

PD-014 CONFLICT OF INTEREST POLICY

Purpose

The purpose of this policy is to assist Management Committee Members of Retina South Africa (herein referred to as MC) to effectively identify, record and manage any conflicts of interest in order to protect the integrity of Retina South Africa (Organisation) and to ensure that the MC act in the best interest of the Organisation.

Objective

The MC of Retina South Africa aims to ensure that they are aware of their obligations to disclose any conflicts of interest that they may have, and to comply with this policy to ensure they effectively manage those conflicts of interest as representatives of Retina South Africa.

Scope

This policy applies to the MC of Retina South Africa.

Definition of conflicts of interest

A conflict of interest is any situation in which the personal interests or loyalties of a member of the MC could, or could be seen to, prevent that member from making a decision in the best interests of the Organisation. This personal interest may be direct or indirect and can include interests of a person connected to the Organisation. These situations present the risk that a person will make a decision based on, or affected by, these influences, rather than in the best interests of the Organisation and therefore must be managed accordingly.

Policy

This policy has been developed because conflicts of interest may arise, and do not need to present a problem to the Organisation if they are openly and effectively managed. It is the policy of Retina South Africa, as well as a responsibility of its MC, that ethical, legal, financial or other conflicts of interest be avoided and that any such conflicts, where they do arise, do not conflict with their obligations to Retina South Africa. Retina South Africa will manage conflicts of interest by requiring its MC members to:

- avoid conflicts of interest where possible,
- identify and record any conflicts of interest,
- carefully manage any conflicts of interest, and
- follow this policy and respond to any breaches.

1. Responsibility of MC

1.1 The MC is responsible for:

- establishing a system for identifying, disclosing and managing conflicts of interest within the organisation and the MC,

PD-014 Conflict of Interest Policy	Page 1 of 3
Effective Date: 4 November 2022	

- monitoring compliance with this policy, and
- reviewing this policy on an annual basis to ensure that the policy is operating effectively.

1.2 The MC should ensure they are aware of their legal obligations in the management and control of Retina South Africa and should regularly refer to the Book of Retina and policies for further information on this.

2. Identification and disclosure of conflicts of interest

Once an actual, potential or perceived conflict of interest is identified, it must be entered into Retina South Africa's register of interests, as well as being raised with the MC. The register of interests must be maintained by Retina South Africa's Head Office Administrator, and record all information related to a conflict of interest, including the nature and extent of the conflict of interest and any steps taken to address it.

3. Confidentiality of disclosures

In order to support members of the MC to disclose their conflicts of interest, the level of confidentiality associated with any disclosure should be set out. This should include details of who will have access to the information disclosed, such as restricting this to the MC and the Head Office Administrator only. It may also be necessary to provide for an alternative disclosure mechanism if additional restrictions on disclosure are required.

4. Action required for management of conflicts of interest

4.1 Conflicts of interest of members of the MC

Once the conflict of interest has been appropriately disclosed, the MC, excluding the disclosing MC member and any other conflicted person, must decide whether or not a conflicted MC member can:

- vote on the matter (this is a minimum),
- participate in any debate, or
- be present in the room during the debate and the voting.

In exceptional circumstances, such as where a conflict is very significant or likely to prevent a MC member from regularly participating in discussions, it may be worth the MC considering whether it is appropriate for the person with the relevant conflict to resign from the MC.

4.2 What should be considered when deciding what action to take

In deciding what approach to take, the MC will consider whether the conflict needs to be avoided or simply documented whether the conflict will realistically impair the disclosing person's capacity to impartially participate in decision-making.

Alternative options to avoid the conflict of Retina South Africa's objects and mission, and the possibility of creating an appearance of improper conduct that might impair confidence in, or the reputation of, the Organisation.

The approval of any action requires the agreement of at least a majority of the MC (excluding any conflicted MC member who are present and voting (if applicable) at the meeting.

PD-014 Conflict of Interest Policy	Page 2 of 3
Effective Date: 4 November 2022	

All details regarding the conflict of interest, including the action arising, will be recorded in the minutes of the meeting.

5. Compliance with this policy

If the MC has a reason to believe that a person subject to this policy has failed to comply with it, it will investigate the circumstances. If it is found that this person has failed to disclose a conflict of interest, the MC may take action against the person. This may include suspension or seeking the person's resignation from the MC.

If a person suspects that a member of the MC has failed to disclose a conflict of interest, they must;

- discuss with the person in question ,
- notify the MC, or the person responsible for maintaining the register of interest.

Enforcement

Any person found to have violated this policy may be subject to suspension or resignation from the MC.

Policy Responsibility

The Management Committee of Retina South Africa has appointed a Governance Sub-Committee (GSC) to oversee governance at Retina South Africa and is the body responsible for this policy.

The Management Committee of Retina South Africa has appointed an Information Officer and delegated to the Information Officer the authority to fulfil the duties and responsibilities required in relevant legislation and regulation to ensure the lawful processing of personal information and data protection at Retina South Africa.

Revision History

The policy (and the procedures, standards and guidelines supporting the policy) is reviewed by the Management Committee regularly, and at least once in each year.

Reviews and any revisions of the policy (and the procedures, standards and guidelines supporting the policy) will be recorded in a Revision History filed with this policy.

Compliance with this policy (and the procedures, standards and guidelines supporting the policy) is monitored and may be subject to audit.

*** END OF POLICY ***

REVISION HISTORY			
Document Type	Policy	Document Number	PD-014
Effective Date	4 November 2022		
Revision Details	Rev No.	Date	Approver
Origination for approval	1	02-2022	MC
Reformatting, no material changes made.	1.1	04-11-2022	GSC

PD-014 Conflict of Interest Policy	Page 3 of 3
Effective Date: 4 November 2022	