BOD/2011/05—DOC 12

Meeting of the EFA FTI Board of Directors

Kigali, Rwanda, 18-19 May 2011

EFA FTI Policy on Conflicts of Interest

For Decision

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1. Purpose

The purpose of this paper is to seek the approval from the EFA FTI Board of Directors of the Policy on Conflicts of Interest, attached as Annex 1 to this paper.

2. Background

2.1 This paper is written in response to the decision made at the November 2010 meeting of the EFA FTI Board of Directors in Madrid, Spain, which states as follows:

> **BOD/2010/11-3 – Conflict of Interest Policy:** The FTI Board of Directors requests the FTI Secretariat to develop a conflict of interest policy, based on accepted good practices of similar partnerships, for discussion and approval at the next meeting of the FTI Board of Directors.

2.2 The EFA FTI Board of Directors decision was motivated by the many recent governance changes made to the EFA FTI Partnership structure, including the following:

1. The composition of membership of the EFA FTI Board of Directors was changed to a constituency basis in January 2011. The EFA FTI Board of Directors currently has representation from 19 separate constituencies, each of which is represented by a Board Member and Alternate Board Member and each with one vote.
2. Establishment of the Education for All Fund as a single fund to finance all the activities of the EFA FTI in November 2010. The restructured EFA FTI Board of Directors will have the authority to make allocation decisions for the Education for All Fund.[1]

[1] The EFA FTI Board of Directors also has authority to make allocation and other decisions for the Catalytic Fund and Education Program Development Fund, which were transferred to the EFA FTI Board of Directors by the committees for those funds.

3. A Financial Advisory Committee (FAC) was established in February 2011 and is currently composed of a representative of each of the constituencies of the EFA FTI Board of Directors. The FAC will make recommendations to the EFA FTI Board of Directors on certain financial decisions, as set out in its terms of reference.

2.3 These governance changes have led to the urgent need for a conflict of interest policy, as set out below.

2.4 In preparing the EFA FTI Policy on Conflicts of Interest, the EFA FTI Secretariat has reviewed similar policies in international partnerships involved in public health, namely the Global Fund to Fight AIDS, Tuberculosis and Malaria, the GAVI Alliance, UNITAID and Roll Back Malaria Partnership, to examine their practices. The proposed policy is informed by these practices, as well as the World Bank's Board Code of Conduct. It is principles-based and includes some simple procedures to manage conflicts of interest, in particular with regards to financial allocation decisions at the level of the EFA FTI Board of Directors and its committee(s). The EFA FTI Secretariat believes that such a policy best serves the needs of the EFA FTI as a partnership. In reviewing and commenting on the proposed policy, Board members are invited to share any lessons learned from their involvement with other partnerships.

3. Decision Requested

3.1 The EFA FTI Board of Directors is requested to consider two decisions for approval. The first decision approves the Policy on Conflicts of Interest, as follows:

> **BOD/2011/05-XX – <u>EFA FTI Policy on Conflicts of Interest</u>:** The EFA FTI Board of Directors approves the EFA FTI Policy on Conflicts of Interest as set out in Annex 1 of BOD/2011/05 – DOC 12.

The second proposed decision delegates the authority to receive conflict of interest disclosures, and to make certain determinations, to either the Chair of the EFA FTI Board of Directors or to an Ethics Committee to be established (see section 4.5 below), at the option of the EFA FTI Board of Directors. The proposed options for decisions are set out below:

BOD/2011/05-XX – <u>Delegation of Authority to Receive Disclosures under the EFA FTI Policy on Conflicts of Interest</u>: The EFA FTI Board of Directors delegates to the Chair of the EFA FTI Board of Directors or the chair of the relevant committee, the authority to receive disclosures of conflicts of interest under paragraphs 3.3, 3.6 and 3.7 of the EFA FTI Policy on Conflicts of Interest and to manage them pursuant to the provisions of the Policy.

OR

BOD/2011/05-XX – <u>Delegation of Authority to Receive Disclosures under the Policy on Conflicts of Interest</u>: The EFA FTI Board of Directors delegates the authority to receive disclosures on conflict of interest under paragraphs 3.3, 3.6 and 3.7 of the EFA FTI Policy on Conflicts of Interest to an Ethics Committee to be established. The EFA FTI Board of Directors requests the EFA FTI Secretariat to deliver by 1 August 2011, draft terms of reference for the Ethics Committee, including its role and responsibilities, composition and a process for selecting members and committee chair, for review and approval by the EFA FTI Board of Directors.

4. Reasons for Recommendation

4.1 What is a Conflict of Interest?

4.1.1 Broadly speaking, a *conflicting interest* is any personal or outside interest, relationship or responsibility which may affect, or may reasonably be perceived to affect, an individual's objectivity and judgment with respect to the matter under consideration. A person has an *actual* conflict of interest when she or he is in a situation where he or she must make a judgment where the two conflicting interests must be reconciled. A person has a *potential* conflict of interest if the person has a conflicting interest with respect to the matter under consideration, but it is not yet in a situation where he or she must make that judgment.

4.1.2 A potential or actual conflict of interest usually emanates from a direct pecuniary interest, although this is not necessarily required. The interest can be *personal* (e.g., the person's financial interest or that of his or her family members) or *institutional* (e.g., the person's duty of loyalty to their organization and colleagues and to protect their institution's reputation or work program).[2] In the

context of the EFA FTI Board of Directors, it is the latter that is more likely to arise and is therefore the focus of the proposed policy.

4.2 The Need for a Conflict of Interest Policy

4.2.1 The need for a conflict of interest policy for the EFA FTI has always existed. Such a policy is an element of good governance for any organization. However, it is important to note that the EFA FTI is not an "organization", in that it does not have an independent legal personality. Therefore, the proposed policy applies only to the EFA FTI Board Members and committee members when they are participating in decision-making processes for the EFA FTI at the level of the EFA FTI Board of Directors or one of its committees.

4.2.2 The need for a process to manage conflicts of interest is recognized in the *Governance of the Partnership* document in paragraph 1.5:

> In subscribing to the FTI Compact, FTI Partners are called to give careful attention to aid effectiveness and to promote transparency, clarity, and trust. The FTI relies on a clear and effective structure of governance and decision-making. Broad participation by partner countries and civil society is essential. Relationships and communications among partner countries, donors, multilaterals and civil society organizations are built on clarity and transparency. Steps are taken to minimize possible conflicts of interest. Adaptability is a key characteristic of the FTI Partnership.[3]

4.2.3 EFA FTI Partners contribute to the Education for All goals by participating in the EFA FTI governance structures, including in the EFA FTI Board of Directors and the Financial Advisory Committee. They also act as Supervising Entities and Implementers[4] for allocations from the EFA FTI trust funds, as Coordinating Agencies and members of Local Education Groups (LEGs).[5] Each of these Partners has a stake (financial or otherwise) in the activities of the EFA FTI and stands to benefit from or suffer a detriment from the policy directions and financial decisions taken by the EFA FTI.

[3] This reference is to the Governance of the Partnership document as of April 2011. Changes to this paragraph, including adding a role for the private sector and private foundations will be sent to the EFA FTI Board of Directors for approval. The paragraph is reproduced in the proposed policy in Annex 1 with the amendments that will be proposed.

[4] As defined in the Education for All Fund Governance document.

[5] The proposed policy does not address conflicts of interest that can arise in the context of a LEG. The management of those conflicts is better addressed through LEG strengthening work that will be undertaken by the EFA FTI Secretariat and EFA FTI Partners.

4.2.4 Conflicts of interest are therefore inherent in the EFA FTI governance structures and may become even more prevalent due to the recent decisions to, among other things:

- operate on a constituency basis, where many partners are represented by a Board Member and an Alternate Board Member, as well as committee members;
- include developing country partners, that are beneficiaries of country-level allocations, in financial allocation decisions (including on the EFA FTI Board of Directors and the FAC); and
- include the private sector, that are potential suppliers of goods and services to education programs, in financial decisions (including on the EFA FTI Board of Directors and the FAC).

4.2.5 While this makes the need for a conflict of interest policy more urgent, it is important that *all* EFA FTI Partners recognize their inherent potential for conflicts of interest and for the EFA FTI to manage them carefully, as discussed in the next section.

4.3 Types of Conflicts of Interest that Can Arise in the EFA FTI

4.3.1 The EFA FTI is designed as a global partnership. The Partnership values the input of all stakeholders involved in its mission. Yet, because the EFA FTI makes both policy and financial decisions that affect the very same people and institutions that are making the decisions, potential and actual conflicts of interest will inevitably arise.

4.3.2 As stated above, while personal conflicts of interest could arise in the context of EFA FTI decision-making, the kinds of conflicts of interest that are more likely to arise are *institutional*. These occur in instances where the interests of the partner institution that a person represents (bilateral donor agencies, developing country governments, civil society organizations (CSOs), multilateral or regional organizations, corporations, etc.) may impair, or have the potential to impair, his or her judgment in a way that benefits his or her institution rather than the EFA FTI Partnership as a whole. Some examples of the conflicting interests of the EFA FTI Partners participating in the EFA FTI governance structures are provided below.

- **Donor countries:** Donor countries may have strategic or other concerns that may influence them to look more favorably on policies that benefit a certain region or provide grants to certain

"priority" countries for their aid budgets. In addition, as bilateral donors are increasingly acting as Supervising Entities, they or their colleagues would have likely been involved in developing a funding proposal and their agencies would be receiving supervision fees and other benefits associated with supervision of an EFA FTI allocation. Loyalty to one's institution/country or protection of its reputation may have a significant potential to affect the judgment of a decision-maker.

- **Developing countries:** Developing countries may favor policies that would benefit them or their region (or other members of their constituency); voting on trust fund allocations raises a unique set of potential conflicts of interest, as a developing country partner Board Member may be put in the position of approving a grant to his or her own country, potentially benefiting not only his or her institution (i.e., the Ministry of Education) but also *personally* if grant funds may be contributing to his or her salary or other benefits.
- **Civil Society Organizations:** Civil society organizations may have a particular interest in policies that benefit non-government actors; with regard to funding decisions, a CSO group may potentially benefit from allocations to a country as a potential recipient of EFA FTI funds through a grant or contractual relationship with an organization acting as Implementer.
- **Private sector and foundations:** Similar to CSOs, private sector actors may have particular interests that benefit private businesses; they may personally benefit from EFA FTI funds as a supplier of goods or services in an EFA FTI-supported program; foundations have their own policy agendas that may not accord with those of the EFA FTI.
- **Multilateral Agencies:** Multilateral partners serve as Supervising Entities or Implementers in many countries. As with bilateral donors, loyalty to their institutions or protection of their reputations has the potential to influence their involvement in EFA FTI decision-making.
- **Constituency Conflicts:** A type of conflict that may arise for all of the partners listed above includes a person using his or her position within a constituency to block the participation of others in the affairs or discussions of the constituency in order to advance a position that serves him or herself or his or her organization.[6]

[6] These conflicts are particularly difficult to manage given the principles that constituencies are self-policing. Constituency "best practices" should be developed in this regard.

4.3.3 Finally, it must be recognized that both the **EFA FTI Secretariat staff and the EFA FTI Chair**, although they only facilitate decision-making by the EFA FTI Board of Directors and do not vote on the decisions, are subjected to possible conflicts of interest on a frequent basis as the day-to-day facilitators of the work of the EFA FTI. Their roles subject them to possible influence from gifts and other benefits from potential grantees and/or suppliers. However, the proposed policy will not apply to the EFA FTI Chair or the EFA FTI Secretariat staff, as the policy only applies to Board members and Committee members participating in decision-making. It should be noted that the EFA FTI Secretariat staff are subject to the conflict of interest provisions of their employment agreements with the World Bank.[7] The EFA FTI Chair is also subject to the conflict of interest provisions of the staff rules applicable to the Chair as an employee of a partner organization (currently UNESCO). In addition, many Board members and Committee Members have conflict of interest provisions that apply to them as employees of their agencies, organizations or corporations.

4.4. Proposed Policy

4.4.1 The proposed conflict of interest policy, presented in Annex 1 to this paper, begins with a preamble which sets out the importance of the multi-stakeholder involvement of all EFA Partners, including donors, developing country partners, civil society organizations, the private sector and private foundations and multilateral agencies. The purpose of the policy is "to increase the objectivity of the EFA FTI's decision-making by identification and disclosure of potential and actual conflicts of interest and to manage such conflicts in transparent ways." The key to successful implementation of a conflict of interest policy is the willingness of all participants in decision-making to be mindful and transparent about their conflicts of interest so that they can be managed. This will lead to increased confidence and trust of those affected by the decisions as well as helping to protect the EFA FTI's reputation.

4.4.2 The Policy applies to all persons that fall under the definition of "EFA FTI Person", which includes Board Members, Alternate Board Members and committee members. The policy recognizes that EFA FTI Persons represent their governments, organizations and constituencies on the EFA FTI Board of Directors and requires them to refrain to exert undue influence in any "EFA FTI Decision-Making

[7] The Board Member and Alternate Board Member for the Multilateral and Regional Banks constituency on the EFA FTI Board of Directors, who are World Bank employees, are subject to the provisions of the proposed policy as participants in decision-making at the Board and committee level.

Process", which is defined as a meeting or other discussion of the EFA FTI Board of Directors or one of its committees, whether in-person or by electronic or other means, regarding the award, reduction or cancellation of a financial allocation from the EFA FTI trust funds or significant policy decision.

4.4.3 The proposed policy then goes on to require EFA FTI Persons to disclose potential or actual conflicts of interest to the EFA FTI Board of Directors, or someone delegated by the EFA FTI Board of Directors, before participating in a Decision-Making Process. This will bring some transparency to the process and the EFA FTI Board of Directors—or whomever it delegates this task to—can decide whether the person should recuse him or herself from the discussion or to place limitations on the person's participation. It is recommended that in order to be able to manage the process, the EFA FTI Board of Directors should delegate this task to either the Chair of the EFA FTI Board of Directors or to an Ethics Committee, to be established (discussed in the next section).

4.4.4 The policy also sets out specific procedures with respect to discussion of trust fund allocations (including award, reduction or cancellation of allocations), both at the committee level and the Board level. In these situations, any EFA FTI Person who represents an agency that is being proposed as Supervising Entity or Implementer for the allocation, or who represents a developing country partner or other organization for whom the allocation is benefiting, is *presumed* to have a conflict of interest and should recuse his or herself from the discussion. After disclosure, the EFA FTI Chair or the chair of the relevant committee can decide whether to allow the person to contribute to the discussion and any limitations that should be put on him or her. The Chair of the EFA FTI Board of Directors or committee, as relevant, can also initiate the discussion with EFA FTI persons with actual or presumed conflicts of interest in advance to discuss their participation. In no case however, can a person with an actual conflict of interest vote on the proposal.

4.4.5 The policy also allows any EFA FTI Person who believes that another EFA FTI Person has not disclosed his or her conflict, to notify the EFA FTI Board of Directors (or its delegee). The matter, and its resolution, including any possible sanctions, will be discussed by the EFA FTI Board of Directors (or its delegee) as soon as possible following such notification.

4.4.6 The policy also prohibits an EFA FTI Person from receiving anything of value to influence his/her decision-making with regards to the EFA FTI.

4.4.7 Finally, the policy includes a reminder that all appointments and secondments to the EFA FTI Secretariat are subject to the World Bank's policies, as host of the EFA FTI Secretariat. In addition to these policies, the Conflict of Interest Policy requires a one-year "cooling off" period for persons who have acted as Board Members, Alternate Board Members or committee members from applying for an appointment or secondment, subject to waiver by the EFA FTI Board of Directors (or his or her delegee). This is meant to avoid such persons from placing undue influence on the EFA FTI Secretariat with regards to appointments or secondments while they are in a position of authority as a participant in the EFA FTI's governance processes.

4.5 The Need for an Ethics Committee

4.5.1 There has been some discussion around the potential need for an Ethics Committee that would have "ownership" of the conflict of interest policy, among other things, and may make some of the determinations for managing conflicts of interest as they arise. The policy, as currently drafted, has the EFA FTI Board of Directors as a whole taking responsibility for receiving disclosures and managing conflicts, but leaves it open for the Board to delegate that responsibility.

4.5.2 This paper suggests that this responsibility be delegated either to the Chair of the EFA FTI Board of Directors (for Board matters) and Committee chairs (for committee matters) or to an Ethics Committee made up of Board or constituency members or outside advisors. The tasks that may be delegated either to the Chair of the EFA FTI Board of Directors or the Ethics Committee are as follows:

- Receipt of disclosures of conflicts of interest declarations other than those that arise in the discussion of a financial allocation from the trust funds and determinations of that person's participation in a Decision-Making Process (Annex 1, paragraph 3.3).
- Determinations of whether to waive the one-year "cooling off" period for EFA FTI Persons applying for appointments or secondments (Annex 1, paragraph 3.6).
- Receipt of notifications from EFA FTI Persons who have reason to believe that an EFA FTI Person has failed to disclose a conflict of interest and resolution of the issue (Annex 1, paragraph 3.7).

4.5.3 It should be noted that having a committee distributes the responsibility more widely, although it could also delay resolution of conflict matters as all committee members will need to be consulted.

The EFA FTI Board of Directors is invited to discuss these options. The proposed Board decisions for these two options are presented at the beginning of this paper.

5. Next Steps

5.1 Once the Policy on Conflicts of Interest is approved by the EFA FTI Board of Directors, the EFA FTI Secretariat will post it on the EFA FTI website and it will be implemented in accordance with its terms. The EFA FTI Secretariat will also distribute a copy to the entire EFA FTI Partnership to ensure that it is widely disseminated.

5.2 Should the EFA FTI Board of Directors decide to establish an Ethics Committee, the EFA FTI Secretariat will develop terms of reference for a committee (including membership and responsibilities) and present it to the EFA FTI Board of Directors for approval. The proposed date for delivery of the terms of reference is 1 August 2011.

6. Costs of Initiative and Source of Funding

The EFA FTI Secretariat anticipates that implementation of the policy can be absorbed into the current work programs of the EFA FTI Secretariat and the Chair of the EFA FTI Board of Directors without significant additional cost.

7. Contact

Board members and others with questions on these matters are invited to contact the Finance, Administration and Board Services Team Coordinator, Nancy Pinto, at: npinto@educationfasttrack.org.

ANNEX 1: POLICY ON CONFLICTS OF INTEREST IN THE EDUCATION FOR ALL FAST TRACK INITIATIVE

Preamble

The Education for All Fast Track Initiative (EFA FTI) is a global partnership working to accelerate the Education for All goals.

Membership in the EFA FTI Partnership is based on a compact as described in the *Governance of the Partnership* document. As stated in the *Governance of the Partnership*:

> In subscribing to the EFA FTI Compact, EFA FTI Partners are called to give careful attention to aid effectiveness and to promote transparency, clarity, and trust. The EFA FTI relies on a clear and effective structure of governance and decision-making. Broad participation by all partners, including developing country partners, civil society and the private sector and private foundations is essential. Relationships and communications among partner countries, donors, multilateral agencies, civil society organizations and the private sector and private foundations are built on clarity and transparency. Steps are taken to minimize possible conflicts of interest. Adaptability is a key characteristic of the EFA FTI.

The EFA FTI recognizes that to fulfill its goals, there is a need to involve many interested stakeholders in the Partnership, including donor countries, developing country partners, civil society organizations, the private sector and private foundations, and multilateral agencies. Each of these stakeholders has unique perspectives and expertise to contribute to the EFA FTI Partnership and is therefore represented in its governance structures.

The EFA FTI recognizes that the constituency-based nature of its governance structures may result in conflicts of interest when the EFA FTI Board of Directors and the committees that it establishes must consider matters that have a direct effect on the interests of governments, corporations, or organizations that are EFA FTI Partners. The EFA FTI recognizes that these conflicting interests must be identified early and that actual or perceived conflicts need to be disclosed and managed with the highest degree of integrity to safeguard against any perception that participation by a particular person, government, corporation or organization in the EFA FTI confers an undue advantage for such person or entity in the EFA FTI's decisions.

Due to the diversity of interests and perspectives represented by these stakeholders, it is therefore important that the EFA FTI operates in a balanced, ethical, collaborative, transparent and open manner.

The EFA FTI recognizes that many of its stakeholders, including the EFA FTI Secretariat, are subject to the conflict of interest provisions of their employment agreements. The EFA FTI expects that those conflict of interest provisions will continue to be adhered by all stakeholders participating in the work of the EFA FTI. Whenever possible, this policy shall be interpreted to be consistent with the laws, regulations and policies applicable to EFA FTI Persons.

Purpose

The purpose of this policy is to increase the objectivity of the EFA FTI's decision-making by identification and disclosure of potential and actual conflicts of interest and to manage such conflicts in transparent ways. Transparent and objective decision-making will help to protect the reputation and integrity of the EFA FTI as a global partnership to promote broad public trust in the EFA FTI's activities.

1. Conflicts of interest

1.1 A **conflict of interest** arises when the ability of a person participating in an EFA FTI Decision-Making Process (defined below) to exercise judgment in the interest of the EFA FTI Partnership as a whole is impaired by other interests, including:

- his or her duty of loyalty to an EFA FTI Partner that he or she represents; and
- his or her personal interests, including those of his or her family members.

1.2 Distinction should be made between potential and actual conflicts of interest. A conflict of interest is *potential* when the person has a conflict of interest with regards to a certain exercise of his or her judgment, but is not yet in a situation where he or she must make that judgment. A conflict of interest is *actual* when the person has a conflict of interest with regards to a certain judgment and is already in a situation where he or she must make that judgment.

2. Application of the Policy

2.1 This policy applies to the following persons (individually, an **"EFA FTI Person"**) when they participate in an **EFA FTI Decision-Making Process**:

- EFA FTI Board Members and Alternate Board Members.
- Members of committees that the EFA FTI Board of Directors may establish.

2.2 An **EFA FTI Decision-Making Process** is a meeting or other discussion of the EFA FTI Board of Directors or one of its committees, whether in-person or by electronic or other means, regarding a significant policy decision or the award, cancellation or reduction of a financial allocation from the EFA FTI Trust Funds.

3. Principles for Management of Conflicts of Interest

3.1 The EFA FTI Partnership shall execute **EFA FTI Decision-Making Processes** in an open and transparent manner.

3.2 **EFA FTI Persons** may take appropriate actions in relation to **EFA FTI Decision-Making Processes** in the interests of the governments, corporations or organizations in their respective constituencies, provided that such measures are consistent with the rules and procedures of the EFA FTI, as set out in the EFA FTI Governance of the Partnership document and this Policy. When taking such actions, an **EFA FTI Person** shall not attempt to exert undue influence with respect to an **EFA FTI Decision-Making Process**.

3.3 As a general principle, an **EFA FTI Person** participating in an **EFA FTI Decision-Making Process** shall be mindful of the existence of his or her potential and/or actual conflicts of interest and shall disclose them to the EFA FTI Board of Directors (or anyone delegated by the EFA FTI Board of Directors to receive such disclosure, a "delegee") in advance of his or her participation. After disclosing a conflict of interest, the **EFA FTI Person** shall recuse him or herself from the decision-making process, unless the EFA FTI Board of Directors (or its delegee) decides that such recusal is unnecessary. The EFA FTI Board of Directors (or its delegee) may determine that an **EFA FTI Person** with an actual or potential conflict of interest may participate in an **EFA FTI Decision-Making Process** conditional on a reduced level of participation (for example, presentation of technical information without any recommendations).

3.4 In particular, with respect to a **Decision-Making Process** in regards to a funding proposal, the following provisions shall apply:

a. An **EFA FTI Person** with a potential or actual conflict of interest with respect to the funding proposal shall disclose the existence of such conflict of interest to the chair of the meeting in advance of participation in the discussion.

b. There shall be a presumption that an **EFA FTI Person** representing a country, organization or agency: (i) that is nominated to be the Supervising Entity or Implementer; or (ii) that is the Developing Country Partner or other organization that will receive a grant from the approved allocation, has a conflict of interest and is obligated to make a disclosure.

c. Upon being notified of the conflict of interest, the chair shall determine the appropriate limits, if any, that shall be placed on the conflicted person's involvement in the discussion.

d. In the event that an **EFA FTI Person** with an actual conflict of interest (including a person with respect to whom there is a presumption of a conflict of interest as described in paragraph b above) does not disclose his or her conflict of interest, the chair of the meeting shall approach the relevant **EFA FTI Person** and request his or her recusal.

e. In no case shall an **EFA FTI Person** who has an actual conflict of interest in regards to a funding proposal participate in a vote awarding, reducing or cancelling the funding for such proposal.

3.5 In no case shall an **EFA FTI Person** receive or accept anything of value that can be perceived to influence his or her participation in an **EFA FTI Decision-Making Process**.

3.6 The hiring, or secondment of, an **EFA FTI Person** to the EFA FTI Secretariat shall be subject to the policies and procedures of the World Bank on appointments and secondments. In addition, an **EFA FTI Person** shall not be eligible for appointment or secondment to the EFA FTI Secretariat until one year following their last date of service in such position. The EFA FTI Board of Directors (or its delegee) may waive this provision based on a risk assessment.

3.7 In order to enhance enforcement of this Policy, any **EFA FTI Person** who has reasonable cause to believe that an **EFA FTI Person** has failed to disclose a conflict of interest or has otherwise violated this policy shall notify the EFA FTI Board of Directors (or its delegee). The matter, and its resolution, including

possible sanctions, shall be discussed by the EFA FTI Board of Directors (or its delegee) as soon as possible following such notification.