



## CONFLICT OF INTEREST POLICY

### 1. PURPOSE

All Members of AWWA Ltd. (“AWWA”) have the obligation to act in its best interest. There should be no vested or personal interest or interest of third party. Members should therefore avoid situations whereby a member’s personal interest or interest of a third party, whether real, potential or perceived, conflicts with that of AWWA.

This Policy aims to protect both AWWA and its members from any impropriety or appearance of impropriety.

### 2. PRINCIPLES

- (a) AWWA’s mission of service for the public rather than for personal gain must be upheld at all times.
- (b) Where conflicts of Interest are inevitable, the affected party/parties must declare such Interest(s) as soon as possible, and refrain from discussion and decision-making on the matter.
- (c) Members’ respective roles shall be clearly differentiated so as to safeguard the independence of decisions and to avoid possible conflict of Interest which may otherwise arise.

### 3. DEFINITIONS

“Board” means Board of Directors of AWWA.

“Board Committee” means any committee of the Board as the Board may constitute from time to time and at any time.

“Interest” means any commitment, investment, relationship, obligation or involvement, financial or otherwise that may influence a person’s judgement. This would include:

- a. Direct interest – ownership in the name of the Member;

- b. Indirect interest – ownership beneficially held through another investment, estate, trust or other intermediary or associates controlled by the Member or accustomed to acting under the Member’s direction;
- c. Vested interest – personal stake or involvement, which may or may not include an expectation of financial gain; and
- d. Deemed interest – a Member is deemed to have an interest in the interest which persons affiliated to him/her holds. For the purposes of this Policy:
  - (i) “persons affiliated” refers to family members; associates; any corporation, business or non-profit organisation in which the Member serves as staff, officer, board member, partner, participate in management or is employed by; any trust or other estate in which the Member has a substantial interest or where the Member serves as a trustee or in a similar capacity;
  - (ii) “family members” refers to spouse, natural, step or adoptive parent; brother; sister; son; daughter; grandparent; aunt; uncle; niece; nephew; and in-law in the same identified relationships; and
  - (iii) “associates” refers to any corporation or business which the Member whether alone or with family members controls more than 20% of the corporation or business.

“Member” means any of the following as the context requires:

- members of the Board;
- members of Board Committees and Other Committees;
- staff; and
- volunteers.

“Other Committees” means any other committee that AWWA or the Board may establish pursuant to any direction of any government agency or authority.

“Policy” means this Conflict of Interest Policy.

#### 4. CONFLICT OF INTEREST SITUATIONS

Each situation will be assessed on its own facts to determine if the Interest in question will give rise to a potential conflict. While it is not possible to enumerate all situations which would constitute a conflict, below are some instances for your guidance:

##### a. Contract with Vendors

Where any Member has a personal or financial Interest in any business transaction or contract that AWWA may enter into.

- b. Interest in other organisations that have dealings / relationship with AWWA  
Where any Member has an Interest in any organisation that has dealings or a relationship or is associated with AWWA.
- c. Joint Ventures  
Where any Member has an Interest in any organisation that is entering into a joint venture with AWWA.
- d. Close relationship with Staff  
Where a staff is a family member or has close affiliation with a Member or any recruitment of staff who is a family member or who has close affiliation with a Member.
- e. Receipt of Gifts and Services  
Where any Member receives a gift or services from any organisation that has dealings or relationship or is associated with AWWA.
- f. Remuneration and other payments  
Payment in cash or in kind to any Member by any organisation that has dealings or a relationship or is associated with AWWA. For avoidance of doubt, members of the Board and its Board Committees, Other Committees and volunteers shall not receive any remuneration from AWWA but AWWA may reimburse members of the Board, Board Committees, Other Committees and volunteers for any out-of pocket expenses incurred for their services.
- g. Staff serving as members of the Board  
Staff of AWWA shall not serve as a member of the Board or Board Committees or Other Committees as it can give rise to issues of conflict of Interest and role conflicts.

The above list is not exhaustive. In any other situations or matters where an actual, potential or perceived conflict of Interest is or may be encountered, Members should adhere to the general principles set out in this Policy.

## 5. PROCEDURES

### (i) Duty to Disclose

In connection with any actual or possible conflict of Interest, all Members must disclose the existence of any conflict of Interest and to disclose all material facts to the Board as soon as he/she is aware of it by completing and submitting the Conflict of Interest Disclosure Form (copy of which is annexed to this Policy) or via the online Annual Declaration Form.

In situations where Members are not sure what to declare, or whether/when the declaration needs to be updated, they should err on the side of caution or seek advice from senior management or the Board.

(ii) Recusal of Self

Any member of the Board or Board Committees or Other Committees should recuse himself or herself at any time from involvement in any decision or discussion in which the Member believes he or she has or may have a conflict of Interest.

Disclosure involving any member of the Board or Board Committees or Other Committees should be made to the Board's Chairman. However, if the Board's Chairman is involved in a conflict of Interest situation, such disclosure should be made to the Board and the Board shall determine if the conflict exists.

(iii) Non-participation in Discussion and Decision Making

Once the Board has determined that a conflict of Interest exists, the interested Member shall abstain from discussion and decision-making on the matter (including any voting on the transaction or contract).

Interested members of the Board and Board Committees and Other Committees must not vote on any matters affecting their own interests.

(iv) Failure to Disclose & Violation of Policy

The Board shall have the right to take appropriate disciplinary or corrective action against any Member who has failed to disclose a potential or actual conflict of Interest or have violated the Policy. Such actions, in the case of violation of the Policy, may include termination from employment or removal from the Board or Board Committees or Other Committees, or expulsion from being a volunteer of AWWA.

(v) Records of Proceedings

All declarations of Interest made by Members and decisions made by the Board on such matters must be recorded, updated and filed with the HR Department of AWWA.

(vi) Annual declaration

This Policy must be read, understood and acknowledged by Members when they first join the organisation and updated annually thereafter during the term of office, employment or involvement as the case may be or when any changes occur.

### CONFLICT OF INTEREST DECLARATION FORM

With regard to my service as a Member of the Board / Member of the Board and Other Committee / staff / volunteer [delete accordingly] of AWWA,

I have no conflict, whether real, potential or perceived, to declare.

OR

I have the following conflict of interest to declare:

I, or person(s) with which I am affiliated to, am affiliated to another Social Service Agency/Non-Profit Organisation.

I am a director/majority shareholder of a company(ies).

I, or person(s) with which I am affiliated to, am affiliated to a vendor, supplier or any party providing or bidding for the provision of services to AWWA, or I have business dealings / transactions with such vendor, supplier or party which could result in a benefit to me.

I, or person(s) with which I am affiliated to, have a direct or indirect interest in a business transaction(s), agreement or investment with AWWA.

I, or person(s) with which I am affiliated to, have an interest in purchasing services from AWWA.

I am affiliated to a member of the Board / staff of AWWA.

I, or person(s) with which I am affiliated to, am a party to or has an interest in any pending legal proceedings involving AWWA.

Others

Please elaborate on the conflict of interest arising from the above situation with regard to the transaction concerned (e.g. name of Social Service Agency / Non-Profit Organisation affiliated to, nature of service/transaction, if an affiliated person is involved, the identity of such affiliated person and the relationship with that person):

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“Affiliated” refers to the following: spouse, partner, child, mother, father, brother or sister or close associates; any corporation, business or non-profit organisation in which you serve as staff, officer, board member, partner, participate in management or are employed by; any trust or other estate in which you have a substantial interest or as to which you serve as a trustee or in a similar capacity.

I hereby confirm that the disclosure made above is complete and correct to the best of my information and belief. I shall not be participating in the discussion and decision making on this matter. I agree that if I become aware of any information that might indicate that this disclosure is inaccurate or that I have not complied with the conflict of interest policy, I will notify the Board immediately.

**For Board Directors only: I further confirm that I am not disqualified to act under Section 27 of the Charities Act.**

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Designation: \_\_\_\_\_

Date: \_\_\_\_\_