

CONFLICT OF INTEREST POLICY

SAHAYOG SOCIETY

A-240, INDIRA NAGAR, LUCKNOW





FOREWORD

SAHAYOG believes that transparency, fairness, and ethical conduct are critical to all of our operations. This Conflict of Interest Policy ensures that personal interests—whether financial, relational, or professional—do not interfere with SAHAYOG’s mission or the trust placed in us by the communities we serve.

This policy is not only a matter of compliance but also a reflection of our core values. It offers clear guidance on how to prevent, disclose, and resolve potential conflicts of interest at all levels of the organization. From staff to consultants, volunteers to board members, each person associated with SAHAYOG shares responsibility in maintaining high standards of integrity.

We are committed to creating an environment where transparency is encouraged, disclosures are protected, and decision-making remains impartial and just.

s/d

DIRECTOR
SAHAYOG



LEGAL FRAMEWORK (2025 Addition)

This policy is aligned with relevant Indian legal frameworks including:

- Indian Contract Act, 1872 (Principles of fiduciary duty and good faith)
- Companies Act, 2013, Section 166 (Duties of directors regarding conflict of interest)
- Prevention of Corruption Act, 1988 (as amended in 2018)
- Indian Penal Code, Sections 409 and 120B
- Whistle Blowers Protection Act, 2014
- Constitution of India – Articles 14 and 21 (Right to equality and due process)

SCOPE OF APPLICABILITY (2025 Addition)

This policy applies to all SAHAYOG employees, board members, consultants, contractors, interns, volunteers, and external representatives who are in a position to influence SAHAYOG's decisions.

POLICY TEXT

SAHAYOG employees should be free of any personal interests that could influence their judgment or action in the conduct of SAHAYOG business or that would affect their responsibility to SAHAYOG. Employees are expected not only to avoid situations that could give rise to a conflict of interest but also to avoid those which create the appearance of a conflict of interest. SAHAYOG respects the rights of its employees relative to activities outside this employment, which are private in nature and which do not conflict with or reflect adversely upon SAHAYOG.

SAHAYOG believes its staff upholds integrity and will benefit from the following clarified policy framework:

- SAHAYOG employees are expected to promote SAHAYOG's stated interests and to refrain from using their position with SAHAYOG to supplement their incomes directly or indirectly or to obtain other material benefits. Employees may perform work or services for another organization only to the extent that the activity does not prevent them from devoting the time and effort to SAHAYOG's business for which their positions require.
- SAHAYOG employees may not directly or indirectly be engaged or financially involved in any enterprise or project to which SAHAYOG is providing assistance.
- SAHAYOG staff should not knowingly act in a capacity, or urge SAHAYOG to act in a manner, designed to confer any financial or commercial benefit, whether actual or potential, on themselves or on any firm or corporation in which they have a significant interest as partner, stockholder, director, or officer. If a situation should arise, the employee should disclose the nature of such interest to the Board.



- SAHAYOG staff and their family members may not accept, directly or indirectly, any gift, form of entertainment or favor from an actual or potential supplier, or one of its competitors.

Revised Gift Clause (2025 Update):

Gifts of nominal value (not exceeding ₹3,000 INR) may be accepted only if:

- They are not cash or equivalent (e.g., gift cards)
- They do not create an obligation
- They are disclosed if offered repeatedly by the same party
- Information obtained as a result of employment at SAHAYOG, that is not generally available to the public, may not be communicated to any individual(s) or organization(s) outside of SAHAYOG, except as is consistent with the provisions of a contract or agreement to which SAHAYOG is a party, is part of a normal business function, or which may be authorized by SAHAYOG's President.
- Employees shall not interfere in the internal political affairs of any country in which SAHAYOG conducts activities.
- SAHAYOG strives to be in strict compliance with all laws and regulations that are applicable to its activities. In the event that a regulation is ambiguous or difficult to interpret, SAHAYOG has access to legal counsel in order to determine compliance with a policy and observance of all laws and regulations. Such advice should be sought if any questions arise. Where there is doubt, the matter should be brought to the attention of the department head and Human Resources who will discuss and decide upon the appropriate action.

EXAMPLES OF CONFLICT-OF-INTEREST SCENARIOS (2025 Addition)

Examples of conflict of interest include (but are not limited to):

- Hiring or awarding contracts to a family member or close associate
- Participating in procurement decisions while owning shares in a vendor company
- Accepting consultancy from partner organizations where SAHAYOG is a donor
- Holding dual positions in SAHAYOG and another competing NGO

MANDATORY ANNUAL CONFLICT DISCLOSURE (2025 Addition)

All individuals to whom this policy applies must complete an **Annual Conflict of Interest Disclosure Form**, declaring any financial interests, affiliations, or roles that may potentially conflict with their duties. Any changes in conflict status during the year must be reported immediately.



Legal Reference:

- Companies Act, 2013, Section 184(1)
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MANDATORY RECUSAL CLAUSE (2025 Addition)

In any instance where a SAHAYOG representative has a known or suspected conflict, they must **recuse themselves** from all related discussions, decisions, or approvals. Failure to do so may result in disciplinary action.

PROTECTION FOR WHISTLEBLOWERS (2025 Addition)

Any individual who reports a conflict of interest in good faith will be protected from retaliation, as per the Whistle Blowers Protection Act, 2014. Reports may be submitted anonymously via SAHAYOG's internal whistleblower mechanism or to the official conflict of interest email ID.

COMPLAINT PROCEDURE AND TIMELINES (2025 Addition)

All complaints received under this policy will be:

- Acknowledged within 7 working days
 - Investigated and resolved within 30 working days
 - Escalated to the Governing Body if involving senior leadership
 - Documented in the Conflict of Interest Register maintained by the Coordinator
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REPORTING CHANNELS

The Coordinator of SAHAYOG will maintain a **Register for the complaints** filed under —Conflict of Interest to keep track of the same.

Complaints can be sent to the following email:

ConflictofInterest@sahayogindia.org

A report on the complaints received will be presented in the **Annual General Body Meeting**.



ANNUAL TRAINING AND AWARENESS (2025 Addition)

SAHAYOG shall conduct annual awareness sessions for all staff and stakeholders to build understanding of conflict of interest, ethical conduct, and disclosure protocols.

This policy is not intended to delineate every situation that could give rise to a conflict of interest, but should serve as general guidelines for the evaluation of specific situations as they occur.

Reviewed and revised by- Gul Srivastava
Date- June, 2025

Approved by- Secretary, Sahayog