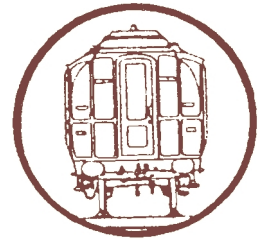


WEST SOMERSET STEAM RAILWAY TRUST LIMITED

Registered Charity No. 265564

President: Lady Elizabeth Gass



Registered Office: The Railway Station, Bishops Lydeard Taunton,
Somerset. TA4 3BX
Registered in England No. 1079916

POLICY ON CONFLICTS OF INTEREST FOR DIRECTORS

What is a conflict of interest and what issues does it raise?

1. A conflict of interest is any situation in which a Director's (or a partner's) personal or pecuniary interests or interests which they owe to another body arise simultaneously or appear to clash.
2. We recognise that it is inevitable that conflicts of interest occur. The issue is not the integrity of the Director concerned but the management of any potential to profit from a person's position as Director or for a Director to be influenced by conflicting loyalties. Even the appearance of a conflict of interest can damage the company's reputation, so conflicts need to be managed carefully. Provisions relating to the avoidance or management of conflicts of interest for Directors are contained in the Companies Act 2006.
3. The need to declare and manage conflicts of interest does not just apply to Directors. The Committee on Standards in Public Life (the Wicks Committee) set up by the Government with the aim of ensuring the highest standards of propriety in public life acknowledged the need to declare and manage conflicts of interest in its "Seven Principles of Public Life" which it believes should apply to everyone who holds a public office. These principles state that holders of public office should declare any private interests relating to their public duties and should take steps to resolve any conflicts in a way which protects the public interest.

Declaration of Interests

4. The Chairman and Vice Chairman will discuss the potential for any conflicts of interest with new Directors before they are appointed.
5. The West Somerset Steam Railway Trust Ltd asks its Directors to declare their interest and any gifts or hospitality received in connection with their role in the organisation.
 - A Declaration of Interests form is provided for this purpose, listing the types of interest that should be declared.
 - In order to be effective, declaration of interests need to be updated annually and also when any changes occur. Directors are responsible for notifying any changes to the Secretary as soon as possible. Any Director who is not sure what to declare or whether their declaration needs to be updated should err on the side of caution.
 - Interests will be recorded on the West Somerset Steam Railway Trust Ltd's Register of Interests which will be maintained by the Secretary and will be accessible by the Chairman, fellow Directors and the company's auditors.

Managing conflicts of interest

6. All Directors need to be alert to possible conflicts of interest which they might have and to how they can minimise the effects. A key aspect of minimising the effects of conflicts of interest is to be open and transparent about such situations as and when they arise. All Directors should advise the Secretary of any actual or potential conflicts of interest of which they are aware as they arise. This would be a standing item on the agenda of Board meetings.

Procedures to follow when a Director is subject to a conflict of interest

7. The removal of the Director concerned from the decision making process , in relation to that conflict.
8. Managing the conflict of interest once a decision has been made.
9. Recording details of the discussions and decisions made.
10. At the beginning of any meeting, every Director should declare any private interest which he or she has in an item to be discussed and certainly before any discussion of the item itself. Simply declaring that a conflict exists and withdrawing from the discussion and any decision making will be all that is required if the Director is not receiving any material benefit as a result of the conflict of interest.

THIS DOCUMENT IS NOT CONTROLLED ONCE PRINTED

Responsible Trustee: David Baker

Date approved by the Board: 22/04/2017

Review Date: April 2020