



Conflicts of Interest Policy

Our vision is to enable all to flourish.

Status and review cycle;	Non-statutory and cycle two yearly
Responsible group:	The Trust Board
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1.0 Policy Statement

1.1 The Trust is an organisation with a Christian foundation. The ethos, values and relationships of the Trust, and its associated schools, are central to witnessing to the value of the foundation.

2.0 Legal framework

2.1 This policy has due regard to all relevant legislation and statutory guidance including, but not limited to, the following:

- The Companies Act 2006 (strategic Report and Directors' Report) Regulations 2013
- Data Protection Act 2018
- UK General Data Protection Regulation (GDPR)
- Charities Act 2011

2.2 This policy has due regard to all relevant guidance including, but not limited to, the following:

- The Charity Commission 'Conflicts of Interest: a guide for charity trustees'
- The Charity Commission 'Managing conflicts of interest in a charity'
- ESFA 'Academy trust handbook'

3.0 Definitions

3.1 For the purpose of this policy, a person is defined as having a 'business or pecuniary interest' if they have a monetary or financially vested interest in a business or service, which could prevent the individual from acting in the school's best interests.

3.2 'Conflicts of interest' are any situations where an individual's personal interests or loyalties could, or could be seen to, prevent the individual from making a decision in the best interests of the school. The most common types of conflict of interest can be separated into 'financial conflicts' and 'loyalty conflicts'.

3.3 'Financial conflicts' are when an individual is connected to a person and/or organisation and could receive money or something else of value from the selection of their decision. Individuals' expenses, e.g. governor expenses, are not included in this definition.

3.4 'Loyalty conflicts' are unrelated to money or individual benefits; rather, these conflicts are concerned with other reasons relating to an individual's loyalty or duty to another organisation which would impair their decision-making in consideration to their obligation to prioritise the school's best interest.

3.5 A 'connected person' broadly relates to an individual's family, relatives, or business partner. To determine if an individual is considered connected in case-specific issues, we will seek legal advice if necessary.

3.6 The term 'significant shareholder' refers to any individual or relative of an individual holding more than 20 percent of the share capital or exercising more than 20 percent of the voting power in an organisation.

3.7 An 'interested party' is defined as a person who has a close relation to a person with a vested interest, e.g. a spouse.

3.8 'At cost' refers to the cost of a good or service (not including contracts of employment), without profit.

4.0 Roles and responsibilities

4.1 The Trust Board will be responsible for:

4.2 Ensuring that all members of staff, including volunteers, act in accordance with this policy at all times.

- Identifying any conflicts of interest that have not been previously declared.
- Making complete declarations on an annual basis, and ensuring they are up-to-date.
- Ensuring there are measures in place to manage and identify any conflicts of interest.
- Operating and making decisions in the best interests of pupils and the school.
- Independently and objectively making decisions about executive pay and benefits, scrutinising each decision so conflicts of interest are avoided.
- Operating and making decisions in line with their charitable objectives, where applicable.

4.3 The clerk to the Trust Board and clerks to local governing boards will be responsible for:

- Keeping an accurate and up-to-date record of interests for all Trustees, local governors, staff and volunteers, which is reviewed annually, and can be accessed by relevant people, e.g. the headteacher.
- Keeping accurate meeting minutes.

4.4 The accounting officer will be responsible for:

- Being the Trust's lead in financial matters, including a personal responsibility to government and to the ESFA's accounting officer.
- Completing and signing a statement on regularity, propriety and compliance each year and submitting this to the ESFA with the audited accounts.
- Ensuring the Trust Board is compliant with the trust's articles of association, funding agreement, and 'Academy trust handbook'.
- Notifying the ESFA's accounting officer immediately, in writing, if the board is not compliant.

4.5 The CEO or headteacher (as appropriate) will be responsible for:

- Ensuring, in liaison with the chair of the Trust Board or chair of governors, that all members of the Trust Board and local governing board have declared any conflicts of interest, in accordance with the Declared Conflicts of Interest Register.
- Ensuring that the Declared Conflicts of Interest Register is published on the Trust or school website.
- Ensuring that any staff member who is responsible for proposing a course of action or handling the school's budget has declared any conflicts of interest.

- Deciding who else is considered an ‘interested party’, and ensuring they declare any conflicts of interest.

4.6 Staff and volunteers will be responsible for:

- Declaring any conflicts of interest.
- Acting in accordance with this policy at all times.
- Identifying any conflicts of interest that have not been previously declared.
- Following the school’s Whistleblowing Policy where there are concerns that a conflict of interest has not been declared, and an individual might have subsequently benefitted.
- Ensuring that all individuals in a discussion do not have a vested interest in the subject.

5.0 Identifying conflicts of interest

5.1 All staff and volunteers will be able to demonstrate that they do not have a vested interest in any decision-making or budget spending. All staff and volunteers will remain objective and act within the best interests of the Trust, the school and its pupils.

5.2 Members of the Trust Board and local governing board will declare any conflicts of interest at an early stage and inform the relevant people, e.g. the CEO or headteacher. Members of the Trust Board or local governing board will ensure that any conflicts of interest do not prevent them from making a decision that would be in the best interests of the Trust, its schools and its pupils.

5.3 Members of the Trust Board and local governing board and the relevant members of staff will declare the following interests:

- Holding another public office
- Being an employee, director, adviser or partner of another business or organisation
- Pursuing business opportunities
- Being a member of a club, society or association
- Having a legal or professional obligation to someone else
- Having a beneficial interest in a Trust
- Owning or occupying a piece of land
- Owning shares or some other investment or asset
- Having received a gift, hospitality or other benefit from someone/an organisation
- Owing a debt to someone/an organisation
- Holding or expressing strong political or personal views that may indicate prejudice or predetermination for or against a person or issue
- Being a governor, associate member or Trustee at any other educational establishment
- Being a spouse, partner, relative or close friend of someone who has one of these interests

5.4 All interests and connections that could influence the school’s reputation with the public will be declared.

5.6 Staff and volunteers that have a relative whom they know to have a declarable interest will declare this information.

5.7 If the Trust's Members, Trustees or local governors have a relative whom they know to have relevant interests, this will be declared.

5.8 Only relevant interests will be declared, e.g. the spouse of the owner of a catering service when the school is seeking a new catering company.

5.9 Any interests that do not directly benefit individuals or their relatives will not need to be declared, e.g., being a small shareholder in a large national company rather than a significant shareholder.

6.0 Identifying conflicts of loyalty

6.1 Members of the Trust Board, local governing board and relevant staff will declare any interest that might conflict with their loyalty to:

- Another organisation, such as their employer.
- A member of their family.
- Another connected person or organisation.
- Another governing board or committee of which they are a member.
- The individual that appointed them to the governing board.

6.2 Members of the Trust Board and local governing board will also be required to declare any conflicts of interest where their religious, political or personal views could interfere with their ability to make decisions in the best interests of the school.

7.0 The register of interests

7.1 Each declaration of interest will be recorded on the Trust Board or school's Declared Conflicts of Interest Register as appropriate.

7.2 This register will allow all governors and relevant employees to identify any business, commercial, financial or personal interests they have.

7.3 Details of each interest will be recorded on the register, including the following:

- The nature and name of the business and/or interest
- The date the interest began
- A brief description of duties or responsibilities
- The date of cessation of interest
- The date of entry onto the register
- Relevant material interests which occur through close family relationships between those individuals and employees.

7.4 The Trust Board and each school will keep a Declared Conflicts of Interest Register that details the nature of interests declared.

7.5 The Declared Conflicts of Interest Register will be stored on GovernorHub or for any school which does not use GovernorHub, securely in the school office.

7.6 If an individual has no interest to declare, they will indicate this by stating 'nil' on their conflicts of interest form, before signing and dating the declaration.

7.7 If an individual is unsure whether they have a conflict of interest, the head of governance and people must be contacted for advice.

7.8 Any conflicting interests or relationships will be described in sufficient detail using appropriate language to clarify under what circumstances an individual's position might be brought into question.

7.9 If a new interest becomes applicable during the school year, it will be the responsibility of the individual concerned to amend the Declared Conflicts of Interest Register.

7.10 The relevant Declared Conflicts of Interest Register will be published publicly on each school website; however, certain interests of staff members may be omitted from the published copy, unless they are also a governor or relevant member of staff.

7.11 The relevant business and pecuniary interests of Members, Trustees, local governors and accounting officers will be published publicly on the Trust website. The Trust will have discretion over the publication of interests of other individuals named on the register. Trustees will consider any other interests they deem relevant and, if there is any doubt, register them regardless. The Trust Board will be responsible for keeping their register of interests up-to-date through regular review.

8.0 Trust board and local governing board benefits

8.1 Members of the Trust Board and local governing board will only be permitted to benefit from the Trust or a school where there is an explicit authority in place in the school's governing document and in line with the Trust's Trustee and Local Governor Expenses Policy.

8.2 Trust Board and local governing board benefits will include any payments or benefits to members, or a connected person, apart from their reasonable out-of-pocket expenses. Benefits will also include situations where a member of the governing board could receive property, loans, goods or services from the school.

8.3 Where there is a proposed sale or lease of land to a member of the Trust Board or a local governor, or to a person or company closely connected with a member, this will require authorisation from the DfE before it is granted, even if the disposal is at full market value.

8.4 The payment of reasonable expenses to a member of the Trust Board or a local governor will not be a benefit and therefore will not create a conflict of interest or require authorisation.

9.0 Declaring interests

9.1 Wherever possible, the headteacher and chair of governors will make arrangements to avoid a conflict of interest arising.

9.2 The stipulations below will apply to all members of the Trust Board, local governing boards, the CEO, headteacher and any others in attendance at meetings, including the Trust executive leadership team and school's senior leadership team.

9.3 The Trust Board and local governing board will be provided with a standard agenda item at the beginning of each meeting, to declare any actual or potential conflicts of interest. Declarations will be made in writing, unless they are made at a meeting where official minutes are being taken.

9.4 All members of the Trust Board and local governing board will be required to declare any interest that has been outlined as an item to be discussed, at the earliest possible opportunity and before any discussion of the item itself.

9.5 If a member is unsure whether they are conflicted, they will declare the issue and discuss it with the rest of the Trust Board or local governing board.

9.6 If a member is aware of an undeclared conflict of interest affecting another member, they will be required to notify the rest of the Trust Board or local governing board for appropriate action.

9.7 If the person making the declaration is only one of a number participating in the Trust Board or local governing board's discussion and decision-making process, the declaration will be made to the other participants. If the person making the declaration is the only person making a decision on behalf of the Trust Board or local governing board, the declaration will be made to the CEO or headteacher as appropriate. If the person making the declaration is the CEO or headteacher, the declaration will be made to the chair of the Trust Board or chair of the local governing board as appropriate.

9.8 Staff will declare conflicts of interest to the headteacher and ensure that this information is up-to-date. Central team staff will declare conflicts of interest to the CEO and ensure that this information is up-to-date.

9.9 If new conflicts of interest arise for governors or staff, they will inform the chair of governors or the headteacher and the registers will be updated.

10.0 Removing conflicts of interest

10.1 The Trust Board or local governing board will consider any conflict of interest declared, ensuring that any potential effect on decision-making is eliminated.

10.1 If an individual has declared an interest, they will be required to leave the room when the matter is being discussed.

10.3 Where there is a conflict of loyalty and the affected member does not stand to gain any benefit, they will be required to declare the interest.

10.4 The rest of the Trust Board or local governing board will decide on what level of participation in decision-making, if any, is acceptable on the part of the conflicted member.

10.5 The Trust Board or local governing board will decide whether the affected member:

- Can participate in the decision, after having registered and fully declared their interest.
- Can stay in the meetings where the decision is discussed and made, but not participate.
- Must be withdrawn from the decision-making process.

10.6 When deciding which course of action to take, the Trust Board or local governing board will:

- Always make their decisions in the best interests of the Trust, school and its pupils.
- Always protect the Trust and school's reputation and be aware of the impression that their actions and decisions may have on others.
- Always be able to demonstrate that they have made decisions in the best interests of the school and its pupils, and independently of any competing interest.
- Require the withdrawal of the affected member from any decisions where their other interest is relevant to a high-risk or controversial decision or could significantly affect the member's decision-making.
- Allow a member to participate where the existence of their other interest poses a low risk to decision-making in the Trust or school's interest or is likely to have only an insignificant bearing on their approach to an issue.
- Be aware that the presence of a conflicted member can affect trust between other members of the governing board, could inhibit free discussion, and might influence decision-making in some way.

10.7 If the Trust Board or local governing board is discussing the appointment of a post, or making decisions that may lead to a staff vacancy, regarding a role for which a Trustee or local governor could apply, the member in question will be required to leave the discussion, as this is classed a conflict of interest.

10.8 Members of the Trust Board or local governing board who have declared an interest will not be able to vote or make decisions regarding that topic, including any financial activity connected to the matter, and will not be present when the vote is taken.

10.9 The clerk will record an entry in the minutes when an individual withdraws from a meeting.

10.10 Declarations will be clearly recorded so that there can be no potential for misunderstandings.

10.11 In circumstances where participation is unavoidable, the chair will consider the risks associated with the situation and advice will be sought from the head of governance and people. An entry of the situation, including the outcome, will be recorded in the minutes.

10.12 The Trust Board or local governing board will follow any legal or governing document requirements on how a conflict of interest must be handled, but may, in serious cases, decide that removing a conflict of interest itself is the most effective way of preventing it from affecting their decision-making.

10.13 Serious conflicts of interest will include, but will not be limited to, those which:

- Are so acute and extensive that the member is unable to make their decision in the best interests of the Trust, the school or its pupils.
- Are present in significant high-risk decisions of the Trustees.
- Mean that effective decision-making is regularly undermined or cannot be managed in accordance with the required or best practice approach.
- Are associated with an inappropriate Trust Board or local governing board benefit.

10.14 To remove a conflict of interest, the Trust Board or local governing board will undertake appropriate action, including:

- Not pursuing the course of action.
- Proceeding with the issue in a different way so that a conflict of interest does not arise.
- Securing the resignation of the member affected by a conflict of interest.
- Not making member appointments that would knowingly introduce a conflict of interest.

11.0 Records of proceedings

11.1 Each time a declaration has been made during a meeting or an individual has withdrawn from a discussion, a record will be kept in the meeting minutes.

11.2 At a minimum, the following information will be recorded:

- The nature of the conflict
- Which members were affected
- Whether the conflicts of interest were declared in advance
- Whether anyone withdrew from the discussion
- How the Trustees or local governors reached the decision made
- A description of what was disclosed and in what circumstances
- A cross-reference to an entry in the Declared Conflicts of Interest Register
- The clerk will sign and date the recording

12.0 Non-compliance

12.1 Any member of the Trust Board or local governing board who fails to reveal information to enable the relevant governing board to fulfil its responsibilities may be in breach of the Trustee and Local Governor Code of Conduct – as such, these incidents will be dealt with on a case-by-case basis accordingly.

12.2 The Trust Board or local governing board will consider suspending an individual if they fail to declare information that brings the Trust Board or local governing board's reputation into question.

12.3 Where necessary, any member of staff found to be withholding information about a conflict of interest will be subject to disciplinary action in line with the Trust Conduct Policy.

12.4 Any staff member or member of the Trust Board or local governing board who fails to declare an interest and is found to be in conflict with their decision-making will be required to discuss the reasons for their omission to the head of governance and people.

13.0 Related party transactions

13.1 The Trust will be even-handed in its relationship with related parties by ensuring:

- Trustees' compliance with their statutory duties to avoid conflicts of interest, not accept benefits from third parties, and declare interest in proposed transactions or arrangements.
- A register of interest has been completed by the clerk.
- No member of the Trust uses their connections to the Trust for personal gain.
- All payments are permitted by the articles of association or by authority from the Charity Commission.
- The Charity Commission approves payments to a Trustee where there is a significant advantage to the Trust.
- Any payment provided to a person satisfies the 'at cost' requirement.

13.3 All related party transactions will be reported to the ESFA in advance of transactions taking place, using the ESFA's online form. This will be applied to all contracts and agreements made on or after 1 September 2023. The ESFA's prior approval will be obtained, using the online form, for contracts for the supply of goods or services to the Trust by a related party where any of the following limits apply:

- A contract exceeding £40,000
- A contract or other agreement of any value that would mean the cumulative value of contracts and other agreements with related party exceeds, or continues to exceed, £40,000 in the same financial year ending 31 August

13.4 Prior ESFA approval will not be required where contracts and other agreements for the supply of goods or services are with:

- Colleges, universities and schools which are sponsors of the Trust.
- State funded schools and colleges, including academies.
- The Gloucester Diocesan Board of Education (GDBE) for the provision of services for essential functions fundamental to the Trust's religious character and ethos which can only be provided by the GDBE.

13.5 For the purposes of reporting to the ESFA, transactions with related parties will not include salaries and other payments made by the Trust to a person under a contract of employment through the Trust's payroll.

13.6 The Trust will declare, but not seek approval for, eligible transactions to the ESFA where they are for services that can only be delivered by the GDBE. A single upload of evidence relating to the payment of levy for these services will be completed.

13.7 When completing the ESFA's online form, all the information required to complete the form will be collected – it is not possible to partially complete a form and then return to it.

13.8 The following information will be required to create a record for the supplier:

- The name of the supplier

- The supplier's address
- The supplier's company number which can be found using the Companies House website (for limited companies)
- The statement which best describes the relationship between the supplier and the Trust
- Confirmation that the supplier is listed on the Trust's register of interests
- Confirmation that the Trust has a statement of assurance from the supplier
- Confirmation that the Trust has an open-book agreement with the supplier

13.9 The following information about the related party transaction will be required:

- A short description of the goods or services
- Details of the proposed cost
- The start and end date of any contract or agreement

13.10 When seeking approval for a related party transaction, evidence including the following will be required:

- How the Trust agreed to the related party transaction
- That the Trust followed its tendering and procurement process
- That the Trust tested the market before making a decision
- How the Trust managed any conflicts of interest
- A copy of the agreement and proposed contract

13.11 The Trust Board and accounting officer will manage personal relationships with related parties to avoid both real and perceived conflicts of interest, promoting integrity and openness in accordance with the seven principles of public life.

13.12 The chair of the Trust Board and the accounting officer will ensure their capacity to control and influence does not conflict with requirements.

13.13 The Trust will recognise that some relationships with related parties may attract greater public scrutiny, such as:

- Transactions with individuals in a position of control and influence, including the chair of the Trust Board and the accounting officer.
- Payments to organisations with a profit motive, as opposed to those in the public or voluntary sectors.
- Relationships with external auditors beyond their duty to deliver a statutory audit.

13.14 The Trust will keep up-to-date records and make sufficient disclosures in their annual accounts to show accordance with the high standards of accountability and transparency required within the public sector.

13.15 The Trust's register of interests will include business and pecuniary interests, including:

- Directorships, partnerships and employments with businesses.
- Trusteeships and governorships at other educational institutions and charities.
- For each interest: the name of the business; the nature of the business; the nature of the interest; and the date the interest began.
- Any other interests deemed relevant by the Trust Board

13.16 The register of interests will identify any relevant material interests from close family relationships between the Trust's Members, Trustees and local governors. It will also identify relevant materials arising from close family relationships between those individuals and employees. Relevant business and pecuniary interests of Members, Trustees, local governors and the accounting officer will be published on the Trust's website. The company secretary will maintain a Related Party Transactions (RTP) Register, which will be stored in accordance with the Data Protection Policy.

14.0 Monitoring and review

14.1 This policy will be reviewed every two years, or when new legislation or guidance regarding the subject is published and requires the approval of the Trust Board.

14.2 The Trust Board and local governing board will carry out continuous monitoring of its and members' activities to ensure that any conflicts of interest are identified and mitigated as soon as possible.

14.3 The Trust Board and local governing board will review the Declared Conflicts of Interest Register on an annual basis, or when circumstances have changed.

14.4 The Declared Conflicts of Interest Register will be available to be viewed and amended at every meeting of the Trust Board or local governing board.