



Conflicts of Interest Policy

January 2021

Review Process

Policy review frequency:

This policy will be reviewed every 2 years

Responsible for review:

This policy will be reviewed by: Chrysalis Executive Board

Version Control

Version	Date approved:	Next review date:	Author / Title:
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Contents

1.	Purpose	2
2.	Legal and Regulatory responsibilities (not exhaustive)	2
3.	Scope	2
4.	Identifying potential conflicts.	2
5.	Conflicts that may arise	3
6.	Declaring an interest	3
7.	What to do in the event of a conflict of interest arising at a meeting	4
8.	Response to ongoing conflicts whether arising at or outside of meetings	4
9.	Policy Review	4
10.	Annual review of interests.	5
	Appendix 1 – Board Member Declaration of Interest Form.	6

1. Purpose

- 1.1. Chrysalis Supported Association Limited, (Chrysalis) is committed to ensuring that principles of accountability, transparency and probity inform everything we do. Employees and board members will conduct themselves with integrity, trust and fairness.
- 1.2. In coming to decisions, the Board of Chrysalis must act in the best interests of CSA Ltd and be mindful of actual or perceived conflicts between CSA Ltd's best interests on one hand and their personal interests or other interests with which they might be associated, on the other.

2. Legal and Regulatory responsibilities (not exhaustive)

- Bribery Act 2010
- Housing Acts 2004 and 1996
- Housing and Planning Act 2016
- Cooperative and Community Benefit Societies Act 2014
- Chosen Code of Conduct

3. Scope

- 3.1. This policy applies to the current and future CSA Ltd Board Members and employees.

4. Identifying potential conflicts

- 4.1. A conflict of interest is a situation in which a Board Member's or employees' personal interests, or interests which they owe to another body, conflict or appear to conflict with each other.
- 4.2. Potential or actual conflicts can arise prior to the appointment of a Member or Employee, or during the Member's or Employee's appointment. They can take different forms and do not necessarily have to come in the form of financial gain. The purpose of this policy is to assist Members and Employees not only to identify any such conflicts but also to demonstrate that they have dealt with them effectively.
- 4.3. Potential or actual conflicts of interest could take the following forms (not a complete or exhaustive list):
 - Direct financial gain or benefit to the Member or Employee:
 - Indirect financial gain;
 - Conflict of loyalties;
 - Situations such as the following:
 - The employment of a relative;
 - The housing of a relative;

- An interest in any property being purchased;
 - An interest in any company selling or being an agent for any property being purchased;
 - A business or personal relationship with any person or firm earning fees from work;
 - A business or personal relationship which any person or firm entering into a contract to carry out work for CSA Ltd including contractors and suppliers;
 - Involvement personally or by association with a relative or friendship with a business that may be viewed as a conflict of interest with CSA Ltd's activities;
 - If you are on the Board or a Committee of another registered provider or other property company;
 - If you are a member of an organisation which is not open to the public or has secrecy about its rules, membership or conduct.
 - Employment, ownership of land and/or property in the area of CSA Ltd's operation
 - Tenancy or leasehold interest of a property owned by the Association.
- 4.4. Every Board Member and Employee is responsible for considering and disclosing any actual or potential conflicting interest and they are expected to over-declare, with transparency being an overriding principle of this policy.
- 4.5. Individuals are not expected to research into the employment, business interests and other activities of all persons with whom they are 'closely connected'. However, they must not ignore the existence of interests which, from the point of view of a reasonable and objective observer, they should have been aware.

5. Conflicts that may arise

- 5.1. CSA Ltd's shareholding directors may or may not be from time to time be directors of other companies with whom CSA Ltd may or may not do business. This could mean that a conflict of loyalties could arise when the Board is making decisions which involve or affect those other companies. These conflicts will be managed by ensuring that these Directors are excluded from voting. This will ensure transparency and provide confidence, demonstrating that decision making processes are made in the best interests of CSA Ltd.

6. Declaring an interest

- 6.1. The Company Secretary will conduct annual exercise whereby all Members and Employees must complete/update their Declaration of Interest Form at least annually.
- 6.2. Additionally, if a Member has an actual or partial conflict of interest in respect of any matter to be discussed at a board or committee meeting, he should declare this even if it has been declared previously and entered in the register. A declaration should be made during the "declaration of interest" item with which each meeting will start or, if he cannot or does not do this, before the matter is discussed. The minutes of the meeting or discussion will reflect the conflict and if necessary, the Member's records will be updated.

- 6.3. Further, if a conflict arises outside of a meeting, it is the responsibility of each individual covered by this policy to ensure the complete disclosure of all activities and interests covered by this policy (at the time such an activity or interest arises) to the Company Secretary; that is, individuals should not wait until the next meeting to make a report.

7. What to do in the event of a conflict of interest arising at a meeting

- 7.1. This will depend on the type of conflict situation which arises.
- 7.2. If there is a material benefit to the Member the other un-conflicted Members should establish if there is express authority allowing the benefit.
- 7.3. If there is no such express authority the Member concerned should not take part in any discussions and will not be able to vote on any matters under consideration. They must offer to leave the meeting. This will be noted in the minutes of the meeting.
- 7.4. Where a potential conflict is perceived not to be material, the Chair may also determine whether the individual Members concerned should:
 - a. be permitted to take a full part in the meeting;
 - b. be permitted to comment on the application and participate in discussions but not present the application to the committee or the board;
 - c. be permitted to comment on the application and participate in discussions but not take part in the decision; or
 - d. absent themselves from the relevant part of the meeting

8. Response to ongoing conflicts whether arising at or outside of meetings

- 8.1. If a conflict constitutes a substantial and continuing problem for a Member or an Employee then the Board should consider their position.
- 8.2. If there is evidence that individual Members or Employees have withheld information or provided misleading information about their interests or those of a person closely connected to the, the Board will consider removing them.
- 8.3. Anyone with concerns regarding this policy or regarding any potential conflicts should notify the Company Secretary in the first instance, or the Chair. The Chair may discuss their concerns with the other Members and/or obtain legal advice.

9. Policy Review

- 9.1. This policy will be reviewed every two years.

10. Annual review of interests

- 10.1. The recording of all Declarations of Interest will be the responsibility of the Company Secretary, who will be supported by the CEO for all colleague declarations. Individuals will be made aware of the policy during induction, and there will be annual updates.
- 10.2. The Register of Interests will be formally signed off by the Chair annually having reviewed the declarations made and adjudged that the appropriate action has been taken in each case.

Appendix 1 – Board Member Declaration of Interest Form

BOARD MEMBER – DECLARATION OF INTEREST

1. Chrysalis Supported Association Limited (CSA Ltd) expects its members and staff to operate according to high ethical standards required of them in law and also contained in the Association's Codes of Governance and Conduct.
2. I DECLARE THAT I have the under mentioned business interests, personal involvements and associations with external parties which may conflict with my responsibilities as a Board member of CSA Ltd. I will notify the Company Secretary immediately should any conflict of interest arise or there be a change in the details.

Signed

Print Name

Date

3. The requirement to register an interest applies whether or not the party concerned is directly interested in the business of CSA Ltd or other group companies. All information provided will be handled in the strictest confidence. For the following please insert as much detail as possible or NONE if not applicable.

Company Directorships	
Businesses in which I am a partner or sole trader	
Employing businesses	

Continues overleaf >

<p>Businesses in which I own or in other ways control more than 2% (for quoted companies) or 10% (for private companies) of the issued share capital.</p>	
<p>Statutory bodies in which I am an elected member or official</p>	
<p>Other positions of Public Responsibility</p>	
<p>Membership of Other Housing Associations</p>	
<p>Occupier of any property owned or managed by another Association</p>	
<p>Other associated interests</p>	



Chrysalis is a Registered Society under the Co-operative and Community Benefit Societies Act 2014, with registered number 29818R, set up for the benefit of the community as a not for profit organisation, regulated by the Financial Conduct Authority (FCA) and is also a Non-Profit Private Registered Provider of Social Housing Registered Number: 4751, Regulated by The Regulator of Social Housing (RSH). CSA are members of the Housing Ombudsman and subscribe to their standards of complaints management and fair practice procedures for all tenants. Registered Office 3 Brook Office Park, Emersons Green, Bristol BS16 7FL.