



**SPECIALIST LEARNING TRUST  
CONFLICTS OF INTEREST POLICY**

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## **1. Statement of intent**

1.1 This policy sets out the framework for ensuring that the decisions and decision-making processes at Specialist Learning Trust are, and are seen to be, free from personal bias and do not unfairly favour any individual or company connected with the trust.

1.2 All trustees and staff have an obligation to act in the best interests of the academy trust and in accordance with its Articles of Association, in order to avoid situations where there may be a potential conflict of interest.

1.3 Situations may arise where family interests or loyalties conflict with those of the trust. They may create problems as they can inhibit free discussions, result in decisions or actions that are not in the interests of the Trust and risk the impression that the trust has acted improperly.

1.4 The trust therefore intends to:

- Ensure that all trustees and staff members understand what constitutes a conflict of interest and that they have a responsibility to identify and declare any conflicts that might arise;
- Record the conflict and the actions taken to ensure that the conflict does not affect the decision making of Specialist Learning Trust.

## **2. Legal framework**

2.1 This policy takes its legal framework from the following legislation and guidance:

- Companies Act 2006
- Data Protection Act 2018
- The Charities Act 2011
- DfE Governance Handbook 2020
- The Charity Commission (2014) 'Conflicts of Interest: A Guide for Charity Trustees'
- DfE Academy Trust Handbook 2021

## **3. Identifying conflicts of interest**

3.1 All staff will be able to demonstrate that they do not have a vested interest in any decision making or budget spending.

3.2 All staff will remain objective and act within the best interests of the school and its pupils.

3.3 Members of the board will declare any conflicts of interest at an early stage and inform the relevant people e.g. headteacher/clerk.

3.4 Members of the 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 school and its pupils.

3.5 Members of the board and relevant members of staff will declare the following interests:

- Holding another public office;
- Being an employee, director, advisor or partner of another business or organisation;

- Pursuing a business opportunity;
- Being a member of a club, society or association;
- Having a professional or legal obligation to someone else;
- Having a beneficial interest in a trust;
- Owning or occupying a piece of land;
- Owning shares or some other asset or investment;
- Having received a gift, hospitality or other benefit from someone/an organisation;
- Owning 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.

#### **4. The register of interests**

- 4.1 Each declaration of interest will be recorded on the trust's Register of Interests. The register will allow all trustees and relevant employees to identify any business, commercial, financial or personal interests they have.
- 4.2 Details of each interest will be recorded on the register, including the following:
- The nature of the business or interest
  - The name of the business and/or interest
  - The date the interest began
  - A brief description of their duties
  - The date of cessation of interest
  - The date of entry to the register
- 4.3 Relevant material interest which occur through close family relationships between those individuals and employees.
- 4.4 The trust will keep two versions of the register:
- One that details the nature of the interests declared that will have restricted access – the full register
  - A general interest register, which is more widely accessible and published publicly on the school website and includes who has declared interests and which category they fall into. Certain interests of staff members and family members may be omitted from the published copy, unless they are also a trustee or relevant member of staff.
- 4.5 If a new interest becomes applicable during the school year, it will be the responsibility of the individual concerned to amend the register of interests.

4.6 The board will be responsible for keeping the register up to date through regular review.

## **5. Board of trustee benefits**

5.1 Conflicts of interest can arise where there is a potential or measurable financial benefit to a member of the board, or to a person connected to a member.

5.2 Trustees can only benefit from the school where there is an explicit authority in place in the school's governing document.

5.3 Benefits include any payments or benefits to trustees, or a connected person, apart from their reasonable out-of-pocket expenses.

5.4 Benefits also include situations where a trustee could receive property, loans, goods or services from the school.

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

5.6 The payment of reasonable expenses to a trustee is not a benefit, and therefore does not create a conflict of interest.

## **6. Conflicts of loyalty**

6.1 Conflicts of interest can also arise, even if the individual does not gain any financial benefit, when their decision making as a staff member or as a trustee could be influenced by their other interests.

6.2 Trustees and relevant staff will be required to declare an interest which may conflict with their loyalty to:

- Another organisation, such as their employer;
- A member of their family;
- Another connected person or organisation;
- Another board of trustees or committee;
- The individual that recommended them to the board.

6.3 Trustees 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 interest of the trust.

## **7. Declaring interests**

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

7.2 The stipulations below apply to all trustees, the headteacher and any others in attendance at meetings, including the senior leadership team.

7.3 The board of trustees will be provided with a standard agenda item at the beginning of each meeting, in order to declare any actual or potential conflicts of interest.

7.4 All trustees will be required to declare any interest which has been outlined as an item to be discussed, at the earliest possible opportunity, and before any discussion of the item itself.

7.5 If a trustee is unsure whether or not they are conflicted, they are required to declare the issue and discuss it with the rest of the board.

7.6 If a trustee is aware of an undeclared conflict of interest affecting another member, they are required to notify the rest of board for appropriate action.

7.7 All trustees are required to declare any conflicts of interest they have using the Register of Interests form, which will be routinely updated annually at the first meeting of the academic year.

## **8. Removing conflicts of interest**

8.1 The board will consider any conflict of interest declared ensuring that any potential effect on the decision making is eliminated.

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

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

8.4 The rest of the board will decide on what level of participation in decision making, if any, is acceptable on the part of the conflicted individual.

8.5 The board will decide whether the affected trustee:

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

8.6 When deciding which course of action to take, the board will:

- Always make their decisions only in the best interest of the school and its students;
- Always protect the trust's reputation and be aware of the impression that their actions and decisions will have on others.
- Always be able to demonstrate that they have made decisions in the best interests of the school and its students, and independently of any competing interest.
- Require the withdrawal of the affected trustee from any decisions where their other interest is relevant to a high-risk or controversial decision, or could significantly affect the trustee's decision making.
- Allow a trustee to participate where the existence of their other interest poses a low risk to decision making in the Trust's interest, or is likely to have only an insignificant bearing on their approach to the issue;

- Be aware that the presence of a conflicted trustee can affect trust between other Trustees, which could inhibit free discussion and might influence decision making in some way.

8.7 Individuals 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.

8.8 The 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 if the most effective way of preventing it from affect their decision making.

8.9 Serious conflicts of interest include, but are not limited to, those which:

- Are so acute that the trustee is unable to make their decision in the best interest of the trust and its students;
- 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 best practice approach;
- Are associated with an inappropriate trustee benefit.

8.10 In order to remove a conflict of interest, the board will undertake appropriate action, including:

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

## **9. Record of proceedings**

9.1 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. At a minimum the following information will be recorded:

- The nature of the conflict
- Which trustees were affected
- Whether any conflicts of interest were declared in advance
- An outline of the discussion
- Whether anyone withdrew from the discussion
- How the trustees reacted to the decision made
- A description of what was disclosed
- A cross reference to the register of interests

## **10. Monitoring conflicts of interest**

10.1 The board will carry out continuous monitoring of its activities and trustees to ensure that any conflicts of interests are identified and mitigated as soon as possible.

10.2 Any board member who fails to declare an interest and is found to be in conflict with their decision-making will be required to explain the reasons for their omission to the rest of the board.

10.3 The board may decide to terminate the membership of an affected trustee, if they are found to have knowingly and deliberately failed to declare an interest and have brought the Trust into disrepute.

## **11. Non-compliance**

11.1 Any individual who fails to reveal information to enable to board to fulfil its responsibilities, might be in breach of the Trustees Code of Conduct and, as a result, be bringing the board into disrepute.

11.2 The board will consider suspending a trustee if they fail to declare information that may bring the board's reputation into question.

11.3 Any member of staff found to be withholding information about a conflict of interest may be subject to disciplinary action.

## **12. Related Party Transactions**

12.1 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.
- No trustee 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.
- Any payment provided to a person satisfies the 'at cost' requirement.

12.2 All related party transactions will be reported to the EFAs in advance of transactions taking place, using the ESFA's online form for the supply of goods or services by a related party where any of the following limits apply:

- A contract exceeding £20,000
- A contract of any value if there have been contracts exceeding £20,000 individually or cumulatively with the related party in the same financial year
- When seeking approval for a related party transaction, evidence including the following is required:
  - How the trust agreed to the related party transaction;
  - That the trust followed its Tendering Policy
  - 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
- 12.3 The trust recognises that some relationships with related parties may attract greater public scrutiny, such as:
- Transactions with individual in a position of control and influence, including the chair 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
- 12.4 The trust will keep up to date records and make sufficient disclosures in the annual accounts to show accordance with the high standards of accountability and transparency required within the public sector.
- 13. Policy monitoring and review**
- 13.1 This policy will be reviewed on a biennial basis, taking into account any conflicts that have arisen and how they have been responded to, and will communicate all changes to the rest of the board.
- 13.2 All trustees are required to read and make themselves familiar with this policy upon their appointment.

**RELATED PARTY/REGISTER OF INTEREST QUESTIONNAIRE FOR TRUSTEES/MEMBERS AND STAFF WITH FINANCIAL RESPONSIBILITY**

Dear Colleague,

The Board of Trustees is required to maintain a register which lists for each trustee, and staff members with financial responsibility, any interests that they, their partner or member of their immediate family have, that might affect their relationship with the academy and/or their decision making i.e. employment, election to political bodies and or corporate bodies.

It is important that the questionnaire is completed to list all positions or interests, regardless of whether there are transactions with the academy trust.

Please answer all questions, providing details as necessary.

	Question	Y/N	Details if applicable
1	Are you currently employed?  If "Yes" please provide details of your employer, the position held and date of appointment.		
2	Do you hold the position of director or company secretary in any other company?  If "Yes" please provide the names of all companies, the position held and date of appointment.		

	Question	Y/N	Details if applicable
3	<p>Do you have an interest in any non-corporate business such as a partnership?</p> <p>If "Yes" please provide of the business and, if applicable, the full name of any business partner(s) and the date interest commenced.</p>		
4	<p>Please list the full names of all individuals aged 18 or over that would be classed as your close family members e.g. spouse or partner, children, siblings and parents.</p>		
5	<p>Does any individual listed in point 4. above hold a directorship or controlling interest in any company?</p> <p>If so please provide full details including the name(s) of any company.</p>		
6	<p>Have you or any individual, company or business listed in points 1 to 5 above been involved in any related party transactions with the academy during the year? If yes, please provide details.</p> <p><b><u>Related party transaction e.g. any direct or indirect interest (completed or pending) in any sales, purchases, transfers, leasing arrangements, guarantees or other transactions.</u></b></p>		

	Question	Y/N	Details if applicable
7	Do you hold a position of governor, member or trustee at any other educational establishment?  If "Yes" please provide details including the date of your appointment.		
8	Are you a member of any political bodies, professional bodies, local authorities or special interest groups?  If "Yes" please provide details including the date of your appointment		

To the best of my knowledge the information supplied above is correct and complete.

I understand that it is my responsibility to declare any conflict of interest/loyalty, business or personal that relates directly or indirectly, to myself or any relation in any contract, proposed contract or other matter when present at a meeting at the school where such contract or matter comes under consideration.

I understand that I must withdraw from any meeting during the discussion of such contract or matter and must not vote in respect of it.

I agree to review and update this declaration annually and give consent for the information provided to be used in accordance with the trust/school's conflicts of interest policy.

**Signed:** .....

**Date:**.....

**Name of Trustee:** .....

### **The 7 Principles of Public Life**

The 7 Principles of Public Life apply to anyone who works as a public office-holder. They were first set out by Lord Nolan in 1995 and they are included in the [Ministerial code](#). For further information on the 7 principles and the work of the Committee on Standards in Public Life, visit the Committee's [website](#).

#### **1. Selflessness**

Holders of public office should act solely in terms of the public interest.

#### **2. Integrity**

Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

#### **3. Objectivity**

Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

#### **4. Accountability**

Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

#### **5. Openness**

Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

#### **6. Honesty**

Holders of public office should be truthful.

#### **7. Leadership**

Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.