



Conflicts of Interest



Approved: November 2021
Review: November 2024



1. Introduction

Definition

A Conflict of Interest exists when the duties owed by an individual to the Sealed Knot conflict with, or may possibly conflict with a personal, financial, or other interest or duty that the individual holds and/or by the interests of someone who has a close personal connection to the individual.

The existence of a conflict of interest does not therefore depend on whether the individual is actually influenced in their duties or decisions. It arises whenever an interest could reasonably be perceived as affecting, or having the capacity to affect, an individual's ability to make impartial decisions on the Sealed Knot's behalf.

A potential conflict exists where the interests of an individual are not currently in conflict, but there is a reasonable likelihood that they may give rise to a conflict in the future.

Conflicts of interest can be financial or non-financial:

- Financial conflicts can arise where there is, or appears to be: opportunity for personal financial gain; financial gain to someone with a close personal connection to the individual; or where it might be reasonable for another party to take the view that financial benefits might affect that person's actions. Examples include payments, benefits in kind, equity interests, gifts, hospitality or intellectual property rights.
- Non-financial interests may include any direct or indirect benefit or advantage, reputational gain, enhancement of an individual's career or education, or a benefit to a connected person.

Scope

This Conflict of Interest policy applies to all current or prospective members of the Board of Directors, as well as to any other individual acting on behalf of the Sealed Knot.



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Review

This policy will be reviewed and updated at least every three years by the Company Secretary.



2. Policy

Statement

The Sealed Knot is committed to ensuring that high levels of integrity apply in all areas of its business and that all activities are conducted in an honest and transparent manner. The aims of this Policy are to:

- enable Board members, plus others acting on behalf of the Sealed Knot, to recognise where their personal interests conflict with, or may reasonably be perceived to conflict with, their Sealed Knot duties;
- communicate the expectations for declaring and recording such conflicts; and
- set out the processes for managing conflicts of interest in order to ensure that business decisions are made objectively and in the best interests of the Sealed Knot.

The business of the Sealed Knot must be conducted in accordance with this Policy.

Declaring Conflicts of Interest

Individuals must disclose all conflicts of interest in writing (email is sufficient) at the time the conflict first arises or becomes known, including when it is recognised that a conflict might reasonably be perceived. Conflicts of interest should be disclosed to the Company Secretary. The responsibility for failing to disclose a conflict of interest rests with the individual, and not with the Sealed Knot.

If the Company Secretary has an interest in the matter being disclosed, they must refer the disclosure to the Chair of the Board of Directors who will log the matter on the Register of Interests.

Upon joining the Board of Directors, and on an annual basis thereafter, Directors will be asked the following questions:

1. Are you a member of any other groups, re-enactment or otherwise, which could pose a conflict of interest with your duties as a Director of the Sealed Knot?
2. Are you or any other family member a Director or Trustee of any other company or charity?

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3. Do you or any member of your family have any interest in any existing or potential contracts that the Sealed Knot has or may have in the future? This includes, but is not limited to, contracts regarding IT, film & TV, land hire, skips, portaloos, and food, drink and goods traders.
4. Have you or your family accepted any gifts, services or entertainment that might reasonably be thought to influence or have the potential to influence your judgement or actions as a director?
5. Are you related to, or have business arrangements with, any other Director, or regimental CO, adjutant, or treasurer?

Any mention of family or relations is considered to be a reference to parents, partners, spouses, children or step-children, or anyone that you currently live with and have done for more than 3 months, as set out in the Companies Act 2006 s.252.

Conflict of interest declarations will be treated as confidential insofar as the law permits.

Recording Conflicts of Interest

The Register of Interests will be maintained by the Company Secretary and updated annually before the first meeting of the Board of Directors following the Annual General Meeting.

The responsibility for disclosing a conflict of interest or potential conflict of interest rests with the individual. If in doubt, an interest should be declared.

Managing Conflicts of Interest

The Company Secretary should decide on the course of action for any conflict declared to them, confirm any action taken with the declarer, and record this action in the Register of Interests.

In most situations, simply disclosing and recording the interest may be the only necessary action. In other cases, in order to ensure decisions are made in a fair manner, more active management may be required. This could include the individual:

- not taking part in discussion of certain matters and any decisions or votes relating to those matters;
- not taking part in decisions relating to certain matters, but still being present for any preceding discussion;

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- referring decision-making on certain matters to others;
- divesting or placing in trust certain financial interests;
- publishing a notice of interest; or
- standing aside from any involvement in a particular project.

Appendix A contains questions for evaluating potential conflicts of interest.



Appendix A – Questions for evaluating potential Conflicts of Interest

1. Has all relevant information concerning the individual's activities been acquired (i.e. has there been full disclosure)?
2. Do the individual's relevant financial interests suggest the potential for conflicts or the appearance of conflicts or bias?
3. Is there any indication that the individual in their Sealed Knot role has improperly favoured any outside entity or appears to have incentive to do so?
4. Has the individual inappropriately represented the Sealed Knot to outside entities?
5. Does the individual appear to be subject to incentives that might lead to conflicts or bias?
6. Is there any indication that obligations to the Sealed Knot are not being met?
7. Is the individual involved in a situation that might raise questions of bias, inappropriate use of Sealed Knot assets, or other impropriety?
8. Could the proposed activity withstand public scrutiny (ie. Is there any reputational risk?)