



Farmstrong Scotland

Conflict of Interest Policy

May 2025

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1. Introduction

1.1 Farmstrong's Code of Conduct for Board Trustees outlines the charity's expectations of its directors during the course of their work, in order to ensure the highest possible standards of service and to safeguard the charity's reputation.

1.2 Farmstrong Board Trustees have an obligation to act in the best interests of the charity in accordance with its rules and to avoid situations in which there may be a potential conflict of interest.

1.3 However, Farmstrong recognises that conflicts of interest may arise where a Board director's personal or business interests and/or loyalties conflict or appear to conflict with those of Farmstrong. Perception is as big a reputational concern as reality. Such conflicts, perceived or otherwise, may create problems, e.g. they may inhibit or appear to inhibit free discussion, decision-making that is not in the best interests of the charity, or they may risk the impression that Farmstrong has acted improperly. It is therefore important to manage such conflicts carefully.

2. Register of interests

2.1 Farmstrong requires its Board Trustees to declare their interests, and any gifts or hospitality received in connection with their role in the charity. A Register of Interests declaration form is provided for this purpose (see Schedule A). The results of the completed declaration are compiled into a Register of Interests which is maintained by the Programme Director. It is available only to Board Trustees and to auditors where required.

2.2 There are four occasions when it is recommended that potential conflicts be declared via the Conflict of Interests declaration form:

On appointment: every new Board Trustee should complete a declaration at the time of appointment if this is not at the time of the annual declaration.

Annually: subsequent to the AGM.

When anything significant changes: new interests should not await an annual declaration before being notified.

Verbally at any meeting where specific relevant conflicts may arise: if you become aware of any conflicts of interest after reading the Board agenda and during the course of a board meeting you should verbally notify this to the Chair at the meeting. This will be noted in Board minutes and depending on the significance, Board directors may need to absent themselves from the meeting whilst the topic is being discussed.

2.3 The information provided to Farmstrong will be processed in accordance with current data protection regulations. Data will be processed only to ensure that Board acts in Farmstrong's best interests. The information provided will not be used for any other purpose and historical information will be deleted confidentially.

3. Conflict of Interest Types

3.1 Conflicts of interest can occur in various situations, and may manifest themselves as financial or non-financial, direct or indirect, actual or perceived:

Direct financial gain or benefit: Direct financial gain would arise through the employment of the Board Trustee by Farmstrong, as an employee, consultant or advisor, or provider of a service. It would also apply to any charity of which the Board Trustee is a trustee, director or shareholder being considered for a contract by Farmstrong.

Indirect financial gain or benefit: Indirect financial interests arise for example when a close relative, such as partner or spouse, is employed by Farmstrong. If the Board is wholly or partially dependent upon the financial support of his/her spouse/partner, they may be seen to be benefiting financially from the appointment.

Non-financial interests, direct or indirect: Direct or indirect non-financial interests may arise for example where a family member, friend or business associate of the Board Trustee stands to gain financially or reputationally through working for or being associated with Farmstrong. Even if the Board Trustee will not gain financially from that situation a perceived conflict of interest could arise.

3.2 Farmstrong recognises that it is not possible to define all the circumstances which may lead to a potential conflict of interest and the examples provided in 3.1. are to provide guidance on potential scenarios that could be relevant. Board Trustees have a personal responsibility to declare conflicts of interest if they are to fulfil their legal duty to act only in the best interests of the charity.

3.3 It is the responsibility of each individual Board Trustee to declare any matters which they feel may present actual or potential conflicts, or the perception of such conflicts. All relevant business and personal interests should be declared including those of spouses, partners, family or other related parties.

4. Procedure in the event of a potential or actual conflict of interest

4.1 Deciding on whether there is a conflict: A Board Trustee should be careful to avoid possible conflicts of interest and should voluntarily declare any conflicts that are apparent. If you cannot decide on whether a conflict exists, you should firstly ask the Chair for advice and then, if necessary, the Board can decide. All Board decisions will be made by vote with a simple majority required. The meeting must be quorate for the discussion and decision. In the case of a Board Trustee with a potential interest, they will not be counted when deciding whether the meeting is quorate. The decision will be recorded in the minutes of the Board meeting which will include:

- a) The nature and extent of the conflict
- b) An outline of the discussion

4.2 Action to be taken where a conflict of interest exists: Where a conflict exists, the Board will decide on what actions need to be taken to manage the conflict. For example, it may decide that a Board Trustee should temporarily stop attending sub-committee meetings, that they should only attend parts of Board meetings, or not take part in certain discussions. The action to be taken will be recorded in the minutes of the Board meeting.

5. Review & Monitoring

- a. Review: This policy will be reviewed at least annually or as required, to consider changes in legislation, guidance, and good practice.
- b. Monitoring: The Charity will monitor the implementation and effectiveness of this policy, seeking feedback and suggestions for improvement from volunteers, office bearers, staff, volunteers, and other stakeholders

6. Policy Dissemination

This Conflict of Interest Policy will be made available to all Trustees, staff, volunteers, and stakeholders upon request or via Farmstrong Scotland website and will be communicated to relevant stakeholders as appropriate. By adhering to this Policy, Trustees, staff, volunteers and stakeholders contribute to the overall well-being and positive culture of Farmstrong Scotland.

7. Approval and Revision History

- Approved by: Farmstrong Trustees
- Date of Approval: 21st May 2025
- Revision Date: by 21st May 2026

Schedule A

Farmstrong Scotland

Board Trustee Declaration of Interests

Name	
Other Directorships	
Charitable trustee roles or equivalent	
Other organisational leadership roles e.g. Board memberships (not directorships), panel memberships, business partnerships.	
Remunerated consultancy or professional roles within the food and/or farming sector?*	
Any other declared interest**	

*: any advisory role whether as business consultancy or professional services such as legal, financial, HR, marketing or sales activity.

**: where there is a financial, familial or commercial interest in any person or business providing services to Farmstrong and/or that Farmstrong provides services to.

Signed		Date	
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This section is to be completed by the Programme Director

Based on the above self-assessment please tick the most appropriate overall evaluation of the situation

1. The registered interests appear satisfactory with no apparent matters of concern

2. The registered interests require clarification and follow-up

If there are any issues indicate what action is to be taken

Potential Issue	Recommended Action, Person Responsible and Date for Completion	Priority Rating (Critical or important)

Programme Director Signature: _____ Name: _____ Date: _____