



**Windle Trust**  
International

## Conflict of Interest Policy

---

# Conflict of Interest Policy

## 1. Policy

1.1. Windle Trust International (WTI) is committed to ensuring the highest standards of conduct in all that it does. We recognise that conflicts of interest may occur in the course of your work, whether potential or actual, perceived or alleged. It is important that you know what to do if or when this happens.

1.2 You should maintain integrity and professionalism when undertaking your job or fulfilling your role, acting in the best interests of WTI at all times. You must ensure that your private interests, whether these are of a personal, financial or political nature, do not impact adversely upon your ability to undertake your official duties responsibly. You must not put yourself in a position where your actions or decisions can reasonably be perceived to be open to improper influence.

1.3 All WTI staff and trustees are required to recognise and disclose activities that might give rise to conflicts of interest or loyalties, or the perception of conflicts, and to ensure that such conflicts are seen to be properly managed or avoided.

1.4 We recognise that it is inevitable that conflicts of interest occur. The issue is not the integrity of the staff member or trustee concerned, but the management of any potential to benefit directly or indirectly, or for a trustee to be influenced by conflicting loyalties. Even the appearance of a conflict can damage the organisation's reputation, so conflicts need to be managed carefully.

1.5 If properly managed, activities can usually proceed without interruption or delay whilst meeting regulatory and other external requirements and protecting the integrity and reputation of WTI. By contrast, conflicts which are not managed effectively may jeopardise our public standing in the UK or in any country where we operate and may cause serious damage to our organisational reputation for fairness, integrity and accountability as well as damage to the individuals concerned.

## 2. Scope

2.1 This policy applies to all staff and trustees of Windle Trust International including staff who are seconded to us or working temporarily for us. The policy also applies to consultants recruited by WTI as well as schools, colleges and other non-governmental organisations which we support or collaborate with. A reference in this policy to staff should be understood as including any other person within the scope of the policy.

2.2 It is the responsibility of each individual to recognise situations in which he or she has a conflict of interest, or might reasonably be seen by others to have a conflict, to disclose that conflict to their manager or other appropriate person and to take such further steps as may be appropriate as set out in more detail under the procedure below.

## 3. Recognising Conflict of Interest

3.1 A conflict of interest arises where the commitments and obligations owed by an individual member of staff to WTI are likely to be compromised, or may appear to be compromised, by that person's personal gain or benefit; or by gain or benefit to family, close friends or another organisation with which the individual is closely associated.

3.2 Conflicts of interest may come in a number of different forms:

### **Direct financial gain or benefit, such as:**

- Payment to a staff member or trustee for services provided to or by Windle Trust International
- The award of a contract to another organisation in which a trustee or staff member has an interest and from which a financial benefit may follow; or

- The employment of a trustee in a separate post within the charity, even when the trustee has resigned in order to take up the employment.

**Indirect financial gain, such as:**

- Employment or the provision of a scholarship or other educational benefit by the charity of a family member or close friend

**Non-financial gain, such as:**

- A conflict of loyalties. Staff and trustees should bear in mind that when they are dealing with the business of the organisation, their overriding duty is to act in the best interests of Windle Trust International. There may be situations in which a trustees' loyalty to the charity conflicts with employment by or trusteeship of another charity, or to a member of their family. Such conflicts of loyalty will not stop anyone from being a trustee, but they can occasionally cause conflicts of interest.

### 3.3 Personal Interests

3.3.1 WTI recognises that Trustees/advisers/employees will develop relationships, friendships and contacts in their personal and working lives that may influence their objectivity. The majority of these relationships will not give rise to any concern and can be regarded as a private matter.

3.3.2 However, a conflict of interest arises where one party in the relationship can grant the other an unfair advantage or disadvantage or can exert improper influence over a decision relating to the other. This might attract perceptions of bias and unfair treatment where, for example, you make or significantly influence any decisions about the other party in the relationship, such as:

- Selection for employment, promotion or the award of a scholarship.
- Pay and grading, disciplinary measures, or access to opportunities.
- The awarding of contracts for goods and services or the allocation of resources

### 3.4 Financial Interests

3.4.1 A financial conflict of interest may arise where it could be perceived that you (or someone you have a personal relationship with) have:

- The opportunity to gain financially.
- Prevented someone from gaining financially.
- Financial interests which may influence your independent judgement and integrity in carrying out your role.
- The opportunity to gain from the award of a particular contract for goods or services.

3.4.2 The level of financial interest is not the determining factor as to whether a conflict should be disclosed. What might be 'not significant' for one person might be very significant for another. Good practice will usually mean the disclosure of 'any' financial interest, however small. A conflict will arise if the interest might provide, or be reasonably seen by others, to provide an incentive to the individual which affects their actions and where he or she has the opportunity to affect a decision by WTI. For examples of conflicts involving financial interest see Appendix A.

## 4. Procedure

4.1 It is the duty of every member of staff to disclose any conflict of interest or any circumstances that might reasonably give rise to the perception of conflict of interest. Apparent or perceived conflicts of interest can be as damaging as actual conflicts of interest.

4.2 The general rule is that disclosure should be made by email at the time the conflict first arises, or it is recognised that a conflict might be perceived to your line manager or, if appropriate, to the Executive Director.

## 5. Resolving Conflicts of Interest

5.1 Many situations will require nothing more than a declaration and a brief written record of how the conflict can be actively managed. One or more of the following strategies may be appropriate to manage an actual or perceived conflict of interest:

- Not taking part in discussions or decisions on issues where a person may have or be perceived to have a conflict of interest.
- Referring decisions to a line manager or others.
- Not acting as a particular person's supervisor.
- Declaring an interest to your line manager, the Chairman of the Board, or a third party.

5.2 Through discussion with your line manager you may agree:

- That there is no conflict of interest.
- To continue with the activity but implement actions to mitigate any risk. This could include exclusion from decision-making activities and disclosure of all relevant information to others involved in the process.

5.3 You and your line manager should ensure that whatever measures are agreed to be taken are recorded, with reasons for the proposed mitigation measures.

## 6. Trustees and advisers

6.1 All trustees and advisers need to be alert to possible conflicts of interest which they might have and how they can minimise the effects. A key aspect of minimising the effects of conflicts of interest is to be open and transparent about such situations when they arise.

6.2 There are four occasions when it is recommended that potential conflicts be declared:

- Pre-selection:** Any prospective Trustee or adviser should be requested to complete a Declaration of Interests form prior to confirmation of appointment in order that any relevant issues, may be taken into account in confirming their appointment. This would be confidential and would be erased from the record if the prospective Trustee were in the end not to become a Trustee.
- On arrival:** every new Trustee or adviser should complete a Declaration (or amend the above declaration) at the time of appointment if this is not at the time of the annual declaration. This information, and any subsequent updates (see below) would be held confidentially. It would necessarily be made available to fellow Trustees and Directors in order that relevant matters could be taken into account for the avoidance of conflicts of interest, but would otherwise be released only with the permission of the relevant Trustee.
- Annually:** after each AGM and prior to the first subsequent Board meeting.
- When anything significant changes:** New matters should not await an annual declaration before being notified.

6.3 Each Trustee or adviser, upon their election to the Board of Trustees/Advisory Board, will complete a “Conflict of Interest Disclosure Form” (see annex 1 to this policy) and then every June thereafter, these forms will be scrutinised by the Chair. Any conflict identified will be recorded and, if necessary, the board will be informed at the next board meeting.

6.4 At the start of each trustee’s board meeting, trustees will have the opportunity to disclose any conflict of interest that has not previously been disclosed. Any new conflicts of interest will be noted in the minutes of the meeting.

6.5 When a conflict of interest is identified, and the person in question will receive a material benefit as a result, the benefit is reported to the Charities Commission for authorisation. When a conflict of interest is identified, but the person in question will not receive a material benefit as a result, then the trustee in question will be asked to remove themselves from the decision making process by leaving the room when discussions concerning the interest in question occurs.

6.6 Any benefits received by trustees will be disclosed in the annual report.



**CONFLICT OF INTEREST DISCLOSURE FORM  
FOR TRUSTEES, ADVISERS AND STAFF**

It is the policy of Windle Trust International (WTI) to address issues of actual, potential and perceived conflicts of interest involving trustees, advisers and employees of the organisation should be identified, disclosed and managed. This form is designed to identify and disclose known conflicts in an effort to properly manage them.

**Declaration**

I have read WTI’s Conflict of Interest policy and understand that as a Trustee/Adviser/member of staff it is my obligation to act in a manner which promotes the best interests of the charity and to avoid conflicts of interest when making decisions and taking actions on its behalf.

My answers to this disclosure form are correctly stated to the best of my knowledge and belief. Should a possible conflict of interest arise in my responsibilities to WTI, I recognise that I have the obligation to notify, based on my position, the appropriate designated individual, and to act in accordance with the policy. If any relevant changes occur in my affiliations, loyalties, or personal or financial circumstances, I recognise that I have a continuing obligation to file an amended “Conflict of Interest Disclosure Form”.

I understand that the information on this form is solely for use by WTI and is considered confidential information. Release of this information within WTI will be on a need-to-know basis only. Release to external parties will be only when required by law and audit purposes or with my permission.

**Name (print)**.....

**Signature**..... **Date** .....

**Please answer the following questions:** (Please add additional pages as needed).

**Question 1** Are you or a member of your immediate family an officer, director, trustee, partner, employee or regularly retained consultant of any company or organisation that currently has business dealings with WTI or which has done so in the last three years?

Yes  No

**If yes,** please list below the name of the company, firm or organisation, the position held, and the nature of the relationship:

Name of company, firm or organisation	Position held	Nature of the relationship

**Question 2** Do you or does any member of your immediate family have a financial interest, direct or indirect, in a company, firm or organisation which currently has business dealings with WTI or has done so in the last three years?  
 Yes  No

If yes, please list the name of the company, firm or organisation, the nature of the interest and the name of the person holding the interest, and the nature of the business which is currently being conducted with WTI

Name of company, firm or organisation	Nature of interest	Name of the person holding interest	Nature of the business which is currently be conducted with WTI

**Question 3** Have you or a family member accepted gifts, gratuities, lodging, dining, or entertainment that might reasonably appear to influence your judgment or actions concerning the business of WTI?  
 Yes  No

If yes, please provide details below:

**Question 4** Do you have any other loyalties to, or interest in a firm or organisation, where that interest or relationship might reasonably be expected to create an impression that you engaged in conduct in violation of your trust as a trustee or staff member?  
 Yes  No

If yes, please provide details below:

If any material changes to the responses provided on this disclosure form occur, the trustee/adviser or employee is required to update the information on this form in writing, and submit the update to the Country Director, Executive Director or Chair of WTI (whoever is most appropriate) as soon as practicable.

Completed form reviewed by:  
 (Executive Director/Chair)

Date:

.....

.....