

## **DYFED ARCHAEOLOGICAL TRUST**

### **TRUSTEES' CONFLICT OF INTERESTS POLICY AND DECLARATION OF INTERESTS FORM**



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## **DYFED ARCHAEOLOGICAL TRUST (DAT)**

### **TRUSTEES' CONFLICT OF INTERESTS POLICY AND DECLARATION OF INTERESTS FORM**

#### **Introduction**

The Charity Commission advises that a conflict will arise (these circumstances are not all-embracing) where:

- A Trustee could benefit financially or otherwise from the charity, either directly or indirectly, through another person to whom they are connected
- The duty of Trustees duty to their charity competes with a duty or loyalty they have to another organisation or person

Trustees have a legal duty to declare a conflict of interests and to avoid such conflicts. Conflicts may arise directly through the Trustee's own interests or indirectly because of, for example, the interest of a connected party. '**A connected party**' is normally defined as husband, wife or partner, father or mother, brother or sister and son or daughter and should also be extended to include in-laws. If in doubt, a Trustee should always err on the side of caution and declare a relationship. '**Conflict**' has a wide definition, and includes possible as well as actual conflicts of interest or duty.

This policy describes the basic principles but, if in doubt, Trustees should declare their interest and seek specific advice from DAT's Chair. Detailed guidance can be found on the Charity Commission's website:

<http://www.charitycommission.gov.uk/trustees-staff-and-volunteers/trustee-board/conflicts-of-interest/>

#### **Risks**

Conflict of interests introduces risks to the employee, the employer and the client. In the case of an employee it could lead to dismissal and loss of professional standing. An employer could suffer direct loss (for example be sued for compensation) and indirect loss (loss of reputation). A client could suffer by being given inappropriate advice.

Damage to reputation can occur if there is an apparent or perceived conflict of interests.

#### **Conflict of Interests**

Conflicts broadly fall into four main categories (these are not exclusive):

##### **1. Those arising out of transactions between a Trustee and DAT**

These transactions require the consent of the board of Trustees and the Charity Commission. Examples include:

- A proposal to enter into a contract with a Trustee or Trustee's relative or partner
- Possible recruitment of a partner or close relative as an employee of DAT

- A Trustee renting property or lending money to DAT
2. **Those not involving a transaction between a Trustee and DAT**  
Approval by the board of Trustees is required for the following:
- A Trustee is an employee of, or otherwise involved with, a body funding or in competition with DAT
  - A Trustee who owns property adjacent to the property of DAT or a property that DAT is considering purchasing
  - A Trustee has an advisory relationship with DAT while at the same time having an advisory relationship with a competitor charity or other organisation
  - A Trustee learns of some opportunity at a board meeting which DAT does not wish to exploit but which he or she wishes to take advantage of
3. **Conflicts which may arise indirectly because of the interests of someone connected to a Trustee**  
A connected party (see definition above) includes:
- the Trustee's partner, family and relatives
  - a company (body corporate) in which a Trustee owns or controls a voting interest
  - a person acting as a Trustee of a trust in which a Trustee of DAT or connected party is a beneficiary
4. **Where a Trustee takes on an additional role with another organisation which has the potential to conflict with their role as Trustee of DAT, leading to divided loyalty between the two organisations**  
In these circumstances the board of Trustees must consider carefully whether that Trustee should remain a Trustee of DAT. Of particular concern are:
- organisations that occupy similar space to DAT
  - where the Trustee is the chair of or sits on the main governance board of the other organisation

### **Register of Interests**

DAT maintains a Register of Interests. To support this, and to comply with the DAT's statutory duty, all Trustees must complete a Declaration of Interests form (see below). The information should be current and updated on an annual basis and as it changes. All Trustees shall review and update their Declaration of Interests form at the October Management Committee Meeting. The Register should record **all relevant interests**. This would include employment by or involvement with potentially competing organisations, or with partners, suppliers or contractors to DAT, involvement with other charities that could compete with DAT's fundraising efforts, and connection with organisations with which DAT has contracts or trading agreements.

The Register will be kept at DAT's registered address and will be open to scrutiny by Trustees and senior staff unless the Trustees believe reasonably that some or all of the information should remain confidential to Trustees.

In addition to providing information for the Register, at the beginning of a Trustee or sub-committee meeting each Trustee or sub-committee member should declare:

- any interests that he or she has, directly or indirectly, in any of the items to be discussed at the meeting, even where these interests have already been declared on the Register of Interests
- any other potential conflict of interests, whether direct or indirect, of which he or she has become aware which have not already been declared

### **Dealing with Conflict of Interests**

It is vital for the successful functioning of DAT in delivering its charitable operations, that Trustees, members and others with relevant experience and expertise should be involved as Trustees and as sub-committee members. For this reason, the existence of a potential conflict of interests should not necessarily be seen as a bar to involvement with DAT's activities. It is, however, vital that everyone understands how DAT will deal with such conflicts of interests.

Where a conflict of interests potentially arises, and the interests relate to a matter under discussion, the board of Trustees (or committee members) must decide whether the interests:

- Category (a) - are trivial, do not create a real danger of conflict of interests, and involvement of the individual in discussions would be to the advantage of DAT
- Category (b) - do not create a real danger of conflict of interests, but might reasonably cause others to think it could influence a decision
- Category (c) - create a real danger of conflict of interests

Generally, the board of Trustees (or committee members) will deal with conflicts as follows.

In the event that the interests fall into:

- Category (a) - it shall be at the discretion of the Trustees or committee members (who do not themselves have an interest in the matter) whether the Trustee or committee member may participate in the discussion and/or vote on the matter
- Category (b) - it shall be at the discretion of the Trustees or committee members (who do not themselves have an interest in the matter) whether the Trustee or committee member may participate in the discussion, but the Trustee or committee member may not vote on the matter
- Category (c) - the Trustee or committee member must leave the meeting and not participate in the discussion, nor vote on the matter

The decision as to how a conflict of interests is to be dealt with must be minuted in a resolution of the Trustee meeting or committee meeting. For simplicity of functioning of Trustee meetings and committee meetings, a resolution in respect of a particular Trustee/committee member may be agreed to apply to future meetings discussing the same subject, but Trustees/committee members and the individual Trustee/committee member concerned should continue to be aware of and take account of that potential conflict of interests. Resolutions minuted may require other steps to be taken, for example, requiring information to be kept confidential or other undertakings to be given by the Trustee/committee member.

The board of Trustees should endeavour to ensure that a Trustee with a conflict of interests is not provided with information in that capacity which enables him or her to

obtain an advantage. In particular, the person who is responsible for sending information to the Trustees prior to a Trustee meeting should check the Register of Interests and the minuted resolutions and take reasonable steps to ensure that no information is sent to a Trustee who may have a conflict of interests relating to that information.

DAT wishes to avoid a situation where a Trustee has a persistent or potential conflict of interests resulting in senior staff being reluctant to provide full information to the board of Trustees so constraining debate at meetings. Proposed new Trustees will not, therefore, be appointed to DAT if they have roles or activities which have the potential for a significant conflict of interests. If an existing Trustee decides to take on another role which may give rise to a potential conflict of interests then the board of Trustees and that Trustee should consider whether the Trustee ought to withdraw from trusteeship.

The above shall, where appropriate, apply equally to senior management of DAT who attend meetings on a regular basis (but DAT may approve a separate policy applicable to managers alone).

## DECLARATION OF INTERESTS FORM (REGISTER OF INTERESTS)

I, \_\_\_\_\_ have set out my relevant interests in accordance with DAT's Conflict of Interests Policy. I acknowledge that matters discussed in DAT's meetings are confidential unless otherwise notified.

Signed:

Date:

<b>Category</b>	<b>Details of my interests</b>	<b>Details of the interests of my partner, close relation or associate</b>
Current relevant employment and any previous relevant employment in which you continue to have a financial interest		
Relevant appointments, directorship, trusteeship, councillor etc		
Membership of relevant special interest groups etc		

Investments in companies/businesses that may constitute a conflict of interests		
Any contractual relationship with DAT		
Anything else that could be perceived to be a conflict of interest		