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# Conflict of Interest Policy

*Approved by the Board on September 30<sup>th</sup>, 2025*

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## Introduction

Community Foundation Ireland (the **Foundation**) and its donors are on a shared mission of equality for all in thriving communities. Together with over 5,000 voluntary, community and charitable partners we are a philanthropic hub for Ireland which is a source of knowledge, expertise and information to ensure effective and strategic giving.

Our mission is supported by four pillars: Sustainable Futures, Inclusive Communities, Empowering Generations and Accelerating Change.

All members of the Board of directors, Committee members and staff of the Foundation, whether by virtue of their contract of employment or statutory rules and regulations, are obliged to serve the best interests of the Foundation rather than the pursuit of their own personal interests. This includes but is not limited to ensuring that they do not abuse their position within the Foundation for personal gain (financial benefit, large gifts, or granting favours which could compromise their independence). Accordingly, where possible, every effort must be made to avoid a situation where a conflict of interest, either direct or indirect, could arise.

However, in an organisation such as the Foundation, which enjoys a wide network of influence at a national level, it is inevitable that a conflict of interest, or at the very least the perception of a conflict of interest, will arise from time to time.

## Scope

This Policy applies to all Board members, members of Committees (including members of working groups which the Board may set up from time to time) of the Foundation and staff members. This Policy applies whenever an individual recognises, or should reasonably recognise, that a conflict of interest may arise from their current or future activities.

## Purpose

The purpose of the Policy is to assist the Foundation to effectively identify, record and manage any conflict of interest in order to protect the integrity of the Foundation and to ensure the Board, Committee and staff members act in the best interest of the Foundation.

## Definition of Conflict of Interest

**A conflict of interest** is a situation in which an individual has a personal interest which may compromise their obligations to the Foundation. This personal interest may be direct or indirect and can include interests of a person connected to a Board member, Committee or staff member.

A conflict of interest includes perceived and potential as well as actual conflicts of interest.

**A perceived conflict of interest** is one which a reasonable person would consider likely to compromise objectivity.

**A potential conflict of interest** is a situation which could develop into an actual or perceived conflict of interest.

## Policy

It is the policy of the Foundation as well as a responsibility of its Board, Committee and staff members that ethical, legal, financial or other conflicts of interest be avoided and that any such conflicts (where they do arise) do not conflict with their obligations to the Foundation.

The Foundation shall manage conflicts of interest by requiring Board, Committee and staff members to:

- avoid conflicts of interest where possible
- identify and record any conflicts of interest carefully
- manage any conflicts of interest,
- and follow this policy and respond to any breaches.

It is sometimes difficult to anticipate all conflicts in advance. Where clarifications or questions related to conflicts of interest are required, Board and Committee members should seek guidance from the Chair of the Board/Chief Executive Officer (**CEO**) while staff members should seek guidance from their Director of Function/CEO and Governance and Compliance Manager as appropriate.

Where a conflict of interest has been identified, Board members, Committee and staff members shall record and actively manage any conflict of interest to ensure that there is full disclosure and transparency and that any conflict of interest is dealt with in accordance with best practice. See **Appendix I for Disclosure Form**.

## Obligations specific to Board and Committee members

The Governance and Compliance Manager maintains a confidential Register of Interests of the Board and Committee members.

On appointment the Board member or Committee member shall submit a Disclosure Form to the Governance and Compliance Manager. A nil return is required when there is no interest to be declared.

Conflicts of interest shall be an item on the agenda of all Board and Committee meetings. A record of the nature of any conflict disclosed shall be recorded in the minutes of the meeting and the Conflict-of-Interest Register.

Where a conflict of interest exists be it real or perceived, Board/Committee members shall:

- disclose to the Board/Committee the nature of the interest in advance of any consideration of the matter
- not influence or seek to influence a decision in relation to the matter
- take no part in any consideration of the matter

The Board/Committee member may be asked to withdraw from the meeting at which the matter is being discussed or considered for so long as it is being discussed or considered by the Board/Committee and shall not vote or otherwise act as such member in relation to the matter.

Board documents on any deliberations regarding any matter in which a Board/Committee member has disclosed a material interest shall not be made available to the Board/Committee member concerned. A Board/Committee member shall, in cases where they receive documents relating to their interests or of those connected with them, return the documents to the secretary of the Board at the earliest opportunity.

In exceptional circumstances, such as where a conflict is very significant or likely to prevent a Board member/Committee member from regularly participating in discussions, it may be appropriate for the Board to consider whether that person should be requested to resign from the Board/Committee.

## Obligations specific to staff members

In instances where a staff member identifies a conflict of interest, be it real or perceived, they shall bring this to the attention of their Director of Function/CEO and Governance and Compliance Manager as appropriate.

The steps agreed by the Director of Function/CEO, the Governance and Compliance Manager and the individual to properly manage or avoid a conflict of interest shall specify:

- the persons to whom the conflict of interest will be made known
- any activities, including discussions, negotiations and decisions, in which the individual making the disclosure may not participate
- any positions which the individual making the disclosure may not occupy (whether temporarily or permanently).

The staff member shall complete a Disclosure form, agree a management plan with their Director of Function/CEO and submit the completed form to the Governance and Compliance Manager who shall maintain a confidential Register of Interests of staff members.

## Assessment and Reporting

An annual assessment of staff members involvement with grantee organisations shall be carried out led by the Governance and Compliance Manager.

The review shall cover;

- if the remit of the staff member has changed and to ensure that conflict management plans are being followed.
- If grantee activity has changed, e.g. where a grantee engages in advocacy in controversial areas.

The annual review findings shall be shared with the Senior Leadership Team and the Audit and Risk Committee regarding any high-risk scenarios.

## Data Protection

Any information provided pursuant to this Policy shall be processed in accordance with the Foundation's Data Protection Policy. Data shall be processed only to ensure that Board members, Committee and staff members act in the best interests of the Foundation. The information provided shall not be used for any other purpose.

## Circulation and Review

This Policy shall be circulated regularly (at least annually) to all Board members, Committee and staff members.

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This Policy shall be reviewed for effectiveness by the Foundation on an annual basis or as the need arises. The Foundation is committed to regularly reviewing the terms of this Policy to ensure it remains up to date with changes in the law, best practice, and other developments.

Failure to disclose an interest in accordance with this Policy may result in disciplinary action.

Appendix I – Disclosure Form

**DISCLOSURE FORM TO BE COMPLETED BY BOARD MEMBER, COMMITTEE MEMBER, & STAFF MEMBER**

**Individual details:**

<b>Name:</b>
<b>Position:</b>

**Please provide a description of potential Conflict of Interest(s):**

**Please indicate type of Conflict:**

None: <input type="checkbox"/>	Actual: <input type="checkbox"/>	Perceived: <input type="checkbox"/>	Potential: <input type="checkbox"/>
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**Please indicate Category of Conflict**

Directorship: <input type="checkbox"/>	Consultancy: <input type="checkbox"/>	Supplier: <input type="checkbox"/>	Research: <input type="checkbox"/>
Grantee: <input type="checkbox"/>	Donor: <input type="checkbox"/>		

**TO BE COMPLETED BY CONFLICT OF INTEREST REVIEWER (COI Reviewer)**

<b>Any Other Relevant Information</b>
Detail any other information that you as the COI reviewer consider relevant.

<b>Management Plan (COI Reviewer)</b>
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Describe how the conflict of interest will be managed and monitored. If a follow-up is necessary, please provide details

I acknowledge my agreement and intent to comply with the principles and safeguards of this Conflicts Management Plan.

**Board Member / Committee Member / Staff Member**

**Please PRINT NAME:** \_\_\_\_\_

**Signature** \_\_\_\_\_ **Date** \_\_\_\_\_

**COI Reviewer**

**Please PRINT NAME:** \_\_\_\_\_

**Signature of COI Reviewer** \_\_\_\_\_ **Date** \_\_\_\_\_

Please send a copy of the completed form to [clynskey@foundation.ie](mailto:clynskey@foundation.ie)