



CONFLICTS OF INTEREST POLICY

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1. INTRODUCTION

- 1.1 The Girls' Learning Trust (GLT or 'the Trust') is a charitable company limited by guarantee and governed by its Articles of Association. The Trustees of GLT are both Company Directors and Charity Trustees.
- 1.2 Trustees have a legal obligation to act in the best interests of the Trust, to act in accordance with its governing documents and to avoid situations where there may be a potential or actual conflict of interest. Trust staff and members of the Local Governing Bodies (LGBs) have similar obligations.
- 1.3 This policy applies to:
 - GLT Members and Trustees
 - School Governors of the LGBs in each school within the Trust
 - Others attending LGB meetings, Trust Board or Trust Committee meetings, in this policy collectively referred to as "Governor(s)".

2. WHAT IS A CONFLICT OF INTEREST?

A conflict of interest can occur when a Governor is put in a situation or circumstance that impacts their ability to apply judgement or act in their role, or where their judgement could be impaired or influenced by a secondary interest. Even if a Governor doesn't actually benefit personally, a conflict can still occur if it appears a decision may have been influenced by that Governor's external interest(s). The perception of competing interests, impaired judgement or undue influence can also be a conflict of interest.

3. IDENTIFYING POTENTIAL CONFLICTS OF INTEREST

- 3.1 Governors must disclose all relevant personal, financial or other interests on first taking up appointment and on an annual basis thereafter. Many relevant interests will be recorded on the Register of Business Interests form which is circulated for completion each year. The Register of Business Interests is published on the Trust and Schools' websites in the interests of openness and transparency.
- 3.2 The following are particular examples of relevant interests:
 - A Governor who is a parent, where policies are being discussed or decisions being made which directly affect that parent's child, such as admissions, curriculum or HR matters affecting their child's teacher
 - A member of staff where their own terms and conditions are being discussed
 - A Governor who has a business interest that could or will benefit from a particular decision being made, or who has a friend, family member or associate with a business interest which could benefit from a decision being made.
- 3.3 Relevant interests are not confined to the examples set out above. It is the responsibility of Governors to identify and keep under review all personal, financial or other interests which may be relevant to the work of the Trust or LGBs and to advise accordingly. The responsibility for drawing the Trust's attention to an actual or potential conflict of interest lies with Governors.

4. POLITICAL INTERESTS

Governors must disclose any representative offices to which they have been elected on a party-political basis and any national or local political activities, including standing for election. In some circumstances an actual or perceived conflict of interest may arise where Governors' political

affiliations might be construed as showing favour in respect of any particular issue or political party undermining their impartiality.

5. MEMBERSHIP OF ORGANISATIONS AND SOCIETIES

Governors must declare membership of any professional or social organisations or any non-government organisations whose aims and objectives are generally relevant to the work of the Trust or LGBs. In some circumstances an actual or perceived conflict of interest may arise where a Governor is a member of an organisation or society having direct involvement in or with close connections to, the work of the Trust or LGBs.

6. INTERESTS OF FAMILY AND CLOSE ASSOCIATES

An actual or perceived conflict may arise in circumstances where a member of a Governor's family or a close associate has a personal or financial interest in, or an association with, persons or organisations with close connections to the work of the Trust or LGBs. Governors must disclose these on first taking up a position as a Governor and thereafter as soon as any such interests become apparent. Each situation will be considered on the facts as they arise, including the nature of the interest, the closeness of the Governor's relationship to the family member or close associate and whether the Governor's impartiality may be, or perceived to be, undermined by the relationship.

In all cases it will be relevant to consider whether a family member or close associate might have (or be perceived to have) a financial interest in the outcome of the work of the Trust or LGBs.

7. MANAGING CONFLICTS

7.1 The Trust will manage potential conflicts of interest by ensuring that:

- Declarations of interests are systematically captured.
- Conflicted Governors do not participate in the process of making any decisions for which they are conflicted.
- Competitive procurement procedures are followed in line with the Academies Financial Handbook and the Trust's own Financial Procedures.
- Any financial decision is based on a value for money assessment.

7.2 At each meeting of the Trust Board and Trust Committees (including LGB meetings) the agenda will include an item to enable Governors to declare any specific interests in the agenda items for that meeting and to identify any conflicts or potential conflicts of interest: Declaration of interests - does anyone have an interest in any of the agenda items that give rise to an actual or potential conflict of interest.

7.3 If there is uncertainty about whether an interest gives rise to a conflict, then the other members of the Trust Board or Trust Committees (including LGBs) have the right to determine by a majority decision (without the interested person being present) whether a conflict exists in the circumstances. Any determination regarding the existence of a conflict will be made by a vote of unconflicted members of the Board/Committee based on an objective evaluation. In the event of a split vote, the Chair of the Board/Committee, (or the Vice Chair should the conflict involve the Chair) will be asked to determine whether a conflict exists and will inform the Chair of Trust Governance of the decision thereafter.

7.4 Once it has been established that a situation exists where a Governor has a relevant interest which may give rise to a potential or actual conflict of interest, it will be managed by:

- Requiring the Governor to absent themselves from the part of the meeting involving any discussion relating to the conflict.
- Not allowing the Governor to take part in any vote relating to the conflict.
- The Governor not being counted in the quorum for the meeting in relation to any decision where the conflict has arisen.
- Asking to the Governor to abandon or give up the relevant interest (if practicable or possible).

7.5 Minutes of the meetings of Trustees, Trust Committees and LGBs at which a potential or actual conflict has been raised will record:

- The nature of the conflict and determinations made regarding the conflict.
- The relevant Governor's non-participation with respect to the conflicted agenda item.
- Any limitations on the person's ability to act with respect to such an item.
- Any alternatives that were discussed.
- The names of the persons present for discussion about the actual or potential conflict.
- The result of any vote(s) taken regarding the conflict.

8. GIFTS AND HOSPITALITY

Any gift or hospitality offered to a Governor should be managed in accordance with the Trust Gifts and Hospitality Policy.