



Conflict of Interest Policy – July 2022

Date of Policy: July 2022

Policy approved by: BoT

Signature: CA

Overall responsibility for the policy: Board of Trustees

Person responsible for implementing the policy:

Policy applies to: All Trustees of **COMPASS-Ghana**, but the same ethos should be taken by staff and volunteers. Trustees, Staff and volunteers should refer to the **Anti-Bribery, Fraud and Corruption Policy** for further instruction regarding conflict of interest.

Key Reference: The Constitution of **COMPASS-Ghana** as a Charitable Incorporated Organisation (CIO) – Foundation Dated: 12 July 2022

Date of next review: 2023

1. This policy document aims to set out the procedure to be followed where there is any direct or indirect conflict of interest between the actions of the charity and possible benefits accruing to any trustee, staff and volunteers (herein referred to as an “individual”) or any of their immediate families. The intention of the policy is to implement such conflicts of interest as far as possible by **COMPASS-Ghana**.

Section One: What is a conflict of interest?

2. A conflict of interest or loyalty arises where a Trustees or an individual’s personal interest or loyalties, or the interests or loyalties which that Trustee/ individual owes to another charity, conflict with those of **COMPASS-Ghana**. The Individual must manage any situation where a member has the potential to benefit personally from his or her position as a member of **COMPASS-Ghana**. or is influenced by conflicting loyalties. Interest can be financial or non-financial and direct or indirect.

3. A direct financial interest arises where a Trustee/individual is selling an asset to the charity or becoming an employee or paid contractor. An indirect benefit is one which accrues to a close member of the trustees family/individual, a business colleague or other close relationship.

4. A conflict of loyalty arises where a trustees decision making is influenced by another appointment, employment or association.

5. This list of conflicts is not intended to be definitive or prescriptive. Each trustee/individual is responsible for declaring actual or potential conflict of the reasonable perception of such conflicts. The policy for dealing with conflicts is set out below, including a register of interests and loyalties, and a register of gifts and hospitality.



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Section Two: Why we have a policy

6. Trustees have a legal obligation to act in the best interests of the charity and in accordance with the governing document. A conflict of interest or loyalty may arise when an individual's personal or family interests and/or loyalties to some other individuals or group conflict with those of **COMPASS-Ghana**. Such conflicts may bring risks.

7. They can...

- ✿ Prevent open discussion
- ✿ Result in decisions or actions which are not in the best interest of the charity
- ✿ Result in the impression that the trustees have not acted properly

8. The purpose of this policy is to protect trustees, and individuals from these risks.

Section Three: Trustees register of interest and loyalties

9. Trustees are asked to declare their interest and loyalties in connection with their role in **COMPASS-Ghana**, either orally or in writing to the chair or secretary of trustees. The following details must be provided as per the Trustees Register of Interest and Loyalties detailed in (**appendix 1**):

- ✿ Name of trustee
- ✿ Description of interest or loyalty
- ✿ Does the interest of loyalty affect the trustee or a person connected to the trustee?
- ✿ Is the interest or loyalty current?

10. The Trustees Register of Interest and Loyalties will be updated at the first trustees' meeting of every year and also when any changes occur. The Trustees Register of Interest and Loyalties will be saved electronically on the server.

Section Four: Gifts and Hospitality

11. The giving or receipt of gifts or hospitalities by trustees is not prohibited if the guidelines below regarding gifts and hospitality are adhered to. Gifts and hospitalities received by trustees should be declared and recorded in the Trustees Register of Gifts and Hospitality (**appendix 2**) kept for this purpose, as and when received. The Trustees Register of Gifts and Hospitality will be saved electronically on the server.

12. The information recorded should include its estimated value, the date on which it was received, who it was given by and the reason for the gift. Following guidelines for dealing with gifts and hospitality must be respected:

- ✿ Gifts and hospitality should never be solicited;
- ✿ Gifts and hospitality intended to influence the decisions of trustees should NEVER be accepted;



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- ✿ Gifts and hospitality may be given/accepted provided that it is appropriate in the circumstances and taken into account the reason for the gift/hospitality, that it is an appropriate type and value and given at an appropriate time, and that the gift/hospitality is not given or accepted with an expectation that there is any obligation owed as a result of the gift/hospitality;
- ✿ Where a gift is offered which exceed the value of £100 where possible it should be declined or returned to the giver. Should this not be appropriate, the gift or equivalent market price should be donated to **COMPASS-Ghana** as an organisation or to another charitable organisation as appropriate and recorded in the Trustees Register of Gifts and Hospitality;
- ✿ On occasion, hospitality, transport or other serviced with a value estimated at over £100 may be accepted if, for example, a partner offers to provide accommodation at their home. In such cases, payment in return for the hospitality may not be appropriate. The intention behind the offer of hospitality must be carefully considered when deciding whether or not to accept the hospitality. When such hospitality is accepted, the reasoning should be shared with the directors and documented appropriated in the Trustees Register of Gifts and Hospitality.

13. **COMPASS-Ghana** appreciates the practice of giving/receiving gifts/hospitality varies between countries and what may be normal and acceptable in one region may not be in another. **COMPASS-Ghana's** guidelines regarding Gifts and Hospitality should be shared with partners and other associated personnel so that any offense, awkwardness and confusion around gifts and hospitality can be avoided as far as possible.

14. Guidelines for members of staff and volunteers on gifts and hospitality are detailed in the Anti-Bribery, Fraud and Corruption policy.

Section Five: Management of a conflict

15. A conflict is managed in four ways:

- ✿ All conflicts of interest or loyalty, whether actual or potential, should be declared promptly at the earliest possible opportunity as per **section 3** of this policy;
- ✿ A trustee who declares a conflict of interest at a trustees meeting should leave the meeting to allow the other trustees to decide whether his or her absence is appropriate;
- ✿ The other trustees should agree how to deal with the conflict, for instance by allowing the conflicted trustee to speak on the matter concerned but not to vote;
- ✿ The other trustees should make sure that the process is properly minuted.

16. If a conflict of interest if unavoidable it shall be essential that all decisions made should be for the primary benefit of **COMPASS-Ghana** alone. In the unlikely circumstance where a trustee/individual or their immediate family shall benefit personally from the actions of **COMPASS-Ghana**, then it shall be the responsibility of the individual concerned to pass any such benefit on to **COMPASS-Ghana** itself as if the benefit had accrued to the charity originally.



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Section Six: Procedure for dealing with a conflict of interest or loyalty

17. The following guidelines are designed to help the trustees decide on the best form of action should a conflict of interest or loyalty arise.

- ✿ A trustee who has a financial interest in a matter under discussion should declare the nature of their interest and withdraw from the meeting, unless they have been given permission by the Chair to stay and either speak or not, as the case may be. Such a trustee may not vote.
- ✿ A trustee who has any interest in matter under discussion, which creates a real or perceived risk of bias should declare the nature of the interest and withdraw from the meeting, unless they have been given permission by the Chair to stay and either speak or not, as the case may be. Such a trustee may not vote.
- ✿ A trustee who has other interest which does not create a real risk of bias, but which might reasonably cause others to think it could influence their decision, should declare the nature of the interest, but may remain in the meeting, participate in the discussion and vote if they wish.
- ✿ If a trustee is in any doubt about the application of this policy, he or she should heed the spirit as well as the wording of the policy and consult the Chair.
- ✿ If a trustee fails to declare an interest that is known to the Chair or Secretary, the Chair or Secretary must declare that interest.
- ✿ Where the trustees make a decision on a matter in which the trustee has an interest, all decisions will be made by majority vote. A quorum of three (2022 - 5 trustees) (minimum of one third of the total number of trustees plus 1, rounded to nearest whole) must be present for the discussion and decision. The conflicted trustee will not count towards the quorum.

18. In some situations, legal restrictions apply. For example, if the charity plans to pay a trustee for goods or services. In such cases, the trustees must ensure that all legal requirements are fulfilled and the appropriate actions are taken according to the Charity Commission.

19. The trustees must ask the Charity Commission to authorise a decision in advance if:

- ✿ It is going to involve any benefit of a trustee that hasn't already been authorised.
- ✿ The conflict of interest is serious, but there is no alternative way forward that will remove it.
- ✿ Most or all of the trustees share the conflict of interest.


Section Seven: Record keeping

20. All decisions where there is a conflict of interest must be minuted accordingly to include:

- ✿ The nature, extent and value of the conflict.
- ✿ The decision which took place.



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 The action taken to manage the conflict.

Section Eight: “Individuals” Staff and Volunteers

21. This policy has been written to help trustees to discharge their legal duty to act only in the best independent interest of **COMPASS-Ghana**. Although this legal duty does not extend to staff or volunteers, the spirit of this policy applies equally to staff and volunteers. In practice, therefore, staff and volunteers should act appropriate where a conflict of interest or loyalty arises over above those which are inherent in their role as employee or volunteer.

22. All volunteers and staff members should declare any interest or loyalties in connection with their role in **COMPASS-Ghana** in the Staff and Volunteer Register of Interest and Loyalties (appendix 1 of Anti-corruption, Fraud, Bribery policy).

23. Managers must be made aware of any potential conflicts of interest or loyalty so that this may be considered in relation to their role and decision making within **COMPASS-Ghana**.

24. Where a potential conflict of interest or loyalty may prevent the staff member of volunteer from acting solely in the interest of **COMPASS-Ghana** in relation to a matter, that member shall be prevented from taking part in any decision-making processes regarding that matter.

End.

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Appendix I – Trustees Register of Interest and Loyalties

1. Trustees asked to declare their interests and loyalties in connection with their role in **COMPASS-Ghana** either orally or in writing to the Chair or Secretary of Trustees.
2. The Trustees Register of Interest and Loyalties should be updated at the first trustees meeting of every year, when new trustee members are appointed, and also when any changes occur.
3. The Trustees Register of Interest and Loyalties should be saved in the **COMPASS-Ghana** Policies folder on the server.

Name of trustee	Description of interest or loyalty	Does the interest or loyalty affect the trustee, or a person connected to the trustee?	Is the interest or loyalty current?	Action/s taken to manage the conflict of interest or loyalty

4. A Staff and Volunteer Register of Interest and Loyalties is also maintained for staff and volunteers and is dealt with by the Anti-Corruption, Fraud and Bribery policy.

End.



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Appendix II – Trustees Register of Gifts and Hospitality

1. All gifts to, and hospitality for, trustees should be declared and recorded in the format below, and saved in the **COMPASS-Ghana's** Policies folder in the server.

Name of trustee	Description of gift/hospitality	Estimated value	Date received	Who gave the gift/hospitality	Reason for the gift/hospitality	What was done with the gift

2. The procedure for dealing with gifts and hospitality received by staff members and volunteers is detailed in the Anti-bribery, Fraud and Corruption policy.

End.