

Policy on Conflict of Interest

Any General Body or Governing body member, key workers, cadre or member of any committee of SMS or its network partners, who has a direct or indirect financial interest, will be considered an interested person for the purposes of this Policy.

Any of the above mentioned persons will be assumed to have a financial interest if the person is directly or indirectly,

1. A member of SMS or any of its network partners;
2. Is a donor or any employee to grant making agencies;
3. Is under contract for any Services or supplies of materials to SMS or any of its network partners.

Duty to Disclose

An interested person must voluntarily disclose actual or possible conflict of interest

Determination of a Conflict of Interest

On disclosure of the conflict of interest, interested person will not be present in any of the Committees or General/ Governing body. In other cases, SMS and its network partners will jointly or singly determine the conflict of interest, if any.

Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting;
- b. After the presentation, S(he) will leave the meeting during the discussions voting on transaction or arrangement involving the possible conflict of interest;
- c. The chairperson of the governing board or committee shall, if felt necessary, appoint a disinterested person or committee to investigate the matter and take action, if needed, on proposed transaction or arrangement;
- d. The governing board or committee, after adequate deliberations, shall determine whether the Organization can obtain, with reasonable efforts, a more advantageous transaction or arrangement;
- e. If a more advantageous transaction or arrangement is not possible and the transaction or arrangement (with interested person) is reasonable and for organization's own benefit, then the Governing Board or Committee may take its decision whether to enter into the transaction/ arrangement or not.

Violations of the Conflicts of Interest Policy

- a. In case of a failure in disclosure of conflict of interest by any member/ worker and If the Governing Board or committee has reasonable cause to believe that a member/worker has

financially benefitted, directly or indirectly, the Board or Committee will inform the member/workers of the basis for such belief and provide the member an opportunity to explain the alleged failure to disclose;

b. if the Board or Committee, after hearing the member's/worker's response and after making further reasonable investigation, the governing board or committee will determine whether member/worker has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Records of Proceedings

The minutes of the governing board and all committees constituted for the purpose will contain:

- a.** The names of the persons;
- b.** The nature of the financial interest;
- c.** Any action taken to determine whether a conflict of interest was present;
- d.** The governing board's or committee's decision as to whether a conflict of interest in fact existed;
- e.** The names of the persons who were present for discussions and votes relating to the transaction or arrangement;
- f.** The content of the discussion, including any alternatives to the proposed transaction or arrangement;
- g.** Record of any votes taken in connection with the proceedings.