



CONFLICT OF INTERESTS POLICY

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Updates since last edition

Number section	Title section	Details of changes
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1. Introduction and aims

At South Essex Academy Trust we want to ensure that the decisions taken by the board of trustees are free from personal bias, and don't unfairly benefit any individual or company connected to the trust.

Trustees and academy committees in our trust must act in the best interests of the trust, and in accordance with the trust's articles of association, in order to avoid situations where there may be a conflict of interest.

This policy aims to ensure that:

- Everyone to whom the policy applies understands what a conflict of interest is
- Everyone to whom the policy applies understands their responsibility to identify and declare any conflicts of interest
- Every potential relevant conflict of interest, or perceived conflict of interest, is identified, recorded and prevented
- Decision-making isn't affected by conflicts of interest
- There are clear procedures for managing conflicts of interest where these arise

2. Legislation and guidance

This policy is based on:

- [Companies Act 2006](#)
- Guidance from the Charity Commission which explains statutory requirements and good practice regarding [conflicts of interest for charity trustees](#)
- [The Academy Trust Handbook](#)
- [The Governance Handbook](#)

3. Scope

This policy applies to:

- Academy trust members
- All members of the board of trustees
- Members of academy committees
- Senior trust employees

For the purposes of this policy we refer to all of the above as "governors", except where we make reference to some specific roles.



4. Definitions

4.1 Conflict of interest

A conflict of interest is any situation in which a governor has a business or personal interest or loyalty which could, or could be perceived to, prevent them from making a decision only in the best interests of the school and/or trust.

It's not possible to provide an exhaustive list of what constitutes a conflict of interest, but some examples include where:

- Trustees work for companies that provide, or have the potential to provide, services to the school/trust
- A trustee owns their own business, and sometimes does work for the school/trust
- A trustee is in a relationship with a member of staff
- A trustee also sits on the governing board of another school or trust
- The class teacher of a trustee's child is subject to a disciplinary hearing

4.2 Trustee benefit

A trustee benefit is any instance where money, or other property, goods or services which have monetary value, are received by a trustee from the academy trust. This doesn't include where trustees are compensated for proper out-of-pocket expenses.

Trustees can only benefit from the trust in such a way, either directly or indirectly, where there is an **explicit authority** in place before any decisions are made.

Examples of trustee benefits include where trustees decide to:

- Sell, loan or lease trust assets to a trustee
- Acquire, borrow or lease assets from a trustee for the trust
- Pay a trustee for carrying out a separate paid post within the trust, even if that trustee has recently resigned as a trustee
- Pay a trustee for carrying out a separate paid post as a director or employee of the trust's subsidiary trading company
- Pay a trustee, or person or company closely connected to a trustee, for providing a service to the trust
- Employ a trustee's spouse, partner or other close relative at the trust or its subsidiary trading company
- Make a grant to a service user trustee, or a service user who is a close relative of a trustee
- Allow a service user trustee to influence trust activities to their exclusive advantage

Explicit authority will come from either:

- Our articles of association



- A statutory provision (such as the power in the Charities Act which allows charities to pay trustees for additional services in some circumstances)
- The Charity Commission
- The court

5. Roles and responsibilities

5.1 Chair of the board of trustees

The chair of trustees will:

- Ensure that the register of interests is completed each year
- Make sure declarations of interest are made before each meeting
- Arbitrate decisions about how to deal with conflicts of interest, where appropriate
- Monitor this policy, and seek advice on any necessary changes

5.2 Clerk to governors

The clerk will:

- Maintain the register of interests, and update it when governors inform them of changes to their circumstances
- Advise the board on how to deal with conflicts of interest

5.3 All trustees

All trustees will:

- Declare their conflicts of interest before or during meetings, and complete the register of interests faithfully
- Make sure they inform the chair and clerk immediately of any changes to their circumstances
- Take appropriate action to remove any conflict of interest, or seek advice on how to do so if necessary

6. What trustees must declare

Trustees must declare:

- Directorships, partnerships and employments with businesses
- Trusteeships and governorships at other educational institutions or charities



- Material interests arising from relationships with other members, trustees or academy committee members (including spouses, partners and close relatives)
- Material interests arising from relationships with trust employees (including spouses, partners and close relatives)
- Business or personal interests of their spouses, partners and close relatives, where there's a possibility that the school/trust will have dealings with that person

If an individual isn't sure whether something constitutes a conflict of interest, or needs to be declared, they should err on the side of caution and declare it.

Senior trust employees, and trustees who are staff members, must declare an interest in relation to matters of their own pay and appraisal, and must not participate in discussions or decisions about these.

7. Procedures

7.1 Register of interests

The school/trust requires each trustee to complete a declaration of interests form at the beginning of each academic year (see appendix).

New trustees will also be asked to complete a declaration of interests form if they join after the start of the academic year.

The trust will publish information about the interests of members, trustees, academy committee members, and the accounting officer (where the accounting officer isn't already included due to being a trustee).

Senior trust employees, and trustees who are staff members, aren't required to record their employment with the trust on the register of interests.

If an individual's circumstances change after the register of interests is completed, they must immediately alert the chair and the clerk that they need to make amendments or further declarations.

7.2 Declaring conflicts of interest and taking action

Agendas of meetings will be circulated in advance. Trustees must review any agenda sent to them, and alert the chair and the clerk as soon as possible if they have a conflict of interest related to any item on the agenda.

Each meeting will also include a standing agenda item to allow declarations to be made.

If a conflict becomes apparent during a meeting, and trustees didn't declare these prior to or at the beginning of the meeting, they must declare these immediately.

Depending on the nature of the meeting or discussion, and the interest in question, the board will decide whether the individual needs to:

- Withdraw from the meeting
- Refrain from contributing to the discussion



- Refrain from voting on a decision

The board may also decide that, having declared the interest, the trustee is free to participate in the discussion or decision as normal.

When deciding which course of action to take, the board must:

- Always make their decision in the best interests of the school/trust, and be able to demonstrate this
- Act to protect the school's/trust's reputation
- Consider the impression that their actions and decisions may have on those outside of the school/trust
- Consider the level of risk related to the decision in question, and the risk that the conflict will affect the individual's ability to be impartial, or to act only in the best interests of the school/trust
- Be aware that the presence of a conflicted governor (even if they cannot participate in the decision or discussion) may inhibit free and open dialogue, and may affect the decision in some way

In cases of **serious conflict of interest**, the board may also choose to avoid the conflict by:

- Not pursuing a particular course of action
- Proceeding with the issue in a different way
- Not appointing a particular governor or employee
- Securing a resignation from a conflicted governor

A serious conflict of interest includes situations where the conflict:

- Is so acute or extensive that the individual isn't able to make their decisions in the best interests of the school/trust or could be seen to be unable to do so
- Is present in significant or high risk decisions
- Means that effective decision-making is regularly undermined or cannot be managed in accordance with the required or best practice approach
- Is associated with inappropriate trustee benefit

Details of any conflicts declared, and relevant actions taken, will be recorded in the minutes.

8. Failure to declare a conflict of interest

Failure to declare a conflict of interest is a breach of the board's code of conduct.

If the board becomes aware that a governor hasn't declared a relevant conflict of interest, it will immediately update the register of interests to ensure the record is complete and accurate.

Depending on the nature of the omission, the board may also:

- Vote to suspend the trustee



- Vote to remove the trustee from office
- Follow any relevant disciplinary procedures

If a trustee is aware of another trustee's undeclared interest, they should alert the chair and the clerk immediately.

9. Review

This policy will be reviewed every year, and approved by the board of trustees.



DECLARATION OF PECUNIARY AND PERSONAL INTEREST

Name:

School:

Position:

I(name), declare as a(please state position) of South Essex Academy Trust that I hold the following personal and/or pecuniary interest(s):

Pecuniary interests	Please provide details of the interest
Current employment	
Businesses (of which I am a partner or sole proprietor)	
Company directorships – details of all companies of which I am a director	
Charity trusteeships – details of all companies of which I am a trustee	
Membership of professional bodies, membership organisations, public bodies or special interest groups of which I am a member and have a position of general control or management	
Gifts or hospitality offered to you by external bodies while acting in your position as a governor/trustee and whether this was declined or accepted in the last 12 months	
Contracts offered by you for the supply of goods and/or services to the trust/school	
Any other conflict	



Personal interests	Name	Relationship to me	Organisation	Nature of the interest
Immediate family/close connections to governor/trustee				
Company directorships or trusteeships of family/close connections to governor/trustee				

If you are a governor or trustee of any other schools and/or academies, please provide details below:

Name of school/academy: _____

Position held: _____

Date appointed/elected to post: _____

Date of termination to post: _____

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: _____

Date: _____



Guidance notes

Governors 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.

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.

Declaring your conflicts of interest is a legal requirement within the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013 and for academies, in the Articles of Association and Academies Financial Handbook. However, 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, governors/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 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/trustee does not stand to gain any benefit but a declaration should still be made. For example, this might be where a governor/trustee has a family member working in the school. While the governor/trustee might not benefit personally, their judgment 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/trustee(s) it relates to;
- Whether a declaration was made in advance of the meeting;
- A brief overview of what was discussed;
- Whether the governor/trustee(s) withdrew from the meeting;
- How the governors/trustees 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 board 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.