

Shakespeare's Guildhall Trust (King's Lynn)

Conflicts of Interest Policy

This Policy and attached Guidance Note (Appendix 1) sets out the Shakespeare's Guildhall Trust (King's Lynn) (SGT) position on the management of conflicts of interest. Trustees, volunteers and others working with the SGT have a legal obligation to act in the best interests of SGT, and in accordance with SGT's governance framework, to avoid situations where there may be a potential conflict of interest, either real or perceived.

Conflicts of interests may arise where an individual's personal or family interests and/or loyalties conflict with those of SGT. Such conflicts may create problems; they can:

- inhibit free discussion;
- result in decisions or actions that are not in the interests of SGT; and
- risk the impression that SGT has acted improperly.

The aim of this Policy is to protect both SGT and the individuals involved from any appearance of impropriety.

The Policy requires that:

- (a) any individual who controls or influences the activities of the SGT and its associated Limited Company must declare his/her interests, whether paid (for example; directorships or employment) or unpaid (for example; voluntary positions), together with any benefits, services, hospitality or gifts received in connection with his/her role in the SGT– in accordance with the questions set out in the attached Declaration of Interests form;
- (b) a Declaration of Interests form should be completed upon appointment and thereafter annually in the form prescribed and attached to this Policy. Declarations of Interest should also be declared orally at any meetings where a conflict of interests may arise. Any changes to the Declaration should be notified in writing to the Chairman / SGT Secretary as soon as the interest arises;
- (c) the Chairman/SGT Secretary should provide confidential advice to any Trustee making a Declaration if requested to do so. The Chairman may also review Trustee Declarations to identify any real or perceived conflicts of interest and will decide how they might be dealt with, consulting with others as necessary;
- (d) the Chairman / SGT Secretary shall maintain a Register of Interests declared, including any conflicts which have been identified;
- (e) any individual with an interest in a matter being discussed at a meeting must declare his/her interest to the meeting. The chairman of the meeting will then decide whether that individual should withdraw during the discussion and, if not, whether the individual should be entitled to vote on the matter under discussion. The management of the conflict of interest should be recorded in the minutes of the meeting;

- (f) the Guidance Note explaining why the 'Conflicts of Interest Policy' is required, and the steps to be followed to ensure compliance with the Policy, should be issued to all those individuals required to complete a Declaration of Interests form; and
- (g) the Conflicts of Interest Policy and associated Guidance Note shall be reviewed annually to ensure it satisfies legal and regulatory requirements, and those of the SGT.

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Date of Adoption of Policy:

Review Date:

Appendix 1 Guidance for SGT Trustees, Management Team and Volunteers

- Appendix A Register of Interest Declaration Form
- Appendix B Template Register of Interest

Shakespeare's Guidhall Trust (King's Lynn)

Guidance Note on Conflicts of Interest for SGT Trustees, Management Team and Volunteers

1. Introduction

This Guidance Note explains why the Conflicts of Interest Policy applies to individuals, what type of "interest" should be declared, when and how to declare such interests, where the potential for conflicts of interest may arise and how such conflicts will be dealt with, so they do not prejudice the activities or reputation of the SGT. Individuals should be aware that it is their personal responsibility to declare their interests.

Circumstances can arise where an individual's professional, personal or family interests and/or loyalties may conflict or be perceived to conflict with those of the SGT. If not identified and managed, such conflicts may:

- inhibit free discussion;
- allow influence or control over the SGT's activities by an individual who is not independent of his/her personal interests;
- lead to decisions or actions being taken that are not in the interests of the SGT;
- risk the perception that the SGT may have acted improperly, thus damaging its reputation.

The most common types of conflicts might include:

Direct financial interest - when an individual obtains a direct financial benefit via:

- the payment of a salary or remuneration to a trustee by the SGT
- the award of a contract to a company with which a trustee is involved; and
- the sale of property at below market value to a trustee or volunteer

Indirect financial interest - this arises when a close relative of a trustee benefits from the SGT:

- the awarding of an employment contract to a trustee's spouse; and
- making a grant to a trustee's dependent child

Non-financial or personal conflicts – occur where trustees receive no financial benefit, but are influenced by external factors:

- influencing board decisions to their own advantage;
- to gain some other intangible benefit or kudos; and
- awarding contracts to friends

Conflicts of loyalties - individuals may have competing loyalties between the SGT to which they owe a primary duty and some other person or entity.

2. Why do we have a Policy?

All members of the Trustee Board and Management Committee and Sub-Group or other individuals in positions of control/influence have an obligation to act:

- in the best interests of the SGT to maintain its reputation and not for his/her own private interest or gain;
- to avoid situations where there may be a potential conflict of interest between the SGT's interests and those of the individual; and
- in accordance with the SGT's governance framework.

3. Who must complete a Declaration of Interests Form (DoI Form)?

A DoI Form must be completed by all Trustees, the Management Team, and volunteers who participate in Sub Groups of the Trust Board. The DoI Form sets out the kinds of interests which need to be declared. This is attached at Appendix A.

DoI Forms should be refreshed on an annual basis, or as and when new interests are declared.

4. What should I do if I am unsure whether to declare a matter as an 'interest'?

When in doubt, declare your interest.

Please ask yourself "*Are there any circumstances in which this interest (held by either yourself or your immediate family) could prejudice, embarrass or damage the activities of the SGT?*" If the answer is "Yes" you should declare the interest.

The law imposes strict limits on the benefits which may be received by a Trustee.

The SGT's governance framework requires the disclosure and management of interests to ensure no one party can exercise undue influence or receive an unauthorised financial benefit (whether direct or indirect) from their association with the SGT.

The governance framework permits Trustees to be reimbursed for reasonable expenses incurred in the performance of their duties, to be indemnified under Indemnity Insurance, and to enter into and benefit from certain contracts. Further guidance can be obtained from the Secretary.

5. Register of Interests

The SGT's Register of Interests will be maintained by the Chair / SGT Secretary. This will be published on the SGT's web-site. A template is set out at Appendix B.

The Register will be open to inspection by the SGT's Auditors, statutory regulators and other parties as authorised by the SGT's governing documents.

If an individual completing the DoI Form requests that any information should not be disclosed without prior notice, any such request must be made to the SGT Secretary.

Where a Trustee receives a payment or benefit, this will be reviewed by the SGT's Auditors and may be noted in the SGT's Annual Report and Accounts (in accordance with the current Statement of Recommended Practice "Accounting and Reporting by Charities).

Where an individual making a declaration is connected to a party involved in the supply of a service or product to the SGT, this information may also be disclosed in the Annual Report and Accounts if required by the SGT's Auditors.

6. Will the General Data Protection Regulations apply?

The information provided in the DoI Form will be processed in accordance with data protection principles as set out in current data protection legislation. Data will be processed only to ensure that the individual acts in the best interests of the SGT. The information provided will not be used for any other purpose without the individual's prior consent which shall not be unreasonably withheld or delayed.

7. Who will decide if a conflict exists?

Completed DoI Forms will be evaluated by the Chairman or SGT Secretary. In the event that a matter of conflict cannot be resolved it may be referred to a small Panel made up of Trustees. The Panel may obtain independent professional advice. The decision of the Review Panel will be final.

In the case of unavoidable or repeated conflicts of interest between the SGT and an individual that may, in the opinion of the Review Panel, harm the reputation of the SGT, the individual may be asked to either surrender the interest that is giving rise to the conflict or resign from his/her position with the SGT.

8. What do you do if a conflict of interest arises at a meeting or in another work situation?

Before, or at the beginning of any meeting, you must declare any potential conflict of interest which may arise in relation to matters on the agenda. This should be recorded in the minutes, together with how the interest will be managed. If you are involved in selecting suppliers/partners/performers or similar and you believe you may be in a position of conflict e.g. if a relative or other connected party to you is involved in any way with that supplier/partner, you must declare that interest to the Chairman and ensure it is added to the relevant register of interests. Once a contract is in place in which you have a conflict of interest, you must not be involved in managing or monitoring the contract unless you have been given express permission.

A conflict of interest occurs where, in respect of an item on the agenda or at any other time during any discussion at a meeting or otherwise, the individual has a financial interest or a real danger of bias or where there is a perception that the interest could unduly influence his/her decision. The Chairman of the meeting or line manager, as appropriate, will decide the best course of action which may include deciding whether the individual should withdraw from the meeting while the matter is discussed or removing the individual from further discussions concerning the potentially conflicted matter.

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Declaration of Interest Form

I as trustee/volunteer/other* [**delete as appropriate*] of Shakespeare's Guildhall Trust have set out below my interests in accordance with the SGT's Conflicts of Interest Policy.

Category	Declaration
Current employment and any previous employment in which you continue to have a financial interest.	
Appointments (voluntary or otherwise) e.g. trusteeships, directorships, local authority membership, tribunals etc.	
Membership of any professional bodies, special interest groups or mutual support organisations.	
Investments in unlisted companies, partnerships and other forms of business, major shareholdings [charities may set a figure here, e.g. more than 1% or 5% of issued capital] and beneficial interests.	
Gifts or hospitality offered to you by external bodies and whether this was declined or accepted in the last twelve months.	
Do you use, or care for a user of the organisation's services?	
Any contractual relationship with the SGT or its subsidiary.	
Any other conflicts that 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:

Shakespeare's Guildhall Trust (King's Lynn) – Register of Interest

Year 2019-2020

Name of Individual	Role	Description of interest	Does the interest relate to the individual or a person closely connected to the trustee (describe)?	When was the interest declared?	Is the interest current?

To be published on the SGT Web-site