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# CONFLICTS OF INTEREST POLICY

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Policy Reviewed	Audit and Risk Committee on 26.03.2026
Policy Approved by Trust Board	29.04.2026
Next Review Date	Spring 2029

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## Why we have a Policy

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. The Cranmer Education Trust (the “Company”) is an “exempt” charity, the Principal Regulator being the Secretary of State for Education. The owners of the company are the members, and the trustees of the Company are the directors and the charity's governing document, the Articles of Association, approved by the members, explains what the directors must do to avoid situations where there may be a potential conflict of interest.

Conflicts of interests may arise where an individual's personal or family interests and/or loyalties conflict with those of the Company, these can be:

- Actual Conflict – Direct clash between personal & Trust Interests
- Potential Conflict – Could arise in future
- Perceived Conflict – Appears improper to an external observer

Such conflicts may create problems; they can:

- inhibit free discussion;
- result in decisions or actions that are not in the interests of the Company; and
- risk the impression that the Company 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 Company’s Articles of Association relating to conflicts of interest.

## The Declaration of Interests

We are asking members, directors, governors and all staff to declare their interests, and any gifts or hospitality received in connection with their role in the Company. A register of business interests (ROBI) form is provided for this purpose, listing the types of interest you should declare. All interests declared will be included in a Register which will be maintained by the Company. This Register will be crossed checked against the contracts register to identify the relevant supplier.

To be effective, the declaration of interests will be updated at least annually for members, Directors and Governors and when any changes occur for all other staff. Members Directors and Governors must inform the Trust if their circumstances change during the year.

The Company policy in relation to gifts is that monetary gifts are not permitted to be accepted by members, directors, governors, or staff from any individual or business in their Trust role. All benefits, gifts and payments in kind from third parties are to be recorded in the Trust Gift Register and all items valued over £25 to be refused or retained for use for purposes at the discretion of the headteacher /Exec such as a raffle for a fundraising event.

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 2018. Data will be processed only to ensure that all individuals act in the best interests of the Company. 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 Company; or
- b) any transaction or arrangement entered into by the Company 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.

Every individual 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 Executive Team the chair of the Trust Board or the chair of the local governing body, then the Executive Team, or chair are required to declare that interest.

## Decisions taken where a Director, Governor or Staff Member has an Interest

In the event of the board or local governing body having to decide upon a question in which a director, 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 of interest or loyalty simply by virtue of the fact that he or she has been appointed or nominated to the board of directors or to the local 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.

All decisions made where there has been a declared conflict of interest will be recorded by the 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 director benefits from the decision, this will be reported in the annual report and accounts in accordance with the current Charities SORP making reference also to any potential conflict situation recognised in this Conflicts of Interest policy.

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

Where a member of the Company's staff are connected to a party involved in the supply of a service or product to the Company, 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 directors have identified the following as matters where relevant individuals will have an interest in the matter and 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 Company and 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 appointment or nomination of individuals by the Manchester Diocesan Board of Education (DBE) or any trustees holding any land on trust for an Academy to serve on the board of directors. Appointments made by the DBE of individuals serving as directors of the Company will not create a conflict of interest in relation to any matters affecting the organisation as a whole, including the implementation of policies and advice and the following of directions issued by the DBE.
- The mutual commitment and support provided to and received from the DBE, including but in no way limited to the use of land and buildings owned by the Diocese (or other trustees of the Academies) by the Company.