**Director Conflicts of Interest Policy**

**Policy agreed**: October 2026
**Review date**: October 2028

## Purpose

This policy applies to all ICVA directors, trustees and staff and ensures that individuals identify, declare and manage actual, potential or perceived conflicts of interest. It supports director duties under the Companies Act 2006. Directors must act in ICVA's best interests and must not allow wider interests to influence decisions made for, or affecting, ICVA.

## What is a conflict of interest?

A conflict of interest can be defined as: "any situation in which a Director's personal interests or responsibilities they owe to any other body, may, or may appear to influence the director's decision making".

Relevant interests include current employment and continuing interests in previous employment; directorships, trusteeships, public appointments and voluntary roles; professional or organisational memberships; interests involving the police, police and crime commissioners or organisations supporting ICVA's work; relevant interests of close family members or connected organisations; and gifts or hospitality offered, whether accepted or declined.

## Directors' duties

- Act in ICVA's interests, exercise independent judgement and avoid situations in which personal, financial or other interests could influence—or appear to influence—a decision.
- Declare relevant interests on appointment, when circumstances change, at the start of each Board meeting and when a conflict arises.
- Declare an interest in a proposed transaction before ICVA enters into it and in an existing transaction as soon as reasonably practicable.
- Do not accept a third-party benefit that could reasonably create a conflict.
- Seek advice from the Chair or Company Secretary if unsure.

## Managing conflicts

The Chair will invite declarations at each Board meeting. The non-conflicted directors will decide how to manage the matter in accordance with the Companies Act 2006 and ICVA's articles. The director may be required to leave the discussion, receive restricted information, and take no part in the vote or quorum. A conflict may be authorised only where legally permitted, by the required non-conflicted directors, and subject to any conditions they impose.

## Records and breaches

The Company Secretary will maintain the register of interests and ensure declarations, decisions, absences, votes, authorisations and conditions are recorded in the minutes. Suspected breaches must be reported promptly to the Chair or Company Secretary and addressed under ICVA's articles, policies and applicable law.

The register of interests is published on ICVA's website to ensure transparency.