

# GLENCREE CENTRE FOR PEACE & RECONCILIATION

BOARD OF DIRECTORS  
CONFLICT OF INTEREST AND  
LOYALTY POLICY

## **BOARD OF DIRECTORS OF GLENCREE CONFLICT OF INTEREST AND LOYALTY POLICY**

This policy applies to members of the Board of Directors of Glencree.

### **Why we have a policy**

Board members have a legal obligation to act in the best interests of Glencree and in accordance with Glencree's governing document.

Conflicts of interest or loyalty may arise where an individual's personal or family interests or loyalties to some other individual, or group, conflict with those of Glencree. Such conflicts may create problems. They can:

- inhibit free discussion
- result in decisions or actions that are not in the interests of Glencree
- risk the impression that Glencree has acted improperly.

The purpose of this policy is to protect both Glencree and its Board members from any appearance of impropriety.

### **What to do if you face a conflict of interest or loyalty**

All conflicts of interest or loyalty, whether actual or potential, should be declared promptly at the earliest possible opportunity:

- Any Board member who has a financial interest in a matter under discussion should declare the nature of their interest and withdraw from the room, unless they have dispensation to speak.
- If a Board member has any interest in the matter under discussion, which creates a real danger of bias, that is, the interest (or loyalty) affects an organisation with which they are connected or which they represent, or a member of their household, more than the generality affected by the decision, they should declare the nature of the interest and withdraw from the room, unless they have dispensation to speak.
- If a Board member has any other interest or loyalty which does not create a real danger of bias, but which might reasonably cause others to think it could influence their decision, they should declare the nature of the interest or loyalty. At the discretion of the other members of the Board they may be permitted to remain in the room, to participate in the discussion, and to vote on the issue in question.
- If a Board member is in any doubt about the application of these rules, they should consult with the chairperson.

- If you fail to declare an interest that is known to other members of the board, such members should inform the Chair and/or Company Secretary, who will then declare that interest. It is recommended that Board members' interests are listed in a register.

### **Sample Register of Interests**

<i>Name of Board member</i>	<i>Description of interest</i>	<i>Does the interest affect the Board member or a person connected to the board member?</i>	<i>Is the interest current?</i>

### **The declaration of interests**

Accordingly, we are asking Board members to declare their interests, and any gifts or hospitality received in connection with their role in Glencree.

A declaration of interests form is provided for this purpose, listing the types of interest you should declare.

To be effective, the declaration of interests needs to be updated at least annually and also 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 Glencree's secretary or the chairperson, for confidential guidance. Interests will be recorded on Glencree's register of interests, which will be maintained by the company secretary. The register will be accessible by Board members and the secretary.

### **Recording decisions**

Decisions taken where a Board member has an interest.

In the event of the Board having to decide upon a question in which a Board member 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.

All decisions under a conflict of interest or loyalty will be recorded 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.

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

### **Data Protection**

The information provided will be processed in accordance with data protection principles as set out in the Data Protection Acts 1988 and 2003. Data will be processed only to ensure that Board members act in the best interests of Glencree. The information provided will not be used for any other purpose.

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