

Conflict of Interest Policy

Introduction

All Trustees and staff have a duty to act in the best interest of **Whistleblowing International Network (WIN)** when making decisions. If there is a decision to be made where you have a personal or other interest, this is a conflict of interest. Where this is the case, and to comply with your duty, the actions described in this policy must be followed.

Conflicts of interest are common in all charities and organisations. It is your responsibility to prevent perceived or actual conflicts from interfering with your ability to make a decision that must at all times be in the best interests of the charity.

General policy

Typically, a conflict of interest arises when the charity is thinking of making a decision that would mean you could benefit financially or otherwise from WIN, either directly or indirectly, such as through someone you are connected to; or your duty to WIN competes with a duty or loyalty you have to another organisation or person. Such competing interests can make it difficult to fulfil your duties fairly. Even if there is no evidence of improper actions, a conflict of interest can create an appearance of impropriety that can undermine confidence in the ability of that person to act properly and potentially affect public confidence in WIN.

Failing to identify and/or prevent a conflict of interests may lead to one or more of the following consequences:

- Making a decision of doubtful validity that could be overturned
- Risking WIN's organisational integrity and jeopardising WIN's reputation as centre of excellence for its members and associates
- Requiring the conflicted person(s) to repay to WIN monies previously paid to them or to a third party

The guiding principles of the Conflict of Interest Policy are to educate all staff and trustees of WIN about the nature and risks of a conflict of interest, and the contents of this Policy following a three- step approach:

1. To identify all conflicts of interest
2. To prevent or manage all conflicts of interest
3. To record all conflicts of interest

Identifying and managing conflicts of interest

Situations that may generate a conflict of interest can arise out of:

- Personal relationships (past or present) with employees of the charity
- Personal or commercial relationships (past or present) with persons with whom WIN is seeking to work with for example contractors or tenderers



- Personal financial interests, such as material shareholding, in matters which involve WIN or could materially benefit from decisions taken by WIN
- Outside employment that may compromise the integrity of WIN
- Involvement in matters outside WIN that might conflict with the charitable purpose of WIN

Please note that this list is not exhaustive.

Further, we recognise that WIN is a network whose mission it is to support its Member organisations to deliver excellent services, build their capacity, and to share their expertise. This is a small community of expertise. Thus, where WIN decides which experts are best suited to deliver work paid by WIN or to participate in joint project proposals or delivery, and this confers a financial benefit on a WIN member organisation employed by a Trustee or the Trustee personally, that Trustee must recuse themselves from the decision making process to award that work.

When a conflict of interest arises in relation to employees of WIN, the Executive Director of WIN, in consultation with any other relevant staff and trustees, will be responsible for making decisions regarding the conflict. If the conflict of interest relates to the Executive Director, the Board of Trustees will be consulted and the Chair of Board of Trustees will have a casting vote over any such issue.

Trustees of WIN are required to declare any personal interests which might conflict with their position as trustee. A register of interests is kept by the Chair of the Board which is reviewed quarterly by the board.

Where a conflict has been identified in relation to a trustee, they may not vote on any matter in respect of which they are conflicted (see WIN Constitution, Clauses 95 and 96). Where there is any doubt as to whether a trustee is conflicted, the remaining trustees (or such of them as are present at a quorate meeting) shall decide whether or not the trustee is conflicted.

Two steps must be taken where a conflict is identified:

1. Consider finding an alternative way forward where the conflict does not arise if possible
2. Where the conflict cannot be resolved the conflicted person must play no part in the decision making on that issue

If there is no way to remove the conflict, such as most of the Trustees are conflicted, the Chair should contact the Office of the Scottish Charity Regulator for advice.

Trustees

The trustees shall adhere to the procedures established in WIN's Constitution, Clauses 87 - 96. At the outset of every Board meeting, the trustees shall be required to declare whether they have or may have any conflicts of interest in relation to any matter arising or whether there are any changes to the declaration held on file by WIN. The Board minutes shall record the following:

- what sort of conflict of interest it was
- which trustee or trustees were affected
- if any conflicts of interest were declared in advance
- an outline of the discussion
- if anyone withdrew from the discussion
- how you and the other trustees made the decision in your charity's best interests

Complaints

Where a complaint is raised by a member of staff or a third party about the application of this policy, the matter will be referred to the Chair and trustees to be handled as they see fit. Where a complaint is raised by a member of staff or a third party about a trustee, the complaint will be handled by the remaining trustees in such manner as they see fit. The trustee about whom complaint is made shall have no role in decision-making, although may be requested to provide information to the remaining trustees.

If there is any reason to believe that a member of the Board of Trustees or member of staff has not observed the above procedures, the Chair of WIN's Board of Trustees will consider whether to invoke other relevant procedures, such as the staff disciplinary procedure, as appropriate.

Gifts

Staff and Trustees are not permitted to accept any monetary gifts in relation to their work at WIN. All gifts over the value of £25 must be declared.

END OF POLICY

Date adopted	9 th May 2019
Last updated	