

GREENHOUSE SPORTS CONFLICTS OF INTEREST POLICY

Based on the Model Policy developed by the Institute of Chartered Secretaries and Administrators (www.icsa.org.uk)

Important:

There is no right or wrong approach to handling potential conflicts of interest. Ultimately, the issue is about the application of common sense. The key principles to any effective policy are as follows:

- **Define a conflict of interest in relation to your organisation:** Would there have to be some personal financial interest for a board member/employee for a conflict of interest to be considered or would historical connection to the beneficiary of a decision be sufficient to trigger the procedures.
- **Consider the future likelihood of such conflicts:** Is the conflict of interest likely to be exceptional in which case the person's membership of the decision-making body is unproblematic, or would it be so frequent that it might be best to consider alternative membership.
- **Agree the method of declaring an interest:** This may be a written declaration completed annually. Alternatively, it may be a declaration at or before the meeting at which the decision in question will be considered.
- **Agree the method of addressing the conflict:** Again, there are numerous ways of addressing a conflict of interest. The person in question might absent themselves completely from all consideration, or they may participate in the discussion but not the decision.

Below is the current conflict of interest policy, which can be amended after due consideration of the issues faced in the decision-making processes.

Conflict of Interest Policy

This policy applies to Trustees (Board Members) and senior management.

Why have a policy?

Board Members have an obligation to act in the best interests of Greenhouse, and in accordance with Greenhouse governing document. Staff have similar obligations. Conflicts of interests may arise where an individual's personal or family interests and/or loyalties conflict with those of Greenhouse.

Such conflicts may create problems; they can:

- Inhibit free discussion;
- Result in decisions or actions that are not in the interests of Greenhouse; and
- Risk the impression that Greenhouse has acted improperly.

The aim of this policy is to protect both the organisation and the individuals involved from any appearance of impropriety.

The declaration of interests

Accordingly, we ask Board Members and senior staff to declare their interests where there is a potential for a conflict.

To be effective, the declaration of interests needs to be updated at least annually, and when any changes occur.

If you are not sure what to declare, or whether/when your declaration needs to be updated, please err on the side of caution. If you would like to discuss this issue, please contact the Governance Manager, the CFO or Head of Finance for confidential guidance. Interests will be recorded on the governing body's register of interests, which will be maintained by the Governance Manager and the Head of Finance. The register will be accessible by board members and related information provided to the auditors.

Data Protection

The information provided will be processed in accordance with data protection principles as set out in the Data Protection Act 1998. Data will be processed only to ensure that Board Members and senior staff act in the best interests of Greenhouse. The information provided will not be used for any other purpose.

What to do if you face a conflict of interest

If you are a user of Greenhouse's services, or the carer of someone who uses Greenhouse's services, you should not be involved in decisions that directly affect the service that you, or the person you care for, receive(s). You should declare your interest at the earliest opportunity and withdraw from any subsequent discussion. The same applies if you face a conflict for any other reason. You may, however, participate in discussions from which you may

indirectly benefit, for example where the benefits are universal to all users, or where your benefit is minimal.

If you fail to declare an interest that is known to the chairman of the board or Governance Manager, the chairman or Governance Manager will declare that interest.

Decisions taken where a board member or member of staff has an interest

In the event of the board having to decide upon a question in which a Board Member or member of staff has an interest, all decisions will be made by vote, with a simple majority required. A quorum must be present for the discussion and decision; interested parties will not be counted when deciding whether the meeting is quorate.

Interested board members may not vote on matters affecting their own interests. They may participate in the discussion but not the decision-making process.

All decisions under a conflict of interest will be recorded by the Governance Manager and reported in the minutes of the meeting. The report will record:

- The nature and extent of the conflict;
- An outline of the discussion;
- The actions taken to manage the conflict.

A *de minimis* exemption applies to contracts less than £2,000 in value. Random checks against the register of interest will be made on the award of contracts below this value. If the cumulative value of a series of small contracts exceeds £2,000, the Board Member will operate the policy used for individual contracts over that sum.

The *de minimis* exemption does not apply to contracts of employment with Greenhouse.

Independent external moderation will be used where conflicts cannot be resolved through the usual procedures.

Managing contracts

If you have a conflict of interest, you must not be involved in managing or monitoring a contract in which you have an interest, other than to the extent requested by other trustees. Monitoring arrangements for such contracts will include provisions for an independent challenge of bills and invoices, and termination of the contract if the relationship is unsatisfactory.