



A Scottish Charitable Incorporated Organisation

## CONFLICTS OF INTEREST POLICY

### PURPOSE

The purpose of this policy is to protect the interests of Bertie Bus by:

- preventing the personal interest of the Board, volunteers, and independent contractors from interfering with their duties to Bertie Bus and
- avoiding any unethical financial, professional, or political gain on the part of such individuals.

The intent of this policy is to supplement, not replace, any applicable laws regarding Conflicts of Interest.

### DEFINITION

A personal interest includes the following interests:

- those of the Trustee or volunteer or employee in question;
- those of their partner or close relative;
- those of any business associate;
- those of any firm of which they are a partner or employee;
- those of any limited company of which they are a director, employee or shareholder of more than 5% of the equity;
- those of any person or organisation responsible for their appointment as a Trustee.

### DECLARATION

Any Trustee or volunteer who has a personal interest (as defined above) in any prospective or actual arrangement with Bertie Bus must declare that interest either to the Board or at any relevant meeting of Bertie Bus. Where this situation occurs the following shall apply:

- The Trustee/volunteer in question cannot participate in discussions or decisions relating to that matter.
- It shall be for the person chairing the relevant meeting to determine whether the Trustee/volunteer in question should be required to be absent during that particular element of the meeting. If the person chairing the meeting is potentially or actually

conflicted, it shall be for the other Trustees or meeting participants present to decide whether the chairperson should leave the meeting.

- Where a Trustee/volunteer is required to leave the meeting in question, they no longer form part of the quorum for that issue.
- Where an individual informs a meeting of a personal interest which might conflict with the interests of Bertie Bus, the other meeting participants will consider whether there is an actual conflict of interest. If it is agreed that there is no conflict with the interests of Bertie Bus, the other meeting participants may authorise the Trustee/volunteer to continue to be involved in the relevant matter. **NB:** the individual in question will not be part of the quorum to consider this authorisation.

## **DISCIPLINARY ACTION**

All conflicts of interest will be reviewed on a case-by-case basis. The Board has full discretion to deem what disciplinary action is appropriate and necessary for undisclosed conflicts of interest.

If the Board reasonably believes a member or volunteer failed to disclose an existing or possible Conflict of Interest, it shall inform the individual of the rationale for such belief and grant the individual an opportunity to explain the alleged failure to disclose the Conflict of Interest. After hearing the individual's response and investigating further as warranted by the circumstances, the Board may take appropriate disciplinary action, including removal from their position at Bertie Bus.

## **NOTICE OF ANNUAL STATEMENTS**

Every Board Member must sign a declaration of Conflict-of-Interest Disclosure Statement when joining the Board of Bertie Bus and annually thereafter. Failure to sign does not nullify the policy. By signing, the individual understands what constitutes a Conflict of Interest and understands the procedure for addressing them with Bertie Bus, including their duty to disclose any known or potential conflicts of interest. (See Code of Conduct).

## **ADMINISTRATION**

The Chair of Bertie Bus is responsible for the administration, revision, interpretation, and application of this Policy. The Policy will be reviewed annually and revised as needed.

*APPROVED BY TRUSTEES NOVEMBER 2024*