

Conflict of Interest Policy



ClientEarth is committed to meeting the highest standards of integrity and transparency. Conflicts of interest, if not identified and disclosed, or if poorly managed, may lead to conduct or decisions that are not in the best interests of ClientEarth. Such decisions can be considered invalid or open to challenge. Conflicts of interest can also damage ClientEarth’s reputation, expose the organisation or its staff to litigation, and undermine public confidence in non-profit organisations more generally.

This Policy sets out ClientEarth’s process for identifying, disclosing, and managing conflicts of interest, if and when they arise. Conflicts of interest will be assessed carefully, in accordance with this Policy, and mitigation actions will be determined in proportion to the related risks.

This Policy has been approved by ClientEarth’s Executive Team, and reflects our values.

Values	Application in this Policy
Acting courageously	<ul style="list-style-type: none">• We expect all staff working for ClientEarth to come forward when they consider themselves or others conflicted
Prizing diverse experience	<ul style="list-style-type: none">• We work with persons with different and complementary expertise in order to best manage conflicts of interest
Embracing collaboration	<ul style="list-style-type: none">• We recognise that our staff, Partners, and Funders play an integral role in recognising what drives our decisions and actions
Learning continuously	<ul style="list-style-type: none">• We improve our conflict of interest policies and practices, and encourage and support our Partners and Funders to do the same
Opposing injustice	<ul style="list-style-type: none">• We ask all staff to question and oppose decisions and actions tainted by unmitigated conflict
Focusing on impact	<ul style="list-style-type: none">• We maximise impact by working to reduce our exposure to conflicts of interest and by deciding and acting in the best interests of ClientEarth

What is the Scope of this Policy?

This Policy applies to all ClientEarth entities and staff worldwide, including governance and management board members of all ClientEarth entities, who are expected to use their best judgment in applying this Policy, and to play an active part in preventing non-compliance and in promoting best practices.

Staff are responsible for preventing, detecting, and reporting breaches of this Policy. Staff non-compliance with this Policy could be considered as a breach of employment agreement, and could lead to disciplinary action by ClientEarth, in line with local labour law.

If Partners do not respect their conflict of interest duties, appropriate actions will be taken, which may include the termination of appointments or contracts.

ClientEarth’s Principles-Based Approach to Conflict of Interest

Principle 1: Staff must be mindful of conflicts of interest and avoid them where possible

Staff should decide and act in the best interests of ClientEarth. Staff should avoid undertaking professional activities in which they might find themselves conflicted (i.e., choosing between acting in a way that is contrary to ClientEarth’s best interests or acting in a way that is contrary to the best interests of someone else to whom they have some commitment or obligation). Staff are of course free to make personal

choices, but the duty to act in the best interests of ClientEarth can also relate to personal activities, if these jeopardise ClientEarth's reputation (e.g., posting on social media in a way that could harm ClientEarth).

Principle 2: Staff must disclose any actual, apparent, or potential conflicts of interest

Conflicts of interest can be considered actual (i.e., situations that constitute a conflict of interest), but also potential (i.e., situations that could reasonably lead to a conflict), or apparent (i.e., situations that could reasonably be perceived by others as a conflict). There are also several types of conflicts (i.e., personal conflicts, organisational conflicts, or (former) client conflicts). Conflicts of interest must be assessed objectively (i.e., independently of anyone's intent or motivation). Staff should think broadly about conflicts of interest when assessing what to disclose. When in doubt, disclose! Disclosure should happen as soon as a conflict arises, or when staff become aware of it.

Principle 3: Disclosed conflicts of interest will be managed proportionally, on a case-by-case basis

Conflicts of interest will be promptly assessed by the relevant staff or the Conflicts Team, who will determine (i) whether the situation constitutes a conflict of interest and, if so, (ii) whether mitigation actions are needed. The outcome will be the result of a careful and proportionate assessment of the situation and the risks, and will be discussed with the affected staff member(s). Disclosure does not mean that staff necessarily have to put an end to the conflicting activities if the conflict can be satisfactorily mitigated.

Principle 4: Staff must assess conflicts of interest when contracting or engaging with Partners or Funders

Staff should conduct a conflict of interest check in accordance with the applicable Partner Due Diligence or Funder Due Diligence Policy prior to entering into a working relationship, or at the very latest prior to contracting, with Partners or Funders, in order to identify and manage conflicts of interest.

Staff should also encourage Partners or Funders to perform their own conflict checks prior to entering into a working relationship or contract, and to inform ClientEarth of any conflict of interest that may arise during the working relationship.

Principle 5: ClientEarth and its staff must comply with specific conflicts of interest rules and regulations that may apply

Additional rules and regulations apply for specific conflict of interest matters (e.g., professional conduct rules apply to qualified lawyers when representing multiple clients (such as SRA Guidance in England & Wales), charity-specific rules apply to Trustees' conflicts of interest (such as UK Charity Commission Guidance CC29), local rules of corporate law and governance apply to ClientEarth governance and management board members' conflicts of interests, as set out in the relevant by-laws or articles of association of ClientEarth legal entities). ClientEarth and its staff must have regard for compliance with these specific obligations and their related disclosure requirements at all times.

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ClientEarth is an environmental law charity, a company limited by guarantee, registered in England and Wales, company number 02863827, registered charity number 1053988, registered office 10 Queen Street Place, London EC4R 1BE, a registered international non-profit organisation in Belgium, ClientEarth AISBL, enterprise number 0714.925.038, a non-profit limited liability company in Germany, ClientEarth gGmbH, HRB 202487 B, a registered foundation in Poland, Fundacja "ClientEarth Prawnicy dla Ziemi", KRS 0000364218, NIP 7010254208, a registered delegation in Spain, Fundación ClientEarth Delegación en España, NIF W0170741C, a registered 501(c)(3) organisation in the US, ClientEarth US, EIN 81-0722756, a registered subsidiary in China, ClientEarth Beijing Representative Office, Registration No. G1110000MA0095H836, a registered subsidiary in Japan, Ippan Shadan Hojin ClientEarth, corporate number 6010405022079, a registered subsidiary and company limited by guarantee in Australia, ClientEarth Oceania Limited, company number 664010655.