

**Agenda Item 9: Multiple membership and potential conflict of interest**

**Summary**

Being a trustee comes with certain legal and fiduciaries responsibilities. In fast-growing societies with scarce human resources available, it is quite common to find a trustee serving in several governing bodies across different organisations. This can bring the trustee to be a member of national, regional or global organisations that work together or compete for the same resources.

With the recently concluded governance reform of IPPF, the majority of seats have been reserved for individuals coming from the membership to serve in their own individual capacity on IPPF Global Governing Bodies. Nine out of the fifteen seats go to individuals coming from IPPF Member Associations. This puts these trustees in situations where they may find themselves competing or opposing interests which they will need to manage with loyalty, integrity, calm and agility. In any context, it is important to know what those conflicts could be, to identify and declare them, and, as a collective responsibility of the governing body, to find the best way of addressing those potential conflicts.

To emulate the conversation, it is proposed that the trustees, read the articles that are provided in the enclosed links and to have an open and honest conversation about how to deal with these potential conflicts.

**Action Required:**

BoT **to read** the provided articles and **have a conversation** around how best the trustees and committees' members could handle conflict of interest in their regular duty by considering the proposed questions.

## Background

Identifying and managing potential conflicts of interest within any governing body is the mark of effective and successful governance. With the fast-growing NGO sector and its requirements, organisations take various steps to attract the most capable and skilled individuals to serve in governing bodies. Many individuals spent hours offering their services free of charge to various governing bodies at the same time. Such multiple membership does not come without challenge and perceived conflict of interest. Being aware of these and dealing with them provide a unique opportunity to better handle what could become a barrier to an effective governance.

IPPF being a membership organisation face the same challenges. Especially when a global trustee serves on a national board, it can become challenging to dissociate the various roles and remain true to the mission, vision and values of these organisations. Ensuring that someone's loyalty to an organisation does not conflict with their services in another governing body is critical and requires a high level of selfless.

## Proposed Articles

The below links provide useful articles about this subject and provide an opportunity to revisit these challenges faced by governing bodies from both the non-for-profit and for-profit sectors.

Reading and contextualising them can give the Board of Trustees an opportunity to mirror its own reality and agree on a common approach to dealing with conflict of interest.

1. <https://www.nicva.org/resource/conflicts-interest>
2. <https://www.imd.org/research-knowledge/articles/the-four-tiers-of-conflict-of-interest-faced-by-board-directors/>
3. <https://www.michelmores.com/news-views/news/how-manage-your-boards-multiple-directorships-and-conflicts-interest>

## Guiding questions

- 1) Are we clear enough about what can constitute a conflict of interest?
- 2) Are we clear about IPPF's stance on serving in multiple governing bodies while on board duty for IPPF Global Governing Bodies?
- 3) Are we aware of the different tiers of conflict that we can face as Trustees?
- 4) How do we deal with and manage expectations from our different constituencies while remaining true and honest with IPPF?
- 5) How do we ensure that we meaningfully identify, declare and manage potential conflict of interest in order to ensure effective governance?