International Fund
for Public Interest Media

# CONFLICTS OF INTERESTS POLICY

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| **Version:** | 1.0 |
| **Policy Owner:** | General Counsel |
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| **Next Review:** | December 2026 |

## 1. Introduction

The International Fund — a unique partnership between government, philanthropic, and corporate actors collectively focused on scaling up funding for independent, public interest media — is governed by a Council and a Board. The Council has oversight responsibilities and reflects the multi-stakeholder nature of the International Fund. The Board is responsible for the overall strategy, impact, and performance of the International Fund, including ensuring that its funding decisions are made independently, and that the editorial integrity of its public interest media grantees is protected. The International Fund's Secretariat, led by the Chief Executive Officer (CEO), is responsible for executing the International Fund's day-to-day administration and activities and delivering on the strategy set by the Board.

The International Fund recognizes that the representative nature of aspects of its governance, as well as the nature of providing funds to media organizations, may result in Conflicts of Interests when International Fund Persons are considering matters that may have a direct effect on the interests of governments, organizations, corporations or individuals engaged in the work of the International Fund.

The International Fund further recognizes that any conflicting interests must be identified early and that conflicts need to be disclosed and managed with the highest degree of integrity to safeguard against any perception that participation by a particular government, organization, corporation, or individual in the International Fund confers an undue advantage for such person or (their affiliated) entity in decisions made by International Fund Persons.

This document sets out the International Fund's approach to situations of Conflicts of Interests and shall be referred to herein as the "Conflict of Interests Policy" or "Policy." To the maximum extent possible, this Policy shall be interpreted to be consistent with the laws, regulations, and other policies applicable to all International Fund Persons.

## 2. Scope of Policy

This Policy aims to ensure that the International Fund's decision-making processes are of a high standard of integrity by setting out processes to identify and disclose any conflict of interest and to manage such conflicts in transparent ways. Transparent and objective decision-making will help to protect the International Fund's reputation and integrity and to promote broad public trust in its activities — essential ingredients for an organization that will be subject to close scrutiny such as the International Fund. The purpose of this Policy is also to ensure that relevant interests, and any potential conflicts of interest, are made open and transparent, and that processes are managed to take declared interests into account. It applies to all International Fund Persons.

## 3. Compliance and Review

This Policy shall be circulated to all International Fund Persons annually. All International Fund Persons shall also be asked to complete and submit a copy of the Declaration of Interest Form annually.

All International Fund Persons are expected to conduct themselves in accordance with the requirements set out in this Policy. Any questions that International Fund Persons may have regarding this Policy may be directed to the General Counsel.

For Employees, this Policy constitutes an integral part of their terms and conditions of employment with the International Fund. An Employee's violation of this Policy may amount to misconduct and, as such, may result in disciplinary measures, including termination of employment, administrative sanctions, and/or other remedial measures, as appropriate and taken in accordance with applicable policies or, depending on the violation, referral to local authorities for possible criminal prosecution.

This Policy will be reviewed and updated as and when required. It is subject to the approval of the Board.

## 4. Definitions

**Associated Institution:** Any organization, corporation, or government in which an International Fund Person is serving as an officer, director, trustee, partner, or employee that receives or may receive funding from the International Fund or with which the International Fund has an agreement, contract, grant, or other type of relationship, or any person, organization, corporation, government, or similar institution with whom an International Fund Person is negotiating or has an arrangement concerning prospective employment.

**Conflicts of Interests:** When the ability of an International Fund Person, participating in a particular matter or Decision-Making Process, to exercise judgment in the interest of the International Fund as a whole would be impaired or may be perceived to be impaired by their financial interests or the financial interests of an Associated Institution or Family Member. A Conflict of Interests may be actual (it exists), potential (it might develop into one), or perceived (it may be considered to exist by others).

**Decision-Making Process:** A meeting or other discussion of the Council, the Board, or of any committee, advisory body, or working-group that may be established under the International Fund's Statutes and/or By-Laws or within the Secretariat, whether in-person or by electronic or other means, regarding a policy decision or the award, cancellation, or reduction of a grant or other financial allocation, contract, or any other type of engagement affecting International Fund resources.

**Employee:** For the purposes of this Policy, an Employee is any person holding an appointment to a position with the International Fund, regardless of the duration or nature of their appointment (i.e., full-time, part-time, fixed-term, or temporary), and duty station or grade, as well as to others working for the International Fund under other types of contractual arrangements, including consultants and interns.

**Family Member:** For the purposes of this Policy, Family Members are an International Fund Person's grandparents, parents/guardians, spouse/domestic partner, siblings, children, or other minor dependents and grandchildren.

**International Fund Person:** Any member of the Council, the Board, or any committee, advisory body, or working group that may be established under the International Fund Statutes and/or By-Laws, as well as any Employee.

**Manager:** The direct manager of an Employee.

**Gift:** Any gratuity, favor, discount, entertainment, hospitality, loan, forbearance, honorarium, or other item having monetary value. These include services as well as gifts of training, transportation, local travel, lodging, and meals, whether provided in-kind, by purchase of a ticket, payment in advance, or reimbursement after the expense has been incurred.

## 5. Duty to Disclose

5.1. All International Fund Persons have a duty to disclose the (1) existence of any actual, potential, or perceived conflict of interest, including those that derive from their Family Members and Associated Institutions, and (2) nature of such conflict, whenever they become aware that a conflict exists, that a conflict is reasonably likely to occur, or that there is the appearance of a conflict.

5.2. Generally, there will be three opportunities for conflicts of interest to be disclosed:

5.2.1. Through an annual declaration using the Declaration of Interest Form attached to this Policy. The annual Declaration of Interest Forms will be stored and managed by the Secretariat.

5.2.2. On receipt of the agenda for individual meetings or of specific materials for review, International Fund Persons may be asked to declare any known or potential conflicts of interest against particular agenda items so that these can be presented to the chair (or the CEO in case of Secretariat employees) for awareness and any necessary actions. At the start of such meetings, the chair of the meeting should again check for any conflicts of interest.

5.2.3. Declaration of a conflict of interest at any time when it presents itself.

5.3. Employees shall request authorization of the CEO and the CEO shall request authorization from the Board Chair prior to accepting an office or occupation outside their employment duties at the International Fund or accepting an honor or decoration provided by an outside party if the proposed action may give rise to an actual or potential conflict of interest or the appearance thereof.

## 6. Policy Statement and Principles

6.1. The International Fund shall execute Decision-Making Processes in an open and transparent manner.

6.2. After disclosing a conflict of interest in the context of a Decision-Making Process that does not involve the provision of funding by the International Fund, an International Fund Person shall recuse themself from the Decision-Making Process, unless the chair of the Decision-Making Process decides that such recusal is unnecessary.

6.2.1. The chair may determine that an International Fund Person with an actual, perceived, or potential conflict of interest may participate in a Decision-Making Process conditional on a reduced level of participation (for example, presentation of technical information without any recommendations or without participating in the discussion).

6.3. For a Decision-Making Process with respect to funding to be provided by the International Fund, the following provisions shall apply:

6.3.1. An International Fund Person with a potential or actual conflict of interest with respect to the potential funding under consideration shall disclose the existence of such conflict of interest to the chair of Decision-Making Process in advance of their participation.

6.3.2. There shall be a presumption that an International Fund Person representing a country, organization, or agency that: (i) is nominated to be an implementer of any part of the funding proposal; or (ii) may otherwise receive or otherwise benefit from funding allocated as a result of the Decision-Making Process, has a conflict of interest and is obligated to make a disclosure.

6.3.3. Upon being notified of a conflict of interest, the chair shall determine the appropriate limits, if any, that shall be placed on the conflicted Person's involvement in the Decision-Making Process.

6.3.4. In the event that an International Fund Person with an actual conflict of interest (including when a conflict of interest is presumed as described in paragraph b above) does not disclose their conflict of interest, the chair shall approach the Person and request their recusal.

6.3.5. In no case shall an International Fund Person who has an actual conflict of interest in relation to a funding proposal participate in a vote regarding the award, increase, reduction, or cancellation of the funding for such proposal.

6.4. In case there is reasonable cause to believe that an International Fund Person has failed to disclose an actual, potential, or perceived conflict of interest, the chair of the relevant Decision-Making Process, the CEO in the case of employees, or the Board Chair in the case of the CEO, will inform the Person of the basis for such belief and provide them with the opportunity to explain the alleged failure to disclose.

6.5. If, after the Person's response and any further investigations as may be warranted, it is determined that the Person has in fact failed to disclose an actual or potential conflict of interest, the Board shall be notified.

6.6. If it is determined that an Employee or the CEO has failed to disclose an actual, potential, or perceived conflict of interest, disciplinary measures may be imposed in accordance with the relevant employment rules and regulations.

## 7. Gifts

7.1. Subject to the exceptions set out below, International Fund Persons and Family Members shall not accept Gifts under circumstances where it could reasonably be construed that the Gift has been offered as a result of the position held by the International Fund Person within the International Fund.

7.2. International Fund Persons and Family Members shall not give Gifts that could reasonably be construed as intended to affect the policies, practices, or activities of the International Fund.

7.3. The Board Chair or, in case of Employees the CEO, may waive this provision as appropriate.

7.4. Additional guidelines regarding appropriate conduct of International Fund Persons and Family Members with respect to Gifts shall be maintained in accordance with this Policy.

7.5. Exceptions

7.5.1. An International Fund Person or Family Member may accept an unsolicited Gift on behalf of the International Fund when, in their judgment, refusal to do so would not be in the interest of the International Fund. Gifts accepted on behalf of the International Fund shall be handled under procedures developed by the Secretariat.

7.5.2. As part of their official functions, International Fund Persons and Family Members may be expected to attend events such as widely attended meetings, official meals, and receptions. Benefits associated with such attendance shall generally not be considered to be a Gift.

## 8. Employment at the International Fund

8.1. Any individual who has served as a member of the Council, the Board, or another governing body, committee, or group that may be created under the International Fund's Statutes or By-Laws, or a Family Member of any such individual, shall not be eligible for employment with the International Fund Secretariat until one year following their last date of service in such position.

8.2. The Board Chair may waive this provision as appropriate. A request for such a waiver must be submitted by the concerned individual to the Board Chair prior to submitting an application for employment with the International Fund. The Secretariat shall not take action on or accept the application for employment from such an individual until a waiver has been granted.

**Annex I: Annual Declaration of Interest Form**

**Name:** ______________________________________________________

**Position with the International Fund:** ________________________________________

## 1. Overview

The Conflict of Interests Policy of the International Fund requires members of the Council, Board, and members of any other governance body, committee, or group that may be established under the International Fund's Statutes or By-Laws, as well as International Fund staff with decision-making authority, to file a declaration of interest upon taking up such role and to update it on an annual basis thereafter.

The following sections will review the types of declarations required and provide space for you to list, to the best of your knowledge, any interests that may create an actual, perceived, or potential conflict of interest.

Questions on these declarations may be submitted to [Contact person to be decided on]

## 2. Institutional Interests

Please list below any organization, corporation, or government in which you are serving as an officer, director, trustee, partner, or employee (or are negotiating to become an employee), that receives or may receive funding from the International Fund or with which the International Fund has or may have an agreement, contract, grant, or other type of relationship. the International Fund must be aware of these associations to avoid any adverse perceptions if you participate in a decision-making process on the International Fund's behalf to potentially conduct business with such entity.

| Current Position | Entity | Period of Position |
|---|---|---|
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### 3. Personal/Financial Interests

Please list below any personal or financial interest (including ownership or investment interest, direct or indirect compensation arrangement, substantial gifts, senior leadership or board member position) that you or a Family Member has in which you or a Family Member would receive a personal or financial benefit as a result of that relationship with the International Fund.

| Name and family relationship, if applicable | Position/Interest | Entity | Business conducted with the International Fund |
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### 4. Other Declarations

Please list any other information that the International Fund should know in order to ensure your compliance with the Conflict of Interests Policy.

### 5. Signature

As an International Fund Person (as defined in the Conflict of Interests Policy), I hereby acknowledge that I have received a copy of the Conflict of Interests Policy and that I have read, understand, and agree to comply with it. I undertake to update the information requested in this form in the event of any material changes to my circumstances.

Signature: ________________________________________

Date: _____________________________________________