

The Chartered Institution of Highways and Transportation (CIHT)

Conflict of Interests Policy

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Application of the Policy

1. This policy applies to:
 - (i) Trustees
 - (ii) Council Members
 - (iii) Appian Trading Directors
 - (iv) Strategic Board/Panel Members
 - (v) Regional Officers (including SoRSA)
 - (vi) Individuals engaged in judging awards
 - (vii) Individuals assessing a member's professional competence.
 - (viii) Executive Directors of CIHT

Purpose of the Policy

2. The purpose of this policy is to protect the integrity of CIHT's decision-making processes, to enable stakeholders to have confidence in the Institution's integrity, and to protect the integrity and reputation of those involved.
3. Trustees have a legal obligation to act in the best interests of the Institution, in accordance with CIHT's governing documents, and to avoid situations where there may be a potential conflict of interest. This includes avoiding actual conflicts of interest as well as the perception of conflicts of interest. CIHT also requires members acting in roles (ii) to (vii) to meet these principles.
4. Conflicts of interests may arise where an individual's personal, business or family interests and/or loyalties conflict with those of CIHT. Examples of conflicts of interest include:
 - A Council Member who has shares in a business that may be awarded a contract to do work or provide services to the Institution;
 - A Trustee who is also on the committee of another organisation that is competing for the same funding;

- A Director who is related to a member of staff and there is a decision to be taken on staff pay/conditions;
 - An assessor who has close links with, or is employed by, the same organization as a member who has applied for assessment.
5. Such conflicts may create problems because they can:
- inhibit free discussion;
 - result in decisions or actions that are not in the interests of CIHT;
 - risk the impression that CIHT has acted improperly.

Declaration of Interests

6. Upon appointment, members in roles (i) to (vii) are asked to make a full, written disclosure of interests, such as relationships and posts held, that could potentially result in a conflict of interest. A Declaration of Interests form is provided for this purpose, listing the types of interest to be declared. This will be kept on file and reviewed annually, and also when any changes occur. Senior staff in the Executive Leadership Team will also be required to provide an annual declaration of interest.
7. Annual reviews should take into account any gifts or hospitality received in connection with that member's role in CIHT. It is the responsibility of members and staff to ensure that their declaration is kept up to date. If members are not sure what to declare, they should presume to err on the side of caution. The Chief Executive or the Director of Corporate & Business Services are available for confidential guidance.
8. The Register of Interests is also to be used to record all gifts and hospitality received from external bodies. This will not be expected to include hospitality offered by Regions in carrying out their responsibilities (e.g. in attending a regional dinners). Interests and gifts will be recorded on the charity's Register of Interests, which will be maintained by the Director of Corporate & Business Services. The register will be available on request for inspection and its existence published on the CIHT website.
9. Trustees/Members/Directors should declare any actual or potential conflicts of interest at the beginning of each meeting. This will be recorded in the minutes of that meeting.
10. All payments or benefits in kind to trustees will be reported in the charity's accounts and annual report, with amounts for each trustee listed for the year in question.
11. Before each assessment session, assessors are sent a list of members who have applied for assessment and are required to inform CIHT immediately if they have a conflict of interest in relation to any of the members listed to ensure that they are not allocated as an assessor for that member.

Data Protection

12. The information provided will be processed in accordance with data protection principles as set out in the Data Protection Act 1998 and the general data protection regulation (GDPR). Data will be processed only to ensure that members in roles (i) to (vii) act in the best interests of CIHT. The information provided will not be used for any other purpose.

Decisions taken where a Trustee/Council Member/Director has an Interest

12. In the event of the Board of Trustees, Council, a Strategic Board or Panel having to decide upon a matter in which a member in roles (i) to (v) has an interest, all decisions will be made by vote, with a simple majority required. A quorum must be present for the discussion and decision; interested parties will not be counted when deciding whether the meeting is quorate. Members declaring an interest in a business item may not vote on matters affecting their own interests and should be asked to retire from the meeting for the duration of the discussion. All decisions under a conflict of interest will be recorded by minute taker and reported in the minutes of the meeting. The report will record:

- the nature and extent of the conflict
- which members were affected
- an outline of the discussion
- the actions taken to manage the conflict

13. Where a member benefits from the decision, this will be reported in the annual report and accounts in accordance with the current Charities SORP.

14. The Charity Commission may be asked to authorise decisions in advance if:

- it is going to involve any benefit to a member in roles (i) to (v) that hasn't already been authorised
- the conflict of interest is serious but there's no alternative way forward that will remove it
- most or all of the members involved share the conflict of interest

Managing Contracts

15. If there is a conflict of interest, members in roles (i) to (v) must not be involved in managing or monitoring a contract in which they have an interest. Monitoring arrangements for such contracts will include provisions for an independent challenge of bills and invoices, and termination of the contract if the relationship is unsatisfactory.

Failure to disclose conflicts of interest

16. Where members don't identify or properly respond to a conflict of interest, there can be serious consequences for the affected individual(s), the Institution, and public trust and confidence in charities generally. Where members in roles (i) to (vii) have acted outside the terms of the Institution's governing document or the law, their decision may not be valid. It could be challenged by the Charity Commission or by an interested party/stakeholder.
17. In the case of members in roles (i) to (v), a deliberate intent to exploit a conflict of interest may be viewed as a type of fraud. The legal and regulatory consequences of such will largely depend on the nature and severity of the conflict, its impact on the Institution, and the ability of the Trustees or Council to remedy the situation and operate in line with their duties.
18. A member in roles (vi) to (vii) who deliberately fails to disclose a conflict of interest may be subject to disciplinary action under CIHT's Code of Professional Conduct.