



## Geological Society's policy on managing conflicts of interest

### Background

Bye-law 6.3 states:

"On election members of Council shall make a declaration of interests, including those that are potentially conflicting and pecuniary. These interests shall be set out in a register available for public inspection and be renewed annually."

In addition, the Charity Commission has issued detailed guidance on managing conflicts of interest. The basic principle is that, except in certain very limited circumstances, no trustee of a charity (i.e. no Council member of the Geological Society) may receive any reward in connection with their service as a member of Council, either directly or indirectly, and nor may their families or close friends. "Reward" means any benefit other than the reimbursement of actual and reasonable expenses incurred in the performance of their duties.

The Charity Commission's guidance also states that "we would encourage trustees to make the operation of the charity as transparent as possible", and recommends both that the charity's policy on conflicts of interest is published and that the charity considers publishing some or all of the *Register of Interests*.

### The Geological Society's policy

1. The Society will keep a *Register of Interests*
2. On appointment and once each year thereafter, every Council member and every member of the senior management team will complete a Declaration of Interests which will cover the interests of themselves, their immediate family and their close friends in regard to:
  - a. Employment (for employees this means any other employers other than the Geological Society);
  - b. Directorships of other boards or other executive/non-executive roles;
  - c. Trusteeships of charities;
  - d. Memberships of professional or political organisations;
  - e. Membership of other Earth Science and similar organisations;
  - f. Shareholdings or any other interest in a "notifiable company" (other than those held in a portfolio investment such as a pension fund, over the composition of which the person has no control);
  - g. Connections between the person making the Declaration and any other person connected with the Society;

- h. Gifts or hospitality offered (whether accepted or not) in excess of £150;
- i. Anything else they think appropriate to declare.

A “notifiable company” includes a company a significant part of whose business (or of the business of any subsidiary or parent) operates in an area in which the Society also operates (and would include, for example, publishers, accounting firms, furniture suppliers, stationers etc.)

The *amount* of a registerable interest need not be declared, only the fact of its existence.

In considering whether a declaration is appropriate a suggested test is whether, knowing the facts of the interest, an impartial external observer could reasonably conclude that your judgement in considering the business of the Society might be influenced.

- 3. The Declarations of Interests will be held by the Executive Secretary and will be confidential to the immediate “need to know” group of Trustees and Officers. Individual items from the register would be made available only to third parties where they are a data subject, or to others with the written consent of the relevant Trustee.

It is a legal requirement that the Society’s Annual Report and Accounts must include disclosure of any properly authorised payments or financial benefits to Trustees.

- 4. Persons completing a Declaration of Interests will inform the Executive Secretary by email or in writing of any material change in their Interests as soon as the change occurs.
- 5. At the start of every meeting of Council, the agenda will include an item inviting Declarations of Interest. Any Declarations will be formally recorded in the minutes. Members of Council or staff arriving after the start of the meeting will make any Declarations of Interest as soon as they arrive.
- 6. Members of Council with a conflict (and, except in exceptional circumstances, staff in attendance with a conflict) will leave the room immediately before the item relating to their Interest is reached and will neither discuss it, advise on it or vote on it, and nor will they count towards the quorum of the meeting while they are so absent. Where it is considered necessary for a member of staff with a conflict to remain in the room, the reasons for that will be recorded in the minutes.

Agreed at Council 16 June 2010