



AFRICAN INITIATIVE FOR MANKIND PROGRESS ORGANIZATION -AIMPO

CONFLICT OF INTEREST POLICY

A. INTRODUCTION

Established in 2001, the African Initiative for Mankind Progress Organization (AIMPO) is a nationally recognized, non-governmental and non-profit organization dedicated to the advancement of Rwanda's indigenous, Batwa population, legally categorized as 'Historically Marginalized Peoples' (HMP) in Rwanda. The

Government of Rwanda (GoR) required our organization to change its name from the African Indigenous Minority People’s Organization to its current name in 2007, claiming that the recognition of ethnicity and indigeneity is not relevant to Rwanda.

- ***Our vision*** is to advance the cause and integration of marginalized people (i.e. the Indigenous Batwa population) into a society in which all citizens should be equal in terms of political decision-making, economic opportunities, and access to education and healthcare. This will contribute to a decrease in the discrimination against the Indigenous Batwa.
- ***Our goal*** is to deliver high-impact, cost-effective, and culturally competent capacity-building programs to Historically Marginalized People in our target regions in Rwanda.
- ***Our missions*** are to promote the individual and collective rights of HMP; to facilitate sustainable development in Historically Marginalized Communities; and to accelerate the social, political, and economic integration of these communities into Rwandan society.

B. PURPOSE

All African Initiative for Mankind Progress Organization (AIMPO) employees and members of African Initiative for Mankind Progress Organization (AIMPO) Boards and Advisory Councils have a responsibility to be good stewards of the resources which are entrusted to African Initiative for Mankind Progress Organization (AIMPO) and to conduct the affairs of African Initiative for Mankind Progress Organization (AIMPO) in an ethical manner, and thus to avoid conflicts between the interests of the organization and their personal financial and other interests.

C. Background

It is in the best interest of African Initiative for Mankind Progress Organization (AIMPO) to be aware of and properly manage all conflicts of interest and appearances of a conflict of interest. This conflict-of-interest policy is designed to help directors, officers,

employees and volunteers of the African Initiative for Mankind Progress Organization (AIMPO) identify situations that present potential conflicts of interest and to provide AIMPO with a procedure to appropriately manage conflicts in accordance with legal requirements and the goals of accountability and transparency in AIMPO operations.

1. Conflict of Interest Defined

In this policy, a person with a conflict of interest is referred to as an “interested person.” For purposes of this policy, the following circumstances shall be deemed to create a Conflict of Interest:

- a. A director, Manager, officer, employee or volunteer, including a board member (or family member of any of the foregoing) is a party to a contract, or involved in a transaction with African Initiative for Mankind Progress Organization (AIMPO) or goods or services.
- b. A director, Manager, officer, employee or volunteer, (or a family member of any of the foregoing) has a material financial interest in a transaction between African Initiative for Mankind Progress Organization (AIMPO) and an entity in which the director, officer, employee or volunteer, or a family member of the foregoing, is a director, officer, agent, partner, associate, employee, trustee, personal representative, receiver, guardian, custodian, or other legal representative.
- c. A director, Manager, officer, employee or volunteer, (or a family member of the foregoing) is engaged in some capacity or has a material financial interest in a business or enterprise that competes with African Initiative for Mankind Progress Organization (AIMPO).

Other situations may create the appearance of a conflict or present a duality of interests in connection with a person who has influence over the activities or finances of African Initiative for Mankind Progress Organization (AIMPO). All such circumstances should be disclosed to the board or staff, as appropriate, and a decision made as to what course of action the organization or individuals should take so that the best interests of the nonprofit are not compromised by the personal interests of stakeholders in African Initiative for Mankind Progress Organization (AIMPO).

Gifts, Gratuities and Entertainment. Accepting gifts, entertainment or other favors from individuals or entities can also result in a conflict or duality of interest when the party providing the gift/entertainment/favor does so under circumstances where it might be inferred that such action was intended to influence or possibly would influence the interested person in the performance of his or her duties. This does not preclude the acceptance of items of nominal or insignificant value or entertainment of nominal or insignificant value which are not related to any particular transaction or activity of African Initiative for Mankind Progress Organization (AIMPO).

2. DEFINITIONS

- a. A "Conflict of Interest" is any circumstance described above of this Policy.
- b. An "Interested Person" is any person serving as an Director, Manager officer, employee or member of the Board of Directors of African Initiative for Mankind Progress Organization (AIMPO) or a major donor to African Initiative for Mankind Progress Organization (AIMPO) or anyone else who is in a position of control over African Initiative for Mankind Progress Organization (AIMPO), who has a personal interest that is in conflict with the interests of African Initiative for Mankind Progress Organization (AIMPO)
- c. **A "Family Member" is a spouse, parent, child or spouse of a child, brother, sister, or spouse of a brother or sister, of an interested person.**
- d. A "Material Financial Interest" in an entity is a financial interest of any kind, which, in view of all the circumstances, is substantial enough that it would, or reasonably could, affect an Interested Person's or Family Member's judgment with respect to transactions to which the entity is a party.
- e. A "Contract or Transaction" is any agreement or relationship involving the sale or purchase of goods or services, the providing or receipt of a loan or grant, the establishment of any other type of financial relationship, or the exercise of control over another organization. The making of a gift to African Initiative for Mankind Progress Organization (AIMPO) is not a Contract or Transaction.

POLICY

Every African Initiative for Mankind Progress Organization (AIMPO) office shall adopt and maintain a written conflict of interest policy which:

- covers its Board or Advisory Council members (if any) and members of staff;
- requires a written disclosure of actual and potential conflicts of interest as they arise, and at least annually for all board and advisory council members, and appropriate staff;
- prohibits conflicts of interest (with limited exceptions for those deemed not to be material); and
- Provides for disciplinary action for breaches of the policy.

Management shall develop and maintain a standard template policy and disclosure letter which satisfy the above requirements, and which can be adopted for use by each African Initiative for Mankind Progress Organization (AIMPO) office.

Procedures

- a. Prior to board or committee action on a Contract or Transaction involving a Conflict of Interest, a director or committee member having a Conflict of Interest and who is in attendance at the meeting shall disclose all facts material to the Conflict of Interest. Such disclosure shall be reflected in the minutes of the meeting. If board members are aware that staff or other volunteers have a conflict of interest, relevant facts should be disclosed by the board member or by the interested person him/herself if invited to the board meeting as a guest for purposes of disclosure.
- b. A director or committee member who plans not to attend a meeting at which he or she has reason to believe that the board or committee will act on a matter in which the person has a Conflict of Interest shall disclose to the chair of the meeting all facts material to the Conflict of Interest. The chair shall report the disclosure at the meeting and the disclosure shall be reflected in the minutes of the meeting.
- c. A person who has a Conflict of Interest with respect to a Contract or Transaction that will be voted on at a meeting shall not be counted in determining the presence of a quorum for purposes of the vote.

- d. The person having a conflict of interest may not vote on the Contract or Transaction and shall not be present in the meeting room when the vote is taken, unless the vote is by secret ballot. Such person's ineligibility to vote shall be reflected in the minutes of the meeting. For purposes of this paragraph, a member of the Board of African Initiative for Mankind Progress Organization (AIMPO) has a Conflict of Interest when he or she stands for election as an officer or for re-election as a member of the Board.

- e. Interested Persons who are not members of the Board of African Initiative for Mankind Progress Organization (AIMPO) or who have a Conflict of Interest with respect to a Contract or Transaction that is not the subject of Board or committee action, shall disclose to their supervisor, or the Director, or the Director's designee, any Conflict of Interest that such Interested Person has with respect to a Contract or Transaction. Such disclosure shall be made as soon as the Conflict of Interest is known to the Interested Person. The Interested Person shall refrain from any action that may affect African Initiative for Mankind Progress Organization (AIMPO)'s participation in such Contract or Transaction.

In the event it is not entirely clear that a Conflict of Interest exists, the individual with the potential conflict shall disclose the circumstances to his or her supervisor or the Executive Director or the Director's designee, who shall determine whether full board discussion is warranted or whether there exists a Conflict of Interest that is subject to this policy.

CONFIDENTIALITY

Each director, manager, officer, employee and volunteer shall exercise care not to disclose confidential information acquired in connection with disclosures of conflicts of interest or potential conflicts, which might be adverse to the interests of African Initiative for Mankind Progress Organization (AIMPO). Furthermore, directors, officers, employees and volunteers shall not disclose or use information relating to the business of African Initiative for Mankind Progress Organization (AIMPO) for their personal profit or advantage or the personal profit or advantage of their Family Member(s).

REVIEW OF THE POLICY

- a. Each director, Manager, officer, employee and volunteer shall be provided with and asked to review a copy of this Policy and to acknowledge in writing that he or she has done so.
- b. Annually each director, manage, officer, employee and volunteer shall complete a disclosure form identifying any relationships, positions or circumstances in which s/he is involved that he or she believes could contribute to a Conflict of Interest. Such relationships, positions or circumstances might include service as a director of or consultant to African Initiative for Mankind Progress Organization (AIMPO), or ownership of a business that might provide goods or services to African Initiative for Mankind Progress Organization (AIMPO). Any such information regarding the business interests of a director, officer, employee or volunteer, or a Family Member thereof, shall be treated as confidential and shall generally be made available only to the Chairperson, the Executive Director, and any committee appointed to address Conflicts of Interest, except to the extent additional disclosure is necessary in connection with the implementation of this Policy.
- c. This policy shall be reviewed annually by each member of the Executive member of senior management. Any changes to the policy shall be communicated to Board for approval and to all staff and volunteers.

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Approved by Administrative Council of AIMPO

30th November 2021