

Wheelhouse Square Flats

Conflict of interest Policy

1. The Trustees of Wheelhouse Square Flats (the Charity) have a legal obligation to act in the best interests of the Charity in accordance with the Charity's Trust Deed and to avoid situations where there may be a potential conflict of interest.

2. Save as permitted by the Charities Act 2011 and the Charities Act 2022 without the prior approval of the court or the Charity Commission the Charity's Trust Deed prohibits a Trustee from:

- receiving any benefit in money or in kind from the Charity; or
- having any interest in the supply of goods or services to the Charity; or
- acquiring or holding any interest in the property of the Charity (except in order to hold it as a trustee).

3. Conflicts of interests may arise where a Trustee's personal or family interests and/or loyalties conflict with those of the Charity. Such conflicts may create problems which:

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

4. The aim of this policy is to protect both the Charity and the Trustees involved from any appearance of impropriety.

5. A potential conflict arises when:

- (i) a Trustee or a person connected to the Trustee by a close family or business relationship stands to gain or lose as a result of a decision to be made by the Trustee for example where the Charity proposes to enter into an agreement for the supply of goods or services with the Trustee or a connected person; or
- (ii) a Trustee owes a duty of loyalty to another person or organisation (for example the local authority or a service provider) which has an interest in something in which the Charity may have an interest for example where the Charity is applying for financial assistance to a grant-making organisation and one of the Trustees is connected either with the grant-maker or with another charity seeking assistance from the grant-maker; or
- (iii) a Trustee has confidential information which because of an obligation to another organisation they cannot disclose to the other Trustees; or

- (iv) a Trustee would like to disclose to another organisation or person to whom they owe a duty of loyalty information which the Trustee has obtained only through being a Trustee of the Charity and which it is not in the Charity's interest to disclose.

This is not an exclusive list of situations where a conflict may arise.

6. All Trustees are required to declare their interests and any gifts or hospitality offered and received in connection with their role in the Charity. A declaration of interests form is provided for this purpose in Appendix A to this Policy.

7. The following types of interest should be declared:

- Any personal/family relationships with paid staff or volunteers or possible recruitment of any family member or connected person; or
- A Trustee renting property or lending money to the Charity; or
- Any relationship with other groups that will affect the Trustee's role as trustee – if the Trustee is a member of another organisation this needs to be declared as there may be a conflict particularly if the organization and the Charity work in the same geographical area or have the same client/user groups; or
- The Trustee is a councilor, employee or board member of an organisation that the Charity may approach for funding or who is currently providing funding for the Charity; or
- A Trustee learns of an opportunity at a Trustees' meeting which the Charity may or may not wish to exploit but which the Trustee wishes to take advantage of themselves or on behalf of another organisation.

8. To be effective the declaration of interests needs to be updated regularly and when any material changes occur.

9. If a Trustee is not sure what to declare or whether or when a declaration needs to be up-dated they should err on the side of caution. If a Trustee would like to discuss this issue they may contact the Secretary for confidential guidance.

10. Conflicts of interest are inevitable but usually can be managed. The exclusion of the conflicted Trustee from relevant decision making is one obvious solution.

11. Another possibility if several Trustees are conflicted is for the Trustees to agree to be bound by independent advice given solely for the benefit of the Charity or to delegate the decision to a non-conflicted Trustee with the instruction to take the decision in the Charity's best interests.

12. In cases of doubt it may be necessary to seek legal advice or consult the Charity Commission which may authorise a particular transaction (for example a disposition of land to a connected person).

13. In the case of a serious and lasting conflict the only solution may be for the Trustee to resign but a former Trustee is not allowed to take a benefit where they have resigned in order to obtain a pre-planned benefit.

14. If a Trustee believes they have a perceived or a real conflict of interest they should:

- declare the interest at the earliest opportunity; and
- withdraw from discussions and decisions relating to the conflict.

15. The Secretary should take special care to ensure that minutes or other documents relating to the item presenting a conflict are appropriately redacted for the person facing the conflict. A balance needs to be made to ensure that the Trustee still receives sufficient information about the activities of the Charity generally without disclosing such sensitive information that could place the Trustee in an untenable position.

16. A Trustee who is a user of the Charity's services or the carer of someone who uses the Charity's services should not be involved in decisions that directly affect the service that they or the person they care for receive(s). They should declare their interest at the earliest opportunity and withdraw from any subsequent discussion unless expressly invited to remain in order to provide information. In this case they may not participate in or influence the decision or any vote on the matter. They will not be counted in the quorum for that part of the meeting and must withdraw from the meeting during any vote on the conflicted item.

17. A Trustee may participate in discussions about matters in which they have an interest which is shared by all users or by the general public or where their benefit is minimal. If a Trustee does not stand to benefit personally but is affected by a conflict of loyalty which they have declared the other Trustees may also permit the Trustee to participate in the discussion or disclose confidential information.

18. If a Trustee fails to declare an interest that is known to the Secretary and/or the chair of the relevant meeting the Secretary or chair will declare that interest.

19. In the event of the Trustees having to decide upon a question in which a Trustee 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 but such Trustee will not be counted when deciding whether the meeting is quorate. A Trustee may not vote on matters affecting their own interests.

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

- the nature and extent of the conflict;
- an outline of the discussion; and
- the actions taken to manage the conflict.

21. Where a Trustee benefits from the decision this will be reported in the annual report and accounts in accordance with the current Charities Statement of Recommended Practice.

22. All payments or benefits in kind to Trustees will be reported in the Charity's accounts and annual report with amounts for each Trustee listed for the year in question.

23. Where a member of the Charity's staff is connected to a party involved in the supply of a service or product to the Charity this information will be fully disclosed in the annual report and accounts.

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

25. The information to be provided under this Policy will be processed in accordance with data protection principles as set out in the Data Protection Act 2018. Data will be processed only to ensure that Trustees act in the best interests of the Charity. The information provided will not be used for any other purpose.

Appendix A

Wheelhouse Square Flats Declaration of Interest Form

I {insert name of trustee} have set out below my interest in accordance with the Wheelhouse Square Flats' Conflict of Interest Policy.

Category	<i>Please give details of the interest and whether it applies to you or where appropriate a connected person.</i>
Current employment and any previous employment in which the Trustee continues to have a financial interest	
Appointments (voluntary or otherwise) e.g.: trusteeships, directorships, local authority, membership, tribunals etc	
Membership of any professional bodies, special interest groups or mutual support organisations	
Investment in companies, partnerships and other forms of business major shareholdings, beneficial interest where these are felt to constitute a potential conflict of interests.	
Any contractual relationship with (<i>insert name of org</i>)	
Ownership of any property that could create a conflict of interest	
Gifts or hospitality offered by external bodies and whether this was declined or accepted in the last twelve months	
Any other conflicts that are not covered above where there could be perceived to be conflicts of interest	
Any other people, organizations, companies or institutions with whom you are connected whom you have not already referred to on this form	

To the best of my knowledge, the above information is complete & correct. I undertake to update on an annual basis. I give my consent for it to be used for the purposes described in the conflicts of interest policy and for no other purpose.

Name: _____

Signed: _____

Position in Wheelhouse Square

Flats: _____

Dated:

Appendix B

Wheelhouse Square Flats Register of Interests

Specimen register of interests for charity trustees (England & Wales) Name of trustee	Description of interest	Does the interest relate to the trustee or a person closely connected to the trustee (describe)?	Is the interest current?
Mr. T. Smith	Joint owner of catering company Member of the local authority	Trustee, other joint owner is the trustee's daughter. Trustee	Current Current
Mrs. A Jones	Employee of ABC charity with similar aims and objectives working in the same area	Trustee	No, trustee resigned post in 1999
Mr. A. Wright	Trustee of xyz charity	Trustee	Current
Miss. R. Clifford	Was bought lunch to value of £40 by representative of a photocopying machine supplier		