



CONFLICT-OF-INTEREST POLICY

Issue Date	Issue No	Obsolete/Current/Archived	Reason/Notes
05/04/2022	002	Current-updated	Reviewed and approved

REVIEWERS & APPROVALS

This document has been reviewed and approved by the undersigned.

Name	Position	Signature	Date
Prof E. Gyimah-Boadi	Board Chair		12/09/2022
Dr. Joseph Asunka	Chief Executive Officer		12/09/2022
Felix Biga	Chief Operating Officer		12/09/2022
Kwaku Owusu-Yeboah	Human Resource Manager		12/09/2022

OWNERSHIP/CUSTODIAN OF THE POLICY

This policy document is vested in the Human Resources Manager who has overall responsibility for its implementation in line with the Afrobarometer (AB's) legal and ethical obligations; monitoring its effectiveness and dealing with queries with regard to its interpretation.

Supervisors at all levels are responsible for ensuring their direct reports are made aware of the policy and adequately trained on its application.

It shall be subject to review every year or as required in order to keep it up to date with changes to relevant regulations or best practice. All suggestions for review and or amendments shall be forwarded to the Human Resources Manager for review, including obtaining Management/Board approvals of the amended policy.

DISTRIBUTION LIST

A current version of this document is available to staff on the google drive labelled Policies and on AB website.

INTRODUCTION

The Board of Directors of Afrobarometer (“AB”) is responsible for determining the business strategy and approving the general policies of AB as well as providing oversight for its internal control framework. In the fulfillment of these responsibilities and consistent with AB Code of Ethics and Conduct, and with the Mission, Vision and Values of AB and its ethics and compliance culture, it has approved this Conflict-of-Interest Policy.

As defined herein, a conflict of interest is whenever a director, employee, consultant or volunteer has personal, professional, financial or other similar types of interests which could have the potential to compromise or bias his or her professional judgment, loyalty and objectivity as an agent of AB.

AB defines conflicts of interest broadly: actual conflicts of interest (the employee is faced with a real and existing conflict), potential conflicts (the employee is in or could be in a situation that may result in a conflict of interest) or perceived conflicts (the employee is in or could be in a situation that appears to be a conflict of interest, even if this is not the case).

A conflict of interest may be direct when it is the director, employee, consultant or volunteer himself or herself that has the conflict or indirect when it involves an immediate or close family member of the director, employee, consultant, or volunteer.

OBJECTIVES

This Conflict of Interest Policy (the “Policy”) is a key component of AB’s corporate governance system and is intended to define the procedures and processes that must be followed in order to prevent and where applicable, manage actual or potential conflicts of interest involving AB’s Board members, officers, managers and other employees and volunteers in their relationships with AB, as well as any conflict of interest situations that could potentially arise with clients, suppliers or other stakeholders.

POLICY STATEMENT

A conflict of interest may exist when the interests or potential interests of any director, officer, or staff member, or that person’s close relative, or any individual, group, or organization to which the person associated with AB has allegiance, may be seen as competing with the interests of AB, or may impair such person’s independence or loyalty to AB. A conflict of interest is defined as an interest that might affect, or might reasonably appear to affect, the judgment or conduct of any director, officer, or staff member in a manner that is adverse to the interests of AB.

Examples

A conflict of interest may exist if a director, officer, staff member, or close relative

1. Has a business or financial interest in any third party dealing with AB. This does not include ownership interest of less than 5 percent of outstanding securities of public corporations.
2. Holds office, serves on a board, participates in management, or is employed by any third party dealing with AB, other than direct funders to AB.
3. Derives remuneration or other financial gain from a transaction involving AB (other than salary received for employment by AB and/or salary and benefits expressly authorized by the board).
4. Receives gifts from any third party on the basis of his or her position with AB (other than occasional gifts valued at no more than \$100, or if valued at more than \$100, the gift is made available in a team space or common area for others to share — e.g., fruit baskets, boxes of candy). All other gifts should be returned to the donor with the explanation that AB policy does not permit the acceptance of gifts. No personal gift of money should ever be accepted.
5. Engages in any outside employment or other activity that will materially encroach on such person's obligations to AB; compete with AB's activities; involve any use of AB's equipment, supplies, or facilities; or imply AB's sponsorship or support of the outside employment or activity

Use of Information

Directors, officers, and staff shall not use information received from participation in AB affairs, whether expressly denominated as confidential or not, for personal gain or to the detriment of AB.

Disclosure and Recusal

Whenever any director has a conflict of interest or a perceived conflict of interest with AB, he or she shall notify the board chair of such conflict in writing.

Whenever any staff member (paid or volunteer) has a conflict of interest or a perceived conflict of interest with AB, he or she shall notify either the Human Resource Manager or CEO of such conflict in writing.

When any conflict of interest is relevant to a matter that comes under consideration or requires action by the board, or a board committee, the interested person shall call it to the attention of the board chair and shall not be present during board or committee discussion or decision on the matter. However, that person shall provide the board or applicable committee with any and all relevant information on the particular matter.

The minutes of the meeting of the board or its committee shall reflect that the conflict of interest was disclosed, that the interested person was not present during discussion or decision on the matter and did not vote.

Dissemination

A copy of this conflict-of-interest policy shall be furnished to each director, officer, and staff member who is presently serving this organization or who may become associated with it.

Certification

The policy and its application shall be reviewed annually for the information and guidance of directors, officers, and staff members, each of whom has a continuing responsibility to scrutinize their transactions and outside business interests and relationships for potential conflicts of interest, and make such disclosures as described in this policy.

As administered by the CEO each director will be asked to complete a certification of agreement with the policy and disclosure of any known conflicts of interest upon his or her election or reelection to the board and annually thereafter. As administered by the Human Resources Manager, each staff member or consultant will be asked to complete such a certification upon his or her employment/engagement and on an annual basis thereafter.

All certifications shall be reviewed by the board as appropriate.

ROLES & RESPONSIBILITIES

The Board of Directors

The Board has ultimate ownership of this Policy, arising from the greater responsibility of the Board and its Committees to embody the highest standards of integrity.

The Central Management Team (CMT)

The CMT conducts periodic reviews to provide independent assurance to the Board that the policy meets the requirements of AB and adheres to various statutory regulations of partner institutions countries pursuant to the authority delegated by the board.

The Policy Owner

The Human Resources Manager (policy owner) coordinates the implementation of the framework governing the policy and all updates thereto, whilst monitoring the review of the procedures, reporting obligations and awareness responsibilities under the policy.

Furthermore, in consultation with other relevant role players, ensures that all contraventions are investigated in accordance with relevant approved policies.

CONCLUSION

In conclusion, all staff must be aware of the requirements of this policy and should be read in conjunction with other relevant policies in AB. It is the responsibility of all staff to ensure that the spirit and letter of this policy are adhered to at all times.

REVIEW

The Human Resource Unit in consultation with the CMT will monitor the effectiveness of existing systems, controls and procedures for the implementation of this Policy, and provide assurance of compliance with this Policy, including the design and implementation of relevant protocols and procedures, in accordance with a risk-based approach. The results of such assessments will be included in reports from the Human Resources Unit to the Board.

As part of this report, the Human Resource Unit will inform the CMT about his or her administration and implementation of this policy and may make recommendations for changes to this policy as appropriate. Changes may be made to this policy to reflect evolving norms and practices among international NGOs, changes to AB policies or procedures or as and when AB deems necessary and appropriate to affirm its commitment towards this policy.

Disclosure Questionnaire

CONFLICT OF INTEREST DISCLOSURE QUESTIONNAIRE

INTRODUCTION

Maintaining the highest level of ethical conduct plays an integral part in protecting the integrity of Afrobarometer (AB) and its stakeholders. A conflict of interest occurs where your private interest interferes with the interest of AB. As a non-for-profit business entity or not for profit organisation dedicated to furthering a social cause, AB has an obligation to maintain its stakeholders' trust by being open and honest about situations that may give rise to such conflict.

AB's Conflict of Interest Policy, as described in AB Ways of Working document and in your contract provides guidelines about business and personal relationships between AB's staff and our donors, funders, suppliers, and other business entities and stakeholders. The policy requires that we avoid situations that may improperly influence or even appear to influence the business decisions, research activities and transactions that we make on behalf of AB. In addition, we must avoid any outside activities that conflict or even appear to conflict with our primary engagement obligations to AB.

This questionnaire provides all AB staff who may have a potential or actual conflict of interest with an opportunity to review their own personal situations and disclose any such relationships or activities. A "Yes" answer does not necessarily constitute a conflict of interest. However, without complete disclosure of the facts, a fair and reasonable assessment of your situation cannot be made. Unless you are certain a situation does not create a possible conflict, you must disclose the situation to AB.

This questionnaire also includes a section on Confidentiality Obligation and Insider Dealing. AB staff are prohibited from disclosing, divulging or utilising without appropriate authorization any confidential information which may have come to their knowledge during their employment or engagement with AB.

In order to be more comprehensive, this statement of disclosure/questionnaire also requires you to provide information with respect to certain parties that are related to you. These persons are termed "affiliated persons" and include the following:

- a. your spouse, domestic partner, child, mother, father, brother, sister
- b. any corporation or organization of which you are a board member, an officer, a partner, participate in management or are employed by, or are, directly or indirectly, a debt holder or the beneficial owner of any class of equity securities; and
- c. any trust or other estate in which you have a substantial beneficial interest or as to which you serve as a trustee or in a similar capacity.

1. Have you or any of your affiliated persons been involved in any activity that conflicts with the conduct of the official duties of AB in the past year? ___Yes ___No

If Yes, please describe the nature of the services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

2. Have you or any of your affiliated persons been a vendor to AB in the past year? Yes
 No

If Yes, please describe the nature of the services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

3. Have you or any of your affiliated persons purchased services or property from AB in the past year? Yes No

If Yes, please describe the purchased services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person.

4. Please indicate whether you or any of your affiliated persons had any direct or indirect interest in any business transaction(s) or research activity/activities in the past year to which AB was or is a party? Yes No

If Yes, describe the transaction(s) or research activity/activities and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

5. In the past year, did you or any of your affiliated persons receive, or become entitled to receive, directly or indirectly, any personal benefits from AB or as a result of your relationship with AB, that were not or will not be compensation directly related to your duties to AB? Yes
 No

If yes, please describe the benefit(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

6. Are you or any of your affiliated persons a party to or have an interest in any pending legal proceedings involving AB (known or unknown to AB)?

Yes No

If yes, please describe the proceedings(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

7. Are you aware of any other events, activities, transactions, arrangements or other situations that have occurred or may occur in the future that you believe should be examined by AB's board (or a duly constituted committee thereof) in accordance with the terms and intent of AB's conflict of interest policy? ___Yes ___No

If yes, please describe the situation(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

OUTSIDE BUSINESS INTEREST

1. Have you maintained outside employment or participated in other business activities which conflicts with the performance of your job duties with AB or creates an actual or perceived conflict of interest with AB? ___Yes ___No

If yes, please details:

2. Please provide details of any shareholding or other interest held by you and/or formal advisory or consultation service that you currently provide to other company.

No	Entity Name	Nature of Business	Interest/Service

CONFIDENTIALITY OBLIGATION AND INSIDER DEALING

1. Have you or any of your affiliated persons disclosed, divulged or utilized any confidential information to a third party? ___Yes ___No

If yes, please details:

Please make sure you have answered all questions completely, accurately, and to the best of your knowledge.

I HEREBY CONFIRM that I have read and understand AB's conflict of interest policy and that my responses to the above questions are complete and correct to the best of my knowledge. I agree that if I become aware of any information that might indicate that this disclosure is inaccurate or that I have not complied with this policy, I will notify either the Chief Executive Officer, Chief Operations Officer or HR Manager of AB immediately.

NAME OF STAFF

SIGNATURE



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Document Control

Issue No: 002

Issue Date: 05/04/2022

Page 10 of 10

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Position:.....

**For and on behalf of AB
HUMAN RESOURCE MANAGER**

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Dated this..... day of20...