



STEP Academy Trust

Conflicts of Interest Policy

Date of Policy: October 2015

Review: October 2019

Introduction

The STEP Academy Trust Board of Trustees has agreed this Policy and as such, it applies to all Academies within the Trust.

Rationale

Trustees of a charity have a legal obligation to act in the best interests of the Charity. For the purposes of charity law, the Trustees are those people who are responsible for the general control and management of the administration of the charity. STEP Academy Trust (“the Trust”) is an “exempt” charity, the Principal Regulator being the Secretary of State for Education. The Trustees of the Trust are the directors and the charity’s governing document, the Articles of Association, explains what the Trustees must do to avoid situations where there may be a potential conflict of interest.

Conflicts of interest may arise where an individual’s personal or family interests and/or loyalties conflict with those of the Trust. Such conflicts may create problems; they can:

- inhibit free discussion;
- 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 aim of this Policy is to protect both the organisation and the individuals involved from any appearance of impropriety.

This Policy operates without prejudice to any of the provisions in the Trust’s Articles of Association relating to conflicts of interest.

Declaration of Interests

We are asking Trustees, governors and all staff to declare their interests and any gifts or hospitality received in connection with their role in the Trust. A declaration of interests form is provided for this purpose, listing the types of interest you should declare. All interests, including gifts of a value over £50, must be notified to the Company Secretary and a Register of Interests will be maintained by the Trust.

To be effective, the declaration of interests needs to be updated at least annually and also when any changes occur.

If you are not sure what to declare, or whether/when your declaration needs to be updated, please err on the side of caution. If you would like to discuss this issue, please contact the Company Secretary for confidential guidance.

Data Protection

The information provided will be processed in accordance with data protection principles as set out in the Data Protection Act 1998. Data will be processed only to ensure that Trustees, Governors and all staff act in the best interests of the Trust. The information provided will not be used for any other purpose.

What to do if you face a Conflict of Interest

If you have a direct or indirect interest in:

- a) a proposed transaction with the Trust; or
- b) any transaction or arrangement entered into by the Trust which has not previously been disclosed;

you must disclose the nature and extent of that interest, whether or not you receive any actual benefit as a consequence of the interest. You may have an indirect interest in a matter if a family member or friend has an interest in the matter.

As good practice, every Trustee and Governor should declare any private interest which he or she has in an item to be discussed at the beginning of every meeting and certainly before any discussion of the item itself.

You should not be involved in decisions in which it is possible that a conflict will arise. You should declare your interest at the earliest opportunity and withdraw from any subsequent discussion.

If you fail to declare an interest that is known to the Company Secretary, Clerk and/or the Chair of the Board of Trustees or Strategic Governing Body, the Company Secretary, Clerk or Chair will declare that interest.

Decisions taken where a Trustee, Governor or Staff Member has an interest

In the event of the Board having to decide upon a question in which a Trustee, Governor or member of staff has an interest because of a duty or loyalty (however indirect), that they owe to another organisation, they will do so by vote, with a simple majority required. The conflicted individual may be present when the matter is discussed but must not take part in the discussion or vote on any matter relating to the discussion and a quorum must otherwise be present for the discussion and decision.

An individual will generally not have a conflict or loyalty simply by virtue of the fact that he or she has been appointed or nominated to the Board of Trustees or to the Strategic Governing Body by a third party and the Trust has dealings with that third party, but if any undue influence is exerted

by that third party, or the individual has an interest in the matter for a reason other than mere appointment or nomination, then the circumstances will need to be reconsidered.

The following procedures will apply when there is a possibility of a Trustee having a direct or indirect conflict of interest:

- Provide STEP with a full list of organisations they are affiliated with;
- Update the list as soon as there are changes;
- Chief Finance & Operations Officer will monitor the list against contracts/potential contracts;
- The Trustee notifies STEP if and when they become aware of any such contract/tender with STEP;
- The Trustee asks the organisations they are affiliated with to notify them if tendering for a STEP contract;
- The Trustee updates at each meeting they attend that they are not aware of any contracts being tendered for by the organisations they represent;
- The Trustee does not take part in any discussion on related party contracts.

All decisions made where there has been a declared conflict of interest will be recorded by the Company Secretary/Clerk and reported in the Minutes of the meeting. The report will record:

- The nature and extent of the conflict;
- An outline of the discussion;
- The actions taken to manage the conflict.

Where a Trustee benefits from the decision, this will be reported in the annual report and accounts in accordance with the current SORP making reference also to any potential conflict situation recognised in this Conflicts of Interest Policy.

All payments or benefits in kind to Trustees will be reported in the Trust's accounts and annual report, with amounts for each Trustee listed for the year in question.

Where a member of the Trust's staff are connected to a party involved in the supply of a service or product to the Trust, this information will also be fully disclosed in the annual report and accounts, again making reference also to any potential conflict situation recognised in this Conflicts of Interest Policy.

Independent external moderation will be used where conflicts cannot be resolved through the usual procedures.

Managing Contracts

If you have a conflict of interest, you must not be involved in managing or monitoring a contract or transaction in which you have an interest. Monitoring arrangements for such contracts will include provisions for an independent challenge of bills and invoices, and termination of the contract if the relationship is unsatisfactory.

Notified Conflicts of Interest

Without prejudice to any of the obligations on individuals as expressed in this Policy, the Trustees have identified the following as matters where relevant individuals will have an interest in the matter. Such interest has not been expressly authorised in the Articles of Association but is considered to be a matter which is in the best interest of the Trust. The interest is authorised provided the principles of this policy are observed (particularly in relation to discussions, decisions and management of the matter where there is a genuine conflict):

[The provision of services by [the name of the Sponsor (and any related trading subsidiary)] to the Trust [or any individual Academy] which it is acknowledged are being provided on a not for profit basis and by way of reimbursement of costs only.]

[The provision of services and the receipt of benefits from [the name of the trading subsidiary].]

[The provision of services and the strategic support provided to and received from [the name of the strategic partnership that the Trust is involved with.]

[The appointment or nomination of individuals by [] to serve on the Board of Trustees or a Strategic Governing Body.]

[The mutual commitment and support provided to and received from the [Schools Commission/DBE of [name of Diocese] (or Trustees of the school)], including but in no way limited to the use of land and buildings owned by the [name of the Diocese (or other Trustees of the school) by the Trust.]