



**The
Three
Rivers**
Learning Trust

Name of Policy	Declaration and Conflict of Interest
Policy Number	F9
The Three Rivers Learning Trust	
Named Person(s)	Fiona Ewart
Review Committee	Full Board
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Author	Creation Date	Version	Key Changes
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Statement of intent

This policy sets out the framework for ensuring that the decisions and decision-making processes at The Three Rivers Learning 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, the Board of Trustees, Academy Councils 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 school, and risk the school's reputation.

The Trust has created this policy to:

- Ensure that every governance volunteer and 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 of the school

This policy applies to Trustees as well as the following persons:

- Members;
- Academy Councillors;
- Senior Employees; and
- Members of a Committee

The policy sets out practical guidance for identifying, monitoring and managing actual and potential conflicts of interest.

The Charity Commission considers it good practice to implement a policy setting out the procedures the trustees have adopted to enable conflicts to be identified and managed. [The Commission has published formal guidance on conflicts which is available on its website.](#)

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'

This policy operates in conjunction with the following school policies:

- Finance Policy
- Procurement Policy
- Reserves Policy
- Whistleblowing Policy
- Asset Management Policy
- Fraud Policy
- Declared Conflicts of Interest Register
- GDPR Policy
- Governing Board Code of Conduct
- Disciplinary Policy and Procedure

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 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 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 school's best interest.

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

"Academy"	means an individual school within the Trust. A comprehensive list of schools can be found at https://www.the3rivers.net/our-schools .
"Academy Councillor"	means a person who serves as a local governor of an Academy.
"Chair"	means the Chair of a meeting of the Board of Trustees or a subcommittee of the Board of Trustees.
"Charity Commission"	means the Charity Commission for England and Wales, an independent, non-ministerial government department accountable to Parliament. The Charity Commission is the regulator of charities and also the registrar responsible for maintaining an accurate and up-to-date register of charities.
"Governance Professional"	means the Governance Professional to the Board of Trustees, and the Company Secretary of the Trust.
"Member"	means a member of the Trust.

"the Policy"	means this policy, the Declaration and Conflict of Interest Policy of The Three Rivers Learning Trust.
"Related Individuals"	<p>means any individual or organisation related to an Academy Councillor, a Member, a Senior Employee or a Trustee. For the purposes of the Policy the following persons are related:</p> <ul style="list-style-type: none"> ▪ a relative. A relative is defined as a close member of the family, or member of the same household, who may be expected to influence, or be influenced by, the person. This includes, but is not limited to, a child, parent, spouse or civil partner; ▪ an individual or organisation carrying on business in partnership with the Academy Councillor, Member, Senior Employee or Trustee; or a relative of the Academy Councillor, Member, Senior Employee or Trustee; ▪ a company in which an Academy Councillor, a Member, a Senior Employee a Trustee and/or their relative (taken separately or together), holds more than 20% of the share capital or is entitled to exercise more than 20% of the voting power at any general meeting of that company; and ▪ an organisation which is controlled by an Academy Councillor, a Member, a Senior Employee a Trustee and/or their relative (acting separately or together). For these purposes an organisation is controlled by an individual or organisation if that individual or organisation is able to secure that the affairs of the body are conducted in accordance with the individual's or organisation's wishes.
"Senior Employee"	<p>means a person who forms part of the senior leadership team that actively participates in the daily supervision, planning and administrative processes of the Trust to help it meet its objectives. Such as the:</p> <ul style="list-style-type: none"> ▪ Chief Executive Officer ▪ Chief Operations Officer ▪ Headteacher
"the Trust"	means The Three Rivers Learning Trust, a registered company in England and Wales with company number 7838203.

“Trustee”

means a trustee of the Trust.

3. **Role and Responsibilities**

The Board of Trustees 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.
- **[Schools with charitable bodies]** Operating and making decisions in line with their charitable objectives, where applicable.

The Chair of Trustees and Chair of the Academy Council will be responsible for:

- Ensuring, in liaison with the CEO, Governance Professional or Headteacher, that all members of the governing board and academy council have declared any conflicts of interest, in accordance with the Declared Conflicts of 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 as necessary.
- Setting professional standards of governance and accountability for the 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 board is not compliant.

The Headteacher will be responsible for:

- Ensuring, in liaison with the Chair of the Academy Council, that all members of the Academy Council 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 school's 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

4.1. Within the Academy and Trust context, persons, to who the Policy applies, have a legal duty to:

- 4.1.1.** act in the best interests of the Trust;
- 4.1.2.** further the Trust's objects;
- 4.1.3.** act in accordance with the Trust's governing document;
- 4.1.4.** avoid situations where there may be a potential conflict of interest (Companies Act 2006 s.175); and
- 4.1.5.** declare any interest, whether direct or indirect, in any existing or proposed transaction or arrangement with the Trust (Companies Act 2006 ss.177, 182).

4.2. If there is a decision to be made where a person has a personal or other interest, this is a conflict of interest and prevents them from complying with their stated duties unless they follow certain steps

set out later in the policy. For example, a person would have a conflict of interest if the Trust is thinking of making a decision that would mean:

- 4.2.1.** A person could benefit financially or otherwise from the Trust, either directly or indirectly through Related Individuals
 - 4.2.2.** A person's duty to the Trust competes with another duty or loyalty they have to another organisation or person
- 4.3.** In making decisions about the Trust's funds or its legal relationships, persons, to whom the Policy applies, must be alert to the possibility that they, or their colleagues, could be affected by a conflict of interests
- 4.4.** While it is impossible to set out every situation which may result in a conflict, the following situations are examples to assist you in identifying possible areas where a conflict may arise:
- 4.4.1.** making payments or other benefits available to trustees;
 - 4.4.2.** entering into a loan arrangement with a trustee;
 - 4.4.3.** letting or hiring premises from a trustee or letting or hiring out premises to a trustee;
 - 4.4.4.** using the Trust's name, logo or reputation to secure advantage for a third party;
 - 4.4.5.** entering into a transaction or arrangement with the Trust or a company connected to a trustee, including its associated companies; or
 - 4.4.6.** setting investment strategy and reviewing investment choices
- 4.5.** The Trust is committed to providing the necessary training and instruction in respect of the Policy. Should a Trustee or a person, to whom the Policy applies, require further assistance, guidance or the application for the Policy, kindly direct these queries to Fiona.Ewart@the3rivers.net.
- 4.6.** The trustees will consider whether any conflicts are likely to arise in relation to decisions to be made over the coming year and plan how they will manage such conflicts.

5. Identifying conflicts of loyalty

- 5.1.** Members of the governing board and relevant staff will declare any interest that might conflict with their loyalty to:
- 5.1.1.** Another organisation, such as their employer.
 - 5.1.2.** A member of their family.
 - 5.1.3.** Another connected person or organisation.
 - 5.1.4.** Another governing board or committee of which they are a member.
 - 5.1.5.** The individual that appointed them to the governing board.

- 5.2.** 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 trust.

6. Recording Declarations of Interest and Maintenance of the Register of Interests

- 6.1.** On appointment, all Trustees or persons, to whom the Policy applies, will be required to complete the relevant Declaration of Interests Form. This information contained on the Declaration of Interests Form will be recorded in the Register of Interests.
- 6.2.** The Declaration of Interest Form will establish the following information:
- 6.2.1.** any personal interests or positions that may potentially give rise to a conflict of interests;
 - 6.2.2.** any interest or positions held by Related Individuals that may potentially give rise to a conflict of interests;
 - 6.2.3.** a brief description of duties or responsibilities
 - 6.2.4.** the date when the interest commenced;
 - 6.2.5.** the date, if applicable, when the interest ceased;
 - 6.2.6.** the date of entry onto the register;
 - 6.2.7.** an undertaking to provide information annually for the duration of the office held confirming that they will update the form annually; and
 - 6.2.8.** an undertaking to provide updated interests or positions that may arise after completing the form and prior to annual review.
- 6.3.** The Trust will perform an annual review of the Declarations of Interest and the relevant Registers of Interests.
- 6.4.** It is for the person concerned, acting reasonably and in good faith, to decide which matters to declare but, if in doubt, they should make a declaration. If an individual has no interest to declare, they will indicate this by stating 'nil' on their conflicts of interest form, before signing and dating the declaration. If a new interest becomes applicable during the school year, it will be the responsibility of the individual concerned to amend the Declared Conflicts of Interest Register.
- 6.5.** 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

- 6.6.** The information provided by persons will be held by the Trust and processed in accordance with data protection principles, law and regulation applicable to England and Wales.
- 6.7.** The relevant business and pecuniary interests of members, trustees, governors and accounting officers will be published publicly on the website. The trust will have discretion over the publication of interests of other individuals named on the register.
- 6.8.** The Governance Professional will be responsible for maintaining the registers of interests, and will:
 - 6.8.1.** record in the register all conflicts, interests, gifts and hospitality declared; and
 - 6.8.2.** circulate amendments or additions (if any) to the register to the Trustee board at the start of each Trustee Meeting.
- 6.9.** Trustees will consider any other interests they deem relevant and, if there is any doubt, register them regardless.
- 6.10.** The Registers of Interests will be available for inspection by any person on request.

7. Governing board benefits

- 7.1.** Members of the governing board will only be permitted to benefit from the school where there is an explicit authority in place in the school's governing document.
- 7.2.** 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 governing board could receive property, loans, goods or services from the school.
- 7.3.** Where there is a proposed sale or lease of land to a member of the 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.
- 7.4.** The payment of reasonable expenses to a member of the governing board will not be a benefit and therefore will not create a conflict of interest or require authorisation.

8. Declaration of interest during meetings and Managing conflicts of interest

- 8.1.** Wherever possible, the headteacher and chair of the board/academy council will make arrangements to avoid a conflict of interest arising.

- 8.2.** The stipulations below will apply to all members of the governing board/academy council, the headteacher and any others in attendance at meetings, including the SLT
- 8.3.** In keeping with a duty under charity law, a Trustee or persons, to whom the Policy applies, must declare a conflict of interest immediately once they are aware of any possibility that their personal or wider interests could influence their decision-making. Accordingly, the Trust will have a standard agenda item at the beginning of each relevant meeting to allow Trustees or persons, to whom the Policy applies, to declare any actual or potential conflicts of interest.
- 8.4.** During the allotted time in a meeting a Trustee or person, to whom the Policy applies, may supplement the information contained in the Declaration of Interest Form. Such declarations will be recorded by the Clerk and the relevant entries made in the relevant register.
- 8.5.** Once a conflict of interest is identified, in a meeting, it will be prevented from affecting decision-making during the meeting by:
- 8.5.1.** finding an alternative way forward which doesn't involve the conflict of interest (particularly if the issue is serious); or
 - 8.5.2.** taking appropriate steps to manage the conflict (if it's less serious), which will usually mean that the person affected doesn't take part in discussions about the issue.
- 8.6.** If the conflict of interest is particularly serious:
- 8.6.1.** the Trustee or person, to whom the Policy applies may asked to be excused for the meeting or that portion of the meeting where their interest may impact on the business to be transacted;
 - 8.6.2.** Similarly, the Chair may ask the Trustee or person, to whom the Policy applies to absent themselves for the meeting or that portion of the meeting where their interest may impact on the business to be transacted;
 - 8.6.3.** In certain circumstances the attendees of the meeting or the Trustees will have to devise an alternative way forward to prevent the conflict from affecting proper decision making.
- 8.7.** If the conflict of interest is less serious:
- 8.7.1.** the Trustee or person, to whom this Policy applies may remain present during the meeting but remain silent and not participate in the decision making where their interest may impact on the business to be transacted.
- 8.8.** If the Chair is declaring a conflict, they shall inform their colleagues and in the absence or non-participation of the Chair a new person will be chosen from the remaining persons to Chair the meeting.

- 8.9.** If it is difficult to determine what action must be take the following process can be utilised to manage the conflict:
- 8.9.1.** The meeting will be informed of the conflict;
 - 8.9.2.** The conflict will be recorded;
 - 8.9.3.** The person(s) who are conflicted will be excused;
 - 8.9.4.** The non-conflicted persons will then:
 - 8.9.4.1. assess the nature of the conflict;
 - 8.9.4.2. assess the reputational risk or threat to meetings decision-making;
 - 8.9.4.3. decide whether the conflict is serious (that is, it is material or has the potential to be detrimental to the conduct or decisions taken by the trustees); and
 - 8.9.4.4. decide what steps to take to avoid or manage the conflict.
- 8.10.** In assessing the conflict, the non-conflicted persons must act reasonably and in good faith. If necessary, the non-conflicted persons should consult the Commission's guidance document or take legal advice on whether the conflict is serious and/or on how to manage the conflict declared
- 8.11.** If the non-conflicted trustees decide that the interest or duty is material or may otherwise reasonably be regarded as likely to give rise to a conflict of interests with the Trust, the conflicted trustee must not:
- 8.11.1.** take part in the discussion (except to inform the meeting);
 - 8.11.2.** take part in any vote or decision on the matter;
 - 8.11.3.** be counted when determining whether the trustee meeting is quorate; and
 - 8.11.4.** be counted in any vote on the matter
- 8.12.** Please note that, unless the trustees decide otherwise, the guidance set out above will not apply in relation to:
- 8.12.1.** any expenses to which a Trustee is properly entitled;
 - 8.12.2.** any decision to make a payment to a Trustee under an indemnity to which a Trustee is properly entitled under the Trust's articles of association;
 - 8.12.3.** any decision to purchase Trustee indemnity insurance

That is because these types of benefit are generally available to all Trustees and are usually not considered to be sufficiently material to constitute a conflict of interests with the Trust.

- 8.13.** The Chair will inform the conflicted person(s) of the non-conflicted persons' decision. The Clerk will note in the minutes of the meeting the conflict declared, an outline of the discussion and the actions taken to manage the conflict.
- 8.14.** 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:

- 8.14.1.** The nature of the conflict
- 8.14.2.** Which members were affected
- 8.14.3.** Whether the conflicts of interest were declared in advance
- 8.14.4.** Whether anyone withdrew from the discussion
- 8.14.5.** How the trustees reached the decision made
- 8.14.6.** A description of what was disclosed and in what circumstances
- 8.14.7.** A cross-reference to an entry in the Declared Conflicts of Interest Register
- 8.14.8.** The chair of governors or headteacher will sign and date the recording

9. Authorisation of Conflicts

- 9.1.** Where a Trustee is in a situation where they have or can have, a direct or indirect interest which conflicts, or possibly may conflict, with the interests of the Trust (other than a transaction or arrangement with the Trust permitted under the Articles), the trustee is technically in breach of their duty under s.175 of the Companies Act 2006. This means that they would be potentially liable to account to the Trust for any loss suffered by the Trust as a result of the breach.
- 9.2.** It may therefore be appropriate for the Trust to authorise the conflict under s.175(4)(b) and thereby discharge the person's duty. This authorisation can be given by:
 - 9.2.1.** a decision of the non-conflicted Trustees in accordance with the Articles;
 - 9.2.2.** an ordinary resolution of the non-conflicted members in general meeting or by written resolution;
 - 9.2.3.** unanimous agreement of all the members; or
 - 9.2.4.** an order of the Commission or the court
- 9.3.** If the non-conflicted Trustees consider that the conflict is serious, the non-conflicted trustees will determine what action is appropriate in light of the nature and extent of the conflict. A number of steps can be taken to deal with the conflict, including:
 - 9.3.1.** excluding the conflicted Trustee from discussions in relation to the matter to avoid inadvertently influencing the non-conflicted trustees (except insofar as this is necessary to properly inform the discussions);
 - 9.3.2.** excluding the conflicted Trustee from ongoing decision-making and reviews in relation to the matter while the conflict exists and remains;
 - 9.3.3.** seeking independent advice to help with a decision, if necessary;
 - 9.3.4.** appointing an independent Trustee (perhaps for a limited duration or restricted to a particular decision-making process) who is not conflicted;

- 9.3.5.** resignation of the conflicted Trustee where the conflict is acute or pervasive.

10. Confidential Information

- 10.1.** If a Trustee becomes aware, or is in possession, of information which they consider may be relevant to the exercise of the Trustees' duties, they should generally disclose such information to their colleagues subject to the data protection laws and regulations applicable to England and Wales subject to any of duty of confidentiality owed to a third party.
- 10.2.** If a Trustee is in any doubt over whether to disclose information to their colleagues they should seek out independent legal advice in their personal capacity.

11. Monitoring Compliance and Reviewing this Policy

- 11.1.** Any trustee who becomes aware of a breach of this policy should report it to the Chair or the Clerk as soon as possible. The Clerk will:
- 11.1.1.** report all breaches of the policy of which they are aware to the Trustees at the next meeting of the Board of Trustees; and
 - 11.1.2.** record all breaches of this policy in the relevant minutes of meetings.
- 11.2.** The Trustees have implemented this policy in order to monitor and manage conflicts of interest. Any failure to comply with the terms of this policy will not, in itself, result in a decision of the Trustees being invalidated or in any liability to the Trust.
- 11.3.** This policy will be reviewed every three years or sooner if required.

12. Non Compliance

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

The governing board will consider suspending a governor if they fail to declare information that brings the 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 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.

13. 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 trust 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.

[Church schools] 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 – it is not possible to partially complete a form and then return to it.

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 Tendering and 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 board of trustees 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 chair of the board of trustees 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 employment 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 board of trustees.

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.

Appendix 1

Statement of Recommended Practice – Charities SORP20

Charities SORP requires that disclosure must be made of transactions involving trustees, related parties, staff remuneration and ex gratia payments. It notes (9.3) that 'a transaction involving a trustee or other related party must always be regarded as material regardless of its size'.

Payments

Under SORP, charities must disclose that either:

- no trustees have been remunerated or received other benefits from an employment with their charity or a related entity; or
- one or more trustees have been remunerated or received other benefits from an employment with their charity or a related entity. For each trustee concerned, the charity must provide a breakdown of information, including name, details of why the remuneration or payments were made, the amount of remuneration and/or pension contributions and/or other benefits.

Expenses

While the reimbursement by a charity of expenses properly incurred by trustees in fulfilling their duties is not considered a payment or personal benefit, SORP (9.9-9.12) requires that all charities must disclose either:

- that no trustee expenses have been incurred; or
- that one or more trustees has incurred expenses or had their expenses met by the charity.

The charity must then disclose the total amount paid directly/reimbursed to trustees, the nature of the expenses and the number of trustees incurring those expenses.

Transactions with related parties

SORP requires (9.17) that all transactions between a charity and a related party²¹ must be disclosed, subject to a number of exceptions, such as the provision of services on the same terms as received by the general public, or minor sales of items on the same terms as to the public. Charities must (9.19-9.20) either:

- state that no related party transactions require disclosure; or
- disclose details of relevant transactions, including (but not limited to) a description of the relationship, a description of the transactions, amounts

involved and the terms and conditions. The SORP requires the disclosure of names of the transacting related party/parties.

Appendix 2

Declaration of Conflicts of Interests Form for Governors and trustees

The Three Rivers Learning Trust
Company number: 07838203

Register of interests declaration form 2022/2023

[Members/Board of Trustees/Senior Leadership Team and Accounting Officer/Academy Council of XXX School]/Academy
Leadership Team and School Business Manager

Please provide the following information

Your full name:	
Specify your position and special designation, within the Trust:	
Do you have an interest or interests to declare?	Yes <input type="checkbox"/> I have no interest(s) to declare <input type="checkbox"/>

Declarations

Interest on behalf of (Self or See page 49 of the ATH 2022)	Name of business or organisation	Nature of business or organisation	Nature of interest	Date the interest commenced	Date the interest ended

<p>If you have no interest to declare fill in "No interests to declare" in this column.</p> <p>If it is for you say "Self"</p> <p>If for another, try to best describe the relationship. For example, Close relative/ Child/ Partner/ Housemate</p>					<p>If your interest still continues record it as "Ongoing" under this column</p>

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Guidance Notes

This declaration form needs to be completed by each Trust officer annually.

Academy councillors and trustees have a legal duty to act only in the best interests of their schools. Where a situation arises in which they cannot do this due to a personal interest they have, steps should be taken to identify, prevent and record the conflict. This ensures governors or trustees are acting in the best interests of the school.

The Academy Trust Handbook requires the Trust to capture and present any relevant business and pecuniary interests of members, trustees, local governors of academies within a multi-academy trust and senior employees as well as any relevant material interests arising from close family relationships between the academy trust's members, trustees or local governors.

In the declaration above, you must provide details relating to:

- Your ownership or partnership of a company or organisation which may be used by the trust/school to provide goods or services;
- Goods or services you offer which may be used by the trust/school;
- Any close relation you have to someone who satisfies either of the above;
- Any close relationship you have to someone who is employed by the trust/school.

Making an annual declaration does not remove your requirement to make an oral disclosure of the interest and temporarily leave the meeting, where the interest is relevant to something being discussed.

Pecuniary interests

Generally, academy councillors and trustees should not participate in any discussions in which they may directly or indirectly benefit from a pecuniary interest, except where the relevant authority has authorised this i.e. legislation for maintained schools or articles of association for academies. A direct benefit refers to any personal financial benefit and an indirect benefit refers to any financial benefit you may have by virtue of a relationship to someone who stands to gain from a decision of the governing board. Both direct and indirect interests must be declared.

Non-pecuniary interests (Conflicts of loyalty)

There may be a non-pecuniary interest whereby the governor does not stand to gain any benefit but a declaration should still be made. For example, this might be where a governor has a family member working in the school. While the governor might not benefit personally, their judgement could be impaired if something was brought up that would affect the family member.

Handling the conflict

The board must make a decision as to whether or not they should take steps to remove the conflict by:

- Not pursuing the course of action it relates to; or
- Proceeding with it in an alternative way which does not give rise to conflict; or
- Not appointing the governor in question or seeking to secure their resignation.

In the minutes of the meeting, the following should be recorded:

- The nature of the conflict;
- Which governor(s) it relates to;
- Whether a declaration was made in advance of the meeting;
- A brief overview of what was discussed;
- Whether the governor(s) withdrew from the meeting;
- How the governors made the decision in the best interests of the school.

The School and Early Years Finance (England) Regulations 2013 provide for local authority financing schemes to keep a register of pecuniary interests for the trustees, governors and staff of schools. The register should be reviewed annually by the clerk to the governing body but any new interest or ceased interest, should be reported to the clerk as and when they occur. Upon completion, this signed form should be given to the clerk of governors whose responsibility it is to keep a register of all interests and review it annually.

The Charity Commission has produced [guidance on dealing with conflicts of interests](#) which may be useful, even for schools that do not have charitable status

If you are aware of any other circumstances that could constitute or be perceived as a conflict of interest with the Trust or if you are uncertain about whether a conflict exists please contact Fiona.Ewart@the3rivers.net.

We are required to collect and share information about our governors (as requested by this form) with the Department for Education (DfE) under the requirements set out in the Academy Trust Handbook. All data is entered manually on the "Get Information About Schools" (GIAS) system and held by the DfE under a combination of software and hardware controls which meet the current government security policy framework.

This information will be published on the Trust's website for the duration of the relevant academic year. Relevant interests are reviewed annually in September each year. However, recording interests is an ongoing process, relevant interests must be brought to the attention of the Trust as soon as possible.

All personal data will be processed in accordance with the Trust's privacy policy, which can be found at <https://goo.gl/aqRVZg>

To the best of my knowledge the information supplied above is correct and complete. I understand that it is my responsibility to declare any conflict of interest/loyalty, business or personal that relates directly or indirectly, to myself or any relation in any contract, proposed contract or other matter when present at a meeting at the school where such contract or matter comes under consideration. I understand that I must withdraw from any meeting during the discussion of such contract or matter and must not vote in respect of it.

I agree to review and update this declaration annually and give consent for the information provided to be used in accordance with the trust/school's conflicts of interest policy.

Signed: _____

Print Name: _____

Date: _____