



Central Region
Schools Trust

Founded by the RSA

CONFLICT OF INTEREST POLICY

Recommended by:

CRST CFO

Ratified by:

A&R Committee

Signed:

Position on Board:

Chair of Audit and Risk

Ratification Date:

13 March 2024

Next Review:

Summer Term 2025

Policy Tier (Central/Hub/School):

Central

Key Changes in Latest version of Policy

1	Legal framework updated
Throughout	References to the Academies School Handbook were updated to the latest version, 2022
Throughout	Amendments/updates in line with latest guidance.

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Statement of Intent

This policy sets out the framework for ensuring that the decisions and decision-making processes at the Central Region Schools Trust (The Trust) are, and are seen to be, free from personal bias and do not unfairly favour any individual or company connected with the school.

Members of the Trust Board, Local Academy Governing Boards (LAGBs) and school staff have an obligation to act in the best interests of the school community to avoid situations where there may be a potential conflict of interest.

Situations may arise where family interests or loyalties conflict with those of the school. Such interests may create problems as they can inhibit free discussions, result in decisions or actions that are not in the interests of the Trust, and risks the Trust's reputation.

The Trust has created this policy to:

- Ensure that every governor and staff member 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 ensure actions are taken to ensure that the conflict does not affect the decision-making of the Trust, LAGBs or school.

1. Legal Framework

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
- Charities Act 2011

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

- DfE (2020) 'Governance handbook'.
- The Charity Commission (2014) 'Conflicts of Interest: a guide for charity Trustees.'
- The Charity Commission (2020) 'Managing conflicts of interest in a charity'.
- ESFA (2022) 'Academy Trust handbook 2022'.

This policy operates in conjunction with the following school policies:

- Finance Policy
- Purchasing & Procurement Policy
- Reserves Policy
- Donations Policy
- Whistleblowing Policy
- Register of Business Interests
- Data Protection Policy
- CRST Code of Conduct
- Disciplinary Policy

2. Definitions

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 Trust/school's best interests.

'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 Trust/school. The most common types of conflict of interest can be separated into 'financial conflicts' and 'loyalty conflicts'

'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.

'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 Trust/school's best interest.

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.

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.

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

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

3. Roles and responsibilities

The Local Academy Governing Board will be responsible for:

- 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.

The Chair of Governors will be responsible for:

- Ensuring, in liaison with the Principal, that all members of the Local Academy Governing Board have declared any conflicts of interest, in accordance with the Business Interest Register.
- Considering the risks associated with an individual who has declared a conflict of interest participating in any decision-making or voting and seeking advice from the Governance Professional, Head of Governance or HR, as appropriate.
- Setting professional standards of governance and accountability for the Local Academy Governing Board.

The Governance Professional will be responsible for:

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

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 Trust Board is not compliant.

The Principal will be responsible for:

- Ensuring, in liaison with the chair of governors, that all members of the 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 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.

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 Trusts 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.

4. Identifying Conflicts of Interest

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 school and its pupils.

Members of the governing board will declare any conflicts of interest at an early stage and inform the relevant people, e.g., the headteacher. Members of the 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 school and its pupils.

Members of the 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
- 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
- All interests and connections that could influence the school's reputation with the public will be declared.
- Staff and volunteers that have a relative whom they know to have a declarable interest will declare this information.
- If the Trust's members, Trustees, or local Governors have a relative whom they know to have relevant interests, this will be declared.

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.

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.

5. Identifying Conflicts of Loyalty

Members of the Trust Board, Local Academy 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 Trust Board/Local Academy Governing Board.

Members of the 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.

6. The Register of Interests

Relevant business & pecuniary interests, including governance roles in other organisations, educational institutions, financial, commercial, or personal interests will be maintained by the Trust/school and published on the Trust/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.

The Trust/school will keep a Business Interest Register that details the nature of interests declared. The registers will be stored in an electronic file, where they can be accessed by appropriate staff, as well as inspected by Ofsted or anyone else who has a right to it to carry out their statutory duties.

The Trust Board/Local Academy Governing Board will decide who else has access to the registers, including other staff members, governors, and parents.

If an individual has no interest to declare, they will indicate this by stating 'none' on their conflicts of interest form, before signing and dating the declaration.

If an individual is unsure whether they have a conflict of interest, they will declare any possible interests until they can confirm their interests at a later date.

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.

If a new interest becomes applicable during the school year, it will be the responsibility of the individual concerned to notify their Governance Professional and/or the Trust/school.

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.

7. Board Benefits

Members of the Trust/Local Academy Governing Board governing board will only be permitted to benefit from the Trust/school where there is an explicit authority in place in relevant governing documents.

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 Trust Board/Local Academy Governing Board could receive property, loans, goods, or services from the school.

Where there is a proposed sale or lease of land to a member of the Trust Board/Local Academy Governing Board, 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.

The payment of reasonable expenses to a member of the Trust Board/Local Academy Governing Board will not be a benefit and therefore will not create a conflict of interest or require authorisation.

8. Declaring Interests

Wherever possible, the EP (CEO), Principal and Chair will make arrangements to avoid a conflict of interest arising.

The stipulations below will apply to all members of the Trust Board/Local Academy Governing Board, the Principal, and any others in attendance at meetings.

The Trust Board/Local Academy 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 taken in official minutes or in writing where minutes are not being taken.

All members of the Trust Board/Local Academy 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.

If an individual is unsure whether they are conflicted, they will declare the issue and discuss it with the rest of the Trust Board/Local Academy Governing Board.

If an individual is aware of an undeclared conflict of interest affecting another member, they will be required to notify the rest of the Trust Board/Local Academy Governing Board for appropriate action.

If the person making the declaration is only one of a number participating in the Trust Board/local Academy 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/Local Academy Governing Board, the declaration will be made to the Principal. If the person making the declaration is the Principal, the declaration will be made to the Chair.

Staff will declare conflicts of interest to the Principal and ensure that this information is up to date.

If new conflicts of interest arise for Trustees, governors, or staff, they will inform the Chair, or the Executive Principal (CEO)/Principal and the registers will be updated.

9. Removing Conflicts of Interest

The Trust Board/Local Academy Governing Board will consider any conflict of interest declared, ensuring that any potential effect on decision-making is eliminated.

If an individual has declared an interest, they will be required to leave the room when the matter is being discussed. The Trust Board/Local Academy Governing Board will decide on the level of participation in decision making where appropriate for a conflicted member.

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.

The Trust Board/Local Academy 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.

When deciding which course of action to take, the Trust Board/Local Academy Governing Board will:

- Always make their decisions in the best interests of the Trust/school and its pupils.
- Always protect the Trust/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 Trust/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 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 Trust Board/Local Academy Governing Board, could inhibit free discussion, and might influence decision-making in some way.

If the Trust Board/Local Academy 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/governor could apply, the member in question will be required to leave the discussion, as this is classed as a conflict of interest.

Members of the Trust Board/Local Academy 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.

The governance professional will record an entry in the minutes when an individual withdraws from a meeting.

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

In circumstances where participation is unavoidable, the Chair will consider the risks associated with the situation and advice will be sought from the Trust's HR team. An entry of the situation, including the outcome, will be recorded in the minutes.

The Trust Board/Local Academy 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.

- 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 school and 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/Local Academy Governing Board benefit.
- To remove a conflict of interest, the Trust Board/Local Academy 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.

10. Records of Proceedings

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 members were affected
- Whether the conflicts of interest were declared in advance
- Whether anyone withdrew from the discussion
- How the Trustees/Governors reached the decision made
- A description of what was disclosed and in what circumstances
- A cross-reference to an entry in the Register of Interest
- The Chair will sign and date the recording

11. Non-compliance

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

The Trust Board/Local Academy Governing Board will consider suspending a governor if they fail to declare information that brings the Trust Board/Local Academy Governing Board's reputation into question.

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 Disciplinary Policy and Procedure.

Any staff member or member of the Trust Board/Local Academy Governing Board 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 governing board.

12. Related Party Transactions

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 governance professional.
- 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.
- 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 April 2019.

The ESFA's prior approval will be obtained, using the online form, for contracts for the supply of goods or services to the by a related party where any of the following limits apply:

- A contract exceeding £20,000
- 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, £20,000 in the same financial year ending 31 August
- 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.
- 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 religious authority. A single upload of evidence relating to the payment of levy for these services will be completed.

When completing the ESFA's online form, all the information required to complete the form will be collected
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
- 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

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 Purchasing & Procurement 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

- 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.

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

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 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.

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.

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.

The register of interests will identify any relevant material interests from close family relationships between the Trust's members, Trustees, and 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, governors, and the accounting officer will be published on the Trust's website.

The governance professional will maintain a Related Party Transactions (RTP) Register, which will be stored in accordance with the Data Protection Policy.

13. Monitoring and Review

This policy will be reviewed on an annual basis, with continuous monitoring of its member's activities to ensure any conflicts of interests are identified and mitigated as soon as possible.