



Norfolk and Norwich Archaeological Society

Charity No: 311116

CONFLICT OF INTEREST POLICY

Name of Policy	Conflict of Interest Policy
Aim of Policy	The aim of this policy is to protect both the Norfolk and Norwich Archaeological Society and the individuals involved in its work from any appearance of impropriety.
Related Organisational Aims & Objectives	
Intended Audience	Trustees, Council Members, Staff and Volunteers
Approved By	Trustee Board
Date Approved	14.1.2020
Review Cycle	2 years
Review Due Date	14.1.2022
Individual Responsible for Review	Hon. Secretary
Comments on Last Review	

[information and guidance taken from NCVO and small charity support](#)

AIM: The aim of this policy is to protect both the Norfolk and Norwich Archaeological Society and the individuals involved in its work from any appearance of impropriety.

OBJECTIVES:

The Society will:

- Request all Trustees and Council Members complete 'declaration of interests' forms, to be updated annually, and when any material changes occur
- Maintain an up-to-date 'Register of Interests' of Trustees and Council Members
- Include 'Conflict of Interests' as a standard agenda item for all Trustee meetings
- Where conflicts of interest are identified, follow the procedure as set out in the supporting 'Procedure' notes to this policy
- Report in the charity's accounts and annual report all payments or benefits in kind to Trustees and Council Members
- Review this policy at least every two years
- Include this policy and procedure information in Trustee and Council Member recruitment documents

Norfolk and Norwich Archaeological Society Conflict of Interest Policy and Procedure

POLICY

Conflict of Interest: definition

The Charity Commission defines a conflict of interest as 'any situation in which a trustee's personal interests or loyalties could, or could be seen to, prevent the trustee from making a decision only in the best interests of the charity.'

'**Connected Persons**' refers to Council member spouses, partners, children, parents and businesses in which the Council member or Director has more than a negligible interest.

Conflicts of interest may arise where either:

- **Benefits to members:** there is a potential financial or measurable benefit directly to a Trustee or Council Member, or indirectly through a Connected Person; or
- **Conflict of loyalty:** a Trustee or Council Member's duty to the charity may compete with a duty or loyalty they owe to another organisation or Connected Person

Such conflicts can:

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

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

Declarations of Interest

To avoid problems identified above, all trustees, council members 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 NNAS where such interests would, or might, conflict with, or otherwise influence their decision-making in respect of the charity's activities.

A 'declaration of interests' form is provided for this purpose, listing the types of interest you should declare. To be effective, the declaration of interests must be updated at least annually, and when any material changes occur. These will form the basis of a Register of Interests maintained by the charity secretary.

If you are not sure what to declare, or whether/when your declaration needs to be updated, please err on the side of caution, and discuss your concerns with the Chair of Trustees (President of NNAS).

The Register of Interests will be used to record all gifts of a value over £10 and hospitality over £15 received by Trustees and Council Members, as well as interests. The register will be accessible by all Trustees and Council Members.

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 Trustees and Council Members act in the best interests of the charity. The information provided will not be used for any other purpose.

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What to do if you face a conflict of interest

If you believe you have a perceived or real conflict of interest you should:

- declare the interest at the earliest opportunity
- withdraw from discussions and decisions relating to the conflict unless expressly invited to remain in order to provide information. In this case you may not participate in, or influence, the decision or any vote on the matter. You 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.
- There are situations where you may participate in discussions from which you could indirectly benefit, for example where the benefits are universal to all users, or where your benefit is minimal. This action will be agreed by the Chairperson and minuted accordingly.

At the start of every Council and Trustee Meeting the Chairperson will ask all Trustees and Council Members to declare any conflicts of interest they foresee arising from items on the published agenda or otherwise.

If you fail to declare an interest that is known to the Charity Hon. General Secretary and/or the Chairperson, the Charity Hon. General Secretary or Chairperson will declare that interest.

Declaring a Conflict of Interest is not, per se, a declaration any impropriety on your part or by anyone else. It is 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.

Decisions taken where a Trustee or Council Member has an interest

In the event of the Trustee Board having to decide upon a question in which a Trustee or Council 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 board members may not vote on matters affecting their own interests.

All decisions under a conflict of interest will be recorded by the charity 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
- the actions taken to manage the conflict.

Where a Trustee or Council Member benefits from a Trustee Board decision, this will be reported in the annual report and accounts in accordance with the current Charities SORP. All payments or benefits in kind to Trustees or Council Members will be reported in the charity's accounts and annual report, with amounts for each Council Member listed for the year in question.

In cases of serious conflicts of interest Council may decide to:

- not pursue the identified course of action
- proceed with the issue in a different way so that a conflict of interest does not arise
- not appoint a particular Trustee or Council Member; or secure a Trustee or Council Member's resignation

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

Review

This Policy and Procedure will be reviewed every two years.

Edmund G. Perry
Hon. General Secretary
NNAS
14.01.2020