

PRAKRTIREVA SARANAM FOUNDATION

CONFLICT OF INTEREST POLICY

Policy Version: 1.0

Effective Date: 02 September 2026

Approved By: Board of Directors

Approval Date: 02 September 2026

Policy Owner: Board of Directors

Review Cycle: At least once every three years or earlier if required

1. PURPOSE

The purpose of this Conflict of Interest Policy is to establish a clear framework for identifying, disclosing and appropriately managing actual, potential or perceived conflicts of interest within Praktireva Saranam Foundation ("Foundation").

The policy is intended to protect the Foundation's integrity, independence, resources and reputation and to ensure that decisions are made objectively and in the best interests of the Foundation.

2. SCOPE

This policy applies to:

- Directors
- Board members
- Advisory Board members, where applicable
- Committee members
- Volunteers involved in decision-making
- Consultants or representatives acting in a position of trust or authority
- Any other person whose role may create a conflict with the interests of the Foundation

The requirements may be applied proportionately according to a person's role and level of responsibility.

3. WHAT IS A CONFLICT OF INTEREST?

A conflict of interest occurs when a person's personal, financial, professional, family or other interests could improperly influence, or could reasonably appear to influence, their responsibilities or decisions on behalf of the Foundation.

A conflict does not necessarily mean that misconduct has occurred.

The important requirement is that the conflict is **identified, disclosed and appropriately managed**.

4. TYPES OF CONFLICTS

4.1 Actual Conflict

An actual conflict exists where a person's personal interest directly conflicts with their responsibility to the Foundation.

4.2 Potential Conflict

A potential conflict exists where circumstances could reasonably develop into a conflict in the future.

4.3 Perceived Conflict

A perceived conflict exists where a reasonable person could believe that a person's personal interests may influence their Foundation-related decisions, even if no actual conflict exists.

The Foundation takes perceived conflicts seriously because maintaining public and stakeholder trust is essential.

5. EXAMPLES OF CONFLICTS

Examples may include:

- A Director having a financial interest in a supplier being considered by the Foundation
- A decision involving a business owned or controlled by a Director or their close relative
- Selecting a service provider with whom a decision-maker has a close personal relationship
- Receiving a personal benefit from a Foundation transaction
- Using confidential Foundation information for personal advantage

- Participating in a decision where the individual may receive a direct or indirect benefit
- Influencing recruitment, contracting or procurement involving a close relative or personal associate
- Having another role or relationship that materially affects independent judgment

These examples are illustrative and do not cover every possible situation.

6. DUTY TO DISCLOSE

Persons covered by this policy must promptly disclose any actual, potential or perceived conflict of interest.

Disclosure should be made as soon as the person becomes aware of the relevant circumstances.

A person should not wait until a conflict has affected a decision before disclosing it.

7. CONFLICT OF INTEREST DECLARATION

The Foundation may require Directors, Board members, Advisory Board members and other relevant persons to complete a Conflict of Interest Declaration.

Declarations may include information regarding:

- Financial interests
- Business interests
- Directorships or positions in other organisations
- Significant professional relationships
- Relevant family or personal relationships
- Other interests that may affect impartiality

Declarations should be updated when circumstances change and may also be reviewed periodically.

8. DISCLOSURE DURING MEETINGS

If a conflict relates to an item being considered at a Board or committee meeting, the person concerned should disclose the conflict before the matter is discussed or decided.

The disclosure should be recorded in the appropriate meeting or governance records.

9. MANAGEMENT OF CONFLICTS

Depending on the circumstances, the Foundation may manage a conflict through one or more of the following measures:

- Disclosure of the conflict
- Restricting access to relevant information
- Not participating in discussions
- Abstaining from voting
- Leaving the meeting during consideration of the matter
- Assigning the matter to an independent decision-maker
- Obtaining independent advice
- Introducing additional approval or oversight
- Taking another reasonable measure to protect the Foundation's interests

The appropriate measure shall depend on the nature and seriousness of the conflict.

10. RECUSAL FROM DECISION-MAKING

Where appropriate, a person with a conflict shall not participate in the relevant decision.

The person may be asked to:

- Leave the discussion temporarily
- Leave the meeting
- Abstain from voting
- Avoid influencing other decision-makers

The reason for recusal should be documented where appropriate.

11. FINANCIAL AND PROCUREMENT CONFLICTS

Particular care shall be taken where a conflict involves:

- Procurement
- Vendor selection
- Contracts
- Payments
- Donations
- Grants
- Reimbursements
- Purchases
- Financial approvals

A person should not use their position to influence a transaction for their own personal benefit or the benefit of a connected person.

Where appropriate, an independent person should review or approve the transaction.

12. RELATED PERSONS AND PERSONAL RELATIONSHIPS

A conflict may arise where a Foundation decision involves a person's:

- Immediate family member
- Close relative
- Business partner
- Close personal associate
- Organisation in which they have a significant interest

Such relationships should be disclosed where they could reasonably affect, or appear to affect, impartial decision-making.

13. GIFTS, BENEFITS AND HOSPITALITY

Persons covered by this policy should not accept gifts, benefits, hospitality or other advantages that could influence, or reasonably appear to influence, their Foundation-related decisions.

Reasonable and customary hospitality may be accepted where it is appropriate, proportionate and does not create an obligation or expectation.

Any significant or questionable gift or benefit should be disclosed to the appropriate authority within the Foundation.

14. PERSONAL USE OF FOUNDATION INFORMATION

Confidential information obtained through a person's position shall not be used for personal gain or for the improper benefit of another person or organisation.

This includes information relating to:

- Donors
- Volunteers
- Partners
- Schools
- Beneficiaries
- Financial matters
- Procurement
- Projects
- Internal decisions
- Future plans

Confidentiality obligations continue after a person's role with the Foundation ends where applicable.

15. CONFLICTS INVOLVING BOARD MEMBERS

Board members shall disclose conflicts relevant to Board matters.

Where a conflict exists, the Board shall determine an appropriate management approach consistent with applicable law, the Foundation's constitutional documents and this policy.

The relevant disclosure and management action should be appropriately recorded.

16. CONFLICTS INVOLVING ADVISORY BOARD MEMBERS

Advisory Board members should disclose conflicts relating to matters on which they are providing advice.

An Advisory Board member may be excluded from providing advice on a matter where their interests could compromise, or appear to compromise, independent judgment.

17. CONFLICTS INVOLVING VOLUNTEERS

Volunteers should disclose conflicts where their personal interests could affect their Foundation responsibilities.

Examples may include:

- Recommending a business owned by themselves or a relative
- Using Foundation activities to promote a personal business
- Influencing allocation of Foundation resources for personal benefit
- Using Foundation information for personal purposes

The Foundation may restrict participation in the relevant matter where appropriate.

18. RECORD KEEPING

The Foundation shall maintain appropriate records relating to conflicts of interest.

Records may include:

- Conflict of Interest Declarations
- Disclosures made during meetings
- Relevant meeting minutes
- Decisions regarding conflict management
- Recusal or abstention records
- Other relevant documentation

Such records shall be maintained securely and accessed only by authorised persons where confidentiality applies.

19. CONFIDENTIALITY

Information disclosed under this policy shall be handled responsibly and confidentially.

Information shall only be shared with persons who have a legitimate need to know, subject to applicable legal or organisational requirements.

20. GOOD-FAITH DISCLOSURE

The Foundation encourages early and honest disclosure of conflicts.

A person who identifies and discloses a conflict in good faith will not be penalised merely because a conflict exists.

The objective is to manage conflicts responsibly, not to discourage people from reporting them.

21. FAILURE TO DISCLOSE

Failure to disclose a relevant conflict, particularly where the person knowingly participates in a decision or transaction affected by the conflict, may constitute a breach of this policy.

Depending on the circumstances, the Foundation may:

- Review the relevant decision
- Introduce corrective measures
- Restrict the person's participation
- Require additional oversight
- Take appropriate action under applicable policies or procedures

Any action shall be proportionate to the circumstances.

22. RETALIATION

The Foundation does not tolerate retaliation against a person who raises a conflict of interest concern or makes a good-faith disclosure.

Concerns regarding retaliation may be raised through the Foundation's applicable grievance or reporting mechanism.

23. RELATIONSHIP WITH OTHER POLICIES

This policy should be read together with the Foundation's other applicable policies, including:

- Board Governance Policy
- Anti-Fraud & Anti-Corruption Policy
- Donation Policy
- Data Protection & Privacy Policy
- Grievance Redressal Policy
- Volunteer Code of Conduct
- Volunteer Reimbursement Policy
- Inclusion & Non-Discrimination Policy
- Child Safeguarding & Protection Policy
- Volunteer Safety Guidelines
- Other policies approved by the Board from time to time

Where another policy contains more specific requirements for a particular matter, those requirements should also be followed.

24. RESPONSIBILITY FOR IMPLEMENTATION

The Board of Directors has overall responsibility for ensuring that conflicts of interest are appropriately identified and managed.

Directors and other persons covered by this policy are individually responsible for:

- Identifying relevant conflicts
- Making timely disclosures
- Following management directions
- Avoiding improper influence
- Maintaining confidentiality
- Acting in the best interests of the Foundation

25. POLICY REVIEW

This policy shall be reviewed periodically and may be updated when required due to:

- Changes in applicable law
- Changes in the Foundation's structure
- Changes in activities or operations
- Identified governance risks
- Lessons from implementation
- Good governance practices

Material amendments shall be appropriately approved and documented.

26. EFFECTIVE DATE

This Conflict of Interest Policy shall become effective from:

02 September 2026

It shall remain effective until amended, replaced or withdrawn through appropriate organisational approval.

27. APPROVAL

This policy has been reviewed and approved by the Board of Directors of Praktireva Saranam Foundation.

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DOCUMENT CONTROL

Particular	Details
Organisation	Praktireva Saranam Foundation
Policy	Conflict of Interest Policy
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