party to be significantly compromised, it should nonetheless be disclosed to all parties.
- remuneration practices that place the interests of TSF or its employees and/or volunteers in direct and significant conflict with those of TSF's beneficiaries or donors, should be avoided, and not merely disclosed.

**VIOLATION OF THE CONFLICTS OF INTEREST POLICY**

If there is reason to believe that an Interested Person has failed to disclose actual or possible conflicts of interest, the Conflicts Committee shall afford that person the opportunity to explain the alleged failure to disclose.

If after hearing the response of the Interested Person and making such further enquiries as may be warranted in the circumstances, the Conflicts Committee determines that the Interested Person has in fact failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

**REVIEW OF THE CONFLICTS OF INTEREST POLICY**

This policy will be regularly reviewed, internally or by an outside party such as an auditor or compliance officer, and where necessary, updated to ensure that the arrangements remain adequate to identify, assess, evaluate and successfully control conflicts of interest; and overseen by the Conflicts Committee who carry responsibility.

