



## Conflict of Interest Policy

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Trustees have a legal obligation to act in the best interests of the charity and in accordance with the governing documents. A conflict of interest or loyalty may arise where an individual's personal, business or family interests and/or loyalties to some other individual or group conflict with those of the charity. Such conflicts may bring risks. They can:

- prevent open discussion.
- result in decisions or actions which are not in the best interests of the charity.
- result in the impression that the Trustees have not acted properly.

The purpose of this policy is to protect the Trustees and the senior staff from these risks.

Each Trustee is responsible for and are asked to declare actual or potential conflicts or the reasonable perception of such conflicts. These conflicts are recorded in the Register of Interests which is reviewed at each Annual General Meeting and updated as and when changes occur.

Trustees are also asked to declare any gifts or hospitality received in connection with their role in the charity and these will be recorded in the Gift Log as stated on our Anti-Bribery and Corruption Policy

If there is a conflict of interest, this will be managed in four ways: -

- A conflict should be declared at the earliest opportunity
- A Trustee who declares an interest should leave the meeting to allow the other Trustees to decide whether his or her absence is necessary or appropriate
- The other Trustees should agree how to deal with the conflict, for instance by allowing the conflicted Trustee to speak on the matter concerned but not to vote. This decision should be communicated to the trustee in question by the Chair.
- The other Trustees should make sure that the process is properly recorded in the minutes of the meeting in question.

In meetings where a conflict of interest or loyalty, whether actual or potential, is declared:

- Any Trustee who has a financial interest in a matter under discussion should declare the nature of their interest and withdraw from the meeting, unless they have been given permission by the Chair to stay and either speak or not, as the case may be. Such a Trustee may not vote.
- Any Trustee who has any interest in a matter under discussion, which creates a real or perceived risk of bias should declare the nature of the interest and withdraw from the meeting, unless they have been given permission by the Chair to stay and either speak or not, as the case may be. Such a Trustee may not vote.
- Any Trustee who has any other interest which does not create a real risk of bias, but which might reasonably cause others to think it could influence their decision, should declare the nature of the interest, but may remain in the meeting, participate in the discussion and vote if they wish.
- If a Trustee is in any doubt about the application of this policy, he or she should heed the spirit as well as the wording of the policy and consult the Chair.
- If a Trustee fails to declare an interest that is known to the Chair, the Chair will declare that interest.
- The interests of Trustees are recorded in a register maintained by a nominated Trustee

### Record keeping

Where the Trustee decides on a matter in which a Trustee has an interest, all decisions will be made by majority vote. A quorum must be present for the discussion and decision. The conflicted Trustee will not count towards the quorum. All decisions where there is a conflict of interest will be recorded in the minutes accordingly to include:

- the nature, extent and value of the conflict

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- the discussion which took place
- the action taken to manage the conflict.

### Staff, contractors and volunteers

This policy has been written to help Trustees to discharge their legal duty to act only in the best independent interests of the charity. Although this legal duty does not extend to staff or volunteers, the spirit of this policy applies equally to staff and volunteers in order to enable Trustees to discharge their duty. In practice, therefore, staff and volunteers should act appropriately where a conflict of interest or loyalty arises over and above those which are inherent in their role as employee or volunteer and declare these to the Director.

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This policy was reviewed in November 2023 and will be reviewed in December 2024