

- 1.1 Each and every charity shall have a policy that states that each and every trustee shall be a "Trustee". This policy shall be included in the charity's constitution.
- 1.2 All Trustees [and staff] shall be required to avoid any conflict of interest. On one hand, and personally, the charity's policy includes avoiding a conflict of interest.
- 1.3 The purpose of this policy is to ensure the integrity of the making process, to ensure the integrity, and to protect the Charity [and its staff].

Charity] must make every effort to
interests of the Charity on the one
business interests on the other. This
test as well as any appearance of a

integrity of the Charity's decision-
to have confidence in the Charity's
reputation of the Trustees and the

- 2.1 A Trustee has a personal liability to the Charity, and in appropriate situations where the Charity has suffered a loss, the Charity's trustees or volunteers have suffered a loss.
- 2.2 The Charity's trustees or volunteers have suffered a loss.

to act in the best interests of the community's constitution, and to avoid a conflict of interest. [Staff and

ing provisions:

**extracts from the Charity's
late constitutions for a CIO,
following text is taken from
mple only: you will need to
s it appears in your CIO'**

tees and connected persons

pay:
 services from the CIO on terms
 ers of the public;
 est in land to the CIO;
 remuneration from, the CIO;
 it from the CIO;
 ed by sub-clause (2) of this clause, or
 mmission ("the Commission"). In this
 benefit, direct or indirect, which is either

trustees' or connected persons'

person may receive a benefit from the provided that a majority of the trustees

person may enter into a contract for the that are supplied in connection with the where that is permitted in accordance

- with, and in, section 185 to 188 of the Charities Act 2011.
- (c) Subject to clause 6, a charity trustee or connected person may supply goods or services to the CIO by the charity trustee or connected person.
 - (d) A charity trustee or connected person may receive interest on money lent to the CIO at a proper rate which must be not more than the base rate (also known as the base rate).
 - (e) A charity trustee or connected person may receive rent for premises let to the CIO. The amount of the rent must be reasonable and proper. The charity trustee or connected person may withdraw from any meeting at which other terms of the lease are under discussion.
 - (f) A charity trustee or connected person may take part in the normal trading of the CIO on the same terms as other members.

(3) Payments to charity trustees only – controls

The CIO and its charity trustees may rely upon the authority provided by clause 6 if the following conditions is satisfied:

- (a) The amount of the payment for the goods is set out in writing and agreed between the CIO and the charity trustee or connected person ("the supplier").
- (b) The amount of the payment for the goods does not exceed the market value in the circumstances for the supply of the goods.
- (c) The charity trustee or connected person is satisfied that it is in the best interests of the CIO to supply goods rather than with someone who is a connected person. In reaching that decision the charity trustee or connected person must take into account the advantage of contracting with a connected person against the disadvantages of contracting with a connected person.
- (d) The charity trustee or connected person does not take part of any meeting at which there is discussion of the supply of goods to the CIO.
- (e) The charity trustee or connected person does not enter into a contract or arrangement with the charity trustee or connected person for the supply of goods to the CIO.
- (f) The charity trustee or connected person does not take part of any such matter and is not to be counted towards a quorum of charity trustees is present at the meeting.
- (g) The resolution is recorded by the charity trustees in the minutes of the meeting.
- (h) A majority of the charity trustees then in office are not in receipt of remuneration as provided by clause 6.

(4) In sub-clause 6(1) "the clause" means:

- (a) "the CIO" means the CIO;
 - (i) the shares; or
 - (ii) the voting rights attached to the shares;
 - (iii) the CIO.
- (b) "connected person" means a person within the definition set out in clause 6(1).

7. Conflicts of interest and duty

- A charity trustee or connected person shall not have any interest, direct or indirect, which he or she has in any transaction or arrangement with the CIO or in the CIO's assets.

- any transaction entered into by the CIO which has not previously been approved by the charity trustees.
- (2) Any charity trustee who is absent from any discussions of the charity trustees in which a conflict of interest will arise between his or her duties and any personal interests (including any financial interest).

Any charity trustee who is absent from any discussions of the charity trustees in which a conflict of interest will arise between his or her duties and any personal interests (including any financial interest).

20. Saving provisions

- (1) Subject to the provisions of this clause, all decisions of the charity trustees, shall be valid notwithstanding that any charity trustee:

- is holding office;
- has been or who had been obliged by the charity trustees to resign office;
- has voted on the matter, whether by reason of his or her office or otherwise;

if, without his or her vote being counted, a decision has been made by a majority of the charity trustees.

- (2) Sub-clause (1) shall not permit a charity trustee to keep any benefit arising from his or her vote on the matter if, but for clause (1), the decision would have been void, or if the charity trustee has not complied with the provisions of clause (1).

3. Conflicts of Interest

- 3.1 A conflict of interest arises where a Trustee's business or personal interests (or those of a person connected with the Trustee) conflict with the interests of the Charity (or those of another organisation to which the Trustee owes a duty of loyalty) or may appear to influence or be influenced by the Trustee's duties to the Charity.

- 3.2 A person "connected with a Trustee" means a person who is a relative (child, parent, grandchild, grandparent, brother, sister, spouse, partner, or a business partner of the Trustee, or an individual living with the Trustee, or an individual connected with the Trustee).

- 3.3 Examples of conflicts of interest are:

- 3.3.1 A Trustee who is also a director, partner or employee of a charity and a Trustee board meeting to consider the award of a contract to a charity service users of the Charity (i.e. a charity).

- 3.3.2 A Trustee who is related to a charity's staff and a Trustee board meeting to consider the award of a contract to a charity service users of the Charity (i.e. a charity).

- 3.3.3 A Trustee who is also a trustee of another charity and a Trustee board meeting to consider the award of a contract to a charity service users of the Charity (i.e. a charity).

- 3.3.4 A Trustee who has shared a contract to do work for the Charity or is a director, partner or employee of a charity and a Trustee board meeting to consider the award of a contract to a charity service users of the Charity (i.e. a charity).

entered into by the CIO which has not previously been approved by the charity trustees.

Any discussions of the charity trustees in which a conflict of interest will arise between his or her duties and any personal interests (including any financial interest).

Any charity trustee who is absent from any discussions of the charity trustees in which a conflict of interest will arise between his or her duties and any personal interests (including any financial interest).

clause, all decisions of the charity trustees, shall be valid notwithstanding that any charity trustee:

holding office; has been or who had been obliged by the charity trustees to resign office;

has voted on the matter, whether by reason of his or her office or otherwise;

if, without his or her vote being counted, a decision has been made by a majority of the charity trustees.

Sub-clause (1) shall not permit a charity trustee to keep any benefit arising from his or her vote on the matter if, but for clause (1), the decision would have been void, or if the charity trustee has not complied with the provisions of clause (1).

A Trustee's business or personal interests (or those of a person connected with the Trustee), or loyalty that they owe to another organisation to which the Trustee owes a duty of loyalty (or may appear to) influence or be influenced by the Trustee's duties to the Charity.

A person "connected with a Trustee" means a person who is a relative (child, parent, grandchild, grandparent, brother, sister, spouse, partner, or a business partner of the Trustee, or an individual living with the Trustee, or an individual connected with the Trustee).

case of a Trustee who:

is also a director, partner or employee of a charity and a Trustee board meeting to consider the award of a contract to a charity service users of the Charity (i.e. a charity).

is related to a charity's staff and a Trustee board meeting to consider the award of a contract to a charity service users of the Charity (i.e. a charity).

is also a trustee of another charity and a Trustee board meeting to consider the award of a contract to a charity service users of the Charity (i.e. a charity).

has shared a contract to do work for the Charity or is a director, partner or employee of a charity and a Trustee board meeting to consider the award of a contract to a charity service users of the Charity (i.e. a charity).

4. Declaring Conflicts of Interest

- 4.1 A Trustee has a personal duty to declare conflicts of interest if s/he is to fulfil his/her legal duties in the best interests of the Charity. A Trustee should be required to declare any actual or potential conflict of interest affecting the Charity, its members, or its staff, and should declare the nature and extent of the conflict, whether direct or indirect.
- 4.2 Upon appointment, each Trustee must make a full, written disclosure of interests, such as business interests, relationships, posts held, or financial or property interests that could result in a conflict of interest. This disclosure [referred to below and] be kept on file and will be updated when any material changes occur.
- 4.3 Each Trustee must declare any hospitality offered and received in connection with their duties that could potentially result in a conflict of interest.
- 4.4 A declaration of interest must be made by [the Trustees] [Charity Secretary] to each Trustee for the year. It will list each type of interest that a Trustee should declare.
- 4.5 At the beginning and at the end of any meeting of Trustees, a Trustee must declare any interest in any matter or decision where there may be a conflict between the Trustee's interests and the Trustee's best interests or the Charity and another organisation that a potential conflict must be declared.
- 4.6 If a Trustee has any interest which should be declared, s/he should declare it on that question to [the Chair of Trustees].

5. Dealing with Conflicts of Interest

- 5.1 If a Trustee believes that there is a conflict of interest or that it might appear that s/he has a conflict of interest, s/he should declare the interest at the earliest opportunity in any discussions or decisions or votes relating to the matter. S/he will not be counted as part of the meeting which deals with that matter.
- 5.2 Where a conflict of interest arises, the Trustees, because s/he owes a duty of loyalty to another organisation and the conflict is not authorised by the Constitution, the unconflicted Trustees may authorise such a conflict if the following conditions apply:
- 5.2.1 The Trustee must have written approval from the Charity Commission's Secretary that is not either a conflict of interest or is not already authorised in writing from the Charity Commission.
- 5.2.2 The Trustee must withdraw from the part of the meeting in which there is discussion of any matter relating to that other organisation or person;

- 5.2.3 the Trustee
matter and
of Trustees
- 5.2.4 the other
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interest in
- 5.2.5 Any such
discussion
- 5.3 For all other poten
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interest does not vote on any such
when considering whether a quorum
ng;

conflict of interest in this matter
the Charity to authorise the conflict of

of interests and the subsequent
taken will be noted in the minutes.

the Trustees will ask the Charity
be recorded in the minutes. The
to implement that advice.

6. Benefits

It is essential that a Trustee
the Charity is a party unless
authority to do so. [Exam
payment by the Charity to
Trustee by the Charity at b
clause in the charity's cons
the court.

benefit from any transaction to which
obtained beforehand explicit legal
Charity to a Trustee of a salary,
services, or sale of property to a
legal authority may come from a
vision, the Charity Commission or

7. Data Protection

The information provided in
with the Data Protection
Trustees act in the best inte

ts will be processed in accordance
be processed only to ensure that

"Data Protection Legislation
in the United Kingdom ap
limited to, the retained EU
2016/679) (the "UK GDPR"
Scotland, and Northern
(Withdrawal) Act 2018;
thereunder); and the Priv
amended.

legislation in force from time to time
tion and privacy including, but not
al Data Protection Regulation ((EU)
of the law of England and Wales,
ection 3 of the European Union
ct 2018 (and regulations made
munications Regulations 2003, as

8. General

- 8.1 This policy is me
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- 8.2 [The Trustees will t
staff [when they ar
should in turn take
[other staff and] vol

ed judgment. Trustees, staff and
its wording.

policy to the attention of all [senior]
on an annual basis.] [[Senior] staff
ng this policy to the attention of all

The Trustee board will, as
from time to time.

and enforce this policy, and revise it

[Adopted][Revised] on [<<[