

Brien Holden Foundation

CONFLICTS OF INTEREST POLICY AND PROCEDURE

POLICY

This policy applies to all staff members and other key groups of the Brien Holden Foundation (Foundation).

‘Personnel’ refers to: staff members who are full time, part time, international and national and also those engaged on short term contracts including but not limited to: consultants, volunteers, researchers, photographers etc. It includes Board directors and trustees.

This policy aims to ensure the decisions made by the Foundation are ethically made with integrity, impartiality, in good faith and in the best interests of the organisation and the people it serves.

All Foundation personnel are required to take reasonable steps to avoid a conflict of interest. A conflict of interest arises when a staff member participating in decision-making is able to gain or be perceived as gaining advantage for themselves or for another organisation or person in which they have an interest – due to access to privileged information or from the outcomes of the decision.

Personnel must:

- Avoid positions of conflict or potential conflict by avoiding placing themselves in a situation that could be or may lead to or be perceived as a conflict of interest.
- Disclose any material personal interest by disclosing to the Executive team or Board material personal interests that relate to the affairs of the organisation or external business interests if those interests lead to an actual or potential conflict of interest.
- Disclose to the Executive team or the Board any affiliation they have with an actual or potential supplier of goods and services, recipient of grant funds or organisation with competing or conflicting objectives.
- Absent themselves from discussion, as appropriate, and abstain from voting or otherwise participating in the decision making on any issue in which they have a conflict of interest.
- Disclose to the Executive team or Board any material gifts or offers of gifts for their personal use and not accept valuable or otherwise inappropriate gifts. (see: Brien Holden Foundation - Gifts and Benefits Policy)

NB: Board directors must make disclosures to the other board directors

A breach of this Policy or failure to disclose an interest, may result in disciplinary action or termination of employment, directorship or engagement as a consultant or volunteer. It may also lead to legal action.

PROCEDURE FOR HANDLING CONFLICTS OF INTERESTS

If a staff member is involved in a situation where there is, may be, or perceived to be a conflict of interest they must report the situation to a Director as soon as possible. The Director will investigate, in conjunction with the Chief Executive Officer, to determine whether the matter is deemed a conflict of interest, and if so the course of action required.

Confidentiality must be maintained at all times by the persons involved in the above procedures

Directors of the Brien Holden Foundation

Each Director will:

- a) Disclose to the Board actual or potential conflicts of interest which may exist or might reasonably be thought to exist between the interest of the Director, and their interests and position, and the interests of the Institute
- b) At the request of the Board take such steps as are necessary and reasonable to remove or reduce to the satisfaction of the Board any conflict of interest referred to in paragraph (a) above.

If upon the giving of a reasonable request to do so a Director cannot remove or reduce to the satisfaction of the Board a conflict of interest as required by paragraph (b) above, then, in order for that Director to maintain his or her position on the Board, the Director:

- Will not be entitled to participate in the deliberations on, or vote in respect of, any matter coming before the Board for discussion or resolution and which comes within the scope of the conflict affecting that Director, until such times as the conflict of interest ceases; but
- Will be entitled to participate in the deliberations on or vote in respect of any other matter coming before the Board for discussion or resolution and which does not come within the scope of the conflict of interest.

If the Board is satisfied that the Director has taken all necessary steps or, has reason to remove or reduce a conflict of interest as required by this clause, then the Director may maintain his or her position on the Board and vote in respect of matters coming before the Board for discussion or resolution relating to the notified area of actual or potential conflict.

Each Director warrants to the other Directors that to its actual knowledge no conflict of interest exists which is likely to affect the performance of her or her obligations via this policy.

The Foundation company secretary will keep a register of conflicts of interest disclosed pursuant to this clause. This register will be tabled at each Board meeting where any alterations to the register can be declared by the Board member.

Updated By: Education Officer
Reviewed By: Director of Foundation
Next Review: May 2021