



CONFLICT OF INTERESTS POLICY

Revised May 2026

Revisions		
March 2025	Endorsed by Full Board Q3 2025 Full Board Meeting	Updated following Governance review by Mr. Drago Kos (contracted by UNDP)
May 2026	Endorsed by Full Board Q2 2026 Full Board Meeting (23.05.2026)	Updated following the TI re-accreditation review

CONFLICT OF INTERESTS POLICY APPLIES TO EVERY PERSON ASSOCIATED WITH TI PNG

1. This policy applies, except as otherwise stated, to every person associated with Transparency International (PNG) (TI PNG), its Board of Directors, Secretariat, officers, resource persons or staff members.
2. The “private interests of any person associated with TI-PNG” include the interests of any person with whom they have or had a close personal relationship, including their spouse, life partner, children, parents, siblings or other close family members, and interests of other natural or legal persons with whom they maintain or have maintained personal, business or political relations”.
3. Conflict of interests are circumstances in which private interests of any person associated with TI PNG influence or appear to influence the impartial and objective performance of his/her duties in TI PNG.

For the avoidance of doubt, participation in statutory or legally mandated bodies in accordance with this Policy does not automatically constitute a conflict of interest.

GENERAL POLICY

1. Every person associated with TI-PNG must avoid or manage any real or perceived conflict of interests (inter alia by refraining from any decision making or voting on matters subject to a conflict of interests), and immediately disclose in writing any conflict of interests, which arises through his/her association with TI-PNG either to the Chief Executive Officer, to the Board or to the Chair of the Board.
2. Conflicts of interests may arise from time to time in the course of such persons’ activities and decisions. They may arise in their work for the TI PNG with regard to pecuniary or financial interests, or interests that impede them in their duty to act in the best interests of the TI PNG.
3. At the start of their engagement in TI PNG and following any change in their financial and non-financial interests, members of the Board of Directors and staff of TI PNG shall declare those interests in a Register, which shall be open to the public.
4. TI PNG’s efforts to raise the ethical standards of government officials, business people and other individuals could be compromised by any ethical lapses on the part of individuals representing TI PNG. It is essential that everyone associated with TI PNG be highly sensitive to any form – real or perceived - conflicts of interests.
5. In assessing conflicts of interest, TI PNG shall consider both actual conflicts and those that may reasonably be perceived by the public.

POLITICAL, GOVERNMENT AND EXTERNAL ENGAGEMENTS

In order to safeguard the independence, neutrality and credibility of TI PNG, persons associated with TI PNG, particularly members of the Board of Directors and Chapter executives

(Chair, Secretary, Treasurer and Chief Executive Officer), must ensure that any external roles do not create actual or perceived conflicts of interest with TI PNG's mission.

The following positions are considered incompatible with service in TI PNG leadership and are therefore prohibited:

- a) Member of Parliament or Provincial Governor
- b) Minister or Vice Minister
- c) Office holder in a registered political party, including Party Leader, President, Secretary-General, Treasurer or Executive Member
- d) Senior political advisor or Chief of Staff to a Minister or the Prime Minister
- e) Head of a Government Department or Secretary
- f) Chief Executive Officer of a State-Owned Enterprise
- g) Ambassador or High Commissioner.

The following roles may give rise to conflicts of interest and must be disclosed and approved by the Board:

- a) Senior public service roles (e.g. Deputy Secretary or equivalent)
- b) Board membership of statutory authorities or State-Owned Enterprises
- c) Membership of procurement or tender boards
- d) Participation in political campaigns or party activities in a non-executive capacity

Roles that are technical, advisory, academic, civil society or private sector in nature, and which do not involve decision-making authority over public resources or partisan political activity, are generally permissible subject to disclosure.

STATUTORY AND EXTERNAL NOMINATIONS

TI PNG recognises that it may, from time to time, be required by law, regulation, or formal government process (including gazettal) to nominate representatives to statutory bodies, committees, boards or multi-stakeholder platforms.

Such nominations shall not, in themselves, constitute a conflict of interest, provided that:

- a) The role is consistent with TI PNG's mission to promote transparency, accountability and good governance
- b) The nominee acts in an independent and non-partisan capacity
- c) The role does not compromise, or appear to compromise, TI PNG's independence or credibility
- d) All conflicts of interest are disclosed and managed in accordance with this Policy

All nominations must be:

- a) Supported by a written brief outlining the purpose, responsibilities, risks and relevance of the role
- b) Accompanied by a Conflict of Interest Declaration from the proposed nominee
- c) Approved by the Board

Persons nominated by TI PNG must:

- a) Act in the public interest and uphold TI PNG's values
- b) Avoid participation in decisions where a conflict of interest exist
- c) Not engage in partisan political activity in connection with their role
- d) Not use the position for personal, financial or political gain.

TI PNG shall not nominate, or continue to support, a nominee where the role:

- a) Involves direct control over public funds or procurement without appropriate safeguards
- b) Requires partisan political engagement
- c) Creates an unmanageable actual or perceived conflict of interest

All external nominations shall be recorded in a Register of External Appointments and reported periodically to the Board.

TI PNG reserves the right to withdraw or replace a nominee where:

- a) A conflict of interest cannot be effectively managed
- b) The nominee breaches this Policy
- c) The role no longer aligns with TI PNG's mission

HOW TO DEAL WITH A REAL OR PERCEIVED CONFLICT OF INTERESTS

1. Real or perceived conflict of interests should be identified by the persons dealing with TI PNG matters as soon as they become aware of it. If problems are identified before commitments are made or questionable actions have occurred, embarrassment can be avoided and alternatives can be explored.
2. In a case of identified real or perceived conflict of interests, a disclosure should be made immediately in writing either to the Chief Executive Officer, to the Board or to the Chair of the Board.
3. A disclosure should contain the following elements:
 - (a) the nature and extent of the person's private interests;
 - (b) how his/her private interests relate to the TI PNG matter s/he is dealing with.
4. The Chief Executive Officer and members of the Board should disclose conflict of interests situation to the Chair of the Board, Chair of the Board should disclose conflict of interests situation to the Board, and all other persons should disclose conflict of interests situation to the Chief Executive Officer.
5. The evaluation of a conflict of interests situation must be made by the Chief Executive Officer, by the Board or by the Chair of the Board. The evaluation may determine the absence of a conflict of interests, or it may lead to the conclusion that: (i) the respective TI PNG person should not go ahead with the evaluated activity or that: (ii) he/she should refuse him/herself from participating in decision making by TI PNG.

6. After the evaluation of a conflict of interests situation is made, the respective TI PNG person should be informed on the findings of the Chief Executive Officer, Board or the Chair of the Board respectively with a short writing.

7. If the person associated with TI PNG intentionally does not disclose a conflict of interests situation, s/he will be held responsible for the breach of this Policy.

7. The TI PNG Chief Executive Officer is responsible for ensuring that all persons associated with the activities of TI PNG are made aware of the policy and procedures regarding conflict of interests. In addition, these policy and procedures should be made available to the general membership through publication on the website

ANNEX A: GUIDANCE ON RESTRICTED ROLES

TI PNG may maintain a non-exhaustive list of restricted or high-risk roles to guide implementation of this Policy. This Annex may be updated from time to time without requiring amendment to the full Policy.

Prohibited Roles:

- MP, Governor
- Minister / Vice Minister
- Political Party Executives
- Departmental Head / Secretary
- CEO of SOE
- Ambassador

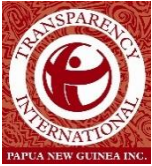
Restricted Roles (Board Approval Required):

- Deputy Secretary
- SOE/Statutory Board Member
- Procurement Boards
- Campaign Roles

Permissible Roles (Disclosure Required):

- Academic roles
- Civil society roles
- Private sector roles
- Technical public service roles

ANNEX B: CONFLICT OF INTEREST DECLARATION FORM



**CONFLICT OF INTEREST DECLARATION FORM
FOR THE BOARD OF DIRECTORS AND CEO**

Name :	
Position:	
Nature of Interest:	
Organization/Relationship:	
Description of Conflict:	
Type (Actual/Potential/Perceived):	
Signature:	
Date:	

ANNEX C: NOMINATION ASSESSMENT CHECKLIST

Aligns with TIPNG mission? Yes No

Involves control over public funds? Yes No

Political exposure? Yes No

Reputational risk? Yes No

Perceived conflict? Yes No

ANNEX D: REGISTER OF INTEREST FORM



**REGISTER OF INTERESTS
FOR THE BOARD OF DIRECTORS**

Name	
Nationality	
Date on which initial statement is lodged	
Remunerated affiliation	1.
	2.
	3.
	4.
Non-remunerated affiliation	1.
	2.
	3.
	4.
Significant (>5%) ownership or controlling position	
	1.
	2.

Any companies, organizations or governments in which the member has more that 5% of their total assets	3.
	4.
	5.
Public Office	
Political Party Affiliation	
Other	

Signature: _____

Date: / /