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## **FRIENDS OF CATHJA CONFLICT OF INTEREST POLICY**

**Approved by the Board of Trustees .....**

This policy applies to Directors, Observers and Manager as those attending Management Committee Meetings.

Trustees have a legal obligation to act in the best interests of the Friends of Cathja, and in accordance with the Friends of Cathja Articles and Memorandum of Association. Staff and volunteers have similar obligations.

Conflicts of interest may arise when an individual's personal or family interests and/or loyalties conflict with those of Friends of Cathja. Such conflicts may create problems, they can:

- ❑ Inhibit free discussion
- ❑ Result in decisions or actions that are not in the interests of Friends of Cathja
- ❑ Risk the impression that the Friends of Cathja has acted improperly

The aim of this policy is to protect both Friends of Cathja and the individuals involved from any appearance of impropriety, and to clarify the fiduciary duty of Directors.

Fiduciary means 'in good faith', and fiduciary duty means that everything done by a Director must be done in good faith for the benefit of Friends of Cathja as a whole, and for a proper purpose.

In making decisions Directors must:

- ❑ Act in the best interests of Friends of Cathja and all its beneficiaries
- ❑ .Have regard to the interests of the Friends of Cathja employees
- ❑ Not misuse Friends of Cathja 's property
- ❑ Not misuse information for personal gain even after they have left the Board
- ❑ Not allow the Director's personal interests or the interests of any other body, even one which appointed him or her as a Director, to override the interests of Friends of Cathja.

This duty is to the Friends of Cathja as an organisation. Directors must not place the interests of any individual members, employees or beneficiaries above the interests of the whole company.

A conflict of interest exists when a Director has a financial interest in or stands to gain financially from any contract, transaction or other agreement entered into by the organisation or its Management Committee. Financial interest and financial gain apply not only to money, but to anything with a monetary value.

The potential gain may arise directly – eg. Goods or services purchased from the individual – or indirectly – eg. If purchased from a partnership in which the Director is a partner, or from a company in which a trustee/Director has an interest.

Directors must not make a secret profit from Friends of Cathja, and any potential conflict of interest must be disclosed.

A conflict of interest covers situations in which a relative or business partner stands to gain or in which beneficiaries of the trust are related to a Director or where a Director is associated with a corporate body.

## **The declaration of interests**

Accordingly, we are asking Directors, Observers and the Manager to declare their interests, and not to receive any benefit in connection with their role in Friends of Cathja. A declaration of interests form is provided for this purpose, listing the types of interest you should declare.

This form will be updated annually and also when any changes occur.

Declarations and any updating should be made on the form and any issues can be discussed in confidence with the Chair or the Treasurer.

Interests will be recorded on Friends of Cathja 's Register of Interests, which will be maintained by the Chair in the Registered Office. The Register will be accessible by company members or to the public. Any person is entitled to a copy of the Register of Directors' Interests within 10 days of their request being received.

## **Data Protection**

The information provided will be processed in accordance with data protection principles as set out in the Data Protection Act 1998. Data will be processed only to ensure that actions are in the best interests of Friends of Cathja. The information provided will not be used for any other purpose.

## **Disclosure of interest**

A Director's conflict of interest must be declared at the meeting at which a contract, or other arrangement is first considered and can be verbal or in writing. If it should arise subsequently then it should be declared at the first Management Committee meeting thereafter.

If you fail to declare an interest known to the Secretary or Chair, they will declare that interest.

In the event of the board having to decide upon a question in which a trustee/ Director has an interest, all decisions will be made by a vote with a 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. Interested Management Committee members may not vote on matters affecting their own interests.

All decisions under a conflict of interest will be recorded by the Secretary and reported in the minutes of the meeting to cover:

- Nature and extent of the conflict
- An outline of the discussion
- Actions taken to avoid any conflict

Where a trustee benefits from the decision, this will be reported in the annual reports and accounts in accordance with SORP

## Friends of Cathja

### ***Declaration of Interests Form***

I ..... as Director, Observer or Manager of Friends of Cathja have set out below my interests in accordance with the organisation's conflict of interest policy

Category	<i>Please give details of the interest and whether it applies to yourself or, where appropriate, a member of your immediate family or some other close personal connection</i>
Current employment and any previous employment in which you continue to have a financial interest	
Appointments, voluntary or otherwise, eg. Trusteeships, directorships, local authority memberships, tribunals etc.	
Any financial interests that are relevant to your position with the organisation	
Any contractual relationship with the organisation	
Any conflicts not covered by the above	

To the best of my knowledge, the above information is complete and correct. I undertake to update as necessary the information provided, and to review the accuracy of the information on an annual basis in line with the Friends of Cathja schedule of annual review by committee. I give my consent for it to be used for the purposes described in the conflicts of interest policy and for not other purpose.