



IMPACTFUL GOVERNANCE
Community Interest Company

Conflicts of Interest Policy November 2019

Introduction

This policy applies to Consultants, Staff and Volunteers, and should be read in conjunction with the Declaration of Interest form and the Data Protection Policy.

Aim

Directors have a legal obligation to act in the best interests of the Community Interest Company in all aspects, in accordance with the Community Interest Company's governing document and its Memorandum & Articles of Association. Consultants, Staff and volunteers have similar obligations to prioritise C.I.C. interests over and above any other organisation or personal interests whilst working for Impactful Governance, this includes Intellectual Property which remains the property of **Impactful Governance - Community Interest Company**.

Declaration of Conflicts of Interest

Conflicts of Interest may arise when an individual's personal, professional or family interests and/or loyalties conflict with those of **Impactful Governance - Community Interest Company**. Such conflicts may create problems; they can:

1. inhibit free discussion
2. result in decisions or actions that are not in the best interest of the C.I.C.
3. risk giving the impression that the C.I.C. has acted improperly.

Accordingly, we ask all Consultants, staff and Directors to declare their interests and any gifts, benefits, associations or hospitality received in connection with their role in **Impactful Governance - Community Interest Company**. A declaration of interests form is provided at induction for this purpose, listing the types of interest you should declare.

Directors becoming aware of a new, actual or potential conflict of interest should give notice of it to the Chief Executive to enable him/her to update the Conflicts Register. The register will be accessible by application in writing to the Chief Executive.

Chief Executive must declare in his/her report for each Director Meeting, details of any contract/agreements to be entered into prior to the next Directors Meeting and any conflicts are identified from a check of the register.

If you are not sure what to declare, or whether/when your declaration needs to be updated, err on the side of caution. If you would like to discuss this issue, please contact the Chief Executive for confidential guidance.

Data Protection

The information provided will be processed in accordance with the Data Protection Principles that are set out in the Data Protection Act 1998. Data will be processed only to ensure that Consultants, staff and Volunteers act in the best interest of **Impactful Governance - Community Interest Company**. The information provided will not be used for any other purpose, in accordance with the General Data Protection Register (GDPR) and not transferred outside the European Union.

What to do if you face a conflict of interest

Any Team member, who has a financial interest in a matter or discussion should declare the nature of his/her interest and withdraw from the room, unless he/she has dispensation to speak or remain but not contribute to discussions.

If a Team member has any interest in the matter under discussion, which creates a real danger of bias, that is, the interest affects him/her, or a member of his/her household or family, more than the generality affected by the decision, he/she has to declare the nature of the interest and withdraw from the room, unless you have a dispensation to speak.

If a Team member has any other interest such as employment or appointment to the Board of another organisation, which might reasonably cause others to think it could influence their decisions, he/she should declare the nature of the interest, but may remain in the room, participate in the discussion.

Directors may, however, participate in discussion from which he/she may indirectly benefit, for example, where the benefits are universal to all users, or where the benefits are minimal.

If in doubt about the application of these rules, Team members should consult with the Chief Executive.

If Consultants or Management team members fail to declare an interest that is known, to the Directors and/or the Shareholders, the Chief Executive will declare that interest.

Decisions Taken Where a Consultants or Team has an Interest

In the event of the Shareholders having to decide upon a question in which a Director or member of staff has an interest, all decisions will be made by vote, with a simple majority required. A Quorum must be present for the discussion and decision; interested parties will not be counted when deciding whether the meeting is quorate. All decisions under a conflict of interest will be recorded by the Chief Executive and reported in the minutes of the meeting. The report will record:

1. The nature and extent of the conflict
2. An outline of the discussion
3. The actions taken to manage the conflict

Where a Director benefits from the decision, this will be reported in the Annual Report and accounts in accordance with SORP.

Independent external moderation will be used where conflicts cannot be resolved through the usual procedures.

Managing Contracts

If staff have a conflict of interest they must not be involved in managing or monitoring a contract in which they have an interest. Monitoring arrangements for such contracts will include provisions for an independent challenge of bills and invoices, and termination of the contract if the relationship is unsatisfactory.

Good Governance is important for the reputation of Impactful Governance - Community Interest Company. Undeclared conflicts of interest could result in the removal from the Team or disciplinary procedures for staff.

Impactful Governance - Community Interest Company reserves the right to amend or revise the policy above in accordance with changes in custom and practice.

Management Team are responsible for cascading this information.

Date of last review	Nov 2019
Date of next review	Nov 2021
Date it was first implemented	Sept 2017
Author(s)	Directors
Audience	All Directors, Consultants, Employees & Volunteers
Other relevant policies and/or procedures	Data Retention, Whistle Blowing policy, Disciplinary policy, Data Retention Policy, Safeguarding Policy.
Where it is saved	www.ig-CIC.org.uk