



CONFLICT OF INTEREST POLICY FOR GOVERNORS, COMMITTEE MEMBERS AND SENIOR STAFF

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1 Introduction

This policy applies to all Governors, senior staff and Corporation committee members who are not Governors.

This policy takes into account relevant guidance issued by the [Charity Commission](#), the DfE, the Association of Colleges' *Further Education Code of Good Governance* and the Nolan principles, which underpin the Corporation's practices. It also takes into account Nescot's Code of Conduct for Governors, and the Anti-Fraud, Corruption and Bribery policy.

It is the policy of Nescot Corporation to avoid, as far as possible, all conflicts of interest between the interests of the Corporation on the one hand and the personal, professional and business interests of the Governor, committee member, or senior staff member concerned, and of persons connected with them, on the other. This includes avoiding as far as possible perceptions of conflicts of interest, as well as potential and actual conflicts of interest.

The purposes of this policy are:

- to ensure that Governors 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 Governors, committee members and senior staff.

2 Disclosure of Interests

From their appointment, all Governors, committee members and senior staff are 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. A declaration of interest 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 Head of Governance for a determination.

Written disclosures will be kept on a register maintained by the Head of Governance and all Governors, committee 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 financial year.

The register will be accessible by any person wishing to inspect it, in accordance with clause 11(9) of the Corporation's Instrument of Government.

3 Definition of Interest

An 'interest' is a situation in which a Governor, committee member or an employee (or contracted employee), supplier or other provider of services to the College has either possible, actual or potential for, competing interests or loyalties, which may compromise, or could be perceived to compromise, their decisions if not properly managed and clearly declared.

Governors are invited to provide the same information, if known, in respect of their spouse or partner, children or other close relatives (e.g. living in the same household or a dependant). In deciding whether to provide this information, they should consider whether members of the public, knowing such information, would reasonably conclude that the relevant interest might influence his or her judgment.

Interests could relate to personal, professional or family circumstances, and could include the examples set out below (although this is not an exhaustive list):

Category of Interest	Information to be disclosed
Paid Employment	Name of employer and dates
Self-Employment	Include names of significant clients (e.g. more than 10% of income)
Partnerships in a business or professional partnership	Name of business or partnership
Consultancies	Name of consultancy
Directorships	Name of companies
Elected Office	Name of authority and position
Significant shareholdings	Name of company in which holdings exceed 5% or more of the issued capital
Trusteeships	Name of body
Public appointments (paid or voluntary)	Name of body and position
Membership of professional bodies and trade or closed associations	Name of body and position
Other financial interests	Specify full details including any gifts and/or hospitality offered.

4 Management of Declared Interests

This section of the policy should be read in conjunction with clause 11 of the Corporation's [Instrument of Government](#).

In the course of meetings of the Corporation or of its Committees and all other activities, all Governors, committee members and senior staff will be required to disclose any interests they have relating to 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 Head of Governance, the Chair of Corporation or the Head of Governance will declare that interest.

After disclosure of any such interest, in the case of a meeting, the Governor, committee member or senior staff member concerned 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 Governor or committee member will not be counted in the quorum for that part of the meeting and will not be permitted to vote on the question. In the case of all other activities, the Governor, committee 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.

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 minute will include:

- the nature and extent of the conflict;
- an outline of the discussion;
- the actions taken to manage the conflict.

Where a Governor, committee 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.

Where a Governor has previously disclosed an interest and the Chair or Head of Governance is satisfied that the interest is relevant to an item on the agenda for a meeting, the individual concerned may not be sent the papers in respect of that item.

A similar approach will be adopted if the Corporation takes decisions other than by meetings, e.g. by written resolutions. Any Governor who has disclosed an interest considered by the Chair or the Head of Governance 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 Failure to Disclose a Relevant Interest

The decision of the Chair as to whether a Governor has failed to disclose a relevant interest shall be final. Failure to disclose a conflicting interest may lead to a Governor or committee member being in breach of the Corporation's Code of Conduct as well as of this policy. It may also result in the Governor or committee 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 Governor's or committee member's membership of the Corporation or committee respectively. Such breaches by a senior member of staff may lead to disciplinary action being taken under the College's staff disciplinary procedures.

Failure by a Governor 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.

6 Benefits for Governors

It is a basic principle of charity law that charity trustees, such as Governors, should not profit from their position, although trustees are entitled to be reimbursed for expenses actually and reasonably incurred in undertaking the business of the charity.

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 or services provided by them to the charity under a contract for services. This procedure must be followed if a Governor or committee member wishes to receive such a payment.

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 Principal and Staff Governors), or by law, or with the consent of the Charity Commission, which is only granted in exceptional circumstances.

7 Gifts and Hospitality

Governors, committee members and senior staff are required to declare any gifts of hospitality over the value of £25 and can do so via completion of an [online form](#).

8 Politically Exposed Persons

In accordance with the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017, Governors are asked to declare if they, or any close family member (spouse or civil partner, child or their spouse or civil partner, or parents) are, or were in the past, entrusted with prominent public functions, which are termed 'Politically Exposed Persons'. Examples include:

- heads of state, heads of government, ministers, and deputy or assistant ministers
- members of parliament (MPs)
- members of courts of auditors or of the boards of central banks
- ambassadors, *chargés d'affaires* and high-ranking officers in the armed forces
- members of the administrative, management or supervisory bodies of state-owned enterprises
- members of supreme courts, constitutional courts or other high-level judicial bodies whose decisions are not generally subject to further appeal, except in exceptional circumstances.

Full details are set out in the [Regulations](#).

9 Data Protection

The information provided in disclosures will be processed in accordance with the data protection principles set out in the Data Protection Act 1998. Data will be processed only to ensure that Governors and committee members act in the best interests of the Corporation. The information provided will not be used for any other purpose.



NESCOT FURTHER EDUCATION CORPORATION 2024-2025

DECLARATION OF INTERESTS FOR CORPORATION MEMBERS, COMMITTEE MEMBERS AND SENIOR MEMBERS OF STAFF

NAME OF MEMBER/MEMBER OF STAFF:

Article 11 (1) of the Instrument of Government requires the Clerk to the Corporation to maintain a register of interests of members of the Corporation which are disclosed to the Corporation and make the register available during normal office hours to any person wishing to inspect it.

Each member is invited to register their personal interests and the financial/personal interests of his or her spouse or partner, children or other close relatives.

Nature of Interest	Date on which Interest was disclosed	Date on which Interest was changed or ceased
FINANCIAL INTEREST		
PERSONAL INTEREST		
INTEREST OF CLOSE FAMILY MEMBERS		

Politically Exposed Persons

Please delete as applicable:

- Neither I, nor any close family member is a Politically Exposed Person
- I am, or a close family member is a Politically Exposed Person. I have provided full details below:

SIGNED:

PRINT NAME:

DATE:

Please return to Susanne Wicks, Head of Governance, swicks@nescot.ac.uk

Seven Nolan Principles of Public Life

Selflessness

We will act solely in terms of the public interest.

Integrity

We will avoid placing ourselves under any obligation to people or organisations that might try inappropriately to influence us in our work. We will not act or take decisions in order to gain financial or other material benefits for ourselves as outlined by the Bribery Act 2010, our family, or our friends. We will declare and resolve any interests and relationships.

Objectivity

We will act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

Accountability

We are accountable to the public for our decisions and actions and will submit ourselves to the scrutiny necessary to ensure this.

Openness

We will act and take decisions in an open and transparent manner. Information will not be withheld from the public unless there are clear and lawful reasons for so doing.

Honesty

We will be truthful.

Leadership

We will exhibit these principles in our own behavior. We will actively promote and robustly support the principles and be willing to challenge poor behavior wherever it occurs.