

Geological Society's policy on managing conflicts of interest

Background

The Charity Commission has issued guidance on managing conflicts of interest in accordance with the Charities Act. A conflict of interest is any situation in which a trustee's personal interests or loyalties could, or could be seen to, prevent the trustee from making a decision only in the best interests of the charity. The basic principle is that trustees (i.e. Council members) have a legal duty to act only in the best interests of their charity. They must not put themselves in any position where their duties as trustee may conflict with any personal interest they may have. The Commission expects individual trustees and trustee bodies to be able to identify any conflicts of interest at an early stage. The early identification of conflicts of interest is key to ensuring that trustees act only in the best interests of the charity.

The Charity Commission's guidance also states that trustees should record any conflicts of interest and how they were handled. It is good practice to have a written conflicts of interest policy and register of interests as these can help individual trustees and the trustee body to identify conflicts of interest promptly.

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 leadership 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. Membership of professional 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 Chief Executive 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 the Geological Society’s auditors, 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 Chief Executive 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 declare any interest at the earliest possible opportunity and certainly before any discussion of the relevant item. They will not be permitted to discuss the item, advise on it or vote on it, and will be asked to leave the meeting for the duration of consideration of the item. They will not 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.
7. An equivalent Declaration of Interests process will apply to Directors of Geological Trading Limited, in compliance with the Companies Act 2006. The equivalent Declaration of Interest will cover the interests of themselves, their immediate family and their close friends in regard to:
 - a. Employment;
 - b. Directorships of other boards or other executive/non-executive roles;
 - c. Appointments (voluntary or otherwise);
 - d. Related party transactions;
 - e. Gifts or hospitality offered (whether accepted or not) from individuals or organisations having dealings with the company;
 - f. Anything else they think appropriate to declare.

Approved by Council on 26 November 2025