

**Article 11 Trust**  
**Conflicts of Interest Policy**

**1. *The declaration of interests***

- 1.1** All trustees, staff, associates and volunteers are required to declare their interests, and any payments (including, but not limited to, benefits in kind such as gifts, hospitality shopping/travel concessions, preferential treatment, etc) received in connection with their role in the Article 11 Trust where such interests would, or might, conflict with, or otherwise influence their decision-making in respect of the Article 11 Trust's activities.
- 1.2** As the nature and issues involved in Conflicts of Interest can vary considerably there is no prescribed form for declaring a Conflict of Interest.

**2. *What to do if you face a conflict of interest***

- 2.1** If you have, or think you might have, a Conflict of Interest, as described in the section above you **MUST** email the Board of Trustees and declare your Conflict of Interest or involvement at the earliest opportunity.
- 2.2** If you are not sure what to declare, or whether/when an earlier declaration needs to be updated, please err on the side of caution. If you would like to discuss this issue, please contact one of the Trustees of the Article 11 Trust for confidential guidance.
- 2.3** Remember: declaring a Conflict of Interest is NOT, *per se*, a declaration any impropriety on your part or by anyone else. It's only **FAILING TO DECLARE** a Conflict of Interest which carries with it a significant risk of impropriety, particularly if the Conflict of Interest were to result in a failure to comply properly with charity law.

**3. *What to do if you suspect a trustee has a conflict of interest***

- 3.1** If a trustee, employee, associate or volunteer of the Article 11 Trust, becomes aware that a trustee has, or might have, a Conflict of Interest they are obliged to report it to the Board of Trustees even if the trustee in question has not done so themselves.

**4. *When a Conflict of Interest is declared.***

- 4.1** All declarations of Conflicts of Interest will be treated with appropriate confidentiality.
- 4.2** All declarations of Conflicts of Interest will be considered by the Trustees to assess the level of risk to the charity and what actions need to be put in place to eliminate or, at least, mitigate the risk. In more complex cases, the Trustees may appoint one (or more) of their number to look into the matter in more detail. If it is felt that more information is required to assess the Conflict of Interest more fully the Trustee leading the assessment will contact the individuals involved.
- 4.3** All declarations of Conflicts of Interest will be recorded in the charity's Register of Conflicts of Interest, even if, having considered the declaration, the Trustees conclude that the declared

Conflict of Interest presents no significant risk to the charity. For further details of the Register see the section “Register of Conflicts of Interest” below.

**4.4** Any Trustee who is implicated in a Conflict of Interest, whether directly or as a connected person, may not participate in the assessment of the risk but may be called by the Trustee(s) undertaking the assessment to provide further details or answer specific questions.

**4.5** Trustees may, however, participate in general discussions from which they may indirectly benefit, for example where the benefits are universal to all users, or where the benefit is minimal to individual trustees.

#### **5. Data Protection**

**5.1** The information provided will be processed in accordance with data protection principles as set out in the current Data Protection legislation. Data will be processed only to ensure that trustees, staff, associates and volunteers act in the best interests of the Article 11 Trust. The information provided will not be used for any other purpose.

#### **6. Decisions Taken Where a Trustee or Member of Staff has an Interest**

**6.1** In the event of the Board of Trustees having to decide upon a question in which a Trustee 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. Any person, whether or not a Trustee will not be counted when deciding whether the meeting is quorate and may not vote on matters affecting their own interests.

**Commented [1]:** Is this how we want to make decisions?

**Commented [2]:** I guess this needs to speak to a wider policy on decision making?

**6.2** All decisions where there is a Conflict of Interest will be recorded in the minutes of the meeting. The report will record:

1. the persons involved;
2. the nature and extent of the Conflict(s) of Interest;
3. an outline of the discussion;
4. the actions taken to manage the Conflict(s) of Interest.

**6.3** Where it is determined that a Trustee with a Conflict of Interest may nevertheless legitimately benefit from the decision, this will be reported in the annual report and accounts (in accordance with the current Charities SORP when applicable).

**6.4** All payments or benefits in kind to Trustees will be reported in the charity’s Trustees Annual Report and Statement of Financial Activity, with amounts for each Trustee listed for the year in question.

**6.5** Where a member of the Article 11 Trust’s Trustees, Staff or Associates are connected to a party involved in the supply of a service or product to the charity, this information will also be fully disclosed in the Trustees Annual Report and Statement of Financial Activity.

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

## **7. Managing Contracts**

**7.1** Where a Trustee, member of staff, volunteer or associate has 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.

## **8. Register of Conflicts of Interest**

**8.1** The Charity will maintain a Register of all reported Conflicts of Interest which will contain, as a minimum, the following information.

- a) The date on which the Conflict of Interest was first reported, supplemented where appropriate by the dates on which any changes to the Conflict of Interest were reported, including the date on which the Conflict of Interest ceased to be an issue.

***Note:** once reported, a Conflict of Interest will remain "on the record" for a minimum of 3 complete reporting years after the Conflict of Interest ceases to exist (eg: if the individual concerned, or any connected persons, ceases to be involved with the charity);*

- b) The name of the individual involved and, in the case of a Conflict of Interest involving one or more connected persons, the names of those connected persons and their relationships;
- c) The position/role/responsibilities within the charity of the individual involved;
- d) The type of Conflict of Interest (e.g. personal benefits, family involvement, business involvement, other);
- e) Details of the Conflict of Interest, including its potential impact on the Charity;
- f) Mitigation of the Conflict of Interest – i.e. the steps taken by the Trustees to ensure that the Conflict of Interest does not adversely influence the charitable activities of the Charity.

**8.2** This register of interests shall also be used to record all gifts of a value over £20 received by the trustees, staff, associates and volunteers.

**8.3** The register will be accessible to all the Trustees/Directors of the Article 11 Trust.

**8.4** Although the Article 11 Trust is not governed by the Freedom of Information Act, the register will also be accessible to the staff, volunteers and associates of Article 11 Trust under the same principles as apply to requests under the Freedom of Information Act, namely:

1. the Trustees reserve the right not to disclose details of declared Conflicts of Interest where such disclosure would compromise the right to privacy of the individual(s) concerned;
2. the Trustees reserve the right not to disclose details of declared Conflicts of Interest which involve commercially sensitive information;
3. requests from Members must be for specific information in pursuit of a legitimate concern and not casual enquiries just to see what the register contains.