

# Common Ground Suffolk

## Conflicts of Interest Policy

*Maintaining Integrity and Transparency in Decision Making*

**Version:** 1.0

**Date adopted:** [Date to be inserted]

**Date of next review:** [Date to be inserted — recommended annually]

**Applies to:** All directors, volunteers, and members of Common Ground Suffolk

*This policy sets out how Common Ground Suffolk identifies, declares, and manages conflicts of interest. It applies to all directors, volunteers, and members and should be read alongside the Society's Code of Conduct and Rules of the Society.*

### 1. Purpose and Scope

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Common Ground Suffolk is a community benefit society that exists to serve the community, not to advance the personal or financial interests of those involved in running it. Maintaining the trust of our members, beneficiaries, funders, and partners depends on all those involved in the Society's governance and activities acting with integrity and transparency.

A conflict of interest arises when a person's personal, professional, or financial interests could influence, or could reasonably be perceived to influence, a decision they are involved in making on behalf of the Society. Conflicts of interest are not in themselves improper. They are a normal feature of community organisations where people bring their professional expertise and community connections to bear in a voluntary capacity. What matters is that they are identified, declared, and managed openly.

This policy applies to all directors, volunteers, and members of the Society. It covers all decisions made in connection with the Society's activities, including decisions taken at board meetings, general meetings, and in any other capacity on behalf of the Society.

### 2. What Constitutes a Conflict of Interest

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A conflict of interest may be direct or indirect, financial or non-financial, and may arise from a person's own interests or from the interests of someone closely connected to

them. The following are examples of situations that may give rise to a conflict of interest, though this list is not exhaustive.

## 2.1 Financial Conflicts

- a director, volunteer, or member stands to receive financial benefit, directly or indirectly, from a decision made by the Society
- a director, volunteer, or member has a financial interest in a supplier, contractor, or partner organisation that the Society is considering engaging or has engaged
- a director, volunteer, or member owns shares in, is a director of, or is employed by a company that the Society is dealing with
- a director, volunteer, or member has a personal loan or financial arrangement with a person or organisation that the Society is dealing with

## 2.2 Professional Conflicts

- a director or volunteer is employed by, or provides professional services to, an organisation that the Society is considering partnering with, awarding a contract to, or making a grant to
- a director or volunteer has a professional relationship with another organisation that could be seen to influence their decisions on behalf of the Society
- a director or volunteer is simultaneously serving in a decision-making capacity for another organisation whose interests may conflict with those of the Society

## 2.3 Personal Conflicts

- a decision by the Society could confer a benefit on a family member, close friend, or business associate of a director, volunteer, or member
- a director, volunteer, or member has a personal relationship with an applicant for a role, grant, or contract that could influence the outcome
- a director or volunteer has a personal grievance or strong personal opinion about another individual involved in a matter under consideration that could affect their objectivity

## 2.4 Conflicts Arising from Outside Connections

Common Ground Suffolk recognises that many of its directors and volunteers will have professional connections to suppliers, contractors, and partner organisations that the Society may work with. This is a natural feature of a community-rooted organisation and is not in itself a problem. However, any such connection must be declared and managed in accordance with this policy, regardless of whether the person believes it would actually influence their decision making. The test is not whether a conflict would affect a person's judgment, but whether it could reasonably be perceived to do so.

# 3. Responsibilities

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## 3.1 Directors

Directors carry the highest level of responsibility under this policy given their role in governance and decision making. All directors must:

- declare any actual or potential conflict of interest to the Chair or Secretary as soon as they become aware of it
- declare any conflict of interest at the start of any board meeting at which a relevant matter is to be discussed, before the discussion begins
- absent themselves from any discussion and vote on a matter in which they have a declared conflict of interest, unless the board specifically resolves that their contribution to the discussion would be valuable and that they should nonetheless withdraw before the vote
- not seek to influence the outcome of any decision in which they have a conflict of interest, whether formally or informally
- complete and keep up to date the annual declaration of interests set out in Section 5 of this policy
- notify the Chair promptly of any change in their circumstances that creates a new conflict of interest or changes the nature of an existing one

### 3.2 Volunteers

Volunteers may be involved in decisions about how activities are carried out, which suppliers or materials are used, and which beneficiaries are prioritised. All volunteers must:

- declare any actual or potential conflict of interest to their session leader or the Secretary as soon as they become aware of it
- not participate in any decision in which they have a declared conflict of interest
- not use their position as a volunteer to obtain personal benefits or to benefit those closely connected to them
- inform the Secretary of any professional connection to a supplier, contractor, or partner organisation that the Society is working with or considering working with

### 3.3 Members

Members participate in governance through general meetings and votes. Where a member has a conflict of interest in relation to a matter being voted on at a general meeting, they must:

- declare the conflict to the Chair before the vote is taken
- consider whether it is appropriate for them to participate in the vote, having regard to the nature and significance of the conflict

Members are not automatically required to abstain from voting in cases of conflict, as the one-member-one-vote principle is a fundamental feature of the CBS model. However, significant conflicts should be declared and members should exercise their judgment about whether participation in the vote is appropriate.

### 3.4 The Chair

The Chair is responsible for managing conflicts of interest at board meetings and general meetings. The Chair must:

- ensure that all directors are given the opportunity to declare conflicts of interest at the start of each board meeting

- ensure that declared conflicts are recorded in the meeting minutes
- ask any director with a declared conflict to leave the room for the relevant discussion and vote, unless the board resolves otherwise
- ensure that the conflicts of interest register is maintained and up to date
- where the Chair themselves has a conflict of interest, hand responsibility for managing that item to another director for the duration of the relevant discussion and vote

## **4. Procedure for Declaring and Managing Conflicts**

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### **4.1 At Board Meetings**

At the start of every board meeting, the Chair will invite directors to declare any conflicts of interest in relation to items on the agenda. Any director with a conflict must declare it at this point, or as soon as it becomes apparent during the meeting. The declaration must include a brief description of the nature of the interest.

Once a conflict is declared, the board will determine the appropriate course of action. In most cases the director concerned will be asked to withdraw from the discussion and vote. In some cases, where the director's expertise or knowledge is particularly valuable to the discussion, the board may resolve that they may contribute to the discussion but must withdraw before the vote. This resolution must itself be recorded in the minutes.

All declared conflicts and the action taken must be recorded in the meeting minutes.

### **4.2 At General Meetings**

Where a member has a conflict of interest in relation to a matter on the agenda of a general meeting, they should declare it to the Chair before or at the start of the relevant item. The Chair will note the declaration and the member will exercise their own judgment about whether to participate in any vote, guided by the principles in Section 3.3.

### **4.3 Outside of Meetings**

Where a conflict of interest arises in connection with a decision being made outside of a formal meeting, for example where the board is conducting business by written resolution or where a volunteer is making a practical decision in the field, the person with the conflict must:

- declare the conflict to the Chair or Secretary immediately
- not participate in the relevant decision
- ensure the declaration is recorded in the conflicts of interest register

### **4.4 Gifts and Hospitality**

The acceptance of gifts or hospitality from suppliers, contractors, partners, or beneficiaries can give rise to a conflict of interest or the appearance of one. The following rules apply:

- directors and volunteers must not accept gifts of significant value from any person or organisation that the Society is dealing with or may deal with
- token gifts of negligible value, such as produce from a beneficiary's garden or a small seasonal gift, are acceptable provided they are declared to the Secretary
- hospitality such as meals or event tickets provided by a supplier or contractor must be declared to the Secretary and must not be accepted if it could reasonably be seen to influence a decision
- any gift or hospitality that is refused on the grounds of this policy should be noted in the conflicts of interest register

## **5. Annual Declaration of Interests**

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All directors must complete an annual declaration of interests at the start of each financial year or upon taking up their role, whichever is sooner. This declaration sets out all actual or potential conflicts of interest that the director is aware of at the time of completion.

The annual declaration must include:

- any financial interests in suppliers, contractors, or partner organisations that the Society works with or may work with
- any professional roles, employment, or consultancy arrangements that could give rise to a conflict
- any family or personal relationships with people or organisations that the Society deals with
- any other interest that the director considers relevant

Directors must update their declaration promptly if their circumstances change during the year. Volunteers are encouraged to complete a declaration of interests at the start of their volunteering relationship with the Society and to update it as necessary.

Declarations of interest are held confidentially by the Secretary and are made available to the board for the purposes of managing conflicts. They are not made available to the general membership unless required by law or by a resolution of the board.

## **6. The Conflicts of Interest Register**

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The Society will maintain a conflicts of interest register recording all declared conflicts and the action taken in response. The register is maintained by the Secretary and is reviewed by the board at least annually.

The register must record:

- the date of the declaration
- the name and role of the person declaring the conflict
- the nature of the conflict
- the action taken, for example withdrawal from discussion and vote
- the outcome of the relevant decision

The register template below should be used for all entries. A separate register should be maintained for each financial year.

Date	Name	Role	Nature of Interest	Action Taken	Outcome

## 7. Situations Requiring Special Care

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### 7.1 Contracts and Procurement

Where the Society is considering awarding a contract, placing an order, or engaging a service provider, any director or volunteer involved in that decision must declare any connection to the potential supplier before the decision is made. This includes employment relationships, shareholdings, family connections, and professional relationships. The connected person must not participate in the decision and the Society must satisfy itself that the chosen supplier represents good value for money and is the right choice for the Society's objects, independent of the connection.

### 7.2 Employment and Volunteer Recruitment

Where the Society is recruiting a paid member of staff or a volunteer for a specific role, any director or volunteer involved in the recruitment process must declare any personal connection to an applicant before the process begins. The connected person must not participate in any shortlisting, interviewing, or selection decision relating to that applicant.

### 7.3 Grants and Social Investments

Where the Society is considering making a grant or social investment to an individual or organisation, any director or volunteer with a personal or professional connection to the applicant must declare it and withdraw from the decision. This is particularly important given that the Society may be making grants or providing infrastructure support to individuals in the local community, some of whom may be known personally to directors or volunteers.

## 7.4 Director Employment by the Society

As provided for in the Society's rules, a director may in certain circumstances be employed by the Society in a paid capacity separate from their directorial role. This represents a significant potential conflict of interest and must be handled with particular care. Any such arrangement must be declared in full to the board, the director concerned must withdraw from all decisions relating to their own employment terms and remuneration, and the arrangement must be approved by a resolution of the membership at a general meeting. The terms of the employment must be no more favourable than would be offered to an independent candidate for the same role.

## 7.5 Professional Connections to Partners

Common Ground Suffolk expects that some of its directors and volunteers will have professional connections to organisations it works with, including schools, care providers, environmental organisations, and local authorities. These connections are valuable and the Society actively seeks to benefit from the expertise and networks of its directors and volunteers. However, where such a connection exists, the person concerned must declare it and must be especially careful to ensure that their decisions on behalf of the Society are made in the Society's best interests rather than those of their employer or professional associate. Where there is any doubt, the person should withdraw from the relevant decision.

## 8. Consequences of Non-Compliance

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Failure to declare a conflict of interest, or participation in a decision in which an undeclared conflict exists, is a serious breach of this policy and of the trust placed in directors, volunteers, and members by the Society and its community.

Where a breach of this policy is identified:

- the matter will be reported to the Chair or, where the Chair is involved, to another senior director
- the board will consider whether any decision made in connection with the undeclared conflict should be reviewed or reversed
- the person concerned will be given an opportunity to explain their actions
- depending on the seriousness of the breach, the consequences may include a formal warning, suspension, removal from a role, or expulsion from the Society in accordance with the disciplinary procedure set out in the Code of Conduct and the Society's rules
- where the breach involves financial misconduct, the matter may be referred to the relevant statutory authorities

The Society takes this issue seriously not because it assumes bad intent but because transparency is essential to maintaining the trust of the community it serves.

## 9. Training and Awareness

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All directors must receive an induction on this policy when they take up their role. The policy will be discussed at the first board meeting of each financial year to ensure all

directors are familiar with its requirements and have had the opportunity to update their annual declaration of interests.

Volunteers will be briefed on the key principles of this policy as part of their induction. A summary of the key obligations will be included in the volunteer handbook when it is produced.

The Secretary is responsible for ensuring that all directors and volunteers have access to the current version of this policy at all times.

## 10. Policy Review

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This policy will be reviewed by the board at least annually and following any significant conflict of interest situation or change in the Society's activities or governance arrangements. Any significant changes will be communicated to all directors, volunteers, and members.

## 11. Related Policies and Documents

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This policy should be read alongside the following Society documents:

- Code of Conduct
- Rules of the Society
- Safeguarding Policy
- Privacy Policy
- Health and Safety Policy

*Policy adopted by the board of Common Ground Suffolk*

Date: \_\_\_\_\_

Signed (Chair): \_\_\_\_\_ Signed (Secretary):  
\_\_\_\_\_

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### Annual Declaration of Interests

*To be completed by all directors at the start of each financial year or upon taking up a directorial role. Please return to the Secretary. A copy will be held on file.*

**Full name:** \_\_\_\_\_

**Role:** \_\_\_\_\_

**Date:** \_\_\_\_\_

Please describe below any actual or potential conflicts of interest you are aware of, including financial interests, professional connections, and personal relationships relevant to the Society's activities. If you have nothing to declare, please write 'Nothing to declare'.

**Financial interests:** \_\_\_\_\_

\_\_\_\_\_

**Professional connections:**

\_\_\_\_\_

\_\_\_\_\_

**Personal relationships:** \_\_\_\_\_

\_\_\_\_\_

**Any other relevant interests:**

\_\_\_\_\_

\_\_\_\_\_

I confirm that the information provided above is accurate and complete to the best of my knowledge and that I will notify the Secretary promptly of any change in my circumstances that creates a new conflict of interest or changes the nature of an existing one.

**Signature:** \_\_\_\_\_