



CONFLICTS OF INTEREST POLICY

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1. PURPOSE

- 1.1 The Girls' Learning Trust ("the Trust") is committed to maintaining the highest standards of integrity and accountability. All those involved in governance or leadership roles within the Trust are expected to act in the best interests of the organisation and in line with the Nolan Principles of Public Life.
- 1.2 This policy sets out how actual, potential, or perceived conflicts of interest must be identified, declared, and managed, ensuring transparency and public trust in the governance and operations of the Trust and its schools.
- 1.3 The Trust recognises that conflicts of interest may arise from personal, professional, financial, or political affiliations. This policy provides a framework to prevent such conflicts from compromising decision-making.

2. SCOPE

This policy applies to all individuals with decision-making responsibilities within the Trust, including:

- Members of the Trust
- Trustees
- Governors serving on Local Governing Bodies (LGBs)
- Senior staff
- All other staff where appropriate

References in this policy to "Governors" include anyone attending Trust Board, LGB, or committee meetings in a governance or senior staff capacity.

References in this policy to a "Governing Body" include Trust Board and all related subcommittees.

3. DEFINITIONS

- 3.1 A conflict of interest occurs when an individual's ability to make impartial decisions is compromised – or may reasonably be perceived to be compromised – due to a competing personal, financial, or professional interest. A conflict does not need to result in personal gain to be relevant. The perception of undue influence or impaired judgement is sufficient. More specifically, types of conflict include:
 - Actual conflict: a real conflict between duties or interests.
 - Potential conflict: a situation that could develop into a conflict.
 - Perceived conflict: a situation that appears to others as a conflict, even if it is not.
- 3.2 A related party is a person or organisation connected to the Trust in a way that could create a conflict of interest. This includes:
 - Trustees, members, governors, and senior employees of the Trust
 - Close family members of the above (including spouse/partner, parent, child, sibling)
 - Businesses, charities, or other organisations in which the above hold a controlling interest, trustee position, directorship, or any role with significant influence
 - Any organisation that supplies goods or services to the Trust where a connection exists

Pecuniary vs. Non-Pecuniary Interests

- 3.3 Pecuniary interest: Any interest that could result in a financial gain or loss to the individual or someone close to them. This includes employment, ownership of businesses, property interests, or financial investments.
- 3.4 Non-pecuniary interest: Any interest not related to money, but which could influence someone's decision-making. This includes personal beliefs, professional loyalties, voluntary roles, or reputational concerns.
- 3.5 The Nolan Principles are the seven standards of public life that guide the behaviour of those in public office:
- Selflessness: holders of public office should act solely in terms of the public interest.
 - Integrity: holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.
 - Objectivity: holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.
 - Accountability: holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.
 - Openness: holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.
 - Honesty: holders of public office should be truthful.
 - Leadership: holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

4. LEGISLATION AND GUIDANCE

This policy is based on the following legislation and guidance:

- The Companies Act 2006
- The Charities Act 2011
- The Trust's Articles of Association
- The Academy Trust Handbook
- Charity Commission and Department for Education guidance

This policy should be read alongside other relevant Girls' Learning Trust policies, including:

- Gifts and Hospitality Policy
- Whistleblowing Policy
- Staff Disciplinary Policy
- Data Protection and FOI Policy
- Governance Code of Conduct

5. ROLES AND RESPONSIBILITIES

Trust Board

The Trust Board holds overall accountability for ensuring that conflicts of interest are identified, declared, and managed effectively across all schools within the Trust. It is responsible for maintaining a culture of transparency, upholding legal requirements, and ensuring that this policy is applied

consistently. The Board oversees the publication of registers of interests and ensures appropriate action is taken where a conflict arises. The Chair of the Trust Board leads on matters relating to conflicts involving the Chief Executive Officer (CEO), the Trust Board, or Local Governing Bodies.

Local Governing Bodies (LGBs)

Local Governing Bodies (LGBs) are responsible for upholding this policy at the local level. LGB members must complete declarations of interest on appointment and annually and declare any relevant interests at the start of each meeting. Chairs of LGBs are responsible for ensuring that meetings are conducted in a way that allows for the proper handling of conflicts and for reporting any significant concerns to the Trust.

Chief Executive Officer (CEO)

The Chief Executive Officer (CEO) is responsible for the consistent implementation of this policy across the Trust (with specific responsibility for shared professional services). This includes maintaining oversight of conflict management processes, ensuring annual declarations are completed, and advising schools and LGBs on how to handle complex or emerging conflicts. The CEO may be called upon to support or lead the resolution of conflicts where there is a strategic or Trust-wide implication.

Headteachers

Each Headteacher is responsible for ensuring that any conflicts of interest within their school are properly identified, declared, and managed. Where a conflict is identified during a decision-making process, the Headteacher ensures that appropriate steps are taken to remove the individual from that decision.

Clerk to the Trust Board

The Clerk to the Trust Board ensures that all declarations of interest are collected, recorded, and published as required. The Clerk includes a standing item for declarations at each meeting of Trust Board or its subcommittees, and ensures that any conflicts and their management are properly documented in the minutes. The Clerk also maintains the Register of Interests for all Governors and senior staff (defined as all those in roles graded at Assistant Headteacher and upwards on the leadership pay scale).

All Staff with Decision-Making Responsibility

All staff involved in procurement, recruitment, financial decisions, or strategic planning must be aware of this policy and declare any actual or potential conflicts of interest. Staff must avoid any situation where personal relationships, external employment, or private financial interests could compromise or appear to compromise their impartiality in carrying out Trust business.

6. IDENTIFICATION OF CONFLICTS OF INTEREST

6.1 Conflicts of interest can arise in a range of circumstances, both personal and professional. All individuals in governance or leadership roles must be alert to situations where their decisions or actions could be influenced, or perceived to be influenced, by outside interests. Declaring such interests allows the Trust to maintain transparency and make decisions with integrity.

6.2 The following are common examples of interests that must be declared:

Actual Conflicts (current, active conflicts of interest)

- A Trustee owns a company currently providing catering services to a Trust school.
- A Governor's spouse is employed by a company supplying IT software currently under procurement.
- A Headteacher is on an interview panel involving a candidate who is a close relative.

Potential Conflicts (could develop into a conflict in the future)

- A staff member has applied for a weekend consultancy role with a firm that may later bid to advise the Trust.
- A Governor has recently been approached to join the Board of a local MAT.
- A Trustee is planning to run for local council office in an area where school zoning is contentious.

Perceived Conflicts (appear to be a conflict even if no direct interest exists)

- A Governor contributes to curriculum decisions that affect their child's class, even though they are not financially impacted.
- A staff member advocates using a charity where they volunteer, raising questions about impartiality.
- A Governor's public statements on social media suggest strong views on controversial educational policies under discussion by the board.

6.3 In addition to the above, individuals must also declare broader associations that may give rise to real or perceived conflicts of interest. This includes positions held in other organisations, especially where those organisations interact with or influence education policy or delivery. Examples include:

- Elected political roles or campaigning activity, such as serving as a councillor or standing for election.
- Membership of professional, social, or advocacy organisations whose aims or activities overlap with the Trust's work.
- Personal relationships with individuals or organisations that have direct dealings with the Trust or its schools, particularly if those relationships could compromise impartiality.

7. DUTY TO DECLARE

7.1 It is the responsibility of each individual to proactively assess whether an interest could represent an actual, potential, or perceived conflict. Where there is any doubt, the interest should be declared so that the appropriate steps can be taken. The Trust places a strong emphasis on openness and errs on the side of caution to protect the integrity of its decision-making processes.

7.2 As part of any appointment process, individuals must declare any existing interests or potential conflicts. Where serious or recurring conflicts are anticipated, the Trust may reconsider the appointment to protect governance integrity.

8. MANAGING CONFLICTS OF INTEREST

8.1 Declarations

Anyone participating in discussions or decisions—whether formally as a member of a governing body or informally through their role—must consider whether they hold any interest that could compromise, or be seen to compromise, their impartiality.

To promote openness and safeguard impartial decision-making, every meeting of the Trust Board, its committees, and Local Governing Bodies (LGBs) will include a standing agenda item inviting declarations of interest. Governors and senior staff must declare any actual, potential, or perceived conflict related to the agenda before discussions begin.

8.2 Managing Conflicts in Decision-Making

Once a conflict of interest has been declared, it must be managed carefully to ensure decisions remain objective, transparent, and in the best interests of the Trust. This applies to all staff, governors, trustees, and others involved in making decisions on behalf of the Trust.

Where a conflict is identified or suspected:

- The individual may be asked to withdraw from the discussion and any related decision-making process.
- They may not be permitted to vote on the matter or be included in the quorum for that item (where applicable).
- The conflict, any discussion, and the decision taken will be clearly recorded in the meeting minutes or other relevant documentation.

Where the conflict arises outside formal governance meetings, or involves staff decision-making, the issue must be referred to the relevant Line Manager or the CEO (as appropriate) for resolution and documentation

If it is unclear whether a conflict exists, unconflicted members of the decision-making group will determine this by majority (or in the case of staff making decisions, escalated to the appropriate Line Manager for consideration). The individual concerned must not be present during that discussion. Where there is no consensus, the Chair of the decision-making group (or other appropriate senior leader if the Chair is conflicted) will make the final decision.

Where a conflict cannot be resolved by withdrawal from a specific decision, further steps may be taken to protect the integrity of the Trust's governance and operations. These may include:

- Reassigning roles or responsibilities, particularly if the conflict affects ongoing duties or frequent decision-making.
- Restricting access to sensitive or confidential information.
- Requesting the individual to relinquish the interest where reasonable and proportionate, for example, by stepping down from a conflicting external role.
- Putting in place additional oversight, such as appointing an independent person to review or monitor relevant decisions.

All actions will be considered on a case-by-case basis, taking into account the seriousness of the conflict, the individual's role, and the potential impact on the Trust.

8.3 Non-Compliance

Failure to declare relevant interests undermines trust and accountability. If an individual purposely or repeatedly fails to disclose interests or disregards conflict management processes, this may be treated as a breach of the Trust's Governance Code of Conduct or Staff Code of Conduct. Such breaches will be referred to the appropriate body for investigation and possible further action.

9. RECORD KEEPING, TRANSPARENCY AND CONFIDENTIALITY

9.1 Recording Interests

The Trust is committed to transparency in governance. A central Register of Interests is maintained by the Clerk to the Trust Board, recording all declared interests from Trustees, Members, Local Governors, and senior staff with decision-making responsibilities. These declarations must be made:

- On appointment to a governance or leadership role
- Annually thereafter
- As soon as circumstances change, or a new interest arises

The Register includes both direct and indirect interests, such as those of close family members or associates. It is reviewed regularly and updated accordingly.

The Trust also maintains a formal Gifts and Hospitality Register, as set out in the Gift and Hospitality Policy.

9.2 Meeting Records

Minutes of Trust Board, committee, and LGB meetings will clearly document how conflicts are declared and managed. This includes:

- The nature of the conflict
- The name of the individual and their declared interest
- How the conflict was handled (e.g. withdrawal, exclusion from vote)
- Any decision or outcome resulting from the discussion

Recording this information provides a clear audit trail and supports accountability across the Trust.

9.3 Publication and Transparency

In line with statutory requirements, the Trust publishes its Register of Interests on the Trust website. This ensures openness and provides reassurance to stakeholders that governance decisions are impartial and free from undue influence.

9.4 Data Protection and Confidentiality

All personal data collected as part of the conflict of interest process is handled in accordance with the UK General Data Protection Regulation (UK GDPR) and the Data Protection Act 2018, as per the Trust's Data Protection and Freedom of Information Policy.

10. MANAGING AND REPORTING RELATED-PARTY TRANSACTIONS

The Trust is committed to ensuring that all transactions involving related parties are conducted transparently, objectively, and in full compliance with statutory requirements, particularly those set out in the Academy Trust Handbook.

The decision must be taken by non-conflicted individuals, ensuring the transaction represents value for money and aligns fully with the Trust's strategic aims and financial regulations. The Trust will adhere strictly to the requirements set by the Department for Education.

To maintain transparency and accountability full records of related party transactions, including approvals, justifications for entering into the transaction, evidence of value for money, and compliance checks, must be documented and retained and disclosed in the Trust's annual financial statements as required by accounting standards and published on the Trust's website where appropriate.

10.1 Identifying Related Party Transactions

A related party transaction occurs when the Trust enters into a financial or contractual arrangement with:

- Trustees, members, governors, senior employees, or any close relatives or associates of these individuals.
- Any organisation where a trustee, governor, or senior employee (or their close relatives or associates) holds a significant interest or influential position, such as director, owner, or trustee.
- All such relationships must be clearly identified, declared, and documented.

10.2 Managing Related Party Transactions

When a related party transaction is proposed:

- The individual involved must immediately declare their interest.
- The conflicted individual must not take part in any discussion, negotiation, or decision-making related to the transaction.
- All related party transactions must be reported to the Department for Education (DfE) in advance using the online related party transactions form.
- Prior approval from the DfE must be obtained for any related party transaction that exceeds the relevant threshold in total value within a single financial year.

All transactions must be conducted on an "at-cost" basis, meaning the related party must not make a profit from the arrangement. This includes indirect benefit to a Trustee, governor, or senior employee—such as where a partner, close family member, or household member receives payment for goods or services. In these cases, any payment into the household may be regarded as a benefit to the individual involved and should be treated with extreme caution.

Even where the transaction is nominally at-cost, the Trust must ensure there is no actual or perceived private benefit to individuals involved in the governance or leadership of the Trust. In general, the Trust will avoid entering into any transaction with a related party unless:

- There is a compelling and clearly documented rationale for doing so.
- No suitable alternative provider exists or the arrangement offers exceptional value for money.
- The arrangement will withstand public, regulatory, and audit scrutiny.

Any novel, contentious, or repercussive related party transactions require prior approval from the DfE, regardless of value.