



MULTI
ACADEMY
TRUST

The Queen Katherine School Multi Academy Trust

CONFLICT OF INTEREST POLICY

This policy does not form part of any employee's contract of employment and we may amend it from time to time.

Committee:	MAT Board
Date of adoption:	October 2017
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Document Control Sheet

The information in the table below details earlier versions of this document with a brief description of each review and how to distinguish amendments made since the previous version date (if any)

Version Number	Amended by	Purpose	Approved by Trustees (date)
1	BCO	Original	2017

Statement of Intent

This policy sets out the framework for ensuring that the decisions and decision-making processes for The Queen Katherine School Multi Academy Trust (QKS MAT) and schools within the Trust are, and are seen to be, free from personal bias and do not unfairly favour any individual or company connected with the Trust.

Governors, key members of staff and members of the QKS MAT have an obligation to act in the best interests of the Trust and in accordance with the relevant Articles of Association in order to avoid situations where there may be a potential conflict of interest. In addition, statutory duties require governors, staff and members not to accept benefits from third parties, and to declare interest in proposed transactions or arrangements. For the purposes of this document, Governors, Trustees/ Director and Members of the QKS MAT and schools within the Trust will be referred to as governors. Key members of staff will include the MAT Officers, members of the Senior Leadership Team (SLT) and those with important financial roles.

This is because situations may arise where family (and including close friends) 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.

The Queen Katherine School Multi Academy Trust intends to:

- Ensure that every governor and key staff member understands 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 for the schools within the Trust.

1. LEGAL FRAMEWORK

1.1. This policy takes its legal framework from the following legislation and statutory guidance:

- Companies Act 2006.
- Conflicts of Interest: A Guide for Charity Trustees.

1.2. This policy must be read in conjunction with the following other policies:

- Staff Handbook.
- Governor Code of Conduct.
- The Governor Induction Information on the Governor Portal.

2. DEFINITION

2.1. The Queen Katherine Multi Academy Trust adopts the definition of the Charity Commission, which states that a conflict of interest is any situation where a governor's personal interests or loyalties could, or could be seen, to prevent the governor from making a decision in the best interests of the Academy or Trust.

3. IDENTIFYING CONFLICTS OF INTEREST

- 3.1. The Queen Katherine School Multi Academy Trust expects individual governors, key staff members and governing bodies to be able to identify any conflicts of interest at an early stage.
- 3.2. Individual staff/governors /trustees who fail to identify and declare any conflicts of interest will also fail to comply with their personal legal responsibility to avoid conflicts of interest and act only in the best interest of the Trust and students of the Academies.
- 3.3. The governing bodies must ensure that any conflicts of interest do not prevent them from making a decision only in the best interests of their Academy and its students.

4. ARTICLES OF ASSOCIATION

4.1 The Academy's Articles of Association (para 98) state:

Any Governor who 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 a Governor shall disclose that fact to the Governors as soon as he becomes aware of it. A Governor must absent himself from any discussions of the Governors in which it is possible that a conflict will arise between his duty to act solely in the interests of the Academy Trust and any duty or personal interest (including but not limited to any Personal Financial Interest).

5. INTERESTS WHICH SHOULD BE DECLARED

5.1 Governors and key staff will be expected to declare as fully as possible (discretion will be used as to whether the specific interest can reasonably be regarded as a potential conflict):

Direct Interests

- a. The individual owns, totally or in part, a company or organisation which may be used by the QKS MAT or Academy to supply goods or services.
- b. The individual has a substantial financial interest in a company as described in (a). A substantial financial interest is defined as a shareholding of more than a nominal value of £25,000 or more than 1% of the issued shares.
- c. The individual offers goods or services which may be used by the MAT or Academy.
- d. Any Directorships held.
- e. Any position held on any Local Governing Body or Committee of any other school or Academy.
- f. Having received a gift, hospitality, or other benefit from someone/an organisation.

Indirect Interests:

Any of the direct interests, as shown above in a. to c. but where the individual concerned is a spouse, partner, relative or close friend of those to whom this policy applies.

6. GOVERNOR BENEFITS

- 6.1. Governors can only benefit from their Academy where there is an explicit authority in place in the Academy's governing document before any decision conferring governor benefit is made.
- 6.2. Governor benefits include any payments or benefits to governors or a connected person, apart from their reasonable out of pocket expenses. They also cover situations where a governor could receive property, loans, goods or services from the Academy.
- 6.3. Where there is a proposed sale or lease of Academy land to a governor, or to a person or company closely connected with a governor, this will need to be authorised by the EFA, even if the disposal is at full market value.
- 6.4. The payment of reasonable expenses to governors is not a benefit, so it does not create a conflict of interest or require authorisation.

7. REGISTER OF INTERESTS

- 7.1. Governors and key staff will keep an up to date record (using Form2, see Appendix 2) of any conflicts of interest in the Academy's register of interests, which is maintained by the Clerk to the Governing Body and kept in the School Business Manager's/or other person's designated office.
- 7.2. The Trust and schools within the Trust must publish on their website the relevant interests of trustees and members. Trusts have discretion over the publication of interests of other individuals (close family members or friends) relating to trustees and members.

8. DECLARING INTERESTS

- 8.1. Governors should have a standard agenda item at the beginning of each meeting of the governing body to declare any actual or potential conflicts of interest.
- 8.2. A governor should declare any interest which he /she has in an item to be discussed, at the earliest possible opportunity and before any discussion of the item itself.

- 8.3. If a governor is uncertain whether or not he /she is conflicted, he /she should declare the issue and discuss it with the other governors.
- 8.4. If a governor is aware of an undeclared conflict of interest affecting another governor, then he/she should notify the other governors /trustees or the Chair.

9. REMOVING CONFLICTS OF INTEREST

- 9.1. Governors must consider the conflict of interest so that any potential effect on decision-making is eliminated.
- 9.2. Governors must follow any legal or governing document requirements on how a conflict of interest must be handled, but may, in serious cases, decide that removing the conflict of interest itself is the most effective way of preventing it from affecting their decision-making. Serious conflicts of interest include, but are not limited to, those which:
 - 9.2.1. Are so acute and extensive that the governors are unable to make their decisions in the best interest of the Academy and its students, or could be seen to be unable to do so.
 - 9.2.2. Are present in significant or high risk decisions of the governors.
 - 9.2.3. Mean that effective decision-making is regularly undermined or cannot be managed in accordance with the required or best practice approach.
 - 9.2.4. Are associated with inappropriate governor benefit.

10. WITHDRAWING FROM DECISION-MAKING

- 10.1. Where there is a proposed financial transaction between a governor and the Academy, or any transaction of arrangement involving governor benefit:
 - 10.1.1. The benefit must be authorised in advance by the Finance Committee. If there is no Finance Committee meeting planned within the time frame of authorisation being required, then the Chair of the Finance Committee and one other finance governor can be contacted to authorise the benefit. If the person affected is the Chair of the Finance Committee then the Chair of the governing body plus one other finance governor must authorise the benefit.
 - 10.1.2. The governing body expects the affected governor to be absent from any part of any meeting where the issue is discussed or decided.
 - 10.1.3. The affected individual should not vote or be counted in deciding whether a meeting is quorate.
- 10.2. Where there is a conflict of loyalty and the affected governor 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 governor should declare the interest.
- 10.3. The remainder of the governing body must then decide what level of participation if any, is acceptable on the part of the conflicted governor. The options might include, but are not limited to, deciding whether the conflicted governor:

- 10.3.1. Having registered and fully declared the interest, can otherwise participate in the decision.
- 10.3.2. Can stay in the meetings where the decision is discussed and made, but not participate.
- 10.3.3. Should withdraw from the decision-making process in the way described above.

10.4. In deciding which course of action to take regarding a conflict of interest, governors:

10.4.1. Must always make their decisions only in the best interest of the Academy and its students.

10.4.2. Should always protect the Academy's reputation and be aware of the impression that their actions and decisions may have on those outside the Academy.

10.4.3. Should always be able to demonstrate that they have made decisions in the best interests of the Academy and its students, and independently of any competing interest.

10.4.4. Should require the withdrawal of the affected governor from any decisions where the governor's other interest is relevant to a high risk or controversial governor decision or could, or be seen to, significantly affect the governor's decision-making at the Academy.

10.4.5. Can allow a governor to participate where the existence of his / her other interest poses a low risk to decision-making in the Academy's interest, or is likely to have only an insignificant bearing on his / her approach to an issue.

10.4.6. Should be aware that the presence of a conflicted governor can affect trust between governors, could inhibit free discussion, and might influence decision-making in some way.

Governors can, before their discussion, ask a governor who is withdrawing, to provide any information necessary to help make the decision in the best interests of the Academy and its students.

11. RECORDS OF PROCEEDINGS

- 11.1. Governors should record in the minutes, details of any and all discussions on potential conflicts of interests and the decisions made.

12. CONFIDENTIALITY

- 12.1. Governors cannot use information obtained at the Academy for their own benefit or that of another organisation if it has been obtained in confidence or has special value such as commercial sensitivity.

13. MONITORING AND ENFORCEMENT

- 13.1. The governing body of the QKS MAT schools will carry out continuous monitoring of its activities and members to ensure that any conflicts of interest are identified and mitigated as soon as possible.

- 13.2. Governors who fail to declare an interest and are found to be in conflict with the best interests of the Academy will be expected to explain to the governing body his / her reasons for their omission.
- 13.3. Members may decide to terminate the membership of the relevant governor from the governing body, if he / she is found to have knowingly and deliberately failed to declare an interest and has brought the Academy into disrepute.

14. POLICY CIRCULATION

- 14.1. This policy will be circulated to every Governor/ Trustee/ Director/member of the Trust, key staff member, and the Headteachers of the Schools within the Trust, who shall annually sign a statement (Form I, see Appendix A) which affirms that he / she has:
- Received a copy of the policy.
 - Has read and understood the policy.
 - Has agreed to comply with the policy.
- 14.2. This policy will be included in the publication scheme on the Academy's website and will be made available to the public.

Appendix A

Form I

Annual Conflicts of Interest Acknowledgement Statement

In accordance with section 14.1 of the Conflicts of Interest Policy (“the Policy”), I, the undersigned Governor/ Trustee/ member of the Trust/key staff member or the Headteacher of a school in the Trust hereby attest and affirm that I have:

1. Received a copy of the Policy.
2. Read and understood the Policy.
3. Agreed to comply with the Policy.
4. Completed Form 2 – Declaration of Business Interests.

Print name

Signature

Dated ___/___/___

Please return completed form to your school, marked for the attention of the Clerk to the Governing Body.

This form is to be reviewed/re-submitted on an annual basis.

Appendix B

Form 2

Declaration of Business Interests for The Queen Katherine Multi Academy Trust

This form is for members of the Trust as follows: Governors, Trustees, Directors, and the Headteachers of schools in the Trust and key staff, including those in important financial roles.

Name:

School:

Please note:

- It is a legal requirement that both sections of this form are completed and displayed on the public part of the school's web site.
- Section 1 is a declaration of any direct personal interests (as defined in section 5.1 of this policy, points a. to f.); section 2 is a declaration of indirect interests i.e. for close relatives or friends with business interests (as defined in section 5.1 of this policy, points a. to c. only). Close family members includes, but may not be limited to, the list given.
- Please consider and provide details of the business or provide a 'nil return' as appropriate, in both sections. Section 2 requires a response in each row for each of the relationship options - either details of the business, or 'nil return'.
- Both sections of this form need to be updated as/when new situations arise or apply, and reviewed on an annual basis.

Section I: Direct Interests:

Name of Business	Nature of Business	Nature of Interest	Date of Appointment or Acquisition	Date of Cessation of Interest	Date of Register Entry

Section 2: Indirect Interests (relating to close relatives and friends)

Relationship	Person's Name	Nature of Business	Nature of Interest	Details of any Transactions
Spouse or civil partner				
Parents				
Children				
Other relatives: Please state details				
Close friends				

I certify that I have declared all beneficial interests which I or any person closely connected with me have with businesses or other organisations which may have dealings with the school.

Signed Date

Please return completed form to your school, marked for the attention of the Clerk to the Governing Body.



Guidance Information on Declaring Business Interests

1. INTRODUCTION

The Queen Katherine School Multi Academy Trust Conflict of Interest Policy sets out the framework for ensuring that the decisions and decision-making processes for the Trust are (and are seen to be) free from personal bias and do not unfairly favour any individual or company connected with the Trust. The policy complies with the Academies Financial Handbook and with the external auditors' expectations.

The policy applies to The QKS MAT Members, Governors of member schools within the Trust, and key members of school staff. The key members of school staff include the MAT Officers, members of the Senior Leadership Teams (SLT) and those with important financial roles within member schools.

2. COMPLETING THE DECLARATION OF BUSINESS INTEREST FORMS

All of the people included in the above list need to complete forms 1 and 2, (Appendices A and B to the policy). In completing the forms, please note the following information:

- Form 1 is an acknowledgement statement that is required to be reviewed/re-submitted on an annual basis (point 14.1 of the policy).
- Form 2 is the declaration of business interests form that requires personal details to be completed in both the *direct interest* (section 1) and *indirect interest* (section 2).
 - A list of 'direct interests' is given below (section 5.1 of the policy); if any of the criteria listed under points a. to f. apply personally to the person completing the form, they need to be detailed in the table in section 1.
 - 'Indirect interests' are business interests as defined by points a. to c. (only) in the list below that apply to close family relatives or friends of the person completing the form. Details of these are to be entered in the table in section 2 in the relevant row.
 - For both tables in Form 2, if there are no interests to declare, a response of 'nil return' is to be entered – this needs to be entered in the relevant row for all of the relationship/friend options where it is applicable for section 2.
 - It is a legal requirement that Form 2 - section 1 is updated as/when new direct interests arise or apply, and/or section 2 as/when changes affecting close relatives and friends arise or apply (indirect interests). The information provided on Form 2 must also be reviewed on an annual basis and displayed on the public part of the school's web site.
- The declaration process is intended to provide a collective list of business interests that will be used to inform and support transparent unbiased decision-making. The list is helpful in providing prior knowledge of potential conflict areas for Governors; in which case, the policy informs of the procedures to be taken to minimise the risk of the Trust acting improperly.
- Please feel reassured that completing the forms is not intended as an onerous or extremely demanding duty – the declarations only relate to posts of **high authority** or **influence** in companies that may be used by the Trust to receive goods or services. Positions in companies (either personal or held by close friends and family) that supply the Trust that are not at a decision-making level do not require to be declared. If in doubt what to declare, see section 8.3 of the policy or consult your Clerk to the Governing Body.
- Completed forms need to be returned to the Clerk of your school's Governing Body or the MAT Board.
- A mock example of a completed Form 2 is given below.

3. DEFINING BUSINESS INTERESTS (Section 5.1 of the policy)

Governors and key staff will be expected to declare their interests as fully as possible. The following list is taken from section 5.1 of the Policy.

3.1 Direct Interests

- a. The individual owns, totally or in part, a company of organisation which may be used by the QKS MAT or Academy to supply goods or services.
- b. The individual has a substantial financial interest in a company as described in (a). A substantial financial interest is defined as a shareholding of more than a nominal value of £25,000 or more than 1% of the issued shares.
- c. The individual offers goods or services which may be used by the MAT or Academy.
- d. Any Trusteeships held.
- e. Any position held on any Local Governing Body or Committee of any other school or Academy.
- f. Having received a gift, hospitality, or other benefit from someone/an organisation.

3.2 Indirect Interests

Any of the direct interests, as shown above in a. to c. but where the individual concerned is a spouse, partner, relative or close friend of those to whom this policy applies.

4. FURTHER INFORMATION

If more information is required or any query arises in completing the forms please contact your Clerk to your school's Governing Body or MAT Board.

Form 2 - Example

Declaration of Business Interests for The Queen Katherine Multi Academy 1



This form is for The QKS MAT Members; Governors of member schools within the Trust, and key members of school staff to complete. The key members of school staff include the MAT Officers, members of the Senior Leadership Teams (SLT) and those with important financial roles within member schools.

Name: Georgina Green

School: The Queen Katherine School

Please note:

- It is a legal requirement that both sections of this form are completed and displayed on the public part of the school's web site.
- Section 1 is a declaration of any direct personal interests (as defined in section 5.1 of this policy, points a. to f.); section 2 is a declaration of indirect interests i.e. for close relatives or friends with business interests (as defined in section 5.1 of this policy, points a. to c. only). Close family members includes, but may not be limited to, the list given.
- Please consider and provide details of the business or provide a 'nil return' as appropriate, in both sections. Section 2 requires a response in each row for each of the relationship options - either details of the business, or 'nil return'.
- Both sections of this form need to be updated as/when new situations arise or apply, and reviewed on an annual basis.

Section I: Direct Interests:

Name of Business	Nature of Business	Nature of Interest	Date of Appointment or Acquisition	Date of Cessation of Interest	Date of Register Entry
The Queen Katherine School	Education	Governor	December 2014	Current	27.01.2015
The Kendal Cheese Company	Speciality Cheese	Director	May 2003	Current	27.01.2015
The Kendal Hotel Partnership	Gift	All expenses paid holiday to Bali	July 2010	August 2010	27.01.2015
Leafylane Primary School	Education	Governor	September 2013	Current	27.01.2015

Section 2: Indirect Interests (relating to close relatives and friends)

Relationship	Person's Name	Nature of Business	Nature of Interest	Details of any Transactions
Spouse or civil partner	Husband – Graham Green	The Queen Katherine School	Teacher	N/A -Nil Return
Parents	Mother – Wanda White	The Appleby Road School Sweatshirts & Uniform Company	Director	N/A - Nil Return
Children	N/A – Nil Return			
Other relatives: Please state details	Alison Amber	Kendal Professional Sports Coaches	Niece	Contract to provide tennis coaching - June 2013, £8,500.
Close friends	N/A Nil Return			

I certify that I have declared all beneficial interests which I or any person closely connected with me have with businesses or other organisations which may have dealings with the school.

Signed: Georgina Green **Date:** 25 June 2015

Please return completed form to your school, marked for the attention of the Clerk to the Governing Body.