

Ray Windfarm Fund Community Interest Company

Conflict of Interest Policy

Scope: This policy applies to all Directors and Staff.

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Definitions

“Administrator”	Administrator/ Community Development Officer of the CIC
“Chair”	the Chair of the board of the CIC
“CIC”	the Ray Windfarm Fund Community Interest Company acting by its board of Directors
“Company Secretary”	the Company Secretary of the CIC

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“Director”	a director of the CIC
“F & GP C”	the Finance and General Purposes Committee, which is a sub-committee of the CIC
“ARC”	the Application Review Committee which is a sub-committee of the CIC
“Vice Chair”	the Vice Chair of the board of the CIC

1 Purpose

This policy aims to:

- protect the CIC, Directors and Staff from any appearance of impropriety,
- minimize the risk of public perception that funding decisions have been influenced by the personal interest of, or by specific information available to any Director or Staff member, and to
- minimise the potential for conflicts of interest arising.

Effectively managing potential conflict of interest is a particularly significant issue for the CIC, as Directors have been appointed partly because of their experience of the CIC’s area of benefit. They know and have worked with organisations in the area and this knowledge is highly valued. It is therefore essential that all involved with the CIC are always fully aware of potential risks and follow this policy rigorously.

2 Conflict of Interest

2.1 Overview

Conflicts of interest may arise where an individual’s personal or family interests and/or loyalties conflict with those of the CIC. Such conflicts may create problems. They can:

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

2.2 Responsibility

All Directors and Staff have a legal obligation to act in the best interests of the Ray Windfarm Fund CIC and in accordance with the CIC’s governing document. Everyone must:

- be aware of and avoid situations where there may be a potential conflict of interest,
- complete and submit annual Declaration of Interests statements (see below) – including nil returns.

2.3 Tri-annual Declarations of Interest

When Directors or Staff members are appointed, they will be required to complete a Declaration of Interests form. All Directors and Staff must submit a Declaration tri-annually unless there are significant changes, then these must be notified (see Appendix 1), setting out:

- all their own personal or business interests or any involvement with private sector, public sector and voluntary, community or charitable organisations. These include direct or indirect pecuniary or non-pecuniary interests which members of the public might reasonably think could influence their judgement, and

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- those of any member of their immediate family (such as partners, parents, children, brothers, sisters and the partners of any of these) or individuals with whom they have a close relationship.

When declaring an interest, the rule is that, if members of the public, knowing the facts of the situation, would reasonably conclude that the interest involved might influence the approach taken to an application for funding, then it should be declared.

Directors and Staff should consult the Chair if there is any doubt as to the strength of the link requiring declaration. Interests spanning the past five years should be included.

Directors and Staff should provide any changes to their Declaration to the Chair at the earliest opportunity.

The Register is open to public inspection.

2.4 Declaration of Interest at each Board Meeting

Directors and Staff must identify any CIC Meeting agenda items which could present a potential conflict of interest or be perceived as such.

Each meeting will start with an Agenda item asking for any interests to be declared. All declared interests will be recorded in the minutes. Directors must discuss any potential conflict of interest with the Chair in advance of the Board meeting and agree a course of action. In the event of the Chair identifying a personal conflict of interest, it should be discussed with the Vice Chair.

2.5 Management of Declared Interests

An extract from the Articles of Association

20. Conflicts of Interest

20.1 Whenever a Director finds himself or herself in a situation that is reasonably likely to give rise to a Conflict of Interest, he or she must declare his or her interest to the Directors unless, or except to the extent that, the other Directors are or ought reasonably to be aware of it already.

20.2 If any question arises as to whether a Director has a Conflict of Interest, the question shall be decided by a majority decision of the other Directors.

20.3 Whenever a matter is to be discussed at a meeting or decided in accordance with Article 19 and a Director has a Conflict of Interest in respect of that matter then, subject to Article 21, he or she must:

20.3.1 remain only for such part of the meeting as in the view of the other Directors is necessary to inform the debate.

20.3.2 not be counted in the quorum for that part of the meeting: and

20.3.3 withdraw during the vote and have no vote on the matter.

20.4 When a Director has a Conflict of Interest which he or she has declared to the Directors, he or she shall not be in breach of his or her duties to the CIC by withholding confidential information from the CIC if to disclose it would result in a breach of any other duty or obligation of confidence owed by him or her.

It is inevitable that Directors will sometimes have an involvement with organisations applying for grants. This is known as a conflict of interest and occurs if a Director:

- is on the management committee of an organisation applying for a grant
- is employed by the organisation
- is a volunteer in the organisation
- is a member of the organisations
- has any other close involvement
- is closely related to someone who is any of the above
- stands to benefit personally from any grant made.

2.6 Grant Award Decisions

Should 'agreed in principle' applications need to be prioritised and ranked, provided that all interests have been declared and minuted and all Directors are aware of the conflict of interest, then all Directors may participate in discussions and agree final grant awards.

2.7 Contact with Applicants

Advice to Applicants

Directors may discuss published information about policies and procedures but, when giving guidance to any applicant, should ensure that such advice is made known to the Administrator.

Involvement in preparing applications

Directors must not be involved in preparing applications, other than in an advisory capacity (see above), or in acting as a signatory or referee. If a Director is still on the board or committee of an organisation which is applying to the CIC for funds, they must avoid being drawn into any discussions. Any involvement by the CIC with an organisation applying or likely to apply for funds would be a declarable and disqualifying interest.

Lobbying

In this context, lobbying is defined as being the act of attempting to influence the award of a grant to a specific organisation. Directors should never lobby CIC Staff or other Directors about an application. If Directors themselves are lobbied by applicants or grant holders, they should advise the Chair that this has happened.

Directors should not take up a case on behalf of an organisation.

Application Decisions

Directors should not inform applicants of grant award decisions. This is a matter for the Administrator.

3 Anti-Bribery

3.1 Bribery Act 2010

The CIC's policy is in line with the 2010 Act.

The CIC takes any act of bribery very seriously and this policy sets out the responsibilities of Staff and Directors and the action necessary.

Bribery constitutes the following:

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- the offer, gift, or acceptance of bribes
- the acceptance of hospitality or expenses that clearly intend (or may intend) to influence the outcome of business transactions,
- the acceptance of any political and charitable donations and the payment of donations to political parties or charities that are directly linked to obtaining new business or gaining a business advantage.

3.2 Gifts and hospitality

Directors should refuse personal gifts and hospitality offered to them or members of their family subject to the following:

- gifts and hospitality of ‘token value’ up to £20 are permitted and must be declared to the administrator.
- Where the acceptance of refreshments or a meal would be appropriate in the conduct of regular business.

3.3 Action Required

If you suspect that bribing has occurred or is likely to occur, or you are offered a bribe, you should immediately inform the Administrator and/or Chair, who will undertake an investigation and take appropriate action.

4 Failure to Follow the Conflict of Interest Policy

4.1 Staff

If staff are found to be in breach of any aspect of this Policy, appropriate disciplinary action will be taken.

4.2 Directors

If Directors are found to have failed to follow the guidelines set out here, they may be asked to resign.

5 Data Protection

5.1 Information processing

All information provided will be processed in accordance with the CIC’s data protection policy and UK GDPR requirements. Data will be processed only to ensure that Directors and Staff act in the best interests of the CIC.

The information may also be recorded in the CIC’s accounts to accord with relevant accounting requirements. The information provided will not be used for any other purpose.

Appendix 1

**Ray Windfarm Fund Community Interest Company
Register of Interests**

Date	Name
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Please complete this form in as much detail as possible.

	NAME OF ORGANISATION
CURRENT EMPLOYMENT	
PARISH COUNCILLOR	
PAROCHIAL CHURCH COUNCILLOR	
CHURCH MEMBER	
SCHOOL GOVERNOR	
SCHOOL PARENT	
VILLAGE HALL TRUSTEE	
COMMUNITY GROUP MEMBER/ TRUSTEE	

Other organisations to which you are connected. For instance, Wildlife Trust; National Trust; CLA; CPRE.

NAME OF ORGANISATION	Member	Volunteer	Employee