



NoOffence!

Conflict of Interest Policy

This policy applies to all Advisory Board Members

Why we have a Policy

Advisory Board members have an obligation to act in the best interests of the organisation, and in accordance with its governing document, and to avoid situations where there may be a potential conflict of interest. Staff and volunteers have similar obligations.

Conflicts of interests may arise where an individual's personal or family interests and/or loyalties conflict with those of NoOffence! CIC. Such conflicts may create problems. They can:

- inhibit free discussion
- result in decisions or actions that are not in the interests of the organisation
- risk the impression that the organisation has acted improperly

The aim of this policy is to protect both NoOffence! CIC and the individuals involved from any appearance of impropriety.

Examples of Conflicts of Interest

Conflicts of interest may come in a number of different forms:

1. direct financial gain or benefit to the Advisory Board member, such as:
 - a. payment to a Advisory Board member for services provided to No Offence!
 - b. the award of a contract to another organisation in which a Advisory Board member has an interest and from which a Advisory Board member will receive a financial benefit or
 - c. the employment of a Advisory Board member in a separate post within the organisation, even when the Advisory Board member has resigned in order to take up the employment



NoOffence!

2. indirect financial gain, such as:
 - a. employment by the organisation of a spouse or partner of a Advisory Board member, where their finances are interdependent
 - b. non-financial gain, such as when a user of the organisation's services is also a Advisory Board member and
 - c. conflict of loyalties, such as where a Advisory Board member is appointed by the local authority or by one of the organisation's funders, or where a friend of a Advisory Board member is employed by the organisation

The Declaration of Interests

Accordingly, we are asking Advisory Board members and all staff to declare their interests, and any gifts or hospitality received in connection with their role in the organisation. This declaration should be in writing to the Chief Executive (see Appendix 2).

To be effective, the declaration of interests needs to be updated at least annually and also when any changes occur.

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

This register of interests shall also be used to record all gifts of a value over £10 received by the Advisory Board members and staff. Interests and gifts will be recorded on the organisation's register of interests, which will be maintained by the Chief Executive. The register will be accessible on request to all staff, Advisory Board members, funders and contractual partner.

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 Advisory Board members and staff act in the best interests of the organisation. The information provided will not be used for any other purpose.



NoOffence!

What to do if you face a Conflict of Interest

If you or a Connected Person (see Appendix 3) are a user of the organisation's services, you should not be involved in decisions that directly affect the service that you or the Connected Person receives. You should declare your interest at the earliest opportunity and withdraw from any subsequent discussion. The same applies if you face a conflict for any other reason.

You may, however, participate in discussions from which you may indirectly benefit, for example where the benefits are universal to all users, or where your benefit is minimal.

Those Advisory Board members who are users of the organisation's services should not receive any added benefit over and above that received by any other user or beneficiary of the organisation.

If you fail to declare an interest that is known to the Chief Executive or the Chair of the Advisory Board, it will be their duty to declare that interest.

Decisions taken where a Advisory Board Member has an Interest

In the event of the Advisory Board having to decide upon a question in which a Advisory Board member 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. Interested Advisory Board members may not vote on matters affecting their own interests.

All decisions under a conflict of interest will be recorded and reported in the minutes of the meeting. The report will record:

- the nature and extent of the conflict
- the actions taken to manage the conflict

Where a Advisory Board member benefits from the decision, this will be reported in the annual report and accounts in accordance with the current organisations SORP.

All payments or benefits in kind to Advisory Board members will be reported in the organisation's accounts and annual report, with amounts for each Advisory Board member listed for the year in question.



NoOffence!

Where a Advisory Board member of staff is connected to a party involved in the supply of a service or product to the organisation, this information will also be fully disclosed in the annual report and accounts.

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

Managing Contracts

If you have a conflict of interest, you must not be involved in managing or monitoring a contract in which you 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.

Appendix 1: Checklist for Advisory Board members

- If you have identified that a conflict of interest exists, are you, or is the Advisory Board member concerned, receiving a material benefit as a result of that conflict of interest?
- If no, have you, or has the Advisory Board member, declared the interest in the register of interests and not taken part in any discussions / voting on that issue?
- If yes, has the benefit been authorised?
- Does the governing document contain authority for the benefit arising from the conflict of interest?
- If yes, have the organisation's Advisory Board members complied strictly with the terms of the authority contained in the governing document?
- Once the organisation's Advisory Board have the necessary authority, are there procedures in place to manage the conflict of interest effectively?
- If no, have the organisation's Advisory Board ensured that procedures are put in place for managing conflicts of interest?
- Have the organisation's Advisory Board ensured that any benefit received by the Advisory Board members is disclosed in the annual report and accounts?



NoOffence!

Appendix 2: Notification of Conflicts of Interest

Where a Advisory Board member identifies a possible conflict of interest, they should submit a brief written memo to the Chief Executive setting out:

- name and role
- date
- nature of possible conflict of interest
- value of any material benefit involved

The Chief Executive will request additional information if necessary.

Appendix 3: Definition of a Connected Person

- A trustee, their child, stepchild, parent, grandchild, grandparent, brother or sister
- The spouse or civil partner of any of the above, including a person living with another as that person's husband or wife or a person living with another as if they were civil partners
- A person carrying on business in partnership with any of the persons mentioned above
- Any institution which is controlled either individually or by two or more people mentioned above. By this we mean they are able to secure that the affairs of the institution are conducted in accordance with their wishes
- A body corporate in which any of the people mentioned above has a substantial interest, either solely, or between two or more people. By this we mean someone who: (a) has shares that have a nominal value of more than one-fifth of the share capital; or (b) can control the exercise of more than one-fifth of the voting power at any general meeting

Approved by: Chief Executive, 5th January 2015

Review date: January 2016