

We are an **ambitious** and **inclusive** Trust of schools
strengthening communities through excellent education.



Conflict of Interest Policy

Responsibility for approval: Trust Board
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1.0 Policy Statement

- 1.1 The Ted Wragg Multi Academy Trust (TWT) is committed to the highest standards of ethical conduct and integrity.
- 1.2 This Policy sets out the Framework for ensuring that the decisions and decision-making processes at the Ted Wragg Multi Academy Trust are, and are seen to be, free from personal bias and do not unfairly favour any individual or company connected to the Trust.

2.0 Scope and purpose

- 2.1 This policy covers Members, Trustees/Directors, Governors and Senior Employees of the Trust who are obliged to act in the best interests of the Trust and in accordance with its Articles of Association, avoiding situations where there may be a conflict of interest.
- 2.2 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.
- 2.3 The aim of this Policy is to ensure that:
 - every Member, Trustee/Director, Governor and Senior Employee understands what constitutes a conflict of interest and that they have a responsibility to identify and declare any conflicts that might arise.
 - every potential conflict of interest is identified, prevented and recorded, ensuring that the conflict does not affect the decision-making of the Trust.
- 2.4 This policy should be read in conjunction with the Employee Code of Conduct which tailors documentation to capture a broader spectrum of activity across by all trust employees.

3.0 Definition

- 3.1 For the purpose of this document:
 - **Senior Employees** refer to the Senior Executive and Headteachers (Headteachers, Principals, Heads of School).
 - Members, Trustees/Directors and Governors are referred to as **Trustees**.
 - the Ted Wragg Multi Academy Trust is referred to as the **Trust**.

4.0 Legal Framework

- 4.1 This Policy takes its legal framework from the following legislation and statutory guidance:
 - The Companies Act 2006
 - [Conflicts of Interest: A Guide for Charity Trustees](#)
 - [The Academy Trust Handbook](#)
 - The Articles of Association of the Ted Wragg Multi Academy Trust.

5.0 What is a Conflict of Interest

- 5.1 The Trust adopts the definition of the Charity Commission which states that a Conflict of Interest is any situation where a Trustee or Senior Employee's personal interests or loyalties could, or could be seen, to prevent the Trustee or Senior Employee from making a decision only in the best interests of the Trust.
- 5.2 Conflicts of interest usually arise in the following situations:
- 5.3 **Benefits to Trustees/Senior Employees:** There is a potential financial or measurable benefit directly to a trustee or senior employee, or indirectly through a connected person. Examples of benefits are where the trustees or senior employees decide to:
 - sell, loan or lease Trust assets to a trustee or senior employee
 - acquire, borrow or lease assets from a trustee for the Trust

- pay a trustee for carrying out their trustee role
 - pay a trustee for carrying out a separate paid post within the Trust, even if that trustee has recently resigned as a trustee
 - pay a trustee, or a person or company closely connected to a trustee or senior employee, for providing a service to the Trust. This covers anything that would be regarded as a service and includes legal, accountancy or consultancy services through to painting or decorating the trust's premises, or any other maintenance work
 - employ a trustee's or senior employee's spouse, immediate family member and/or interested other at the Trust
 - make a grant to a trustee, or a person who is an immediate family member and/or interested other to a trustee or senior employee
 - allow a trustee or senior employee to influence service provision to their exclusive advantage
- 5.4 **Conflict of Loyalty:** a trustee's or senior employee's duty to the Trust may compete with a duty or loyalty they owe to another organisation or person. A conflict of loyalty could also arise where the religious, political or personal views could interfere with the ability of the trustee or senior employee to decide the issue only in the best interests of the Trust. For example, a trustee's or senior employee's loyalty to the Trust could conflict with his or her loyalty to:
- another organisation, such as their employer
 - another charity or trust of which they are a trustee/director
 - a member of their family
 - another connected person or organisation
- 5.5 The test is always that there is a conflict of interest if the trustee's or senior employees' other interest could, or could be seen to, interfere with the trustee's or senior employee's ability to decide the issue only in the best interests of the Trust.

6.0 Identifying the Conflict of Interest

- 6.1 Trustees and Senior Employees are expected to identify any conflicts of interest at an early stage.
- 6.2 A standard agenda item must be included at the beginning of each Board of Trustee and Trust Committee Meetings to enable the declaration of any actual or potential conflicts of interest.
- 6.3 If a trustee is uncertain whether or not he or she is conflicted, he or she should err on the side of openness, declaring the issue and discussing it with the other trustees.
- 6.4 If a trustee is aware of an undeclared conflict of interest affecting another trustee, they should notify the other trustees or the Chair.
- 6.5 If a conflict of interest is identified outside of a meeting, the Trustee or Senior Employee must complete a Conflict of Interest Form and submit it to the relevant Clerk of the Board of Trustees or Local Governing Body **immediately**.
- 6.6 On an annual basis, or when a Trustee or Senior Employee joins the Trust, a Conflict of Interest Form must be completed formally. Individuals should then notify the Clerk to the Trustees /Local Governing Body of any changes in circumstances to ensure that the **register of interests up-to-date at all times**.
- 6.7 On an annual basis, all employees are asked to update their declarations of interest through our online training platform. Information will be downloaded and any relevant conflicts noted on an Employee Register of Interest.
- 6.8 For new employees, Recruiting Managers will request that all new members of staff complete a Register of Interests form which will be sent out with the contract of employment.

7.0 Managing the Conflict of Interest

- 7.1 Trustees must consider the conflict of interest so that any potential effect on decision-making is eliminated.

- 7.2 Where available, legal or governing document requirements on how a conflict of interest must be handled should be used, however, in serious cases, it can be decided that removing the conflict of interest itself is the most effective way of preventing it from affecting the decision-making.
- 7.3 Examples of important legal or governing document requirements are the:
- Academy Trust Handbook, including paras 5.35 to 5.59 which deal with goods or services provided by or to individuals or organisations related to the academy trust which must only be provided 'at cost'.
 - Trust's Articles of Association
- 7.4 Trustees should consider and agree the approach to managing the conflict of interest. The standard approach to be considered is to require the conflicted Trustee to
- leave the relevant discussions
 - take no part in the relevant decision or vote
 - not be counted as part of the quorum for the relevant matter
- 7.5 Further considerations for particular types of conflicts are set out below
- 7.6 **Benefits to Trustees/Senior Employees:** Where there is a proposed financial transaction between a Trustee/Senior Employee and the Trust, or any transaction or arrangement:
- the benefit must be authorised in advance by the Trustee Finance and Resources or Local Governing Board meeting. If there is no Committee meeting planned within the time frame of authorisation being required, then the Chair of the Trustee Finance and Resources or the Local Governing Board Chair and one other Finance and Resources or Local Governing Board Governor can be contacted to authorise the benefit. If the person affected is the Chair of the Committee then the Chair of the Trust plus one other Finance and Resources Trustee must authorise the benefit. Where the Local Governing Board Chair is affected then the Chair of the Trust and one other Finance and Resources Trustee must authorise the benefit.
 - the Trustees and governing body expects the affected Trustee/Governor to be absent from any part of any meeting where the issue is discussed or decided.
 - the affected individual should not vote or be counted in deciding whether a meeting is quorate.
- 7.7 **Conflicts of Loyalty:** Where there is a conflict of loyalty and the affected Trustee does not stand to gain any benefit and there are no specific governing document or legal provisions about how the conflict of loyalty should be handled, the affected Trustee should declare the interest. The remainder of the Trustees must then decide what level of participation, if any, is acceptable on the part of the conflicted Trustee. The options might include, but are not limited to, deciding whether the conflicted Trustee:
- having registered and fully declared the interest, can otherwise participate in the decision.
 - can stay in the meetings where the decision is discussed and made, but not participate.
 - should withdraw from the decision-making process in the way described above.
- 7.8 If a conflict of interest is raised outside of a meeting and there is no meeting planned within the timeframe of the conflict needing to be reviewed, the Chair of the Trust plus one other Trustee or Chair of Governors, plus one Governor, can be contacted to consider the conflict of interest and determine the resolution. If the person affected is the Chair of Governors then the Chair of the Trustees plus one other Trustee must consider the conflict of interest and determine the resolution. Where the Chair of the Trust is affected then a Member and one other Trustee must consider the conflict of interest and determine the resolution. The resolutions must be recorded on the Conflict of Interest Log.
- 7.9 **Serious conflicts of interest** can include, but are not limited to, those which:
- are so acute and extensive that the trustee(s) are unable to make their decisions in the best interest of the Trust, or could be seen as unable to do so.
 - are present in significant or 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 inappropriate Trustee benefit.
- 7.10 In these situations, the following should be considered:
- Can the conflict be removed by, for example by:
 - changing the plan
 - asking a conflicted trustee to resign

- deciding not to appoint a conflicted person
- can you appoint additional trustees not affected by the conflict?
- 7.11 Legal advice may be taken where considered necessary. It may also be necessary to ask the Charity Commission to authorise the decision in very high-risk cases. The Charity Commission guidance must be followed in complex or serious cases.
- 7.12 In deciding which course of action to take regarding a Conflict of Interest, Trustees:
 - must always make their decisions only in the best interest of the Trust
 - should always protect the Trust's reputation and be aware of the impression that their actions and decisions may have on those outside the Trust.
 - should always be able to demonstrate that they have made decisions in the best interest of the Trust and independently of any competing interest.
 - should require the withdrawal of the affected Trustee from any decisions where the Trustee's other interest is relevant to a high risk or controversial Trustee decision or could, or be seen to, significantly affect the Trustee's decision-making at the Trust.
 - can allow the Trustee to participate where the existence of the other interest poses a low risk to the decision-making in the Trust's interest, or is likely to have an insignificant bearing on their approach to an issue.
 - should be aware that the presence of a conflicted Trustee can affect trust, could inhibit free discussion, and might influence decision-making in some way.

8.0 Recording the Conflict of Interest

- 8.1 The Trust must keep a Register of Interests for Members, Trustees/Governors and senior employees. The interests of members, trustees, local governors and accounting officers must be published on the website. This Register of Interest must be kept up to date through regular review. A copy of the Register of Interest Form is in Appendix A.
- 8.2 The Academy Trust Handbook covers what must be captured in the Register of Interest and what must be published on the website and is extracted below:
 - The academy trust's register of interests **must** capture relevant business and pecuniary interests of members, trustees, local governors of academies within a multi-academy trust and senior employees, 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.
 - The register must identify relevant material interests from close family relationships between the academy trust's members, trustees or local governors. It must also identify relevant material interests arising from close family relationships between those individuals and employees.
 - Trusts should consider whether other interests should be registered, and if in doubt should do so. Boards of trustees must keep their register of interests up-to-date at all times.
 - All Schools and our central Shared Services team keep an Employee Register of Interests (using the information captured in 6.7). Information captured is downloaded, reviewed by the Headteacher (for schools) or Business Directors Group (for shared services) and any relevant conflicts noted on the Register. The formal register of interests (employees) will be limited to the disclosure of interests, financial or otherwise, which are likely, or would, if publicly known, be perceived as being likely to influence the exercise of independent judgement. Interests remain on the register for twelve months after they have expired.
 - Trusts **must** publish on their websites relevant business and pecuniary interests of members, trustees, local governors and accounting officers. Trusts have discretion over the publication of interests of other individuals named on the register. The Charity Commission offers guidance in [Manage a conflict of interest in your charity and CC29: Conflicts of interest: a guide for charity trustees](#).
- 8.3 A Declaration of Interest Log must be kept by each Board of Trustees and Local Governing Body, which details the potential conflicts, the discussions and the resolutions. A copy of the Log is at Appendix B.

- 8.4 The Logs will be monitored by the Trustee Chairs to ensure that actions forming part of the resolution are appropriate, are following legal requirements and have been implemented correctly.

9.0 Confidentiality

- 9.1 Trustees or Senior Employees cannot use information obtained from the Trust for their own benefit or that of another organisation if it has been obtained in confidence or has special value such as commercial sensitivity.

10.0 Monitoring and Enforcement

- 10.1 The Trust's Finance and Resources Committee will undertake continuous monitoring of its activities and the Trustees/Senior Employees to ensure that any conflicts of interest are identified and mitigated as soon as possible.
- 10.2 Trustees and Senior Employees who fail to declare an interest and are found to be in conflict with the best interests of the Trust will be expected to explain to the Trustee Chairs their reasons for their omission.
- 10.3 Members reserve the right to terminate the membership of the relevant Trustee, if they are found to have knowingly and deliberately failed to declare an interest and has brought the Trust into disrepute.
- 10.4 It will be treated as a serious disciplinary matter if a Senior Employee is found to have knowingly and deliberately failed to declare an interest and brought the Trust into disrepute.

11.0 Approval and Review

- 11.1 This Policy will be published on the Trust's website and included in the Trust's Policy Monitoring Schedule
- 11.2 The Trust Board is responsible for overseeing, reviewing and organising the revision of the Conflict of Interest Policy.

Declaration of Business, Pecuniary & Other Interests

Name	
Trustee/Governor / Senior Member of Staff	
Trust/School/Academy	

I understand that it is my responsibility to declare the nature of any business or pecuniary interest, direct or indirect, of myself or of the members of my immediate family and/or interested other in any contract, proposed contract or other matter when present at a meeting where the specified contract or other matter comes under consideration and withdraw from the meeting during the discussion and not vote in respect of it.

I also understand that it can be a criminal offence to:

- omit information which should be included on this form;
- provide information which is false or misleading;
- fail to notify the Trustees/Governors/Headteacher of any subsequent change in circumstances which might render this declaration invalid or out of date

Which Interests Should I Declare?

- Any conflict of interest – where your personal interests or loyalties could, or could be seen to, prevent you from making a decision only in the best interests of the Trust
- Any conflict of loyalty – where your loyalty or duty to another person or organisation could prevent you from making a decision only in the best interests of the Trust
- Any business or pecuniary interest (direct or indirect) – including any links you have with local businesses or organisation from which the Trust may / does buy goods or services from
- Any of the above which apply to members of your immediate family and/or interested other (any child, stepchild, parent, grandchild, grandparent, brother, sister, spouse or person living with you as a partner).

When Should I Declare Them?

- Annually when completing this form
- Whenever your circumstances change (you must inform the clerk)
- As soon as it is practical and at any meeting where the proposal, contract or other matter is being discussed and / or voted on.

Trustees/Governors will decide if it is appropriate for you to remain in the room and / or take part in any discussion. If an incident arises where you are unclear as to whether you have an interest, the Trustees/Governors will have a discussion and propose a resolution.

If you have no such interests please write “NIL” in the table below – for completeness of the Trust’s records NIL returns are required.

Are you (or an immediate family member/interested other) an employee of the Trust?	YES	NO
<i>Please give details of your role:</i> <i>Start Date:</i>		
Are you (or an immediate family member/interested other) an employee/governor/trustee/volunteer at another school/college/multi-academy trust / academy chain?	YES	NO
<i>Please include all primary, secondary, post-16 settings:</i> <i>Start Date:</i>		
Are you (or an immediately family member/interested other) a parent of any children aged 18 years or less educated in Devon?	YES	NO
<i>Please give details:</i>		
Do you (or an immediate family member/interested other) have any directorships, partnerships or employments with businesses? (This includes, but is not limited to: those that provide goods or services to the school or other local educational institutions – or potentially could in the future)	YES	NO
<i>Please list the name(s) of the business, the nature of the business, the nature of the interest and the start date:</i>		
Please tell us about any other interests which you consider significant – including you (or an immediate family member/interested other) being a member or officer of any local community organisation, charity or other public body or holding shares in an interested business?	YES	NO
<i>Details:</i> <i>Start Date:</i>		

I certify that I have declared all beneficial interests which I, the members of my immediate family or interested other have with businesses or other organisations which may have dealings with the Trust or any school within the Trust. I also undertake to inform the Trust/school of any change to these business interests.

Signed	
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Dated	
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Reviewed by Chair of Governors

Signed	
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Dated	
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