



Conflict of Interest Policy [GOV03]

Change Control

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Version	V4.0
Name of Responsible Committee	Governance Committee
Job Title of Responsible Author	Clerk to the Corporation
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Revision History

Version	Date	Type of Amendment	Amendment Details
V1.0	Apr 2014	New	New
V2.0	Sept 2015	Revision	Amendments
V1.1	May 2017	Revision	Replacement
V3.0	Oct 2021	Revision	Amendments to reflect ERC merger and change of institution's name to TEC Partnership
V4.0	Jul 2024	Revision	Amendment to the form to separate out the respondent from close associates or family members, removal of references to local boards, and other updates in the latest Eversheds guidance.

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1. Background

- 1.1 It is the policy of the TEC Partnership Corporation ("the Corporation") that all members of the Corporation (including co-opted members) and senior staff attending Corporation and/or corporation committee and senior staff in positions of influence, must keep to the absolute minimum all unavoidable conflicts of interest between the interests of the Corporation and the personal, professional and business interests of members or senior staff members concerned, and of persons connected with them. This includes avoiding as far as possible perceptions of conflicts of interest, as well as potential and actual conflicts of interest.

A conflict of duty may arise where a member of the Corporation, or senior member of staff has a duty towards another person or organisation that could prevent them from making a decision only in the best interests of the Corporation.

- 1.2 The purpose of this policy is to:

- 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 in charity law to act only in the best interests of the Corporation.
- protect the integrity of the Corporation's decision-making process;
- enable all outside parties dealing with the Corporation to have confidence in the Corporation's integrity; and
- protect the integrity and reputations of Corporation members and senior staff.

2. Disclosure of Interests

- 2.1 All members of the Corporation and senior staff, or staff with a budget sign off of £25k or more, will on appointment and annually thereafter will be required to complete a declaration of interests form to disclose 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 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 Director of Governance for a determination.
- 2.2 A register of interests will be maintained by the Director of Governance and all members and senior staff will be required to update their disclosure as and when their circumstances change. The register will be accessible by members and audit service providers and will be reviewed annually by the Corporation's external auditors.
- 2.3 Where a member has previously disclosed an interest and the Chair or Director of Governance is satisfied that the interest is relevant to any meeting agenda item the member concerned may not be sent the papers in respect of that item and will not be allowed to vote on it (this includes voting via written resolution)

3. Management of Conflicts of Interests in Meetings etc

- 3.1 In the course of Corporation / Committee meetings and any other 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 / may receive a benefit or gain.
- 3.2 If a member / senior staff member fails to declare an interest known to any person attending a meeting or activity, that person will declare the interest accordingly.
- 3.3 If a member / senior staff member declares an interest at any meeting /activity they must not take part in the consideration or vote on any question with respect to it and will not be counted in the quorum in relation to the resolution. The member may be asked to withdraw from the meeting, or may be expressly invited to remain in the meeting, (for example in order to provide information on the matter in hand) whilst the matter is discussed.

Having raised the declaration at the start of the meeting, this should be restated at the relevant agenda item. The member/ staff member shall check with the Chair if they are able to stay in the meeting or should leave for the remainder of the agenda item. This will depend on the significance of the interest declared. The request for them to leave the room may be subject to a majority vote of members.

- 3.4 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;
 - any actions taken to manage the conflict.
- 3.5 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.

4. Failure to disclose a relevant interest

- 4.1 Failure of a governor to disclose a conflicting interest may lead to a member being in breach of this policy and the Corporation's Code of Conduct. 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 terminating the member's membership of the Corporation.

If a failure was identified, the corporation may put the breach to a vote. Where there is an equal split of votes, the decision of the Chair (or Vice Chair if it relates to the Chair) will be the casting vote.

The decision of the Chair/ Vice Chair as to whether a member has failed to disclose a relevant interest shall be final.

- 4.2 Such breaches by a senior member of staff may lead to disciplinary action being taken under the College's staff disciplinary procedures.
- 4.3 Failure by a member to disclose a conflicting interest may also be reported to the Secretary of State for Education (via the Department for Education) as principal regulator of further education corporations.

Benefits for Corporation members [and committee members]

Under Article 10.1 of the Instrument of Government, no member shall acquire or hold any interest in any property that is held or used for the purpose of the institution without the written approval of the Secretary of State.

It is a basic principle of charity law that charity trustees, such as Corporation members, 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 Corporation has approved a policy on reimbursing members' [and committee members'] expenses and members [and committee members] must comply with this. In addition, clause 10.4 of the Corporation's Instrument of Government allows the Corporation to insure them against liabilities arising from their office.

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 services provided by them to the charity under a contract for services. This procedure must be followed by the Corporation if a member [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.¹ 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 any staff governors), or by law, or with the consent of the Charity Commission, which is only granted in exceptional circumstances.

¹ See the Charity Commission's guidance [Trustees expenses and payments \(CC11\) \(link here\)](#). Legal advice should be obtained before submitting an application to the Commission.

5. Data Protection GDPR check

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 members act in the best interests of the Corporation. The information provided will not be used for any other purpose.

1. Policy Review

- 1.1 This policy will be reviewed by the Corporation as and when legislative requirements and notification or relevant changes in charity law are received.

Appendix 1 – Declaration of Interests Form

Declaration of Interests Form

I as [Corporation Member / Co-opted Member / Senior Staff Member, position of influence held] of the TEC Partnership have set out below my interests in accordance with the Corporation's Conflicts of Interest Policy.

Category	Please give details of the interest where it applies to you.	Please give details of the interest and when it applies to a member of your immediate family, employer or some other close personal connection. (e.g. member of your household)
Current employment and any previous employment in which you continue to have a financial interest.		
Appointments (voluntary or otherwise) eg. trusteeships, directorships, local authority memberships, magistracy, tribunals 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.		
Gifts or hospitality in excess of £[20] accepted in the last twelve months.		
Any contractual relationship with the Corporation [or any company or other organisation connected with the Corporation].		
Any other interests which you consider are appropriate to disclose and are not covered by the above.		

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:

Date:

