



## **Conflict of Interest – Board**

As well as the legal obligations under the Bodies Acts and obligations under the Ethics in Public Office Acts 1995 and 2001 the following policy will be implemented for the sake of transparency. Foras na Gaeilge recognises that a likely conflict of interest could be just as harmful as a real conflict of interest existing and such must, therefore, be avoided:

- i) On appointment to the Board of Foras na Gaeilge, each member must provide details to the Chief Executive's office of their employment and every other business interest including shareholdings, professional relationships etc., which may be associated with a conflict of interests or which may exert a material influence on the member in respect of completing their functions as a Board member. In regard to any interests of a person in the member's family of which they would reasonably be expected to be aware, or any person or institution in connection with the member with whom or which a conflict of interest could be associated or could exert a material influence on the member in respect of the execution of their functions, these must be disclosed also. To this end, the following persons and institutions will be considered as associated with the member:
  - (a) spouse, partner, parent, brother, sister, child or step child;
  - (b) close friend;
  - (c) incorporated company associated with the member;
  - (d) a person acting as a trustee for any trust, of which the member or the persons at (a) or (b) above or the incorporated company at (c) above would be beneficiaries as a result; and
  - (e) a person acting as a partner of the member or of any person or institution which is, by virtue of (a) – (d) above, associated with the member.

It may be understood that a conflict of interest exists in circumstances in which the Board member has a relevant interest as defined in (a) – (e) or:

- i. If they is engaged in business with a relevant interest, whether that is as an individual, incorporated company, society or association;
- ii. If they has shares or ownership or other proprietary interest or if they are a member of the incorporated company, society or association;
- iii. If that person is a debtor or creditor of the incorporated company, society or association;
- iv. If they possesses any office whether as a director or advisor or other of the incorporated company, society or association of that kind, whether with or without remuneration;

All members must provide details of business interests as set out above to the Chief Executive or Secretary as they come to light to them during the period of their directorship.

- i) If it is relevant in any question which arises, the member must inform the office of the Chief Executive of any employment and any other business interests of the persons associated with them, as defined at (i).
- ii) Disclosure of members' minor shareholdings is at the full discretion of the Board. As a general guide, shareholdings of a value over €15,000 or over 5% of the issued capital of a company are disclosed.
- iii) If a member is unsure whether this policy requires a disclosure of interest of their own or a relevant person, they must consult with the Chairperson.
- iv) Details of the above interests will be kept in the Chief Executive's Office in a special confidential register and it will be updated each year. The Chief Executive's office shall be informed as soon as possible of any changes occurring in the meantime. The Foras na Gaeilge Chairperson, Chief Executive's Secretary, Chief Executive and other relevant staff members will have access to the register. All regulations in connection with the GDPR will be adhered to in storing information of this type securely in the possession of Foras na Gaeilge. Members have already given consent for the

processing and storing of this information when they accepted appointment with the Foras na Gaeilge Board.

- v) Where a question arises in connection with the Chairperson's interests, he or she must authorise the Deputy Chairperson or a Board member to deal with the matter. The person so appointed will act as chairperson at Board meetings when discussing or making decisions on the matter in which the Chairperson or a person or institution connected to the Chairperson has an interest. The Chairperson must be absent during such discussion and decision making processes.
- vi) The relevant member will not be provided with Board or body documents in connection with any discussion in respect of the above interests before a decision is made. (These documents will include the documents relevant to cases in connection with competitors with the above interests). When decisions have been made, they will be made known to the member.
- vii) Since it is recognised that the interests of Board members and people connected to them can change with short notice, a Board member should, if they receive documents in connection interests connected to them, return the documents to the Office of the Chief Executive as soon as possible.
- viii) A Board member must remain absent while the Board discusses or makes a decision on matters which occur in which that member, or a person or body connected to the member, has an interest (other than in their capacity as a Board member). In cases of this kind, a separate record will be kept of the dialogue (which the Board member will not have access to).
- ix) If there is any question as to whether or not a case is connected to the interests of a Board member or a person or body connected to that Board member, the Chairperson shall make a decision on the question.
- x) Former board members must keep information they received in that capacity confidential.

## *Handling Conflicts of Interest*

### *Test*

Conflicts of interest can take place due to a member being involved in the decision making in connection with the preparation or implementation of Foras na Geilge schemes, strategies or policies or the authorisation of Foras na Gaeilge grants.

The following is a key test implemented in all cases: Is the Board member's interest prejudiced? That is to say, would a reasonable person, having objectively examined all the facts, deem that it would be difficult for the board member to make a decision objectively for the public good without allowing their interests to influence them.

### *Former employment*

Members who are former employees of bodies which regularly or occasionally apply for funding must register a risk of conflict of interest with that body for 24 months from the date of their nomination on the Board of Foras na Gaeilge. After a period of 24 months the matter will be dealt with in accordance with the normal provisions of this policy.

In circumstances in which it is considered that there is a conflict of interest the Board member must:

- i. Ensure that their conflict of interest is made known and appropriately registered
- ii. Return any documents provided by Foras na Gaeilge in connection with the matter in question to the Chief Executive's Office as soon as possible.
- iii. Remain absent during the Board's discussion of that area in which the Board member has an interest.

### *Regular applications for funding*

A Board member who is connected with an institution which makes a regular application for funding is not permitted to participate directly or indirectly in any stage of the development of the scheme, or of the grant application process. Such Board members are not permitted in particular to be members of the Grants Committee.

### *Occasional or One Off applications for funding*

A Board member who is connected with an institution which makes occasional applications for funding is not permitted to participate directly or indirectly in any stage of the application process for a grant in

respect of that application – that is to say to act appropriately in case of conflict.

#### *Code of conduct regarding applications*

- i. If a Board member is involved in an organisation which making applications for a grant, the Board member must not be associated with the preparation of the bid for funding. In all cases, the Board member must not discuss the application with other Board members, or with Foras na Gaeilge staff, or engage in a presentation or delegations, since it could be deemed that they were benefiting from their capacity as a Board member in order to exert an influence on the result.
- ii. No Board member who has a possible conflict of interest will receive any Board or Committee documents in connection with their application.
- iii. Any Board member who has a possible conflict of interest may not participate in the dialogue or the decision making process at the levels of the Grants Committee or at board level and they may not be present during any discussion of the application.
- iv. The Board member is not permitted at any time to attempt in their capacity to inappropriately exert an influence on a decision by asking other Board members to ask questions or by discussing their application at a Board/Committee meeting from which they are excluded or by discussing the application with officers who are assessing the application. An application may be made invalid due to such activities.
- v. The Member in question will not be provided with Board or Body documents for any case involving dialogue with the above interests before a decision is made. These documents will include the documents relevant to cases in connection with competitors with the above interests. When decisions have been made, they will be made known to the member.

#### *Procedure at Board meetings*

After each Board member has registered an interest/interests for the first time, there should be an item on Board and Committee meetings thereafter under the title “Disclosure in connection with conflicts of

interest". When this item is brought up on the agenda the Chairperson should ask members to disclose an interest, a risk of interest, or a potential risk, before the start of the meeting, and to leave the meeting during discussion of that item.

**Date reviewed: July 2025**

**Date of next review: July 2028**