

Conflict of Interest Policy

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Key Messages:

- *The main objective of this Policy is to ensure decisions are made in IOSH's best interests, safeguarding its integrity and managing conflicts of interest.*
- *This policy outlines IOSH's approach to identifying, declaring, and managing conflicts of interest to maintain objective decision-making and transparency.*
- *This policy covers the processes for declaring potential conflicts of interest, the responsibilities of individuals in disclosing interests, and the actions to be taken in case of a breach of the policy.*
- *This policy applies to the IOSH group worldwide and all individuals who are employed by or work for IOSH including IOSH volunteers. IOSH group constitutes IOSH Charity and all subsidiaries.*

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Introduction

Volunteers, contractors, and employees bring valuable experience to IOSH; experience, personal and professional connections can bring benefits to the work of a charity, and they often form part of the reason an individual has been selected to join the Institution.

As such, conflicts of interest are not uncommon in charities. The existence of a conflict of interest does not reflect on the integrity of the affected individual, if it is properly addressed. The individual must act to prevent the interest from interfering with their ability to make, or be seen to make, a decision that is only in the best interests of the charity.

Purpose

The purpose of this policy is to ensure that decisions are taken in the best interests of IOSH and to protect the integrity, reputation, and good standing of IOSH and its members. It protects both the individual and the Institution from impropriety and any appearance of impropriety and places a duty on those who have knowledge of, or become aware of, actual or potential conflicts of interest to declare them.

This policy:

- provides a definition of conflict of interest
- provides examples of potential conflicts of interest
- identifies the roles and responsibilities for managing conflicts of interest
- sets out the processes for reporting conflicts of interest
- describes the action(s) which will be taken in the event of a breach of this policy.

Scope

This policy is designed to set out the requirements for the handling of potential conflicts of interest that may arise in relation to the purpose and work of IOSH. It applies to all volunteers, contractors and employees who interact with the work of the Institution.

Responsibilities

IOSH is responsible for ensuring conflicts of interest are documented and managed.

It is the responsibility of each volunteer, contractor or employee to consider and identify interests that may result in a conflict and to declare them for inclusion in the IOSH Register of Interests.

Trustees and the Senior Leadership Team are most likely to be in a position of actual or potential conflict of interest. Therefore, they are required to make an annual, proactive declaration of their interests.

Declaration of Interest Forms are distributed annually in March to the Trustees and the Senior Leadership Team. All relationships and business affiliations that reasonably could give rise to a conflict involving the Institution must be declared by completing the form. If there are none, a 'Nil' return must be submitted. In addition, the Governance Manager must be informed if there is a material and relevant change to your interests in-year.

All other volunteers, employees, and contractors are required to declare actual or potential conflicts of interest when they arise, for example through involvement in a procurement. Declarations must be made to the Governance Manager. Nil returns are not required.

Where any individual is not sure what to declare, or whether a declaration needs to be updated, they should err on the side of disclosure. Please contact the Governance team for confidential guidance about declarations.

The Register will be open to scrutiny by members of the Institution on request. If you wish to make a sensitive declaration, please contact the Governance Manager.

Procedure for disclosing a conflict

When you become aware of a conflict of interest arising over a matter under discussion at a meeting or whilst engaged in another activity, you must declare the matter immediately.

In a meeting, it should be brought to the attention of the Chair who, in consultation with the Governance Team representative present, will determine the action to be taken to mitigate the conflict. All Board and Committee meetings have declarations of interest as a standing item early on the agenda.

In any other setting, the interest should be declared to any IOSH employee present at that time. In a Professional Discussion Interview or during the review of a Portfolio, it should be brought to the attention of the Professional Development and Standards Manager (PD&S Manager).

Depending on the nature of the conflict, your position and the matter under consideration, the Chair may determine that you take no part in the discussion or any subsequent vote on the matter, that you are not counted toward any quorum, or that you may partially or fully contribute. In other circumstances the employee present or the PD&S Manager will advise, taking advice from the Governance team, if necessary, on the appropriate action. The determination will be recorded in the minutes of the meeting or elsewhere as appropriate.

What type of information should I declare?

Some guidance on the type of information that should be considered for declaration as potential conflicts of interest are set out below. This list is not exhaustive, and it is impossible to list every potential situation or circumstance that could give rise to a conflict of interest. Therefore, individuals should use their judgment to decide whether any interests should be disclosed.

A conflict of interest would occur if IOSH was deliberating a decision or considering a matter that would mean:

- an individual may benefit financially or otherwise, either directly or indirectly through someone with whom they are connected [see definitions]
- an individual has a duty or loyalty to the Institution which competes with a duty or loyalty to another organisation or person.

Examples of circumstances which may lead to conflict are:

- Directorships and committee appointments: Both paid and unpaid, of any public or private company, or other body, together with any roles or positions with other organisations.
- Other remunerated work/volunteering opportunities: Any paid employment or volunteering activity outside your normal activity for the Institution. Examples might be consultancy or advisory activity, speaking engagements. Particular consideration should be given to activities conducted for organisations related to membership, qualification development, training and general health and safety fields.
- Shareholdings or other positions: Declaration of the name of any public or private company (including any not-for-profit), business, partnership, or consultancy.
- Interests of those people to whom an individual is connected that might be considered relevant to their IOSH associated activities.
- Confidential information: any conflict that may arise from an individual being in possession of confidential information relating to the commercial or charitable activities of the Institution.

- Miscellaneous and unremunerated interests: This includes other interests which do not fall clearly within any of the above categories.

Example interests which may cause you to have a conflict of interest

These examples are a guide, and the list is not exhaustive, but an individual is likely to have a conflict of interest if they:

- Own any financial or other proprietary interest in any entity supplying or seeking to supply services or goods to the Institution.
- Receive any benefit from a third party regarding that party's past, present or future business relationship with the Institution.
- Receive any benefit from a pending decision of the Institution or from an organisation or individual being evaluated by the Institution.
- Serve as an officer, Director, or committee member of any competing or associated organisation. That is any charitable or business enterprise whose purposes, products and/or services competes with those of the Institution.
- Receive any benefit or have loyalties elsewhere which may be compromised by the possession of information regarding the commercial activities of the Institution and IOSH Services Ltd.

An individual must consider not only whether they think that their interest constitutes a conflict of interest but also whether a reasonable person may perceive that their ability to make a judgement in the best interests of the Institution is impaired.

For employees, failure to declare a conflict of interest could result in disciplinary action, and in severe cases could constitute gross misconduct. For Trustees and other volunteers, failure to declare a conflict of interest may constitute a breach of the Volunteer Code of Behaviour and/or the Member Code of Conduct and could result in disciplinary action being taken.

Review, delegations and communication

Authority to amend this policy in line with statutory changes or Charity Commission guidance is delegated to the Governance Manager.

Authority to amend the administrative elements in relation to the operationalisation of this policy is delegated to the Governance Manager.

Authority to significantly amend the meaning or purpose of this policy lies with the Board of Trustees.

This Policy is to be reviewed annually to ensure its continued relevance and effectiveness. It is communicated to all employees and made available to interested parties through our website and any other internal communication channels.

Definitions

Connected person: in broad terms this means family, relatives, or business partners, as well as businesses in which an individual has an interest through ownership or influence. The term includes a spouse or unmarried or civil partner, children, siblings, grandchildren, and grandparents, as well as businesses where an individual or family member holds at least one-fifth of the shareholding or voting rights.

Volunteer: Trustees; Board Committee or Nominations Committee Member; Officer (as defined in the Institutions Byelaws as the President, President Elect, Immediate Past President, and the Vice-

Presidents) Council Member; Peer Review Interviewer (PRI) Panel Member, Fellowship Panel Member, Technical Subject Matter Specialist, Community Committee Member, participants in membership Focus Groups (for example Future Leaders Group), Complaint Review Committee Member, Disciplinary Panel Member, Appeal Panel Member and any other individual volunteering for the Institution.

Trustee: A member of the IOSH Board of Trustees.

Contractor: agency workers, temps or interims filling roles in the establishment on a temporary basis; members of the Institution who are assessors, senior assessors, moderators or panel members undertaking paid work to deliver professional journey processes.

Version history

V	Changes made	Date	Made by
1		March 2019	Lou Hall
2	Update in line with commercial sensitivities and widening of volunteer roles	July 2021	Lou Hall
3	Updates to support phase 2 launch of the professional journey	November 2022	Jolene Dalton
4	Update “Branch or Group” to “Community” following Networks review	July 2025	Leila Pollard
5	Change to owner and administrative changes, review date changed to align with Compliance Board	Jan 2026	Leila Pollard