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Significant adjustments made
<ul style="list-style-type: none"> <li>Oct 2019 Minor amendments to reflect Charity Commission Guidance</li> </ul>

## APPCT Conflicts of Interest Policy

### 1. Introduction

- 1.1 This policy applies to Trustee Board members, Company Directors (APTL Board Members) and Independent Members of Alexandra Park and Palace Charitable Trust (APPCT) and its trading subsidiary APTL, hereafter known as 'Alexandra Palace'. On appointment members are required to read this policy and complete the attached Conflict of Interests declaration.
- 1.2 This policy has been drawn up and is enforced by the Trustee Board. This policy is subject to annual review by the Trustee Board.
- 1.3 Members have a duty to act in the best interests of the Charity (the Charity's charitable purposes and the public benefit) and the Charity Commission expects trustees to avoid putting themselves in a position where their duty to their charity conflicts with their personal interests or loyalty to any other person or body.
- 1.4 Members must identify and manage conflicts of interest and any perceived conflicts of interest. This ensures public trust and confidence that charity trustees are taking decisions only in the best interests of their charities and are not influenced by their other interests.

### 2. What is a conflict of interest?

- 2.1 For the purpose of this policy, the term '**conflict**' includes conflicts of interest and conflicts of duty or loyalty (perceived, potential and actual).
- 2.2 Definitions
  - **A conflict of interest** is a situation where a trustee's or director's personal (or other) interests could be seen to prevent the trustee from making a decision only in the best interests of the Charity.
  - **A conflict of loyalty** is a situation where a trustee's or director's loyalties or duties to another individual or organisation could be seen to prevent the trustee/director from making a decision in the best interests of the Charity.
  - **A perceived conflict** is one which a reasonable person could consider likely to compromise the relevant individual's ability to make a decision only in the best interests of the Charity.

- **A potential conflict** is a situation which could develop into an actual or perceived conflict although no conflict currently exists. For example, your partner works for a firm that provides services which the Charity does not currently use but could use in future.

2.3 Conflicts of interest generally involve financial interests i.e. anything of monetary value including, but not limited to, contracts, consultancy fees, shareholdings, equity interests, debt, property, royalties and intellectual property rights. Conflicts of interest may also arise from a non-financial benefit or advantage, including, but not limited to, enhancement of an individual's career or professional reputation, access to information or facilities that could be used by others, advancing a cause or reputation or improving access to any beneficial connection or other advantage.

2.4 Charity Trustees cannot benefit directly or indirectly from their role as a charity trustee unless explicitly authorised (in the Charity's governing document or by the Charity Commission). A benefit is interpreted widely and includes financial or any other measurable benefit, and includes payment made to the trustee or a connected person. Payment of reasonable expenses of trustees is not a trustee benefit and does not create a conflict of interest.

2.5 Conflicts of duty or conflicts of loyalty are any interests, duty, role or loyalty, relationship or conviction which could directly or indirectly affect that person's ability to make decisions solely in the best interests of the Charity. These include:

- significant relationships, such as a spouse, relative or close friend, may be felt to influence the decisions of the Members of the APPCT Board and APTL Board;
- Other roles, for example, trusteeships, memberships on committees or other bodies
- Employment by another organisation, for example, one with which the Charity contracts, or collaborates or competes;
- Providing advice or support to another body;
- Active membership of a body;
- Strongly-held beliefs. For example, anti-Royalist.

## 2.6 Connected Persons

A conflict can arise because of a member's relationship with or connection to a third party or organisation (a connected person). These must be dealt with in the same way as personal conflicts.

Examples of connected persons:

- close members of family (spouse/civil partners, parents, grandparents, children, brothers/sisters and their partners)
- a business partner or colleague
- anyone whose finances are interdependent with the Members of Alexandra Palace (e.g. joint bank accounts, joint mortgages or property held in joint names, one party financially dependent on the other, joint beneficiaries of a trust)
- employer/ employee or contractual relationship or anyone receiving a benefit where it could otherwise be perceived that such benefits could lead to a conflict of interest, i.e. by influencing the Member's decisions other than in the best interests of the Charity.

## 3. **Disclosing Conflicts of Interests**

3.1 Prior to appointment prospective members should make known any relevant issues that may constitute a conflict of interests.

3.2 Once appointed members are required to complete a declaration of interest form prior to their attendance at meetings and are invited to review their declarations annually or submit a fresh disclosure form (APTL members only).

3.3 Members are expected to make known any significant changes or new interests that arise during the year as soon as practicable after becoming aware of the interest. They should disclose the nature and extent of the interest.

- 3.4 Members should make known, to the whole board, any conflicts in relation to items on the agenda for each meeting. If a member becomes aware of a possible conflict of interest, which the relevant person appears not to have considered, they should raise it. disclose the nature and extent of the interest.
- 3.5 If a member is unsure about whether to make a declaration at a meeting they should contact the [charitysecretary@alexandrapalace.com](mailto:charitysecretary@alexandrapalace.com) who will, if necessary, seek professional advice. If in doubt it is always better to make a declaration to avoid any reputational risk of the Charity being perceived to not have properly managed conflicts of interests.
- 3.6 Some personal information about third parties can only be held with their agreement. Generally, the limited information needed to declare a conflict will not require such consent. If consent was needed it would be the responsibility of the person providing the information to obtain this consent. Should a third party decline to consent, then it is the responsibility of the Member of Alexandra Palace to nevertheless ensure that a potential conflict is declared. Any declaration where data is held in relation to a third party will be dealt with in a manner consistent with the General Data Protection Regulation.

Board members are required to declare at each Board meeting any remuneration either they (or any person connected with APPCT) have received from Alexandra Palace during the previous financial year.

#### **4. Managing and recording conflicts of interest**

- 4.1 The Charity Secretary maintains a register of interests declared by the Trustees of the Charity (whether or not they give rise to any potential conflicts) which is reviewed annually. In the interests of transparency, this register is publicly available, and may be inspected by the Charity Commission. Interests declared by Company Directors and Independent Members are not included on the public register but must be made available for inspection in some circumstances under company law.
- 4.2 All identified conflicts and actions taken by the members to deal with them are recorded (usually in the minutes of relevant meetings). The written record should cover:
  - the nature of the conflict;
  - the trustee or trustees affected;
  - whether the conflict was declared in advance;
  - an outline of the discussion;
  - who if anyone withdrew from the discussion;
  - how the trustees came to their decision to proceed.
- 4.3 Conflicts cannot be avoided and are not seen to affect the integrity of a trustee but they must be managed correctly. Conflicted trustees should declare their interest at an early stage and, in most cases, withdraw from relevant meetings, discussions, decision making or voting procedures.
- 4.4 The APPCT board or APTL board must decide how to manage a conflict. This could include:
  - not pursuing a course of action or pursuing a different course of action
  - proceeding with the issue in a different way so that a conflict of interest does not arise
  - allowing the person declaring the interest to contribute information to the meeting, but that person must not participate in the discussion, or vote on the matter and will not be counted in the quorum for that issue
  - the conflicted member withdrawing from the meeting and not participating in the discussion or voting on the matter. Steps will need to be taken to ensure sensitive information is not available to that member.
  - not appointing a particular trustee or securing a trustee resignation

- where trustees have decided against removal of the conflict of interest they must prevent it from affecting their decision in a different way
- where a Trustee's interest is regularly preventing them from taking part in decision making the interested Trustee may need to consider stepping down from the Board.

4.5 Where a conflict of interest has not been dealt with properly and is subsequently identified, the Charity Commission expects charities to act promptly to put matters right and prevent the same issue from arising again.

## 5. Failure to address conflicts of interest properly

Members should be mindful of how a situation may appear to someone outside the Charity and ensure the Charity can demonstrate such situations have been dealt with properly. Failure to identify or adequately address conflicts of interest could result in a number of risks:

- Personal liability risks (for example, due to a breach of legal duties or for losses caused to the Charity. The trustees may have to recompense the Charity for sums it has spent or lost.
- Invalidity of a transaction (or that transaction being liable to be set aside if challenged)
- Invalidity of one or more trustees' decisions (e.g. if the trustees acted in breach of the Act)
- Reputational risks for the Charity and potential damage to public trust and confidence in charities in general.

## 6. Transparency

This policy will be available to all staff, Members of the APPCT Board and Directors of the APTL Board s and to third parties where appropriate.

## 7. Associated documentation and further information

The policy should be read in conjunction with the following documents:

- Code of Conduct
- Member expenses Policy
- Whistle-blowing Policy
- Gifts and Hospitality Policy
- Board Role Descriptions
- Serious Incident Reporting Policy

Charity Commission Guidance:

<https://www.gov.uk/government/publications/conflicts-of-interest-a-guide-for-charity-trustees-cc29/conflicts-of-interest-a-guide-for-charity-trustees>

## 8. Data protection

When an individual makes a disclosure, Alexandra Palace will process any personal data collected in accordance with our data protection policy. Data collected from the point at which the individual makes the report is held securely and accessed by, and disclosed to, individuals only for the purposes of dealing with the disclosure.

## 9. Status of policy

This procedure is a statement of current Alexandra Palace policy taking into account current legislation. Alexandra Palace therefore reserves the right to amend the procedure as necessary to meet any changing requirements.

Date	Version	Author	Amendments
15.01.2018	V2	Louise Stewart	Formatted in house-style and new declaration form.
26.06.2019	V3	Nat Layton	Revised, simplified

**Alexandra Park and Palace Charitable Trust**  
**Member Declaration of Interests Statement**

This form should only be completed after having read and understood the Conflict of Interests Policy. Please raise any questions with the APPCT Chair. This form should be returned to the Executive Assistant, APPCT, and will be kept on file

Conflicts of Interest ("Col"): See paras 1 and 2 in Col policy for definitions of Conflicts of Interest and connected persons.

<b>Name</b>	
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<p>1. List companies, businesses, charities or other organisations of which you or a person connected to you are involved, for example as a member, director, consultant or adviser or have another role which is relevant for the purpose of determining whether a conflict may exist.</p> <p>Please provide details of the nature of the connection and state whether each position is remunerated (salary, fees, pensions, honoraria, dividend share option etc)</p>
<b>You:</b>
<b>A connected person:</b>

<p>2. List of companies, charities or organisations in which you or a connected person have directly or indirectly shareholdings or beneficial ownership or other financial interest or expectation of such an interest. Shareholdings of less than 1% of the issued share capital need not be declared. State the nature and extent of the interest.</p>
<b>You:</b>
<b>A connected person:</b>

3. Membership of or roles or activity in professional bodies or associations, campaigning or special interest groups. State the extent and nature of the involvement.

**You:**

**A connected person:**

4. Any other potential conflict of which APPCT should be aware e.g. collaborators in academia or industry, involvement with other education-related organisations, political or other pressure groups.

**You:**

**A connected person:**

5. Are you or a connected person in receipt of or likely to become in receipt of any benefits, grants, loan or service from the APPCT or any direct or indirect pecuniary benefit from the APPCT other than expenses as a Trustee? If so, provide details.

**You:**

**A connected person:**

6. In respect of any interest or potential interest declared are you aware of any circumstances where that interest may result in any transaction, competition or collaboration with the APPCT or where the interest of the APPCT may in any way interact with that interest? If so please provide details

**You:**

**A connected person:**

7. Any other situations or relationships that might create conflicts that have not been covered above. For example, ownership of land adjoining APPCT property or intellectual or other property rights in the APPCT's area of operation.

**You:**

**A connected person:**

8. Is there any further action required by you to identify other potential conflicts? If yes, please summarise concerns and actions below:

### **DECLARATION**

I have entered the required responses to the best of my knowledge and belief.

Signature:

Date:

### **Additional Information**

Full Name (as per passport):

