

Noa's Place CIO - Conflict of Interest Policy

1. Purpose and Scope

This policy outlines how Noa's Place CIO will identify and manage any conflicts of interest to protect the integrity of the charity and ensure the trustees act only in the best interests of the CIO.

A conflict of interest is any situation where a trustee's personal interests, or the interests of someone connected to them, could potentially influence their decisions or actions as a trustee, or prevent them from making a decision solely in the best interests of the charity.

This policy applies to all trustees of Noa's Place CIO. It is essential for maintaining public confidence and complying with charity law.

2. Defining Conflicts of Interest

Conflicts of interest can arise in several ways:

- **Financial Conflicts:** Where a trustee, or a person or organisation connected to them, stands to gain financially from a decision made by the charity.
- **Conflicts of Loyalty:** Where a trustee has a competing loyalty to another organisation or person, which could affect their decision-making for the CIO (e.g., being a trustee of another charity that is applying for the same grant).
- **Conflicts of Benefit:** Where a trustee, or a person connected to them (such as a family member), could receive a non-financial benefit from a charity decision (e.g., a family member being employed by the charity).

A "connected person" includes a trustee's spouse, civil partner, child, sibling, parent, or any business partner or company in which the trustee has a significant interest.

3. The Duty to Declare Interests

All trustees have a legal duty to declare any actual or potential conflicts of interest.

- **Annual Declaration:** Each trustee must complete and sign a Declaration of Interests form upon appointment and then renew it every 12 months. Trustees also have a continuing duty to declare any new interests or conflicts as soon as they arise, without waiting for the annual review. The Register of Interests will be updated accordingly.
- **At Meetings:** Any trustee who has a potential or actual conflict of interest in any matter being discussed at a board meeting must declare it at the start of the item. This declaration will be recorded in the minutes.

If a trustee is unsure whether a situation constitutes a conflict of interest, they should err on the side of caution and declare it.

4. Procedure for Managing Conflicts of Interest

Once a conflict of interest has been declared, the board will follow this procedure:

1. **Declaration:** The conflicted trustee will declare the nature and extent of their interest.
2. **Withdrawal:** The conflicted trustee must withdraw from the meeting for the discussion and the vote on the relevant matter. They will not be counted in the quorum for that part of the meeting.
3. **Decision:** The remaining, non-conflicted trustees will discuss the matter and make a decision in the best interests of the charity.
4. **Minuting:** The minutes will record the declaration of interest, the withdrawal of the conflicted trustee, and the final decision.

5. Trustee Benefits

As stated in the CIO's constitution, no trustee may receive a private benefit unless it is properly authorised. Any payment or benefit to a trustee (or a connected person) for providing services to the charity must be:

- Permitted by the constitution and the Charities Act 2011.
- In the best interests of the charity.
- Approved by the non-conflicted trustees, with the decision and reasons clearly minuted.
- Reasonable and proportionate for the service provided.

6. Register of Interests

The CIO will maintain a Register of Interests, which will be updated annually from the trustees' declaration forms. This register will be available to all trustees and may be made available to the Charity Commission or auditors on request.

7. Breaches of this Policy

Any breach of this policy is a serious matter. If the board becomes aware of an undeclared conflict of interest, it will investigate the matter and take appropriate action, which may include reporting a serious incident to the Charity Commission.

8. Policy Review

This policy will be reviewed annually by the Board of Trustees to ensure it remains effective and compliant with charity law and best practice.

Date of Policy Adoption: [22/10/2025]

Date for Next Review: [22/10/2026]