



CONFLICT OF INTEREST AND CONFLICTS OF LOYALTY POLICY

Date of Policy: April 2014
Updated: December 2020
Designated person responsible: Chief Commissioner and CEO
Overall responsibility: IGG's Executive committee
Review Date: October 2023

Irish Girl Guides Policy on Conflicts of Interest and Conflicts of Loyalty

Purpose

The purpose of this Policy is to outline the behaviour expected of members of the Executive Committee of the Irish Girl Guides with regard to declaring personal interests and also to outline the procedure to be followed in the event of a disclosure of a conflict of interest or loyalty.

Scope

This Policy applies to all voting and non-voting members of the Executive Committee.

Introduction

This Policy is an integral part of the Code of Conduct which each member of the Executive Committee signs up to and agrees to abide by. Whilst in accordance with the Code of Conduct, Executive Committee members have a duty to act at all times in the best interest of the Irish Girl Guides, it is acknowledged that from time-to-time conflicts of interest or loyalty may arise. Executive Committee members are expected to be mindful of any actual, potential, or perceived conflicts that may have or be perceived as having a bearing on their ability to act in the best interests of IGG. Even where there is no actual conflict, a perception of a conflict can have a significant bearing on the perceived integrity of the committee, which each member of the Executive Committee has, by signing the Code of Conduct, agreed to uphold. References in this policy to 'conflicts' are therefore to be read as comprising actual conflicts, potential conflicts and perceived conflicts.

Definitions¹

Conflict of Interest: *A conflict of interest is any situation in which a charity trustee's personal interests or loyalties could, or could be seen to, prevent the charity trustee from making a decision in the best interests of the charity. This personal interest may be direct or indirect and can include interests of a person connected to the charity trustee.*

Conflict of Loyalty: *This arises where a charity trustee's loyalty to another individual or organisation may (or may be perceived to) exert an influence on the Charity trustee such as to prevent them from making a decision other than in the best interests of the charity. Conflicts of loyalty may be sufficiently serious to amount to conflicts of interest.*

Connected person: Section 2(2) of the Charities Act 2009 provides that a connected person in respect of a charity trustee includes:

- 1. A parent, brother, sister, spouse, grandparent or grandchild of the trustee or a child of the spouse of the trustees.*
- 2. A person with whom the trustee is in a partnership with.*
- 3. A person who is employed by the trustee under a contract of services.*
- 4. A body corporate if the trustee has control of it, or if the trustee and persons connected to the trustee together have control of it.*

Declaration of Interests

Upon joining the Executive Committee, and annually thereafter, all Executive Committee members are required to complete a Declaration of Interests. A record of these Declarations will be kept in a Register of Director's Interests which will be maintained by the CEO in accordance with IGG's Data Protection Policy. Any new interests which arise in the intervening period must be declared as soon as possible in writing, by completing and signing a new Declaration of Interests.

Procedure for dealing with conflicts

If, in advance of an Executive Committee meeting, it becomes apparent to an Executive committee member that they may have an actual, potential or perceived conflict in relation to a particular agenda item, arising out of an interest previously declared, or one which they may not have previously declared, they must submit a Notification of Conflict of Interest or Loyalty as soon as practicable to the CEO.

At the commencement of the meeting there will be a separate agenda item to deal with any conflicts of interest or loyalty which are relevant to the agenda for that particular meeting. Unless the Executive Committee determines otherwise, any members declaring a conflict of interest will be excluded from the meeting whilst the Executive Committee decides by way of simply majority, whether the member shall, with regard to the particular agenda item:

1. be permitted to participate in the discussion and vote.
2. be permitted to participate in the discussion but be excluded from the vote.
3. be excluded from the meeting for the entire duration of the discussion and vote.

Where the Executive Committee determines that the member shall not be permitted to participate in the vote, that member shall not be counted in the quorum with respect to that vote.

If a member declares a conflict of loyalty, the Executive Committee will determine whether it is sufficiently serious to amount to a conflict of interest. If a conflict of loyalty is considered sufficiently serious to amount to a conflict of interest, then unless the Executive Committee determines otherwise, the declaring member shall be excluded from the meeting for the duration of the discussion and/or decision-making process for the relevant agenda item.

A record of disclosures of conflicts of interest and/or loyalty and the outcome of the Executive Committee's determination will be minuted and kept in the Register of Director's interests. Where it only becomes apparent to an Executive Committee member during the course of the meeting that they have a conflict, the member must declare it immediately. Discussion will then be suspended to allow the Executive Committee to consider the disclosure and make a determination in accordance with the procedure outlined above for conflicts disclosed prior to a meeting.

Breach of policy

Where an individual is believed to be in breach of this policy the matter will be investigated by the Executive Sub-Committee. Where it is found that a breach has taken place, the Executive Sub-Committee will lay its findings before the Executive Committee which shall determine the relevant action to be taken with regard to such breach.

Review

This policy will be reviewed every three years in conjunction with the review of the Code of Conduct.

Related documentation

- Annual Declaration of Interests
- Notification of Conflict of Interest or Loyalty
- Constitution Section 11

¹Definition is taken from the Charities Regulatory Authority guidance note "Managing Conflicts of Interest"