



Conflict of Interest Policy

1. Background

As a Charitable Trust, the Guild of St George (the Guild) needs to act in accordance with the guidance of the Charity Commission. Directors have a legal obligation to act in the best interests of the Guild in accordance with its objectives, and to give sole consideration to serving the charities beneficiaries, and have a duty to avoid conflicts of interest.

The duty to avoid conflict of interest is widely formulated and requires Directors to avoid situations in which they have, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the company, unless the matter has been authorised in a way permitted by the legislation.

Conflicts of interests may arise where an individual's personal or family interests and/or loyalties conflict with those of the Guild. Such conflicts may create problems; they can:

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

The Guild's policy on conflict of interest is intended to ensure that everyone knows what to do in order to avoid it and ensure that the Guild acts appropriately.

2. The Declaration of Interests

As a first step, Directors must identify the interests and duties they hold outside their Directorship which give rise to a conflict of interest (or which may give rise to a conflict). The Guild maintains a register of interests for each Director. Each Director will need to complete a declaration of interest form as provided and ensure that it is kept up to date. The Board will review the register on an annual basis or more frequently if necessary.

Directors are also asked to declare any gifts or hospitality received in connection with their role. Directors have a duty not to accept benefits from third parties offered by reason of their Directorship (or their doing, or not doing, anything as Director), except where the benefit cannot reasonably be regarded as likely to give rise to a conflict of interest.

If you are not sure what to declare, or whether/when your declaration needs to be updated, please err on the side of caution.

The register will be accessible to Directors (via the shared Google drive) and staff but will not be made available more widely except where required by law.

3. What to do if you face a Conflict of Interest

You should declare your interest at the earliest opportunity and withdraw from any subsequent discussion. 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. If you fail to declare an interest that is known to an officer and/or the Master, the Administrator will declare that interest. The interest and the action taken will be recorded by the Administrator.

4. Decisions taken where a Director or Member of Staff has an Interest

In the event of the Board 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; interested parties will not be counted when deciding whether the meeting is quorate. Interested Board members cannot vote on matters affecting their own interests, must not be present during such a vote and cannot appoint an alternate Director to vote in his or her absence. 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;
- an outline of the discussion;
- the actions taken to manage the conflict.

Where a Director benefits from the decision, this will be reported in the annual report and accounts in accordance with the current CIC requirements. All payments or benefits in kind to Directors will be reported in the Trust's accounts and annual report, with amounts for each Director listed for the year in question.

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

5. Managing Contracts

If a Director has a conflict of interest, he or she must not be involved in managing or monitoring a contract in which he or she has 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.

6. Actual conflicts of interest

The Board will need to decide what should happen if a real conflict arises and a Director has clearly conflicting interests. The options are to:

- exclude the Director from the relevant information and debate;
- exclude the Director from the board (suspension);
- require the Director to resign.

7. Articles and Memorandum

The Board will need to ensure that the articles and memorandum of the company are aligned with the requirements to avoid and address conflicts of interest as set out in the policy.

DECLARATION OF INTERESTS FORM

THE GUILD needs to ensure that Directors and staff are not exposed to allegations of conflict of interests in discharging their duties as a charitable organisation.

This form has been designed to record essential information on your interests, and those of your immediate family, so that potential conflicts may be avoided. Please refer to the help notes when completing the form. The reason that details are sought for immediate families is that allegations of conflicts of interest may extend to the influence of close relatives. We are interested in all interests that you have or have had over the past five years.

The Administrator is responsible for holding the register of interests of Board members. It will not be used for any other purpose.

You will be asked to update your declaration once a year. However, it is your responsibility to declare an interest and make sure the form is kept up to date. Failure to do this may result in disciplinary action or loss of office.

Copies of the form are available on request from the THE GUILD Administrator.

HELP NOTES

Political activity

THE GUILD makes decisions and undertakes actions where it needs to be seen as acting impartially. Therefore, please complete the separate question on the form.

Name of organisation

Please give the name the organisation is officially known by and avoid abbreviations. Include "branch" or region as appropriate. Include organisations with whom you (or your immediate family) are connected and which may have an interest in THE GUILD's business.

Whose interest?

You are required to declare interests which refer to yourself and any immediate family, for example, spouse, partner, parent or child.

Definitions of membership or involvement

Membership of or involvement with private sector companies, public bodies and with voluntary, charity or philanthropic organisations or consultants.

Self / Immediate Family (spouse / partner, children and parents): Please tick twice (✓✓) for current membership and once (✓) for former membership which was discontinued in the last five years.

Please use the following list as a guide to state the nature of your interest.

Adviser	Provided or providing advice and/or consultancy in a paid or unpaid capacity
Advisory Director	Person may/may not be a member of the company but who may influence decisions
Chair	The highest officer of an organized group such as a board, a committee. The person holding the office is typically elected or appointed by the members of the group
Chief Executive	Person who hold the position of the most senior corporate officer, executive, or administrator in charge of managing an organisation

Contractor	Responsible for the commissioning of work or services, contracting services or staff
Co-opted member	A member of the company asked to join the board with/without voting rights
Consultant	Provided or providing consultancy in a paid or unpaid capacity
Current salaried employee	Currently working as a paid member of staff for an organisation
Director	Having control or governing the affairs of an institution or corporation
Donor	Having made or currently making a financial donation of a substantial sum to an organisation
Elected member	Local Authority Council or County Council member
Former salaried employee	Previously worked as a paid member of staff within the last 5 years
Governor	Holding the position of Governor, senior administrator, head of society or Trustee
Honorary Member	An individual who belongs to an organisation, association, company, partnership, firm or corporation
Honorary officer	Receiving no remuneration
Management committee member	Trustee of an unincorporated association (includes non-elected council members)
Member	An individual who belongs to an organisation, association, company, partnership, firm or corporation
Non-Executive Director	Whilst not necessarily a full time member of the organisation advises other Directors (may be paid or unpaid position)
Panel member	One of a group of people with special knowledge, skill, or experience who give advice or make decisions
President	One appointed or elected to preside over an organized body of people, such as an assembly or meeting/The chief officer of a branch of government, corporation, board of trustees, university, or similar body
Patron	One that supports, protects, or champions someone or something, such as an institution, event, or cause; a sponsor or benefactor
Professional service provider	Working for, or having once worked for, an organisation involved in the provision of services or work
Referee	A named referee for an organisation providing assurance and confirmation of character and capability
Shareholder	Holding one or more shares within a company
Subscribing Member	An individual who belongs to an organisation, association, company,

	partnership, firm or corporation.
Trustee	Having the general control, management and legal responsibility of the administration of a charity

Declaration of interests of Board Members and Staff

Name Role

Please include all interests for yourself and immediate family members (spouse/partner, children and parents): Please tick twice (✓✓) for current membership and once (✓) for former membership which discontinued in the last five years.

Name and address of Organisation	Whose interest? (Self or other)	Nature of involvement	Please tick here

Please add any relevant information or explanation to this disclosure overleaf.

Declaration:

I declare that the information above is an accurate reflection of my membership or involvement with organisations or persons connected with bodies connected, or potentially connected to the Guild of St George

Signed: _____ Date completed: _____

Name: _____ Address: _____

(Please print)

OTHER EXPLANATION OR INFORMATION RELEVANT TO DECLARATIONS:

POLITICAL ACTIVITY

This question only asks for information that is already in the public domain; it does not ask for personal or private information such as membership of political parties or voting preferences. Refusal to complete the question must be recorded.

This question is asked as it enables the monitoring of political activity in so far as it is already in the public domain. Neither activity nor affiliation is a criterion used for appointment (except where statute dictates specific representation).

The information provided will not be published by THE GUILD.

Please indicate which of the following activities you have undertaken during the past five years by ticking the appropriate box and providing details of your involvement. Name the party or body for which you have been active. If you have been or are an Independent or have sought or obtained office as a representative of a particular interest group, you should state this. You should tick all relevant categories.

- a Obtained office as a Local Councillor, MP, MEP, MSP, AM, etc.
- Stood as a candidate for one of the above offices
- Spoken on behalf of a party or candidate

- b Acted as a political agent
- Held office such as chair, Treasurer or Secretary of a local branch of a party
- Canvassed on behalf of a party
- Acted as a political agent
- Undertaken any other political activity which you consider relevant

- c Made a recordable donation to a political party¹

- d None of the above activities apply

Name of Party for which activity undertaken: _____

Details of involvement:

NAME SIGNATURE

DATE

Note: It is appreciated that such activities may have given you relevant skills, including experience gained from committee work, collective decision making, resolving conflict and public speaking.

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¹ The Political Parties, Elections and Referendums Act 2000 requires the Electoral Commission to publish a register of recordable donations (donations from any individual totalling more than £5,000 in any calendar year, or more than £1,000 if made to a subsidiary accounting unit such as a constituency association, local branch, women’s or youth organisation). These provisions became effective from 16 February 2001.