

DATED

December 2020

CONFLICT OF INTEREST POLICY

Wycombe Islamic Mission and Mosque Trust Limited (WIMMT)



Contents

Clause

1.	Purpose.....	1
2.	Identifying conflicts	1
3.	Declaration of interests, gifts and hospitality.....	2
4.	Potential conflicts.....	2
5.	Process for declaring conflicts	3
6.	Procedure for managing conflicts	4
7.	Confidential information.....	5
8.	Data Protection.....	6
9.	Maintaining the register of trustees' interests.....	6
10.	Monitoring compliance and reviewing this policy.....	6

1. Purpose

- 1.1 This policy applies to the trustees and committee members of WIMMT and sets out guidelines and procedures for identifying, monitoring and managing actual and potential conflicts of interest.

2. Identifying conflicts

- 2.1 Trustees are under a duty to act in the best interests of the organisation's beneficiaries. When making decisions, all trustees must be alert to the possibility that they, or their co-trustees, could be affected by a conflict of interests.

- 2.2 Conflicts can inhibit open discussions and may result in irrelevant considerations being taken into account or decisions being taken that are not in the best interests of the organisation. Types of conflict that may arise:

2.2.1 Conflict of interest; where a charity trustee (or someone connected to him) has, or may have, a personal financial interest in a transaction involving the charity.

2.2.2 Conflict of loyalty; where a charity trustee has a duty of loyalty that may conflict with his duty as charity trustee but which does not involve any material benefit to the charity trustee (or anyone connected to him).

- 2.3 All trustees should be alert to situations that may give rise to a conflict. It is impossible to set out every situation which may result in a conflict, but common situations include:

2.3.1 A trustee who is related to a member of staff and there is decision to be taken on staff pay and/or conditions.

2.3.2 A trustee who is also on the committee of another organisation that is competing for the same funding

2.3.3 A trustee who has shares in a business that may be awarded a contract to do work or provide services for the organisation

2.3.4 Selling, loaning or leasing charity assets to a trustee.

- 2.4 All newly-appointed trustees will receive training on this policy and on identifying situations that may result in a conflict and ways in which conflicts can be managed in practice.
- 2.5 The trustees will consider whether any conflicts are likely to arise in relation to decisions to be made over the coming year and plan how they will manage such conflicts.

3. Declaration of interests, gifts and hospitality

- 3.1 On appointment, all trustees will be required to complete a declaration of interests form:
 - 3.1.1 listing any personal interests or positions that may potentially give rise to a conflict of interest
 - 3.1.2 declaring any gifts or hospitality received in their capacity as trustee the value of which is more than £50.
 - 3.1.3 confirming that they are not aware of any conflict, other than those already disclosed, that exists between their role and their personal circumstances or other interests;
 - 3.1.4 confirming that they will update the form annually, or sooner if any changes occur
 - 3.1.5 confirming that they will declare any conflict that arises in the future.

4. Potential Conflicts

- 4.1 When considering any potential conflicts, trustees should consider the following:
 - 4.1.1 employment
 - 4.1.2 any other appointments (voluntary or otherwise) e.g. trusteeships, directorships, local authority membership, tribunals
 - 4.1.3 professional and organisational membership
 - 4.1.4 membership of any special interest groups
 - 4.1.5 investments in unlisted companies, partnerships and other forms of business

- 4.1.6 major shareholdings (more than 5% of issued capital) and beneficial interests
 - 4.1.7 gifts or hospitality offered to the trustee by external bodies and whether this was declined or accepted
 - 4.1.8 family connections where relevant, such as the trustee's spouse/partner working for a similar organisation or funder
 - 4.1.9 Any contractual relationship between the trustee or a connected person and the charity or its subsidiary.
- 4.2 At least once in every 12-month period, all trustees must review the information relating to him contained in the register of interests and declare that the information is correct or make a further declaration if necessary.
- 4.3 It is for the trustee concerned to decide which matters to declare but, if in doubt, they should make a declaration.

5. Process for declaring conflicts

- 5.1 The first item on the agenda of each trustee meeting will be a standing item requiring all trustees attending the meeting to declare any conflicts of which they are aware.
- 5.2 If a trustee considers that he has an actual or potential conflict, he should inform the chairman of trustees as soon as possible but no later than the start of the meeting at which the relevant matter is on the agenda.
- 5.3 If a trustee considers that another trustee has an actual or potential conflict that has not been declared, he should inform the chairman of trustees at the start of the meeting at which the relevant matter is on the agenda.
- 5.4 If the chairman of trustees is declaring a conflict, he shall inform his co-trustees.
- 5.5 The secretary to the trustees will note all conflicts declared in the minutes of the meeting in which they were declared or, if not declared in a meeting, in the minutes of the next trustee meeting.

6. Procedure for managing conflicts

- 6.1 The chairman of trustees will inform the other trustees and the secretary to the trustees of any conflict declared.

- 6.2 The non-conflicted trustees will then:
 - 6.2.1 assess the nature of the conflict;
 - 6.2.2 assess the risk or threat to trustee decision-making;
 - 6.2.3 decide whether the conflict is non-trivial (that is, it is material or has the potential to be detrimental to the conduct or decisions taken by the trustees); and
 - 6.2.4 decide what steps to take to avoid or manage the conflict.
- 6.3 The conflicted trustee must not take part in the discussion or decision and will not be counted when determining whether the trustee meeting is quorate.
- 6.4 The non-conflicted trustees will consider whether it is necessary to seek the advice of the organisation's legal adviser on whether the conflict is non-trivial and/or on how to manage the conflict declared.
- 6.5 If the non-conflicted trustees consider that the declared conflict is trivial, they may agree that the conflicted trustee may continue to participate in discussions and the decision-making process.
- 6.6 If the non-conflicted trustees consider that the conflict is non-trivial, the non-conflicted trustees will determine what action is appropriate in light of the nature and extent of the conflict. A number of steps can be taken to deal with the conflict, including:
 - 6.6.7 excluding the conflicted trustee from discussions in relation to the matter to
 - 6.6.8 avoid inadvertently influencing the non-conflicted trustees;
 - 6.6.9 excluding the conflicted trustee from decision-making in relation to the matter while the conflict exists;
 - 6.6.10 delegating the conflicted trustee's vote on the matter on which he has a
 - 6.6.11 conflict to one of the non-conflicted trustees;
 - 6.6.12 delegating the matter to a sub-committee of non-conflicted trustees;
 - 6.6.13 seeking independent advice to help with a decision;
 - 6.6.14 appointing an alternative, non-conflicted trustee;
 - 6.6.15 resignation of the conflicted trustee where the conflict is acute or

- a) pervasive; and
- b) applying to the court for directions.

6.7 The board will consider whether serious conflicts should be removed or require authority from the Charity Commission to proceed. A 'serious conflict of interest' are conflicts that are so serious that the trustee is unable to make their decision in the best interest of the charity or would be seen as being unable to do so. Some examples are:-

6.7.1 Where the charity is in significant dispute with another organisation and a trustee is a member of that organisation's governing body.

6.7.2 Where the trustees of a charity that was founded by a family and has a member of the family as a trustee are proposing to sell the charity's shareholding in the family company.

6.8 The chairman of trustees will inform the conflicted trustee of the non-conflicted trustees' decision. The secretary to the trustees will note in the minutes of the meeting the conflict declared, an outline of the discussion and the actions taken to manage the conflict.

6.9 A written record of any interests declared will be kept in a register of interests. The details of how it was dealt with will be noted in minutes of our meetings. They will outline the following:

6.9.1 The type of conflict.

6.9.2 Which trustee/s were affected.

6.9.3 A brief outline of the discussion.

6.9.4 Who, if anyone, withdrew from the discussion.

6.9.5 How the decision was made in the best interests of the charity.

7. Confidential information

7.1 If a trustee considers that certain information should not be shared with the board he must inform the chairman of trustees. The trustee board will then consider the information and decide whether it should be kept confidential from the company.

7.2 A trustee should inform the chairman if he is aware or in possession of information that he would normally be required to disclose to his co-trustees but is prevented from doing so as a result of a duty of confidentiality to the

company. The non-conflicted trustees will then decide what action to take under the procedure for managing conflicts set out above.

- 7.3 If a trustee is in any doubt over whether to disclose confidential information to his co-trustees, he should seek independent legal advice.

8. Data Protection

- 8.1 The information provided by trustees will be processed in accordance with data protection principles as set out in the Data Protection Act 1998. Data will be processed only for the purposes set out in this policy and not for any other purpose.

9. Maintaining the register of trustees' interests

- 9.1 The secretary to the trustees will be responsible for maintaining the register of trustees' interests, and will:

9.1.2 record in the register all conflicts, interests, gifts and hospitality declared

9.1.3 circulate amendments or additions to the register (if any) to the trustee board at the start of each trustee meeting.

- 9.10 The register of trustees' interests will be available for inspection by any trustee on request.

10. Monitoring compliance and reviewing this policy

- 10.1 Any trustee who becomes aware of a breach of this policy shall report it to the secretary to the trustees as soon as possible.

- 10.2 The secretary to the trustees will:

10.2.1 report all breaches of the policy of which he is aware to the trustees at the next trustee meeting; and

10.2.2 note all breaches in the minutes of the relevant trustee meeting.

- 10.3 The trustees have implemented this policy in order to monitor and manage conflicts of interest. Any failure to comply with the terms of this policy will not, in itself, result in a decision of the trustees being invalidated or in any liability to the scheme beneficiaries.

Policy Review

Last review date: December 2020

Next scheduled review date: December 2021

JOHNS & SAGGAR LLP