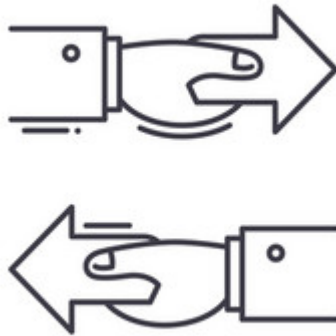




CONFLICT OF INTEREST POLICY

Sabuj Sangha's Code of Ethics & Business Conduct at Work



SABUJ SANGHA

30/9, Rajdanga Main Road, (East) Kolkata, West Bengal- 700 107



I. PREFACE

The Organisation has adopted the Code of Ethics & Business Conduct, which lays down the principles and standards that should govern the actions of the Organisation and its employees.

The Board of Sabuj Sangha has approved the Conflict of Interest Policy of Sabuj Sangha. It has adopted a conflict of interest policy to ensure the legal and ethical integrity and to make clear that no organization/individual benefits inappropriately because of a relationship with either staff, partners or Board Members of Sabuj Sangha.

Any actual or potential violation of the Code, howsoever insignificant or perceived as such, would be a matter of serious concern for the Organisation. The role of employees in pointing out such violations of the Code cannot be undermined.

II. POLICY

This policy applies to all staff of Sabuj Sangha and those of Partner organizations, as well as Vendors and Vendor organizations who are in a relationship with Sabuj Sangha. The policy covers responsibility to report all wrongful acts committed by staff of Sabuj Sangha, partners and members of the governing body only to the Ombudspersons, who are officially appointed to receive complaints, initiate the investigation. The Ombudspersons will also keep track of all reported cases and report the same to Board. The Organisation is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. To maintain these standards, the Organisation encourages its employees who have concerns about suspected conflict of interest in its business to come forward and express concern without fear of punishment or unfair treatment. This policy aims to provide an avenue for employees to raise concerns on any violations of conflict of interest in the organization business transactions.

III. PROHIBITED BUSINESS TRANSACTIONS

Sabuj Sangha, where financial involvement exists, shall be driven by the following key prohibitions of business transactions while initiating partnership, appointing consultants and entering into other services agreements:

- Organization will not engage in partnership with any organization or individual where the concerned officials of Sabuj Sangha is a board member of that organization, or respective Sabuj Sangha official is related to any of the board members/management team members of that organization or that individual. This may not apply in case of Sabuj Sangha or Sabuj Sangha's staff members, which is part of a larger network/association like Association of NGOs, CSOs, and INGOs etc.
- Due care needs to be exercised in the appointment of consultants so that it does not cause conflict of interest.



- Organization will not appoint any consultant or service provider who is affiliated (member of board/staff member) with an organization where a Sabuj Sangha official is also a board member of any such organization. This may not apply in case of Sabuj Sangha or Sabuj Sangha's staff members, who are a part of larger networks/associations like Association of NGOs, CSOs, and INGOs etc.
- This policy and principles will apply to all consultancies and services, small, long term and large.
- Organization will also not appoint any consultant and other services provider who is a close relative either of a Sabuj Sangha staffer or of Sabuj Sangha's Board Members and partners.

IV. APPLICABILITY

This Policy covers all directors, managers, employees, third party vendors, consultants, and partners operating out of any location of the Organisation.

V. PROCEDURE FOR RELATED PARTY TRANSACTIONS

- In case the organization has to involve financially with any related party under any exceptional circumstance then the Secretary and Director of the organization will give a formal approval.
- Formal approval will involve submission of a note to the Secretary and Director of the organization describing the nature of involvement and relationship, explanation on exceptional circumstances, task, financial involvement and period of transactions.

VI. DISCLOSURE OF RELATED PARTY TRANSACTION

In case of such party transactions, year-end statutory accounts of the organization will have to disclose related party transactions as per the generally accepted accounting and auditing standards.

VII. DISCLOSURE OF EXISTING RELATED PARTY TRANSACTIONS

It is the duty of all directors, managers and employees to notify the organization if they observe, or learn of, any Unethical and Improper Practices. Failure to promptly raise a known or suspected violation is considered as an unethical behaviour. It is obligatory for all of Sabuj Sangha staff to report wrongful acts or suspected wrongful acts in accordance with this policy. Staffs of Partner organizations are also required to report such acts committed by Sabuj Sangha staff or their own staff in the execution of their Partnership agreements.

All Sabuj Sangha staff will have to disclose their all-existing related party transactions at the time of joining the organisation or as soon as it is known. This disclosure should include-nature of involvement and relationship, circumstances, task, financial



involvement and period of transaction. This disclosure note must be submitted to Secretary and Director.

VIII. PROCEDURE FOR REPORTING OR RAISING CONCERNS

Any member of the staff or partners believing they have suspicion or evidence of serious misconduct on the part of anyone associated with the organization, should in the first instance bring the matter to the attention of the appointed person for the purpose. The point person will be responsible for ensuring that the case is dealt with in accordance with the policy. The Secretary and Director of the organization will be the final authority to decide and take action.

IX. DEFINITION OF RELATIVES

For the above purpose of this policy relative means:

- (i). Spouse/parents of the individual;
- (ii). Brother or sister of the individual or their children;
- (iii). Brother or sister of the spouse of the individual or their children;
- (iv). Brother or sister of either of the parents of the individual or their children;
- (v). Any lineal ascendant or descendant of the individual;
- (vi). Any lineal ascendant or descendant of the spouse of the individual;
- (vii). Spouse of the person referred to in clauses (ii) to (vi).

X. NOTIFICATION

1. All Managers, are required to notify and communicate the existence and contents of this policy to the employees of their department and to all new employees respectively.
2. The onus of making the Partners aware of their responsibilities vests with Director or the person assigned for the purpose by Sabuj Sangha Management who will ensure that programme staff make Partners aware of their responsibility and make them understand that they may report any wrongful conduct of Sabuj Sangha staff in the execution of a Partnership agreement.