



Registered Charity No 802547

*Policy 2*

## **CONFLICT OF INTEREST POLICY**

1. This policy applies to the Trustees of Maidstone Museums' Foundation (MMF), together with Non-Executive Directors and Board Co-optees. Throughout this policy reference to Trustees includes the other two categories.

### **Why there is a policy**

2. Trustees have a legal obligation to act in the best interests of Maidstone Museums' Foundation, and in accordance with the charity's governing document (constitution). Further, they should avoid situations where there may be a potential conflict of interest and/or loyalty.

3. Conflicts of interests may arise where an individual's personal or family interests conflict with those of MMF. Such conflicts may create problems; they can:

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

4. Conflict of loyalty may arise where an individual has loyalty or a duty to another person or organization, which could prevent the Trustee from making a decision in the best interests of MMF.

5. The aim of this policy is to protect both the organisation and the individuals involved from any appearance of impropriety.

### **The declaration of interests or loyalties**

6. Accordingly, Trustees are required to declare their interests/loyalties, and any gifts or hospitality offered and received in connection with their role in MMF.

7. Each Trustee must also submit a declaration that they are not knowingly disqualified from being a Trustee, as defined by the Charity Commission (see the first question on the form overleaf).

8. To be effective, a Trustee declaration form (see appendix below) will be submitted (by each Trustee) to the secretary annually after each AGM meeting, and also when any material changes occur. A declaration register of all interests/loyalties will be updated and retained by the secretary.

9. If a Trustee is not sure what to declare, or whether/when their declaration needs to be updated, they should err on the side of caution. If in doubt they should speak with the secretary.

10. The register of interests/loyalties shall be used to record all gifts and hospitality received by the Trustees.

### **Data protection**

11. The information provided will be processed in accordance with data protection principles as set out in the Data Protection Act 2018. Data will be processed only to ensure that Trustees act in the best interests of MMF. The information provided will not be used for any other purpose.

### **If a Trustee faces a conflict of interest or loyalty**

12. If a Trustee believes they have a perceived or real conflict of interest or loyalty they should:

- declare the interest/loyalty at the earliest opportunity
- withdraw from discussions and decisions relating to the conflict.

13. The secretary will ensure that minutes or other documents relating to the item presenting a conflict are appropriately redacted for the person facing the conflict.

14. If a Trustee is a user of MMF's services they should not be involved in decisions that directly affect the service that the Trustee receive(s). They should declare their interest/loyalty at the earliest opportunity and withdraw from any subsequent discussion, unless expressly invited to remain in order to provide information. In this case the Trustee may not participate in, or influence, the decision or any vote on the matter. That Trustee will not be counted in the quorum for that part of the meeting and must withdraw from the meeting during any vote on the conflicted item.

15. There are situations where a Trustee may participate in discussions from which they could indirectly benefit. This action will be agreed by the chair and minuted accordingly.

16. If a Trustee fails to declare an interest/loyalty that is known to the secretary and/or the chair of the board, the secretary or chair will declare that interest.

### **Decisions taken where a Trustee has an interest or loyalty**

17. In the event of the board having to decide upon a question in which a Trustee or has an interest/loyalty, 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 may not vote on matters affecting their own interests/loyalties.

18. All decisions under a conflict of interest/loyalty will be recorded by the secretary 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.

19. Where a Trustee benefits from the decision, this will be reported in the annual report and accounts. All payments or benefits in kind to any Trustee will be reported in the MMF's accounts and annual report, with amounts for each Trustee listed for the year in question.

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

### **Managing contracts**

21. If a Trustee has a conflict of interest/loyalty, they must not be involved in managing or monitoring a contract in which they have 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.

*Agreed by Board – 13th October 2016*

*Amended by Board – 12th July 2018 & 13th December 2018*

**Appendix – Trustee, Non-Executive Director and Board Co-optee Declaration of Interest form (to be completed annually, in black ink)**

I, \_\_\_\_\_ as a Trustee/Non-Executive Director/Board Co-optee of Maidstone Museums’ Foundation, have set out below my interests & loyalties in accordance with the charity’s Conflicts of Interest Policy.

<b>Category</b>	<b>Give details of the interest or loyalty and whether it applies to yourself or a member of your immediate family, connected persons or some other close personal connection.</b>
Confirm to the best of your knowledge and belief you are not prohibited from holding the office of Trustee (see link overleaf to the ‘Disqualifying Reasons Table’).	
Current employment and any previous employment in which you continue to have a financial interest.	
Appointments (voluntary or otherwise) e.g. trusteeships, directorships, local authority councillor, tribunals etc.	
Membership of any professional bodies, special interest groups or mutual support organizations.	
Gifts or hospitality offered to you by external bodies and whether this was declined or accepted in the last twelve months.	
Do you use MMF’s services?	
Any contractual relationship with MMF.	
Other conflicts not covered by above.	

Please check the linked guidelines (below) from the Charity Commission if you are unsure about answering the first question on page 1:

[https://www.gov.uk/government/news/charity-automatic-disqualification-rules-you-can-now-apply-for-a-waiver?utm\\_source=c0170ef0-9111-4fdf-91c2-311a8fefa49c&utm\\_medium=email&utm\\_campaign=govuk-notifications&utm\\_content=immediate](https://www.gov.uk/government/news/charity-automatic-disqualification-rules-you-can-now-apply-for-a-waiver?utm_source=c0170ef0-9111-4fdf-91c2-311a8fefa49c&utm_medium=email&utm_campaign=govuk-notifications&utm_content=immediate)

To the best of my knowledge, the above information is complete and correct. I undertake to update as necessary the information provided, and to review the accuracy of the information on an annual basis. I give my consent for it to be used for the purposes described in the conflicts of interest policy and for no other purpose.

Signed:

Name:

Position:

Date:

