



# Conflicts of Interest Policy

*All members, staff and Trustees have a duty to act in the best interests of TRBC when making decisions in their TRBC roles. If there is a decision to be made where a Trustee, employee or member has a personal or other interest in the outcome, this is a conflict of interest. They will need to comply with the procedures set out in this policy in such circumstances.*

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## Section A - What is a Conflict of Interest

### 1 Charity Commission Guidance

1.1 The Charity Commission's guidance publication CC29 defines Conflicts of Interest as:

- "any situation in which a trustee's personal interests or loyalties could, or could be seen to, prevent them from making a decision only in the best interests of the charity."

1.2 Examples of Conflicts of Interest include, but are not limited to:

- direct financial gain or benefit to the individual, such as:
  - payment to a trustee for services provided to TRBC
  - the award of a contract to another organisation in which a trustee, employee or member has an interest and from which that individual will receive a financial benefit
  - the employment of a trustee in a separate post within TRBC, even when the trustee has resigned to take up the employment
- indirect financial gain, such as employment by TRBC of a spouse or partner of a trustee, where their finances are interdependent
- non-financial gain, such as when a beneficiary of TRBC's charitable activities is also a trustee
- conflict of loyalties, such as where a friend of a trustee is employed by TRBC

### 2 Why this policy is important

2.1 The aim of this policy is to support honesty and integrity through the open declaration of such Conflicts of Interest as they arise. This will help protect both TRBC and the individuals involved from any appearance of impropriety should such interests not be declared.

## Section B - Policy statement

### 3 Provisions of the TRBC Governing Document

- 3.1 TRBC is a registered charity, and its Governing Document has been approved by the Charity Commission. Section 20 of the Governing Document deals with the remuneration of charity trustees and is reproduced here and forms part of this policy.
- 3.2 *" With the exception only of a Minister or Ministers as authorised by clause 23 [of the Governing Document], or a remuneration permitted under clause 20.2 [3.3 below] no Charity Trustee (or any person, firm or company connected with the Charity Trustee) may be paid or receive any other direct or indirect benefit for being a Charity Trustee except the reimbursement of reasonable and proper expenses and other payments permitted by statute or specifically authorised by the Charity Commission.*
- 3.3 *" Where it is proposed that a Charity Trustee (or person, firm or company, connected with the Charity Trustee) is to be employed or receive remuneration or sell goods or services or any interest in land to the Church and where this gains the approval of the Church Members' Meeting then this shall be permitted only if:*
- *the Charity Trustee or any person connected with the trustee who may benefit directly or indirectly from the proposed remuneration declares an interest in the proposal before discussion on the matter begins;*
  - *absents himself or herself (or in the case of any connected persons themselves) from any part of any meeting at which the proposal is discussed and takes no part in any discussion of it and is not counted in determining whether any such meeting is quorate;*
  - *does not vote on the proposal;*
  - *the remaining Charity Trustees who do not stand to receive the proposed benefit are satisfied that it is in the interests of the Church to contract with or employ that Charity Trustee (or connected person) rather than another independent person and must record the reason for their decision in the minutes;*
  - *in reaching that decision the Charity Trustees must balance the advantage of contracting with or employing a Trustee against the disadvantage of doing so (especially the loss of the Trustee's services as a result of dealing with the Trustee's conflict of interest);*
  - *The Charity Trustees authorising the proposed transaction comprise a majority of the Charity Trustees body and have not received any such benefit."*
- 3.4 Nothing in the remainder of this policy shall override the above paragraphs from the Governing Document and in the event of any conflict between this policy and the Governing Document, the wording of the Governing Document shall prevail.

### 4 Declaring conflicts of interest

- 4.1 All trustees, employees, members and other volunteers are required to declare actual and potential conflicts of interest, and any payments (including, but not limited to, benefits in kind such as gifts, hospitality, shopping and travel concessions, preferential treatment, etc.) received in connection with their role in TRBC. Declaration is required where such interests would, or might, conflict with, or otherwise influence the individual's decision-making in respect of TRBC's activities.
- 4.2 Trustees, employees, members and other volunteers are also required to disclose conflicts of interest in relation to "connected persons" of the individual, where the connected person has an interest in respect of a decision in which the individual is involved. A "connected person" is essentially a close relative or business associate of the individual. See Section C - Appendix for detailed definitions of "connected persons".
- 4.3 Any trustee with an interest in any agenda item at a trustees' or church members' meeting must declare that interest at the beginning of that item.

- 4.4 Any TRBC employee or member with an interest in any agenda item at a church members' meeting must declare that interest at the beginning of that item.
- 4.5 Individuals involved in working parties, committees or teams connected with TRBC's activities, mission or business must also declare any conflicts of interest that might arise in connection with their involvement in any such group. The disclosure should be made to the person leading the working party, committee or team, unless the conflicted person is the leader of that group, in which case the disclosure should be made to the Church Secretary or Minister as appropriate.

## 5 Managing conflicts of interest

- 5.1 Declaring an interest may not prevent the trustee, employee or member making the declaration from taking part in a discussion or activity.
- 5.2 Within a trustees' meeting, the other trustees present may ask the individual to leave the meeting for the agenda item in which the interest has been declared.
- 5.3 Within a church members' meeting, the person chairing the meeting should ask the other church members present whether they are happy for the individual concerned to remain in the meeting or whether they should leave the meeting for either the discussion and any decision on the matter or just the decision on the matter.
- 5.4 In relation to both preceding paragraphs (5.2 and 5.3), the individual making the disclosure may in any event choose to leave the meeting for the discussion or the decision.
- 5.5 The interested party may not vote on any decision in respect of the agenda item.
- 5.6 Where a disclosure has been made to the Church Secretary or Minister in respect of a conflict of interest arising in a working party, committee or team, the matter should be discussed by the trustees and appropriate arrangements put in place to manage the situation. For the avoidance of doubt, the measures available for the management of the conflict may include requiring the individual to withdraw from the working party, committee or team. The trustees' decision on the matter should be reported to the individual and the person leading the working party, committee or team.
- 5.7 Where the individual challenges the decision of the trustees, the church members' meeting shall decide the matter, having heard the reasons for the original decision and the individual's reasons for disputing the decision. The church members' meeting shall have the final authority in the matter.

## 6 Recording conflicts of interest

- 6.1 The Church Secretary is responsible for maintaining and reviewing the TRBC register of conflicts of interest.
- 6.2 Each entry in the TRBC conflicts of interest register will record the nature and extent of the conflict and the actions taken to manage the conflict. If it is likely that the conflict will only exist for a limited time, the record should include the expected timeframe and the situation should be reviewed at the end of that time to see if the conflict has been resolved.
- 6.3 All conflicts of interest disclosed during trustees' and church members' meetings will be recorded in the minutes of the meeting in which the conflict was disclosed. The minutes will record the nature and extent of the conflict and the actions taken to manage the conflict. The Church Secretary will also enter such conflicts into the TRBC register of conflicts of interest.
- 6.4 Any newly appointed trustee or employee should complete and sign a Declaration of Interest form within one calendar month of being appointed and thereafter when any changes occur. A new Declaration of Interests form must be completed as soon as any declaration is over three years old.
- 6.5 Interests disclosed in Declaration of Interests forms or by those involved in working parties, committees or teams will be recorded in TRBC's register of conflicts of interest.

6.6 The information provided by those declaring interests 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, employees and members of TRBC act in the best interest of the church and that their legitimate interests are protected. The information provided will not be used for any other purpose.

## 7 Reporting of conflicts of interest

7.1 Any payments made to trustees will be reported in TRBC's annual report and accounts for the financial year in which the payment was made.

7.2 Where an interest has been identified and disclosed and a payment has nonetheless been made to a church member, or other benefits have accrued to a trustee or church member, those payments or benefits will be reported in TRBC's annual report and accounts for the financial year in which the payment was made, or the benefit accrued.

## Section C - Appendix

### 8 Connected persons

- 8.1 With regard to the provision of goods and services there is a statutory definition of "connected person" at clause 188 of the Charities Act 2011 which states:
- 8.2 "For the purposes of sections 185 and 186, the following persons are connected with a charity trustee or trustee for a charity -
- a) a child, parent, grandchild, grandparent, brother or sister of the trustee;
  - b) the spouse or civil partner of the trustee or of any person falling within paragraph (a);
  - c) a person carrying on business in partnership with the trustee or with any person falling within paragraph (a) or (b);
  - d) an institution which is controlled -
    - (i) by the trustee or by any person falling within paragraph (a), (b) or (c), or
    - (ii) by two or more persons falling within sub-paragraph (i), when taken together.
  - e) a body corporate in which -
    - (i) the trustee or any connected person falling within any of paragraphs (a) to (c) has a substantial interest, or
    - (ii) two or more persons falling within sub-paragraph (i), when taken together, have a substantial interest."

## Section D - Version control

Version	Comment	Date	Approved by
v1.0	First version	2015	
v1.1	Revised by Administrator	20/08/2020	
v1.2	Revised into new template and fonts	20/03/2023	
v1.3	Spelling change	18/02/2025	
v2.0	Approved	18/02/2025	Trustees