CONFLICT OF INTEREST POLICY

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Member:	• all board members/trustees, board committee members and company members of each of GOAL, GOAL (International) and GOAL USA Fund, together with GOAL's branches/liaison offices in programme countries; • all GOAL employees (Head Office and Field), secondees, interns and volunteers; and • all consultants/contractors/suppliers* (including internal consultants with a GOAL email address) • all GOAL partners* * adheres to COI standards as set out in GOAL's COI Policy but makes COI declarations/reporting through their own internal COI reporting system; **OR** has in place their own internal COI Policy which provides equivalent or greater protection against COIs and they certify compliance periodically.
Title:	Conflict of Interest Policy
Document type:	Policy
Date/version:	September 2018 / Version 4
Classification:	General Distribution
Authors:	Alison Mitchell, Legal Department
Owned by:	Legal Department & CEO Office
Reviewed and approved by:	GOAL Audit & Risk Committee: 21 May 2018 GOAL Board of Directors: 21 May 2018
Next review date:	September 2019

1. APPLIES TO

GOAL recognises that Members will develop relationships, friendships and contacts in their personal and working lives that may influence their objectivity. The majority of these relationships will not give rise to any concern and can be regarded as a private matter. However, a conflict of interest ("**COI**") arises where one party in the relationship can grant the other an unfair advantage or disadvantage or can exert improper influence over a decision relating to the other, which attract or may attract perceptions of bias and unfair treatment.

This Conflict of Interest Policy ("**COI Policy**") seeks to set out GOAL's processes and procedures to address this matter and applies to all Members of GOAL.

"**GOAL**" includes GOAL, GOAL (International), GOAL USA Fund and all GOAL branches and/or liaison offices in programme countries and any subsequent subsidiaries/affiliates incorporated from time to time.

"**Members**" are defined as:

1.1 all board members/trustees, board committee members and company members of GOAL (as defined);
1.2 all employees of the GOAL (Head Office and Field);
1.3 all secondees, interns and volunteers of the GOAL;
1.4 all consultants/contractors/suppliers***** (including internal consultants with a GOAL email address) of GOAL; and
1.5 all GOAL partners***** (i.e. those entering into partnership agreements with GOAL, GOAL (International) and GOAL USA Fund)

* adheres to COI standards as set out in GOAL's COI Policy but makes COI declarations/reporting through their own internal COI reporting system; **OR** has in place their own internal COI Policy which provides equivalent or greater protection against COIs and they certify compliance periodically.

2. PURPOSE

GOAL promotes a culture of transparency, integrity and professionalism at every level within the organisation.

The purpose of this COI Policy is to effectively identify, declare, manage and record all COIs in a timely manner in order to:

- protect the integrity of GOAL's governance structure and decision-making processes;
- to encourage public trust and confidence; and
- to ensure Members' fundamental duty to act in the best interest of the charity.

3. WHAT IS A CONFLICT OF INTEREST?

A COI arises (actual/existing COI), may arise (potential COI), or appears to another person to arise (a belief/perception) where a Member's personal, financial, business, political or family interest(s) and/or loyalty conflicts with the interests of GOAL.

We understand that COIs can and do arise from time to time. The problem is not that conflicts arise. The problem arises when they are not declared and managed appropriately.

Members will declare any interest, which might affect, or might reasonably be thought to affect impartial judgement. Not declaring interests could give rise to suspicion of improper motives even where none exist. The importance of transparency of judgements and transactions is paramount.

To help decide whether you have a COI, imagine you are explaining your actions and how it would appear to an external third party. Even the appearance of a COI has the potential to damage GOAL's reputation and to adversely affect the communities with whom we work. ***If in doubt, declare***. Please see Appendix 1 to this COI Policy for a non-exhaustive list of COI examples.

4. DECLARATION OF INTEREST

The responsibility is on each individual Member to make their own declaration(s) of interest at the earliest opportunity once you become aware that a conflict exists or may exist.

There are two types of declarations of interest: (i) specific; and (ii) at any time.

4.1 Specific

Specific declarations of interest apply to all Members and must be made where a COI exists or may exist in the following situations:

Induction/ Appointment	as part of your induction with GOAL, all new **employees** (Head Office and Field), **secondees, interns, volunteers and internal consultants** are required to submit a declaration of interest either electronically HQ COI Declaration or Field COI Declaration in hard copy as set out in Appendix 2A to this COI Policy. on appointment to a GOAL board of directors or a board committee or as a member, all new **GOAL board members/trustees, board committee members and company members** are required to submit a declaration of interest either electronically Board COI Declaration or in hard copy as set out in Appendix 2A to this COI Policy.
Director, Committee or Company Member	any and all GOAL board members/trustees, board committee members and company members are required to submit a declaration of interest before or at any such meetings where a COI arises or may arise in the business to be transacted at that meeting.
Procurement	all Members involved in GOAL's procurement processes are required to submit a declaration of interest where a COI arises or may arise either: (i) electronically HQ COI Declaration and Field COI Declaration or in hard copy, as per Appendix 2B to this COI Policy; or (ii) a hard copy procurement committee Nil declaration.
Recruitment	all Members involved in the recruitment and/or appointment of Members are required to submit a declaration of interest either electronically HQ COI Declaration and Field COI Declaration or in hard copy, as per Appendix 2B to this COI Policy.
Annually	all Members are required to submit an annual declaration of interest by 1 December each year, either electronically HQ COI Declaration and Field COI Declaration or in hard copy, as per Appendix 2B to this COI Policy. Submissions to be made annually between **1 November and 1 December**.

Note: Specific declarations do not in any way detract from the obligation to immediately declare a COI as and when it arises in accordance with clause 4.2 (At any time) below.

If you have previously declared a COI (actual or potential), you must make a new declaration annually but can refer to such existing/related declaration(s), including related declaration number.

4.2 **At any time**

Members must proactively declare any and all COIs as and when they arise in the course of their employment, or term of office or engagement as consultants/contractors/suppliers/GOAL partners with GOAL, either electronically HQ COI Declaration and Field COI Declaration or in hard copy, as per Appendix 2B to this COI Policy.

Note: If you previously declared a COI (actual or potential) and the situation has altered, you must make a new declaration of such new or altered interest in accordance with this COI Policy but can also refer to the existing declaration(s).

5. WHAT TO DO WHEN YOU HAVE A COI (ACTUAL OR POTENTIAL)

To promote transparency and protect all parties involved, Members are required to declare all COIs (actual or potential) so that they are managed and recorded effectively. There are various stages in dealing with a COI ('specific' or 'at any time'): identify; declare; review; validate; confirm; action solution; and verify.

Note: please see Appendix 3 to this COI Policy for COI Reporting Matrix (HQ & Field) as this Clause 5 cannot cover all COI reporting eventualities.

IDENTIFY
a COI (actual or potential) and consult this COI Policy

Declarer must **immediately** step away from any involvement and have no further interaction until COI is reviewed and managed

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DECLARATION OF INTEREST
as soon as you ("Declarer") become aware of a COI
– electronically HQ COI Declaration and Field COI Declaration or in hard copy

Pending Review
interim actions can include stepping away from the conflict/ committee /no further participation /independent member(s) added to committee/decision

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REVIEW AND SOLUTION PROPOSED		
Head Office Employee/ Secondees/ Interns/Volunteers/ Internal Consultants	**Field Employee/ Secondees/ Interns/Volunteers/ Internal Consultants**	**Company directors/ Committee members/ Company members**
Initial review by your Head of Department; and solution proposed **(please see Appendix 3 for COI Reporting Matrix for all HQ staff)**	Initial review by your Area Co-ordinator/ACDP or ACDS or equivalent and solution proposed **(please see Appendix 3 for COI Reporting Matrix for all field staff)**	Raised at meeting of GOAL Board/Committee/AGM of relevant GOAL entity and reviewed/discussed

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VALIDATION		
Head Office Employee/ Secondees/ Interns/Volunteers/ Internal Consultants	**Field Employee/ Secondees/ Interns/Volunteers/ Internal Consultants**	**Company directors/ Committee members/ Company members**
Legal Department	Country Director	Legal Department

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CONFIRMATION
by Head of Ethics & Compliance (**HQ only**)

SOLUTION
made within 5 working days from declaration (**mandatory deadline**)

Pending Escalation
interim actions can include stepping away from the conflict/ committee /no further participation /independent member(s) added to committee/ decision

ESCALATION
to senior level for a final decision (**only if necessary/optional**)

Head Office Employee/ Secondees/ Interns/Volunteers/ Internal Consultants	**Field Employee/ Secondees/ Interns/Volunteers/ Internal Consultants**	**Company directors/ Committee members/ Company members**
CEO	Regional Director	Chair of relevant GOAL entity

SOLUTION ACTIONED

Head Office Employee/ Secondees/ Interns/Volunteers/ Internal Consultants	**Field Employee/ Secondees/ Interns/Volunteers/ Internal Consultants**	**Company directors/ Committee members/ Company members**
Head of Department with or without assistance from Declarer	Area Co-ordinator/ACDP or ACDS or equivalent with or without assistance from Declarer	GOAL Board/Committee/AGM

FINAL VERIFICATION

Head Office Employee/ Secondees/ Interns/Volunteers/ Internal Consultants	**Field Employee/ Secondees/ Interns/Volunteers/ Internal Consultants**	**Company directors/ Committee members/ Company members**
Legal Department	Country Director	Legal Department

RECORD COI on Head Office, Field Offices and Board/Committee/Member Registers and Board minutes.

6. OVERSIGHT

6.1 COI Registers for each of Head Office, Field Offices and Board/Committee/Member are controlled and monitored on a quarterly basis by the Legal Department and the Head of Ethics & Compliance. High level information is reported to GOAL's Senior Management Team on a quarterly basis.

6.2 The Head of Ethics & Compliance reports on COI matters to GOAL's Audit & Risk Committee on a quarterly basis.

6.3 Regional Directors and Country Directors can review and monitor the COI Register for their respective countries of operations only, raising or reporting any issues that may arise, and to analyse any trends to enhance awareness within the organisation and further learning and development in this area. Global trends will be reviewed and monitored by the Legal Department and the Head of Ethics & Compliance.

7. RAISING CONCERN

Where you believe a Member is conflicted, and has not declared or fully declared a COI, it is your duty to speak up. Please consult our Whistleblowing Policy on SharePoint or email speakup@goal.ie in confidence. In addition, if you have a serious concern over a wrongdoing, please contact goal@safecall.co.uk or call 1800 812740. Each country may have a different Safecall number.

8. COMMUNICATION AND TRAINING

8.1 GOAL will effectively communicate and provide training on this COI Policy to all Members on induction/appointment.

8.2 This COI Policy will be reviewed annually.

9. COMPLIANCE WITH THIS POLICY

9.1 Compliance with all GOAL Policies, including this COI Policy, forms part of a Member's annual appraisal.

9.2 Any violations of this COI Policy, including any failure to report a COI (actual or potential), will be dealt with in accordance with GOAL's Disciplinary Procedure and may result in a disciplinary sanction up to and including termination of employment or removal from a GOAL board, or expulsion from being a committee member or company member.

9.3 GOAL reserves the right to report any suspected fraudulent or criminal activities to the relevant authorities.

10. NATIONAL LAWS

For the avoidance of doubt, this COI Policy supplements laws that regulate COIs and related fiduciary duties, including but not limited to applicable company and charity law.

11. DATA PROTECTION

Any information provided to GOAL under this COI Policy will be processed in accordance with applicable data protection law and for the purposes set out herein. This will include the processing of information to ensure that Members act in the best interests of GOAL and that GOAL complies with the requirements of all donor contracts. Such information will be also declared in GOAL's accounts and annual report where required under applicable law or accounting guidelines.

APPENDIX 1

TYPES OF CONFLICTS OF INTEREST

While it is not possible to list every situation that could present a conflict, there are certain areas where conflicts typically arise, which include:

Financial Interests

- You or a Connected Person (see definition below) works for or is a director or owner of or is responsible for purchasing or selection decisions regarding one of a supplier or contractor that GOAL is considering using.
- A former GOAL employee with whom you are familiar contacts you directly or indirectly on behalf of an organisation tendering for a contract from GOAL for which you have responsibility.
- A Member uses confidential information acquired as a result of their position within GOAL to further their private interests or those of a Connected Person.
- A Member provides advice or is otherwise involved in an organisation which competes for donor funding with or is in receipt of funding from GOAL.

Personal Interests

- A field office employee is in a position to make (or influence) a decision about allocation of resources or funds that could directly benefit their own community or their family's community.

Property Interests

- You (or a Connected Person) directly or indirectly lease, rent, trade or sell real or personal property to or from GOAL.

Family relationships

- A candidate/employee is a Connected Person of a GOAL manager/employee/director who makes decisions on recruitment, job responsibilities, pay and promotions relating to that candidate/employee.

Outside activities or commitments

- You agree to serve as a director or in any other key role/decision making role in a business which is or seeks to be one of GOAL's competing charities or competitors, suppliers or implementing partners.

Social/political

- Participating in social or political activities is not restricted as long as you participate as an individual and not as a representative of GOAL. Such participation should not call into question your impartiality or affect your advice or actions within GOAL.

We must also be alert to any situation, affiliation and relationship that may create a potential COI, the appearance of impropriety or interfere with the discharge of your responsibilities on behalf of and in the best interests of GOAL. For example, working or volunteering with a Connected Person can present conflicts, especially if the functions you perform, or the division of duties interferes with objective decision making.

"**Connected Person**" includes spouse, co-habiting partner, child, parent, sibling, close associate or intimate friend.

This COI Policy cannot describe all COIs and therefore you will need to exercise sound judgement and respect the spirit as well as the wording of this Policy.

APPENDIX 2A

DECLARATION OF INTERESTS ON INDUCTION / APPOINTMENT
(CONFIDENTIAL)

Declarant's Name: **Declarant's Address:**
1. Have you or a Connected Person* been a party to or involved in contractual transactions with GOAL or another charity? If 'yes', please provide details.
2. Do you or a Connected Person* have an interest in an entity (business, organisation or charity) with which GOAL does business or expects to do business?** If 'yes', please provide full details of such interest** and the impact of such interest on GOAL. Please include the position/title held and if a Connected Person* has the interest, please identify the relationship of that person to you.
3. List all the entities on whose board of directors/committees/members you currently serve and confirm whether any such entities: do business with; are involved in litigation with; or compete for funding with GOAL. Please provide full details.
4. Please disclose any involvement by you in any activity within the preceding 12 months, or the next 12 months, that could be reasonably interpreted as a potential conflict of interest or could be reasonably perceived as having an appearance of a conflict of interest/divided loyalty on your part. Please provide full details.
I hereby confirm that the Declarations made above is complete and correct to the best of my knowledge, information and belief. I will notify my Line Manager or Head of Department, as applicable, immediately upon knowing that these Declarations have become inaccurate or that I have otherwise not complied with the Conflict of Interest Policy. **Print Name:** **Signature:** **Date:**

* includes spouse, co-habiting partner, child, parent, sibling, close associate or intimate friend
** includes a financial, business, personal, contractual or organisational interest

Please use a continuation sheet where required.

APPENDIX 2B

DECLARATION OF INTEREST
(CONFIDENTIAL)
(available electronically here: HQ COI Declaration or Field COI Declaration)

Date: _____

Name: _____

Position: _____
(e.g. employee, intern, volunteer, Internal consultant, board/committee or company member)

Department: _____

Fully state details of conflict of interest (actual or potential), including any interests, relationships, transactions, positions/posts you hold (volunteer or otherwise), or other circumstances where your interests conflict with those of GOAL, including but not limited to personal, financial, business, political or family or otherwise.

If you do not have any conflict of interest (actual or potential) to declare, you must confirm this and submit a "Nil" return.

I hereby certify that the information set forth above is true and complete to the best of my knowledge (having made reasonable enquiries). I have reviewed, understand and agree to abide by GOAL's Conflict of Interest Policy.

GOAL respects your privacy and will take every measure to protect your personal information in compliance with relevant data protection legislation. For further information, please contact GOAL at dpo@goal.ie. I acknowledge that GOAL may be required to declare relevant personal details about me and my declaration of interest anywhere in the world, for use by GOAL to ensure compliance with its legal and regulatory obligations, including, but not limited to company law and charity law, and in order to comply with donor contracts.

Signature: _____ Date: _____

APPENDIX 3

COI REPORTING MATRIX - HQ

		MANDATORY	MANDATORY	MANDATORY	MANDATORY	OPTIONAL	MANDATORY	MANDATORY
Head Office	1	Employee Intern/Volunteer Internal Consultant	Head of Department	Legal Dept	Head of Ethics & Compliance	CEO	Head of Department	Legal Dept.
	2	Country Director Regional Director	Head of Department	Legal Dept	Head of Ethics & Compliance	CEO	Head of Department	Legal Dept.
	3	SMT	CEO	Legal Dept	Head of Ethics & Compliance	Chair of the Board	CEO	Legal Dept.
	4	General Counsel	CEO	Head of Ethics & Compliance	ARC Chair	Chair of the Board	CEO	Head of Ethics & Compliance
	5	Head of Ethics & Compliance	CEO	Legal Dept	ARC Chair	Chair of the Board	CEO	Legal Dept.
	6	CEO	Chair of the Board	Legal Dept	Head of Ethics & Compliance	GOAL Board	Chair of the Board	Legal Dept
	7	Company Directors/ Committee Members/ Company Members (Company Secretary to	GOAL Board/Committee/ AGM	Legal Dept	Head of Ethics & Compliance	Chair of the Board	GOAL Board/Committee/A GM	Legal Dept

COI REPORTING MATRIX - FIELD

Conflict of Interest Approval Matrix: Field Office

	Approval Path	Approval Stage					
		DECLARATION	REVIEW AND SOLUTION PROPOSED	VALIDATION	ESCALATION	SOLUTION ACTIONED	FINAL VERIFICATION
		MANDATORY	MANDATORY	MANDATORY	OPTIONAL	MANDATORY	MANDATORY
Field Office	1	Employee Volunteer/intern Internal consultant	Area Co-ordinator/ACDS/ACDP or equivalent	Country Director	Regional Director	Area Co-ordinator/ACDS/ACDP or equivalent	Country Director
	2	Senior Manager (reportsinto CD)	Country Director	Regional Director	Head of Programmes	Country Director	Regional Director