

# Conflicts of Interest Policy

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### Introduction

This document specifies the Conflicts of Interest Policy of The Institute of Workplace and Facilities Management (“IWFM”). It documents IWFM’s approach to identifying and monitoring all actual and perceived conflicts of interest, that may affect IWFM now and in the foreseeable future, and the arrangements that IWFM has in place to prevent them from occurring.

Volunteers and Staff have a legal obligation to act in the best interest of the Institute, and in accordance with the Institute’s Governing documents; Article 11.5 & and ByLaw 3.1 & 3.2 laid out as below.

#### Article 11.5

At its discretion, the Board may terminate the membership of any member who they deem is not pursuing the best interest of IWFM or has a conflict of interest that is not easily reconciled or about whom they have received sensitive information in confidence from an official source which they cannot for legal reasons, or for the reputation of the individual concerned, divulge publicly.

#### ByLaws 3.1 & 3.2

#### Membership Obligations

- 1.1 Professional Conduct – The Code  
All members must abide by the Professional Code of Conduct. The requirement to comply with the Code is laid out in Article 12.
- 1.2 Personal Contribution  
Each Institute Member shall be bound to further the objectives, interests and influence of the Institute to the best of his or its ability. Membership Groups provide opportunities for all Institute Members to participate in the work of the Institute.

As an organisation, IWFM keeps all aspects of its business under review, and as such all individuals are expected to identify and inform the Company Secretary of any actual, potential, or perceived conflicts of interest that could impact IWFM and which are not already known to be identified in the Register of Interests, if in any doubt the Company Secretary should be advised.

In addition, individual teams are required to manage and monitor any identified conflicts of interest that relate to their area of operation. Should the status of any identified conflict, or the associated controls change, then the Company Secretary should be made aware immediately. IWFM’s compliance with regard to identifying and managing any conflicts of interest will be reviewed regularly by the Company Secretary.

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## Why we have a policy

Conflicts of interests may arise where an individual's business, personal or family interests and / or loyalties conflict with those of the Institute. Such conflicts may create problems; they can:

- Inhibit free discussion
- Result in decisions or actions that are not in the interest of the Institute
- Risk the impression that the Institute has acted improperly

The aim of this policy is to protect both the Institute and the individuals involved from any appearance of impropriety.

The following steps are suggested as you consider your position. Potential conflict needs to be considered in the following context.

Do you have a personal interest or relationship [financial or otherwise] where your activities could negatively impact

- The Institute membership
- The reputation of the Institute
- Your personal reputation
- Your loyalties to the Institute

If the answer is 'yes' to any or all consider the decisions that could be effected and the perceptions created in order to answer the questions of whether they are material. ALL material possibilities should be recorded on your Declaration of Interest Form.

## The Declaration of Interests

Accordingly, we are asking volunteers and staff who are in key and or responsible roles and positions in the Institute to declare their interests, and also any gifts or hospitality received in connection with their role in the Institute. A declaration of interests form is provided for this purpose, listing the type of interest you should declare. To be effective, the declaration of interest needs to be updated at least annually, and/or when any changes occur.

If you are not sure what to declare, or whether or when your declaration needs to be updated, please act on the side of caution. If you would like to discuss this issue please contact the Company Secretary for confidential guidance.

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On receipt of a declaration the Company Secretary will review it and if he/she considers there is a potential or a perceived conflict of interest they will discuss the matter with the member. Following the discussion the register of interests will be marked according to the conclusions reached by the Company Secretary.

This potential for a conflict may or may not be adjudged to be significant enough to bar the person from standing for certain offices or roles within the Institute.

If so adjudged the Company Secretary will inform the person of the outcome, and that they also have the right to appeal to the Constitution and Ethics Committee, with a second and final appeal to the Board if required.

The Company Secretary's decision is final, and only the process or incorrect application of judgement can be appealed. If necessary the Company Secretary is able to call upon the Constitution and Ethics Committee or the IWFM board to review a judgement or decision prior to the outcome being advised to the person.

The appeal process is to ensure that the Company Secretary has enforced the policy correctly and appropriately; the Constitution and Ethics committee, or subsequently the IWFM Board, will review the original conflict, the Company Secretary's decision and the appeal reasons prior to judgement. The aim of the appeal is to ensure that the decision made was appropriate to the declared conflict, not to overturn the decision. Initial appeals will be planned to be heard within 30 days; however, this does rely on the ability for the Committee to meet.

Any conflicts of interest concerning candidates for key and responsible roles will be advised as appropriate.

Declarations of Interest forms will be kept by the Company Secretary under the Register of Interests. The Chair of the Board, Members Council Chair, Membership Advisory Group Chair, Chair of any Board committee, or Chair of the Committee of the forum relevant for the individual may apply to look at the register. Anyone with any concerns may inform the Company Secretary whose office will investigate and rule on the matter.

## Definition of a Conflict of Interest

For the purposes of this policy IWFM has adopted the following definitions; however, they should not be considered limited to just those shown. The Company Secretary will review each case of Interest as and when presented.

- A situation in which the concerns, aims or loyalties of two different parties are incompatible
- A situation in which a person is in a position to derive personal, including financial, benefit from actions or decisions made in their official capacity.

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- A situation in which a person is in a position to obtain strategic or commercially sensitive information which may be used to undermine the Institute, or to compete against it; actual or perceived.
- An individual that holds a position of authority within a competing or similar organisation and makes decisions / collectively or otherwise for that organisation and its financial probity or strategic future.
- Where someone is a director of another professional body that is in direct competition to IWFM is considered as a direct conflict of interest
- Where someone is a director of another professional body that is not in direct competition to the Institute, this should be declared via the normal declaration process
- Where someone is a member of another professional body but does not hold a directorship of that body, then the individual should declare this membership. Commercially sensitive information should only be shared if a current Non-disclosure agreement [NDA] is in place.

## Application

The application of the above described declared interests applies to all key and or responsible volunteer roles e.g.

- IWFM Board Members
- Chairs & Committee Members of Formal Board Committees
- Award Chair of Judges, Lead Judges & Support Judges
- Chairs, Deputy Chairs; Committee members of SIG / Regions
- Other volunteering roles the IWFM Board or Company Secretary feel are eligible

## Adherence to Conflict of Interest principles

IWFM's approach to identifying and managing actual, potential or perceived conflicts of interest requires all members, volunteers and staff to abide by the following principles:

- All Volunteers, members, IWFM managers and IWFM staff must commit to identifying and managing all actual, potential or perceived conflicts of interest that may affect IWFM and in doing so raise possible conflicts of interest with the Company Secretary if in doubt.
- All Volunteers, members, IWFM managers and IWFM staff must be proactive in the identification and management of conflicts of interest that may affect IWFM's effectiveness, level of regulatory compliance and/or reputation.

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- All Volunteers, members, IWFM managers and IWFM staff must be open about the nature of any potential/actual or perceived conflicts of interest and not try to hide or present them in a better light – managing conflicts of interest is about preventing issues from occurring that may impact on operational effectiveness and/or regulatory compliance
- We must all strive to identify and deal with conflicts of interest sooner rather than later. IWFM's control to managing any potential/actual or perceived conflicts of interest must be proportionate to the risks associated with the identified conflict(s).

## Process

All declarations of interest are to be made to the Company Secretary who will review the interest and make a decision.

If a key volunteer, Chair or Committee Member knows of an interest that has not been declared it is their duty to disclose this to the Company Secretary.

The Company Secretary's decision will be final; but an appeals process can be instigated to ensure the process has been followed fairly and appropriately and that the decision is valid.

## General Data Protection Regulation

All information provided will be processed in accordance with the GDPR legislation principles and in line with the published Privacy Policy of the Institute.

Data will be processed only to ensure that both volunteers and staff act in the best interests of the Institute. The information provided will not be used for any other purpose.

## Review arrangements

IWFM will review this policy annually and or earlier if necessary and revise it as necessary in response to member feedback, changes in operational practice, and outcomes from previous conflicts or changes in legislation. To feedback any views please contact the IWFM Company Secretary via [governance@IWFM.org.uk](mailto:governance@IWFM.org.uk) or the details provided at the end of this policy.

In addition to this policy, the IWFM Constitution and Ethics Committee, which consists of independent member representatives, have within their Terms of Reference, if required by the Company Secretary or as requested by aggrieved members, to be able to review any appeals presented to them.

The IWFM Board will receive regular reports on the areas covered by this policy to ensure IWFM has acted in a consistent and transparent manner with regard to Interest declared.

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## Appendix A

### IWFM Volunteer Guidance

#### What should you do if you face a conflict of interest in a Committee Meeting

The Chair of any formal meeting should remind all committee or Board members at the start of each meeting about the need to declare any vested interest or potential conflict of interest before the meeting starts.

The Chair should draw attention to the Code of Professional Conduct, Articles and Bylaws, which apply to all official business conducted by volunteers or staff on behalf of the Institute.

Members should be asked to say if any item on the agenda is likely to give rise to an actual, potential or perceived conflict of interest. Any member may draw the attention of the Chair to such an issue concerning others. It may be if the individual member or relation or associate stand to gain financially, contractually or in employment in some other manner from the item to be considered. An associate may be a person with whom the committee member has ties or links of a business, employment, contractual, financial or some other nature, which is material to the question of an actual, potential or perceived conflict of interest.

The Chair should consider if an oral statement of actual, potential or perceived interest is of such a nature as to ask the member concerned to leave the room when the matter comes up for discussion.

If there is doubt as to whether or not the member should be asked to leave, the Chair may ask the member concerned to leave the room whilst the committee decides on the line to take.

If the Committee member concerned is the Chair, then the Chair should ask another member of the committee to Chair that item and to make the decision on whether they should ask the Chair to leave the room while the relevant item is under discussion and consideration.

If in doubt, the Chair and Committee should assume that the actual, potential or perceived interest is capable of being viewed as such by the members; and may call into question the objectivity and impartiality of the individuals or committees consideration of the relevant issue.

It remains open to the Chair and Committee to allow the member concerned to remain in the room while the relevant item is under consideration but to remind them they are to abide by the Professional Code of Conduct, The Institute's governing articles including GPDR legislation and therefore not to express an opinion on the matter or disclose anything relating to it outside of the meeting.

The Chair should ask the Secretary [or themselves if no secretary available] to take a note of the statement of actual, potential or perceived interest and the decision of the Chair and / or committee

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on whether or not the member concerned may take part in the consideration of that item or if they were asked to leave the room.

There may be instances where a conflicted member has been asked to leave the room for an agenda item. In these cases, if minutes are being distributed, they must be redacted for that conflicted individual before being sent. This would also apply to ongoing agenda items and minutes if the individual continues to be conflicted on any topic or agenda item.

If an individual fails to declare an interest that is known to the Chair and / or the Company Secretary the Chair will declare that Interest.

Where a volunteer or member of staff benefits from the decision, this will be reported in the annual report and accounts in accordance with standard company practice. The *de minimis* exception applies to contracts less than £500 in value, but does not apply to contracts of employment with the Institute.

## Contact us

The IWFM has a Whistle Blowing Policy in place if an individual feels they need to raise concerns via a different route.

Any queries about the contents of the policy please contact:

### Head of Governance

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