



Conflicts of Interest 2022 - 2024

Equality Impact Assessment: Askham Bryan College recognises the importance of the Equality Act 2010 and its duties under the Act. This document has been assessed to ensure that it does not adversely affect staff, students or stakeholders on the grounds of any protected characteristics.

1. PURPOSES OF THE POLICY

- 1.1 It is the policy of Askham Bryan College Corporation (“the Corporation”) that all members of the Corporation (and senior staff attending Corporation and/or Corporation Committee meetings) (and Corporation Committee members who are not members of the Corporation) must keep to the absolute minimum all unavoidable conflicts of interest between the interests of the Corporation on the one hand and the personal, professional and business interests of the member (or senior staff member) concerned, and of persons connected with them¹, on the other. This includes avoiding as far as possible perceptions of conflicts of interest, as well as potential and actual conflicts of interest.
- 1.2 The purposes of this policy are:
- To ensure that members comply with their legal duties including in particular those under the Corporation’s Instrument and Articles of Government and their duty to act only in the best interests of the Corporation;
 - To protect the integrity of the Corporation’s decision-making process;
 - To enable all outside parties dealing with the Corporation to have confidence in the Corporation’s integrity; and
 - To protect the integrity and reputations of the Corporation’s members (and senior staff)

2. DISCLOSURE OF INTERESTS

- 2.1 From the adoption of this policy, or upon being appointed, whichever is later, all members of the Corporation (and senior staff) will be required to make a full written disclosure of any business or personal relationships held, financial or property interests held, or gifts or hospitality received, that could potentially result in a conflict of interests.

¹ For the definition of “connected person” see Charities Act 2011, s.188

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A declaration of interests form is provided and must be used for this purpose. Any question about whether a member has an interest which should be disclosed should be referred in the first instance to the Clerk for a determination.

- 2.2 Written disclosures will be kept on a register maintained by the Clerk to the Corporation and all members (and senior staff) will be required to update their disclosure as and when their circumstances change. All disclosures will be reviewed on an annual basis at the beginning of each fiscal year. The register will be accessible by members and the Corporation's internal and external auditors and any person wishing to inspect it, in accordance with the Corporation's Instrument of Government.

3. ORGANISATION OF MEETINGS WHERE A MEMBER HAS DISCLOSED AN INTEREST

- 3.1 Where a member has previously disclosed an interest and the Chair of Corporation (or Clerk) is satisfied that the interest is relevant to an item on the agenda for a meeting of the Corporation or of a Corporation Committee, the member concerned may not be sent the papers in respect of that item.

4. DECISIONS MADE OTHER THAN AT MEETINGS

- 4.1 A similar approach will be adopted if the Corporation amends the instrument of government to allow the Corporation to take decisions other than by meetings, eg by written resolutions. Any member who has disclosed an interest considered by the Chair of Corporation (or the Clerk) to be relevant to the matter to be decided by the procedure adopted will not be sent the proposed resolution and will not be allowed to vote on it.

5. MANAGEMENT OF CONFLICTS OF INTERESTS IN MEETINGS ETC

- 5.1 This section of the policy should be read in conjunction with Clause 11 of the Corporation's Instrument of Government.
- 5.2 In the course of meetings of the Corporation or a Corporation Committee and all other Corporation activities all members (and senior staff) will be required to disclose any interests they have in a transaction or decision where they, their family, their employer or their close business or other associates will or may receive a benefit or gain (or they have any other interest of a type identified by the Corporation). If there is a failure to declare an interest that is known to the (Chair of Corporation) and/or the (Chair of the Committee or of any such meeting/person responsible for organising such activities) (and/or the Clerk to the Corporation), the (Chair of Corporation or other such person) (or the Clerk) will declare that interest.
- 5.3 After disclosure of any such interest, in the case of a meeting the member and/or (senior) staff member concerned (will be asked to leave the room (unless expressly invited to remain, possibly in order to provide information on the matter in hand) (may be required by a majority vote of members not subject to such a conflicting interest to leave the room) whilst the matter is discussed. The member will not be counted in the quorum for

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that part of the meeting and will not be permitted to vote on the question. In the case of all other activities, the member or staff member concerned will not be permitted to participate in the consideration or discussion of the matter other than to disclose his or her conflict of interest.

- 5.4 All decisions of the Corporation or Committee made following the declaration of a conflict of interest will be 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
- 5.5 Where a member (or senior staff member) benefits from any such decision, this will (if the Corporation's auditors advise this to be necessary) be reported in the annual report and accounts in accordance with relevant accounting requirements.

6. FAILURE TO DISCLOSE A RELEVANT INTEREST

- 6.1 The decision of the Clerk as to whether a member has failed to disclose a relevant interest shall be final. Failure to disclose a conflicting interest may lead to a member being in breach of the Corporation's Code of Conduct as well as of this policy. It may also result in the member being subject to legal action and personal liability for breach of trust. Such breaches may lead to the Corporation considering the possibility of (suspending or) terminating the member's membership of the Corporation. (Such breaches by a senior member of staff may lead to disciplinary action being taken under the College's staff disciplinary procedures).
- 6.2 Failure by a member to disclose a conflicting interest may also be reported to the Secretary of State as principal charity law regulator. In the case of a serious breach of charitable duties by a trustee the Secretary of State may refer the matter to the Charity Commission, which has the power under the Charities Act 2011 to remove a charity trustee and/or disqualify a person from acting as a charity trustee.

7. BENEFITS FOR CORPORATION MEMBERS

- 7.1 It is a basic principle of charity law that charity trustees, such as Corporation members/governors, should not profit from their position, although governors are entitled to be reimbursed for expenses actually and reasonably incurred in undertaking the business of the charity. The Corporation has approved a policy on reimbursing members' expenses and members must comply with this. In addition, clause 11 of the Corporation's Instrument of Government allows the Corporation to insure them against liabilities arising from their office.
- 7.2 The Charities Act 2011 provides a detailed process whereby, exceptionally, charity trustees or persons connected to them may be allowed to receive payment from the funds of the charity for goods and/or services provided by them to the charity under a contract for goods and/or services. This procedure must be followed if a member wishes to receive such a payment. The Charity Commission's guidance document on

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trustee expenses and payments must also be followed:

https://www.gov.uk/government/uploads/system/uploads/attachment_data/file/303023/cc11text.pdf

- 7.3 Except in exceptional cases where it is clearly in the best interests of the College, it is the Corporation's general policy that the College will not engage a governor to provide services and/or goods. If a member of the Corporation is engaged to provide goods and/or services it may be prudent to consider whether the conflict should be removed by the member in question resigning following the Charity Commission's most recent comments on conflicts of interest, particularly if the conflict is likely to be serious and is to continue for an extended period of time.
- 7.4 Charity trustees are not allowed to receive remuneration simply for undertaking their duties as a trustee without the consent of the Charity Commission. This is only granted in exceptional circumstances. Similarly, charity trustees are not allowed to be employed by the charity under a contract of service save where allowed by the charity's governing document (as is the case with the Chief Executive and staff governors), or by law, or with the consent of the Charity Commission, which is only granted in exceptional circumstances.
- 7.5 Each individual case will be assessed by the Corporation in advance of any procurement process.

8. DATA PROTECTION

- 8.1 The information provided in disclosures will be processed in accordance with the data protection principles set out in the Data Protection Act 2018. Data will be processed only to ensure that members act in the best interests of the Corporation. The information provided will not be used for any other purpose.

9. REVIEW OF THIS POLICY

- 9.1 This conflicts of interest policy will be reviewed every two years (in the due year, at the first meeting of the Corporation in the academic year) or more frequently should circumstances change eg where there is a change in law.

Approved by the Corporation 23 May 2022

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Declaration of Interests Form

I, as [Corporation member] [senior staff position held] of Askham Bryan College have set out below my interests* in accordance with the Corporation's conflicts of interest policy (QA15). Any interest, financial or otherwise, which is likely or would, if publicly known, be perceived as being likely to interfere with a member's independent judgement should be disclosed. Please complete all sections, continuing overleaf where necessary.

Category	<i>*Please give details of the interest and whether it applies to yourself or, where appropriate, a connected person as defined by the Charities Act 2011 such as a member of your immediate family, employer or some other close personal connection</i>
Current employment and any previous employment in which you continue to have a financial interest inc position held, otherwise state if self-employed, retired, student etc	
If self-employed, please give names of significant clients accounting for more than 10% of income of individual or firm dealing with Askham Bryan College	
Appointments (voluntary or otherwise) eg trusteeships, directorships, local authority memberships, magistracy, tribunals, business or professional partnerships, professional bodies, trade associations, public appointments etc	
Membership of any professional bodies, special interest groups or mutual support organisations	
Companies in which you hold more than 1% of the share capital and have 1/5 th of the voting power	
Gifts or hospitality received or offered to you in the last twelve months in accordance with the financial regulations. The Head of Finance will maintain a register of gifts and hospitality received where the value of the gift is in excess of £20.	
Any contractual relationship with the Corporation (or any company or other organisation connection with the Corporation) where you have provided goods or services and/or received any payment	
Any other interests, financial or other, eg relationships which you consider are appropriate to disclose and are not covered by the above	
Any other matter (e.g. an unspent criminal conviction or an act of bankruptcy) which would make you ineligible for membership/continued membership of the Corporation.	

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To the best of my knowledge, the above information is complete and correct. I undertake to update as necessary the information provided, and to review the accuracy of the information on an annual basis. I give my consent for it to be used for the purposes described in the conflicts of interest policy and for no other purpose.

Signed:

Position (Corporation Member/Senior Staff position)

Date:

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