

KUWAIT TRANSPARENCY SOCIETY CONFLICT OF INTEREST BYLAW 2026

Amended on 02/05/2016 – Board of Directors Meeting No. 09/2016.

Amended on 16/02/2026 – Board of Directors Meeting No. 02/2026.

Chapter One – Definitions

Whereas the efforts of the Kuwait Transparency Society — in the course of achieving its objectives — may be harmed due to improper practices that may be committed by persons representing the Society, it is therefore necessary that every person representing the Society exercise the utmost caution regarding the possibility of conflict of interest.

Article (1)

This Bylaw shall apply to every person representing the Society, whether a member of the Board of Directors, a committee chairperson, an active member, a volunteer in its activities, or an individual working for it for financial compensation (salary).

Article (2)

Conflict of interest includes matters relating to the persons themselves mentioned in Article (1), where their interests intersect or meet with the interests of any other person who has a personal relationship with them. This includes: spouse, children, parents, siblings, or other family members.

Article (3)

Since the Society undertakes numerous activities (issuing reports, preparing studies, drafting statements, organizing projects, and others...) through which it expresses its opinion and reflects its positions, which requires the availability of all scientific conditions, neutrality, fairness, and non-bias toward the various entities, organizations, and individuals addressed by the Society's activities, it must therefore always be ensured that the persons who undertake the management of the Society's activities are not connected by shared interests that may conflict with the interests of those concerned in such activities.

Chapter Two – General Policies

Article (4)

Every person mentioned in Article (1) of this Bylaw must avoid engaging in any potential conflict of interest, whether actual or perceived, including refraining from taking or participating in any decision, and must publicly declare any conflict of interest to the committee chairperson or the Chair of the Board of Directors, as the case may be, while the Chair shall disclose such conflict to the Vice Chair of the Board of Directors.

Article (5)

Conflict of interest may arise from time to time in the context of a person's activities and decisions, and it may also arise in the context of their work with the Society, whether related to financial interests or to interests that hinder them from performing their duty or acting to the fullest extent in accordance with the Society's Articles of Association and bylaws.

Article (6)

Executive officials in the branch (Chair, Vice Chair, and Executive Director) are prohibited from holding high-level governmental or partisan positions (Minister / Undersecretary / Head of Authority / Board Member / Member of Board of Trustees). Every person mentioned in Article (1) of this Bylaw must disclose any potential conflict of interest. Such disclosure shall be made publicly to the Board of Directors or before the committee to which the person belongs, or to the Chair with respect to employees of the Society, and in all cases the Ethics Committee must be notified of the decision taken in this regard for information. In all cases, the Ethics Committee must retain a copy of the disclosure and handle it confidentially as appropriate. Members of the Board of Directors shall also submit a declaration regarding the ““Register of Interests” to the Ethics Committee and it shall be published on the Society’s website (template attached).

Article (7)

The disclosing person shall assess the degree of confidentiality of the information and may request that it not be disclosed, and in such case the information shall remain strictly confidential with the Ethics Committee only, and under no circumstances may its content be disclosed, and in the event of breach, the affected disclosing person may submit a complaint to the Ethics Committee.

Chapter Three – Payments and Gifts

Article (8)

Members of the Board of Directors may not undertake any paid work for the Society except pursuant to a contract approved by the Board of Directors. In such case, the Society shall, in its decision-making process when assigning paid work, adhere to transparency in contracting procedures in a manner that achieves the interest of the Society.

Article (9)

No person affiliated with the Society may accept any gifts, benefits, loans, or anything else of value from any institution or any person, if it is reasonably understood or believed that the purpose behind the gift is the desire to influence the Society.

Article (10)

When the Board of Directors provides payments to a Board member, employee, or volunteer in the Society — except for approved expenses - the Board must fully disclose such payments in the Society’s annual financial report, and such disclosure must indicate the procedures that led to the payment of these amounts.

Chapter Four – Dealing with Potential Conflict of Interest

Article (11)

A potential conflict of interest must be identified and disclosed by the person who faces the potential conflict of interest in any activity, and in such case, after confirming the existence of the conflict of interest, the person must not participate in the activity in any manner whatsoever. Others may also report suspicion of conflict of interest concerning one of the persons who manage the Society's activities, and in such case, after confirming the existence of the conflict of interest, the person shall be requested to leave the meeting during consideration of the relevant matter, and if that is not possible, the matter shall be referred to the Ethics Committee for determination.

Article (12)

In the event of a potential conflict of interest concerning one of the persons in any activity, the extent of the existence of the conflict shall be evaluated in order to reach one of the following alternatives: No conflict of interest exists. The concerned person must proceed with the activity subject to controls. The concerned person must not proceed with the activity.

Article (13)

No nomination for membership in the Board of Directors of the Society shall be accepted from members of the National Assembly or the Council of Ministers. In the event that a member of the Board of Directors runs for National Assembly elections, his/her membership in the Board shall be frozen until the announcement of the results. If he/she loses in the elections, he/she shall regain his/her membership, and if he/she wins, he/she shall be considered resigned from the Board of Directors. In the event that a member of the Board of Directors accepts a ministerial portfolio in the Council of Ministers, he/she shall be considered resigned from the Board of Directors.

Chapter Five – Ethics Committee

Article (14)

The Board of Directors shall form the Ethics Committee from three members as follows: Two members from the General Assembly — Chair. One member nominated by the Board of Directors — Rapporteur. One member from the General Assembly who is not a Board member — Alternate member. The Committee shall select, in its first meeting, a Chair from among its members.

Article (15)

In the event that the Committee considers a matter in which the Chair is a party, the Rapporteur shall replace the Chair in considering that matter. In the event that the Committee considers a matter in which one of the Committee members is a party, the alternate member shall replace him/her in considering that matter.

Article (16)

The Chair of the Ethics Committee shall be responsible for ensuring that all persons associated with the Society's activities are informed of this Bylaw. This Bylaw shall also be made available to members generally through publication on the Society's website at minimum.

Article (17)

The Committee shall have the following competencies: The right to interpret the Conflict of Interest Bylaw, the Political Activity Bylaw, Chapter Three of the Internal Regulations (Rules of Conduct for Board Members), and Chapter Four of the Financial Regulations (Financial Disclosure), and to ensure their application. Receiving disclosures concerning cases of conflict of interest in accordance with Article (6) of this Bylaw. Providing advice to the Board of Directors and the Society's committees regarding any issue related to item (1) above and submitting recommendations deemed appropriate. Deciding on complaints submitted to it by any Board member or one of the Society's committees, or complaints from members of the General Assembly personally affected.

Article (18)

The Ethics Committee must receive with every request for interpretation or complaint the following: A statement of the subject or case to be considered. A summary of the relevant facts and copies of any related documents. An indication that the case is urgent in cases requiring urgency.

Article (19)

The validity of the Committee's meetings requires the attendance of its Chair, and its decisions, recommendations, and opinions shall be issued by majority of its members.

Article (20)

If the Ethics Committee considers that the position of one of the persons mentioned in Article (1) of this Bylaw has intentionally negatively affected the Society's position, credibility, or achievement of its objectives, or that he/she has repeatedly deliberately ignored the application of this Bylaw, the Committee may submit a recommendation to the Board of Directors to remove this person's name from the list of members of the Society. The Board of Directors shall, in such case, consider the recommendation and decide what it deems appropriate in accordance with the Society's Articles of Association and bylaws.

Article (21)

Any person whose status is mentioned in Article (1) of this Bylaw who violates one of the obligations stated in the Society's Articles of Association or bylaws, the Ethics Committee may direct to him/her the following: Verbal warning. Written reprimand. Not representing the Society or participating in any internal or external activity for a period not less than one month and not exceeding three months. In the event of repetition of sanction (3) mentioned above within one year for the same member, Article (19) of this Bylaw shall apply.



سجل المصالح - Register of Interests			
Register	البيان	السجل	#
Date on which statement was initially lodged		تاريخ تقديم السجل أول مرة	1
Date on which statement was last updated		تاريخ تقديم تحديث السجل	2
Remunerated affiliation (Current and, where relevant, past)		جهة العمل- العمل مقابل أجر (حاليا و إذا لزم سابقا)	3
Non-remunerated affiliation (Current and, where relevant, past)		جهة التطوع- العمل دون أجر (حاليا و إذا لزم سابقا)	4
Significant (>10%) ownership or controlling position in any company		الشركات التي تمتلك فيها حصة مؤثرة (أكثر من ١٠ %) أو منصب قيادي مؤثر	5
Any entity in which the person has more than 5% of his/her total assets		الجهات التي تمتلك فيها أكثر من ٥ % من أصولك الشخصية	6
Public Office or public employment (Current and, where relevant, past)		جهة العمل اذا كانت عامة (حكومية مثلا (... (حاليا و إذا لزم سابقا)	7
Interests of close personal relationships (where applicable).		مصالح شخصية مع شخصيات مؤثرة (إذا ينطبق)	8
Other		أخرى	9

	NAME:
	POSITION IN KUWAIT TRANSPARENCY SOCIETY:
	SIGNATURE: