



CONFLICT OF INTEREST POLICY

Note: This document is an extract from the official internal documents of SmartUp – Social Innovation Lab, as approved by the Executive Board. It reproduces selected provisions verbatim and does not constitute the complete document. Provisions relating solely to internal procedures have been omitted. Where provisions from more than one source document are combined, each part is identified by its source.

Source documents: SmartUp Employee Handbook (2026); SmartUp Personnel and Operations Manual (2026).

From: SmartUp Employee Handbook (2026) – Code of Ethics: Conflict of interests

Conflict of interests

The purpose of this section is to provide clear guidance for identifying, declaring, and managing situations of actual, potential, or perceived conflicts of interest.

Employees are expected to act with integrity and sound judgment and to avoid situations that may compromise, or appear to compromise, their professional objectivity or loyalty to SmartUp.

Scope

This policy applies to all SmartUp employees, regardless of contract type, as well as consultants and other persons engaged by the organization.

Definition

A conflict of interest arises when a personal, financial, or other interest interferes, or appears to interfere, with an employee's ability to perform their duties in the best interest of SmartUp.

Forms of Conflict of Interest

The following situations may constitute a conflict of interest:

- Employment, consultancy, or engagement with another organization operating in the same or closely related areas as SmartUp, where this may affect impartiality or loyalty.
- Acceptance of gifts, benefits, services, or hospitality from individuals or organizations that have, or may seek to have, a business or contractual relationship with SmartUp.
- Use of SmartUp resources (office space, equipment, supplies, systems) for personal benefit without prior written approval from the President.

SmartUp operates primarily in the areas of:

- Social innovation;
- Local and regional development;
- Innovation in the public sector;
- Education, youth, and climate-related initiatives.

Employees are expected not to engage in activities that are contrary to the interests of SmartUp. This restriction applies primarily to full-time employees. Activities clearly outside SmartUp's scope (e.g. translation, crafts, agriculture, technical services) are not considered a conflict.

Gifts, Benefits, and Hospitality

Employees must not request or accept gifts, favors, or benefits that could influence, or be perceived to influence, their professional judgment.

- SmartUp applies a **zero-gift principle** as a general rule.
- Gifts of symbolic or minimal value (up to 20 EUR) may be accepted only where refusal would cause cultural or professional offense and be registered in SmartUp Gift register document.
- Any accepted gift must be disclosed to management and is considered the property of SmartUp, not the individual employee.

Declaration and Management of Conflicts

Employees are required to immediately declare any actual, potential, or perceived conflict of interest to the President or the Executive Board.

Where a conflict exists, the employee must **recuse themselves** from any related decision-making, procurement, recruitment, or approval processes. In case of doubt, the employee and management will jointly determine appropriate mitigation measures.

Avoidance of conflicts of interest is the preferred approach whenever possible.

You can reach to the Executive Board at board@innovationlab.mk.

Political engagement

SmartUp does not engage in political activities or lobbying.

Employees may be members of political parties, provided that such involvement:

- Does not interfere with their duties at SmartUp;
- Does not create confusion between personal political activity and SmartUp's work;
- Is conducted exclusively in the employee's private time.

Employees are encouraged to consult the President or Executive Board before engaging in public political activities.

Outside employment

SmartUp does not limit employees' private activities unless such activities:

- Interfere with job performance;
- Create a conflict of interest;
- May negatively affect the reputation or credibility of SmartUp.

Employees engaged on full-time contracts must not accept external employment, consultancy, or positions of responsibility without prior approval from the President or the Executive Board.

From: SmartUp Personnel and Operations Manual (2026) – Section 2.3: Confidentiality and Conflict of Interest

Confidentiality and Conflict of Interest

All employees and consultants are required to:

- protect confidential information obtained during their engagement;
- refrain from unauthorized disclosure of internal or donor-related information;
- avoid situations that may create a conflict of interest with SmartUp’s activities.

Employees may not, without prior written consent of the employer:

- perform activities that compete with SmartUp;
- use SmartUp resources for personal or third-party benefit;
- engage in activities harmful to the organization’s interests.

Confidentiality and conflict-of-interest obligations remain valid during and, where applicable, after the end of the contractual relationship.

From: SmartUp Personnel and Operations Manual (2026) – Section 8.1: Conflict of Interest and Zero Gift Policy

Conflict of Interest and Zero Gift Policy

- **Conflict of Interest:** All staff involved in procurement must sign a **Declaration of Impartiality**. If a conflict exists (e.g., a family member or close associate is bidding), the staff member must recuse themselves immediately. (Refer to the **Employee Handbook – Code of Ethics** for full definitions).
- **Zero Gift Policy:** SmartUp maintains a strict **Zero Gift Policy**. Staff involved in procurement must not accept any money, gifts, favors, or hospitality from current or potential suppliers.
 - *Exception:* Small tokens of nominal value (e.g., a pen or calendar worth less than EUR 20) may be accepted only on behalf of the organization, not the individual.
 - All such items must be registered in the **Gift Registry** maintained by the Administration Team. Refusal of gifts should be done politely by citing this internal policy.

Where organizational size requires role overlap, compensating controls (secondary review, ex-post verification, or Executive Board oversight) are applied and documented.