



WWF INTERNATIONAL

Conflict of Interest Disclosure & Management Policy

Version March 2020

This policy can be found at [this link](#).

IMPORTANT: This policy applies to **WWF International and its managed offices**, and *does not apply to [WWF-US and its managed offices](#)*. For other offices please refer to your local policies.

For more information, please contact Richard Hart, WWF International (rhart@wwfint.org)

Key updates to previous Policy

- Onus to declare conflict of interest is on the individual in question
- The specific instruction for members of Procurement Committees to declare conflict of interest
- Office directors have the responsibility of maintaining conflict of interest registers
- Offices to develop strategies to prevent and raise awareness of conflict of interest

1. Purpose & Scope

This policy is designed to reduce reputational, financial and legal risks which could arise from *real, perceived and potential conflicts of interests* as defined herein. It applies to employees, board members, consultants, volunteers, interns, hosted staff, and funded organizations of **WWF International and its managed offices** ("WWF", or "Offices").

2. Definitions and Examples

A **conflict of interest** (COI) is a situation in which an individual has competing interests, loyalties or allegiances ("interests"). A COI does not necessarily mean an improper or illegal act has occurred, but it creates a risk that someone associated with WWF *may* be unduly influenced by another interest which *could* harm WWF.

If a WWF board member, employee, volunteer, consultant or staff of a WWF-funded organization *actually does* something to benefit a non-WWF interest that conflicts with their WWF duties and which harms WWF, such action can damage the integrity and trustworthiness of WWF, creating reputational, legal and financial risks.

Conflict of interest includes the interests of spouse, family member, business associate or agent or any other matter in which a WWF employee has a direct or indirect interest.

Examples of COI, and how WWF can be damaged can be found at the end of this policy. Please note that the list is not exhaustive.

3. Policy

Employees should not engage in outside activity that will materially affect obligations to WWF, competes with WWF's activities, jeopardizes WWF's reputation or activities, or which involves WWF funds, assets or facilities, or implies WWF support of the activity.

Employees must disclose potential or real conflicts of interest to their line managers, and the senior Human Resources officer soon as such conflict is noted, as well as when management requires disclosures to be made, normally on an annual basis. The onus is on the individual to make sure the relevant members of staff are aware.

Employees involved in recruiting staff, or procuring goods or services (e.g., consultants), must disclose any COI arising (for example friends or relatives proposing their services) at the time of discovery of the COI. Similarly, all members of a procurement committee or a recruitment/training/promotional panel must disclose any such COI to their respective committee/panel before initiation of deliberations.

Being a friend or relative is not necessarily a barrier to securing a contract; however, the **potential** conflict must be disclosed to ensure the process is fair. It is acknowledged that 'friend' is hard to define; but if it could be suggested that a relationship exists that could be seen as giving an advantage to an individual, staff should err on the side of caution and disclose the potential conflict.

Non-employee contracting parties (e.g., consultants, project implementers, etc.) must be contractually obliged to disclose conflicts of interest which could impact their contractual duty of service to WWF. A contracting party found to have knowingly not disclosed a conflict of interest will be subject to disciplinary action up to and including termination of contract, or in certain cases legal action.

Staff should consult their Line Managers or Human Resources or Head of Compliance, WWF International with any questions as to whether a relationship or transaction may constitute a conflict of interest.

Employees and contracting parties should raise issues of another's conflict of interests which could harm WWF, in line with WWF International's Speak Up! Policy. Failure to raise a known COI could result in disciplinary action.

All reports should be made in writing as per the Conflict of Interest Declaration Form soon as possible after the employee becomes aware of the situation causing concern and should contain as much pertinent information as possible to facilitate investigation and remedy. This should also be done annually as required.

Disclosures shall be kept in Human Resources files and made available for reference as necessary.

4. Responsibilities

WWF International Trustees through its Audit, Risk, & Compliance Committee, and the Director General bear overall responsibility for assuring that management enforces this policy.

Trustees are also required to disclose related party transactions and conflicts of interests as per Swiss GAAP regulations. WWF International management will request these disclosures at the appropriate time.

The WWF International Chief Operating Officer is responsible for:

- Ensuring procedures are in place to enforce this policy and respond to any breaches therein.

The WWF International Head of Compliance is responsible for:

- Maintaining and providing advice on this policy.
- Monitoring adherence to this Policy (e.g., regular monitoring of processes, carrying out checks to ensure staff, suppliers and board members follow required training and commitments);
- Keeping abreast of regulatory changes which may impact this or other related internal policies.

WWF International Director of Human Resources is responsible to ensure:

- A process is in place to obtain and respond to disclosures of conflicts of interests by employees, and appropriate discipline measures are enforced in case of breach of the policy.
- The induction of all new employees includes awareness of the Conflict of interest policy.

WWF International Directors and Directors of Offices must ensure:

- All staff and contracting parties are aware of, contractually bound by, and respect this policy.
- In collaboration with Human Resources, appropriately respond to disclosed conflicts of interest.
- Assign a staff as focal point to support Office Directors in the fulfilment of their duties.
- Ensure a register of Conflicts of Interest is maintained and accessible, bearing in mind confidentiality and data protection obligations.

Internal Audit gives independent assurance on the effectiveness of the processes put in place to enforce this policy.

Each staff member must fully comply with this policy, including

- Disclose any potential or real conflicts of interest (recommended to be in line with Annex 1) to line manager and human resources on an annual basis or when a new potential conflict of interest arises.
- Raise concerns to management if you suspect a conflict of interest has not been disclosed by another employee or contracting party.

Failure to comply with this policy may lead to disciplinary action, including up to summary dismissal. If you are consultant or co-contractor failure to comply with this policy shall constitute breach of contract and will result in immediate termination of your agreement with WWF. In addition, such violations may lead to criminal and/or civil action being initiated against you. Any questions about this Policy should be raised with your Line Manager, General Counsel, or Head of Compliance.

WWF will review this policy (bi-annually at the minimum) and update it to comply with changes in legislation, internal organization and procedures. Updated versions will be communicated in a timely manner.

5. Strategies for Preventing Occurrence of Conflict of Interest

Some of the strategies that can be utilized to implement effective strategies aimed at combating and preventing conflict of interest include the following:

- Conduct regular risk assessment of conflict of interest areas, as part of wider fraud prevention strategy.
- Ensure conflict of interest awareness is integral to induction process for new staff.
- Enforce sanctions in respect to violations of conflict of interest policies.

6. Other Related Documents and Policies

- WWF Network Code of Ethics
- WWF International Staff Code of Conduct
- WWF International Fraud & Corruption Prevention, Detection & Response Policy
- Speak Up! (whistleblowing and escalation of concerns)
- WWF Workplace Conduct (including Respect in the Workplace policy)

7. Examples of COI

Below are examples of potential Conflict of Interest and how WWF can be damaged can be found at the end of this policy.

(Please note that the list is not exhaustive).

A Board member...	And the inappropriate action:
Is on the board of another NGO....	...and makes a public speech for the NGO in conflict with a WWF policy position.
Is a consultant...	...and provides paid services from another organization based on WWF confidential information.
Has a business venture...	...that is clearly incompatible with WWF's mission and ethics (unsustainable forestry, arms, etc.) – Clear reputational risk.
A Senior Manager	And the inappropriate action:
Volunteers for another NGO...	... which they promote while working for WWF
Is on a recruiting selection team and finds out they are related to a candidate...	...does not declare the relationship and remove themselves from the process. If the relative is hired it looks like nepotism
Is on a tender committee considering a service provider, owned by a family member...	...if the service provider ends up getting the contract and the relationship has not been declared, this could amount to procurement fraud.
An employee....	And the inappropriate action:
Advises a company on forest certification in his/ her WWF job...	...then is personally paid by that company to audit their related supply.
Has a family member or close friend who runs a business with which WWF does business...	...and doesn't disclose the relationship. This could amount to nepotism
Has a financial interest in a third party contracted by WWF....	...and derives financial gain from a transaction between WWF and the 3 rd party
Accepts gifts, favors, benefits or hospitality from a vendor...	...then provides them more WWF contracts without proper procurement processes. This could amount to bribery.
Sets up a personal website	...on which he/she sells concepts developed at WWF
Holds outside employment with another organization	...whereas he/she is a full-time employee of WWF

VERSION CONTROL: *This March 2020 version updates and replaces the WWF International policy most recently updated August 2018*

This policy is approved by

DocuSigned by:


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 Dominic O'Neill, Executive Director, Operations

Date 02 April 2020