

GALWAY TRAVELLER MOVEMENT CLG
(the ‘Company’ or the ‘Charity’)

CONFLICTS OF INTEREST POLICY (the ‘Policy’)

PURPOSE

The purpose of this policy is to assist the trustees of **Galway Traveller Movement CLG** (the “**Charity**”) to effectively identify, record and manage any conflicts of interest in order to protect the integrity of the Charity and to ensure that the trustees act in the best interests of the Charity.

This policy has been developed because conflicts of interest commonly arise, which do not need to present a problem to the Charity if they are openly and effectively managed. It is the policy of the Charity, as well as a responsibility of its trustees, that ethical, legal, financial or other conflicts of interest be avoided and that any such conflicts (where they do arise) do not conflict with their obligations to the Charity.

OBJECTIVE

The **Galway Traveller Movement CLG Board of Charity Trustees** (called the ‘**Board**’ or “**Charity Trustees**”) aims to ensure that all Charity Trustees are aware of their obligations to disclose any conflicts of interest that they may have, and to comply with this policy to ensure they effectively manage those conflicts of interest as representatives of the Charity.

SCOPE

This policy applies to the **Charity Trustees** and may be extended to other groups within the Charity (such as employees, volunteers, etc.) as deemed appropriate by the Board.

DEFINITION OF CONFLICTS OF INTEREST

A conflict of interest is any situation in which a Charity Trustee’s personal interests or loyalties could, or could be seen to, prevent the Charity Trustee from making a decision in the best interests of the charity. This personal interest may be direct or indirect, and can include interests of a person connected to the Charity Trustee.

These situations present the risk that a person will make a decision based on, or affected by, these influences, rather than in the best interests of the charity and therefore must be managed accordingly.

STANDING DECLARATIONS

- On appointment each Charity Trustee is required to disclose their interests in the Charity (both membership, other Charity Trusteeships, directorships, etc.) when providing the required details to effect their appointment as a Trustee and Director of the Charity.
- Each Charity Trustee will, on the adoption of this Policy (or their subsequent appointment as a Charity Trustee), confirm their awareness and understanding of this Conflicts of Interest Policy and their duties with regards to identifying, monitoring and managing potential conflicts.
- Each Charity Trustee will, if there is significant change during the year to the disclosure previously made, inform the Secretary of the Company immediately and the Register of Interests will be updated accordingly.
- At the start of each Board Meeting each Charity Trustee will disclose any conflicts (either new or other) that may arise in relation to the business to be discussed at that meeting.

INDEPENDENT TRUSTEE

Acknowledging the possibility that Conflicts of Interest may arise in relation to the Chairperson of the Company, an Independent Trustee who will take on the role of Chairperson in relation to this Policy will be confirmed annually at the time of appointment of the Chairperson of the Company. Where the Independent Trustee is required to step in to manage any Conflicts of Interest all references to the “Chairperson” in this Policy shall be replaced by “Independent Trustee” as appropriate.

MANAGEMENT OF CONFLICTS

- Each Charity Trustee is responsible for identifying any decision in which they consider they have a Conflict of Interest. They should make this known to the Chairperson unless they consider this conflict is readily apparent to the other Charity Trustees and is not such as to impact on their participation in the discussion and decision making.
- The fact that a potential conflict is referred to in the Register of Interests does not absolve a Charity Trustee from the responsibility to disclose this if the circumstances warrant it.
- Where practical, existing and/or potential Conflicts of Interest which may arise should be made known to the Chairperson in advance of the relevant meeting. The Chairperson will be responsible for deciding what action should be taken and propose this to the meeting. If necessary, the action to be taken will be decided upon by a majority vote of the Charity Trustees at the meeting, excluding those who are potentially conflicted.
- Where it is not practical to inform the Chairperson in advance, or in the event of a potential conflict affecting the Chairperson, the appropriate action should be agreed at the meeting, before any discussion of the relevant item.

- In the event of a potential conflict affecting the Chairperson, this should be raised with the Independent Charity Trustee, if possible in advance of the relevant meeting or at the meeting itself.
- Should any Charity Trustee consider that another Charity Trustee may have a conflict which has not been disclosed, this should be raised during the meeting before the discussion on the matter concerned has commenced or, if this is not practical, before it has been completed.
- The Charity should in each case of a potential or actual conflict evaluate the impact of that conflict and may take any action it sees fit to manage a conflict including but not limited to:
 - Deciding that the conflicted Charity Trustee may participate in both the discussion and (if necessary) the voting.
 - Deciding that the conflicted Charity Trustee should participate in the discussion but may not vote on the issue.
 - Deciding that a conflicted Charity Trustee should withdraw from the meeting during the discussion and (if necessary) voting.
 - Appointing a sub-committee to discuss the issue and recommend a decision, with full board (including or excluding, as appropriate, any conflicted Charity Trustees) making the final decision.
 - Delegating the decision to a sub-committee which excludes any conflicted Charity Trustees.
 - Recommend that the conflicted Charity Trustee should resign.
- Where practical, the Charity will obtain the views of their legal adviser on any proposed action.
- The minutes of the meeting should clearly state whenever a conflict is declared and, in addition, the key factors considered by the Charity Trustees in assessing the impact of the conflict and the decision taken with regard to its management or otherwise.
- Charity Trustees should at all times be conscious of their duties of good faith, impartially and confidentially towards the Charity and act appropriately if they find themselves in a position of conflict. Charity Trustees should seek legal advice if they are uncertain of their position.

REGISTER OF CONFLICTS & INTERESTS AND CONFIDENTIALITY

- A Register of Conflicts & Interests will be maintained by the **Finance Manager**. Such register will be generally available for inspection by the Charity Trustees unless the person making the disclosure has sought confidentiality, in which case, if granted the entry on the register will be marked accordingly and will be available for inspection by the Chairperson only.
- A person making a disclosure may seek confidentiality by disclosing the conflict to the Chairperson. The Chairperson will decide whether the disclosure warrants confidentiality and, in doing so, may take appropriate advice (legal or otherwise) and disclose the relevant information to the Charity's adviser. If the Chairperson agrees that confidentiality is warranted the register will be marked accordingly and the existence of a conflict, but not the nature of the conflict, will be recorded in the minutes of the next meeting.

The Chairperson will be responsible for monitoring such conflict and resolving how best to manage the conflict.

- The Register of Conflicts will be formally reviewed annually at a meeting of the Charity Trustees and confirmed as True and Correct.

COMPLIANCE AND NON DISCLOSURE OF CONFLICTS

- It is possible that a person may fail to disclose a Conflict of Interest in circumstances where such conflict should have been recorded and such conflict is subsequently discovered. In such circumstances, the non-disclosure will be disclosed at the next board meeting and recorded in the register accordingly.
- If it is found that the person has consciously failed to disclose a Conflict of Interest, the Charity Trustees may take action against the person which may include seeking the person's resignation as a Charity Trustee.

SUBSTITUTE DECISION MAKING

- No Charity Trustee shall participate in any discussion or decision making in relation to his/her actual or potential Conflict of Interest or failure to disclose a conflict or request for confidentiality (and the Chairperson may request such Charity Trustee to leave the meeting at which any such issue is discussed).
- In any circumstances where the Chairperson is subject to an actual or potential Conflict of Interest or has failed to disclose a conflict or has made a request for confidentiality, the powers vested in the Chairperson shall be exercised by the Independent Director or such other person appointed by the Charity Trustees.

CONTACTS

Any queries in relation to this Policy, or Conflicts of Interest in general, should be raised in the first instance with the Finance Manager or, in instances of confidentiality, the Chairperson.

Adopted by the Board of Directors on 28 October 2021.