

## **Declarations of Interest Policy**

### **POLICY SCOPE**

This policy covers all trustees and directors of the Confederation of School Trusts (the Group).

The Group includes:

- Confederation of School Trusts (CST) (Company number 05303883)
- CST Professional Development Limited (Company number 10354936)

This policy is in accordance with Charity Commission Guidance (CC29).

The Groups statement of general policy is to:

- Identify and declare any relevant interests, including conflicts of interest;
- Prevent a conflict of interest from affecting decisions; and
- Record any relevant interests including conflicts of interest.

The Group is committed to openness and transparency and to the 7 principles of public life. Specifically, in terms of this policy, the Group's Board adopts the principle of integrity – Group trustees and directors will not place themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. Trustees and directors will not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. Trustees and directors will declare and resolve any interests and relationships.

This policy is part of a wider policy framework and should be read alongside the Group's policies on financial controls and procedures, risk management, trustee and director expenses, hospitality and payments and the Code of Conduct.

### **1. Procedure for identifying and recording declarations of interest**

- 1.1 Trustees and directors should identify any *relevant* interests, some of which will, directly or indirectly, create conflicts of interest. Some declarations may not necessarily create a conflict, for example being a non-executive director or trustee on the board of another organisation.
- 1.2 Identifying *conflicts* of interest is a legal requirement. The Charity Commission expects individual trustees and Trust Boards to be able to identify any conflicts of interest at an early stage. The law says that each individual trustee must avoid putting themselves in a position where their duty to act only in the best interests of the charity could conflict with any personal interest they may have. In practice for the Group this means that:
  - 1.2.1 Individual trustees or directors who fail to identify and declare any conflicts of interest will fail to comply with their personal legal responsibility to avoid conflicts of interest and act only in the best interests of the charity and Group; and
  - 1.2.2 The Group's Boards must ensure that any conflicts of interest do not prevent them from making a decision only in the best interests of the Group – this includes conflicts of loyalty where a trustee or director's loyalty or duty to another person or organisation could prevent the trustee or director from making a decision only in the best interests of the Group.

- 1.3 Our definition is that a conflict of interest is any situation in which a trustee or director's personal interests or loyalties could, or could be seen to, prevent the trustee or director from making a decision only in the best interests of the Group. Conflicts of interest relate to a trustee or director's personal interests and the interests of those connected to them. This means that there is a conflict of interest where there is a proposed transaction or payment between the Group and a trustee/director or a connected person. Similarly, there is a conflict of interest where there is a benefit or a potential benefit to a trustee/director or connected person.
- 1.4 Group trustees/directors have a personal and legal responsibility to declare conflicts of interest. Group trustees/directors accept that failure to act properly where there is a conflict of interest is a breach of a trustee/director's legal responsibilities.
- 1.5 Trustees and directors should declare all interests, including:
- Non-executive director or trustee of another organisation;
  - Business and personal interests and those of a spouse, partner or close relatives;
  - Any payments for goods or services from the Group (excluding the reimbursement of reasonable out of pocket expenses under the Group's policy on trustee/director expenses, hospitality and payments); and
  - Anything else that is, or could be perceived to be, a conflict of interest.
- 1.6 The Group will ensure that all declarations of interests, including conflicts of interest are recorded in a register of interests.

## **2. Procedure for preventing a conflict of interest from affecting decisions**

- 2.1 CST's Articles of Association state at paragraph 8.4 that:

*"Whenever a Trustee has a personal interest in a matter to be discussed at a meeting of the Trustees or a committee, he or she must:*

*8 4 1 declare an interest before the meeting or at the meeting before discussion begins on the matter*

*8 4 2 be absent from the meeting for that item unless expressly invited to remain in order to provide information*

*8 4 3 not be counted in the quorum for that part of the meeting, and*

*8 4 4 be absent during the vote and have no vote on the matter."*

- 2.2 In deciding which course of action to take, the trustee/directors will:

- Always make their decisions only in the Group's best interests independently of any competing interest;
- Protect the Group's reputation and be aware of the impression that actions and decisions may have on those outside the charity; and

- Require the withdrawal of the conflicted trustee/director from any decisions where the trustee/director's other interest is relevant to a trustee/director decision or could significantly affect, or could be seen to significantly affect, the trustee/director's decision making at the Group.

2.3 The minutes of the meeting will record details of the nature of the conflict, which trustee/director or trustees/directors were affected, whether any conflicts of interest were declared in advance, give an outline of the discussion, record whether anyone withdrew from the discussion and record how the non-conflicted trustees/directors took the decision in the Group's best interests.

2.4 The Group's Boards will respond appropriately to any external challenge about an actual or perceived conflict of interest by managing the risks to the Group and being prepared to explain how decisions have been made in the best interests of the Group.

### **3. Monitoring and reviewing declarations of interest**

The Group's Board will hold a standing register of interests. However, to ensure conflicts of interest do not affect decisions, there will also be a standing item on all Board meetings inviting trustee/director to declare any conflicts of interest related to the agenda. Any declarations will be entered into the register of conflicts.

This Group Board will keep declarations of interest under regular review.