Conflicts of interest policy

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1. Introduction and aims

At South East Essex Academy Trust we want to ensure that the decisions taken by the board of trustees/local governing body are free from personal bias, and don't unfairly benefit any individual or company connected to the trust.

Trustees and local governors in our trust must act in the best interests of the trust, and in accordance with the trust's articles of association, in order to avoid situations where there may be a conflict of interest.

This policy aims to ensure that everyone to whom the policy applies:

- Understands what a conflict of interest is
- Understands their responsibility to identify and declare any conflicts of interest
- Understands what actions will be taken if a conflict of interest is identified

At South East Essex Academy Trust we will ensure that:

- Every potential relevant conflict of interest, or perceived conflict of interest, is identified, recorded and prevented
- Decision-making isn't affected by conflicts of interest
- There are clear procedures for managing conflicts of interest where these arise

This policy does not form part of any employees' contract of employment. It may be amended at any time.

2. Legislation and guidance

This policy is based on:

- Companies Act 2006
- Guidance from the Charity Commission which explains statutory requirements and good practice regarding conflicts of interest for charity trustees
- The Academies Financial Handbook
- The academy trust governance guide
- Model articles of association for academy trusts

This policy complies with our funding agreement and articles of association.

3. Scope

This policy applies to:

- All members of the school staff
- Volunteers working in the school
- Academy trust members
- All members of the board of trustees
- Members of local governing bodies
- Senior trust employees

For the purposes of this policy we refer to all of the above as “staff”, except where we make reference to some specific roles.

4. Definitions

4.1 Conflict of interest

A conflict of interest is any situation in which a member of staff has a business or personal interest or loyalty that could or could be perceived to, prevent them from making a decision only in the best interests of the school and/or trust. Conflicts of interest can be actual, potential and perceived. They may be financial, professional, personal or indirect It’s not possible to provide an exhaustive list of what constitutes a conflict of interest, but some examples include where:

- A member of staff is related to a child within the school
- A member of staff has a connection or friendship with families within the school
- A member of staff currently has or has had a sexual or intimate personal relationship with another member of staff
- A member of staff undertakes paid or voluntary work outside of their position at the school/trust that involves pupils from the school/trust
- A member of staff is involved in invigilating examinations or assessing//submitting coursework for a pupil who is known to them outside of school
- A governors work for companies that provide, or have the potential to provide, services to the trust.
- A governor owns their own business, and sometimes does work for the trust
- A governor is in a relationship with a member of staff
- A governor also sits on the governing board of another school or trust
- The class teacher of a parent governor’s child is subject to a disciplinary hearing
- In accordance with section 97 of the articles of association, where a governor has or can have any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with his duties as governor
- Employees are expected to conduct themselves in a professional, sensitive and confidential manner.

4.2 Trustee benefit

A trustee benefit is any instance where money, or other property, goods or services which have monetary value, are received by a trustee from the academy trust. This doesn't include where trustees are compensated for proper out-of-pocket expenses.

Trustees can only benefit from the trust in such a way, either directly or indirectly, where there is an **explicit authority** in place before any decisions are made.

Examples of trustee benefits include where trustees decide to:

- Sell, loan or lease trust assets to a trustee
- Acquire, borrow or lease assets from a trustee for the trust
- 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 for carrying out a separate paid post as a director or employee of the trust's subsidiary trading company
- Pay a trustee, or person or company closely connected to a trustee, for providing a service to the trust
- Employ a trustee's spouse, partner or other close relative at the trust or its subsidiary trading company
- Make a grant to a service user trustee, or a service user who is a close relative of a trustee
- Allow a service user trustee to influence trust activities to their exclusive advantage

Explicit authority will come from either:

- Our articles of association
- A statutory provision (such as the power in the Charities Act which allows charities to pay trustees for additional services in some circumstances)
- The Charity Commission
- The court

5. Roles and responsibilities

5.1 Chair of the Board of Trustees

The Chair of Trustees will:

- Ensure that the register of interests is completed each year
- Make sure declarations of interest are made before each meeting
- Arbitrate decisions about how to deal with conflicts of interest, where appropriate
- Monitor this policy, and seek advice on any necessary changes

5.2 Governance Professional

The Governance Professional will:

- Maintain the register of interests, and update it when governors/trustees inform them of changes to their circumstances
- Advise the board on how to deal with conflicts of interest

5.3 Governors/trustees

All governors will:

- Declare their conflicts of interest before or during meetings, and complete the register of interests faithfully
- Make sure they inform the Chair and Governance Professional immediately of any changes to their circumstances
- Take appropriate action to remove any conflict of interest, or seek advice on how to do so if necessary

5.4 Line managers

All line managers will:

- Communicate the conflict of interest policy to all relevant individuals within their areas of responsibility
- Review procedures annually to ensure that they anticipate and manage potential and actual conflicts of interest
- Ensure that all new staff receive conflict of interest information at induction

5.5 Members of staff

All members of staff will:

- Ensure they are familiar with the conflict of interest policy
- Read and understand the conflict of interest policy annually

Disclose any activity or relationship that may give rise to a potential conflict of interest

6. What must be declared

6.1 What governors/trustees must declare

Governors/trustees must declare:

- Directorships, partnerships and employments with businesses
- Trusteeships and governorships at other educational institutions or charities
- Material interests arising from relationships with other members, trustees or local governors (including spouses, partners and close relatives)
- Material interests arising from relationships with trust employees (including spouses, partners and close relatives)
- Business or personal interests of their spouses, partners and close relatives, where there's a possibility that the trust will have dealings with that person
- Membership of professional bodies
- Any contracts held that involve the school

If an individual isn't sure whether something constitutes a conflict of interest, or needs to be declared, they should err on the side of caution and declare it.

Senior trust employees, and governors/trustees who are staff members, must declare an interest in relation to matters of their own pay and appraisal, and must not participate in discussions or decisions about these.

6.2 What school staff should declare

School staff should declare:

Any friendship or family relationship where there is a potential conflict of interest, for example a relationship between staff members, involvement in recruitment involving friends or family members etc.

Any current business interest in a company that could stand to gain from their position as a member of the school staff

Any relevant pecuniary interest in any contract the school holds or proposes to enter into

Business interests of their spouses, partners and close relatives, where there is a possibility that the school will have dealings with that person

Governance roles in other educational institutions

Any friendship or family relationship where there is potential for a conflict of interest. Staff must be aware of potential conflicts of interest when recruiting

6.3 Conflicts of interest related to examinations

The school will manage any conflicts of interest related to examinations by informing the relevant awarding bodies about any members of staff who are teaching and preparing members of their family (which includes step-family, foster family and similar close relationships) or close friends and their immediate family (e.g. son/daughter) for qualifications that include internally assessed elements.

The school will maintain clear records of all instances where staff have members of their family (which includes step-family, foster family and similar close relationships) or close friends and their immediate family (e.g. son/daughter) entered for examinations and assessments at the school.

Staff members who will need to declare potential conflicts of interest include:

- Teachers involved in the preparation of exam papers – i.e. teachers who see question papers before an exam is taken
- Teachers who mark public exams
- Staff involved in checking examination material prior to the exam (e.g. exams officers, lab technicians for practicals, etc.)
- Teachers involved in the marking and moderation of internally assessed coursework

The school will:

Contact all members of staff to ascertain any conflict of interest

Record any confirmed or suspected conflicts and any steps taken to mitigate will also be recorded

Share with the relevant staff member any steps taken to mitigate conflicts of interest, so they are aware of actions in place and any additional requirements they need to adhere to

Inform any awarding bodies of any relevant conflicts of interest

Any member of staff who needs to declare a conflict of interest relating to exams should do so in writing.

Whistle-blowing
Anyone concerned about the integrity of any aspect of the public exams process should raise their concerns with the relevant exam board. Concerns about the conduct of exams at the school should be raised with the headteacher / exams officer – delete as appropriate.

If a concern relates to the headteacher / exams officer, the chair of governors / board of trustees should be contacted. Concerns should be addressed in a reasonable and timely fashion; if they are not, the concern should be escalated in accordance with the school/trust's whistle-blowing policy.

7. Procedures

7.1 Register of interests

The trust requires each memeber of staff, governor and trustee to complete a declaration of interests form at the beginning of each academic year.

New members of staff and governors/trustees will also be asked to complete a declaration of interests form if they join after the start of the academic year.

Every member of staff & senior leader in addition to members of the governing board / board of trustees / local governing body must identify and declare potential conflicts of interest. Declarations should be made as soon as possible once they are identified.

The school/trust will explore potential conflicts of interest when:

• Reviewing applications for any position in the school/trust, including staff member, trustee and governor appointments

• Reviewing the register of interests for governors/trustees. This will take place on an annual basis. Everyone who is required to complete an annual declaration must do so each year, even if there are no conflicts of interest to register

• Reviewing the agenda of governing board / board of trustees / local governing board meetings. Governors/trustees will be asked to declare any interest they have in any agenda item before it is discussed at the meeting

• Establishing relationships with external contractors. All relationships of a business or private nature with external contractors, or potential contractors should be made known to the headteacher/CEO. In the case of the headteacher, any financial interests or relationships of a business or private nature must be declared to the governing board / board of trustees

• A member of staff changes role or responsibility

The trust will publish information about the interests of members, trustees, local governors, and the accounting officer (where the accounting officer isn't already included due to being a trustee).

Senior trust employees, and governors/trustees who are staff members, aren't required to record their employment with the trust on the register of interests.

If an individual's circumstances change after the register of interests is completed, they must immediately alert the Chair and the Governance Professional that they need to make amendments or further declarations.

7.2 Declaring conflicts of interest and taking action (governors/trustees)

Agendas of meetings will be circulated in advance. Governors/trustees must review any agenda sent to them, and alert the Chair and the Governance Professional as soon as possible if they have a conflict of interest related to any item on the agenda.

Each meeting will also include a standing agenda item to allow declarations to be made.

If a conflict becomes apparent during a meeting, and governors/trustees didn't declare these prior to or at the beginning of the meeting, they must declare these immediately.

Depending on the nature of the meeting or discussion, and the interest in question, the board will decide whether the individual needs to:

- Withdraw from the meeting
- Refrain from contributing to the discussion
- Refrain from voting on a decision

The board may also decide that, having declared the interest, the governor/trustee is free to participate in the discussion or decision as normal.

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

- Always make their decision in the best interests of the trust, and be able to demonstrate this
- Act to protect the trust's reputation
- Consider the impression that their actions and decisions may have on those outside of the trust
- Consider the level of risk related to the decision in question, and the risk that the conflict will affect the individual's ability to be impartial, or to act only in the best interests of the trust
- Be aware that the presence of a conflicted governor/trustee (even if they cannot participate in the decision or discussion) may inhibit free and open dialogue, and may affect the decision in some way

In cases of **serious conflict of interest**, the board may also choose to avoid the conflict by:

- Not pursuing a particular course of action
- Proceeding with the issue in a different way
- Not appointing a particular governor/trustee or employee
- Securing a resignation from a conflicted governor/trustee

A serious conflict of interest includes situations where the conflict:

- Is so acute or extensive that the individual isn't able to make their decisions in the best interests of the trust or could be seen to be unable to do so
- Is present in significant or high risk decisions
- Means that effective decision-making is regularly undermined or cannot be managed in accordance with the required or best practice approach
- Is associated with inappropriate trustee benefit

Details of any conflicts declared, and relevant actions taken, will be recorded in the minutes.

7.3 Declaring conflicts of interest and taking action (members of staff)

Recruitment of family and friends:

Staff will not be involved in recruitment and safer recruitment processes involving family and friends

If a family member or friend is appointed to a role, it may be appropriate to put in place alternative line management structures to eliminate a conflict of interest

Confidential information obtained during work:

Staff should not disclose confidential information to anyone, including family and friends

If an employee is in doubt about what information can or can't be disclosed, they should speak with their line manager

Staff whose children attend the school:

Whilst at school, the staff member's relationship with their child should follow the normal expectations that would apply with any other pupil. This may need to be explained to their child to ensure appropriate boundaries are maintained

The staff member will not be involved in any behaviour management matters relating to their child. If the staff member becomes aware of an issue, this should be discussed with their line manager

Communication regarding a staff member's child should be carried out in the usual way. A staff member should not make use of the school's internal systems to gain additional information about their child

Undertaking paid or voluntary work with pupils outside school hours:

Where paid work is undertaken, it should be disclosed to the school/trust

Staff should ensure that confidentiality and appropriate demarcation are established

Contractors and suppliers:

Staff should declare a relationship to any existing or potential contractor or supplier

Misuse of position:

Staff should not use their position to gain an advantage or disadvantage with any person or organisation

Staff must declare any personal interest that may affect their impartiality

8. Failure to declare a conflict of interest

Failure to declare a conflict of interest is a breach of the board's code of conduct.

If the board becomes aware that a governor/trustee hasn't declared a relevant conflict of interest, it will immediately update the register of interests to ensure the record is complete and accurate.

Depending on the nature of the omission, the board may also:

- Vote to suspend the governor/trustee
- Vote to remove the governor/trustee from office
- Follow any relevant disciplinary procedures

If a governor/trustee is aware of another governor's/trustee's undeclared interest, they should alert the Chair and the Governance Professional immediately.

Members of staff:

Failure to declare a conflict of interest will be dealt with in line with the staff code of conduct.

9. Review

This policy will be reviewed every year, and approved by the trust board.

Appendix: Declaration of interests form (ad-hoc use only)

Our trust is committed to acting with integrity and impartiality. To this end, we must keep a register of the relevant business and pecuniary interests of members, trustees, local governors and senior employees.

We're also required to publish these interests with respect to members, trustees, local governors and the accounting officer.

Please complete the form below and return it to the Chair of Trustees or the Governance Professional.

If you're not sure whether something counts as a conflict of interest, err on the side of caution and declare it.

You must update us whenever your circumstances change, so we can ensure our register of interests is accurate.

Name: _____

Directorships, partnerships or employment

NAME OF BUSINESS/ORGANISATION	NATURE OF INTEREST

Membership of professional body

PROFESSIONAL BODY	MEMBERSHIP STATUS

Governor or trustee roles at other educational institutions or charities

NAME OF SCHOOL/ESTABLISHMENT/CHARITY	NATURE OF LINK

Contracts that involve the trust or trust school

CONTRACT DESCRIPTION	ENTITY PROVIDING THE CONTRACT	NATURE OF THE INTEREST ARISING FROM THIS RELATIONSHIP

Personal relationships (including spouse/partner and close relatives)

NAME OF TRUSTEE, LOCAL GOVERNOR, MEMBER OR TRUST EMPLOYEE	NATURE OF THE RELATIONSHIP	NATURE OF THE INTEREST ARISING FROM THIS RELATIONSHIP

Relevant business or personal interests of spouse/partner and close relatives

NAME	RELATIONSHIP TO YOU	RELEVANT INTEREST

Signature: _____ Date: _____