

# Conflicts of Interest Policy

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|--|--|----------------------------|--------------------|
| <b>Owner</b>                                     | Secretary to the Board   |                            |                    |
| <b>Version</b>                                   | 1.1  |                            |                    |
| <b>Changes</b>                                   | <ul style="list-style-type: none"> <li>Added references to OfS Conditions</li> <li>Added references to Disciplinary Procedures</li> <li>Added requirement for all members of the Board of Directors to complete Registers of Interest</li> <li>Removed “Access to the disclosures will be restricted in line with the principles of data protection in place within the Group” and added a statement to the Appendix 1, noting we may need to publish certain information to meet OfS requirements.</li> </ul> |                            |                    |
| <b>Approval date</b>                             | August 2025  | <b>Approved by</b>         | Board of Directors |
| <b>Implementation date</b>                       | September 2025   | <b>Date of next review</b> | August 2026        |
| <b>Related internal policy</b>                   | None identified  |                            |                    |
| <b>Related external policies and regulations</b> | <ul style="list-style-type: none"> <li>Office for Students ongoing conditions of registration E2</li> <li>The Seven Principles of Public Life (Committee on Standards in Public Life)</li> </ul>   |                            |                    |

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## **Introduction and overview**

In line with Condition E2 of the Office for Students ongoing conditions of registration, RTC Education Ltd strives to maintain effective management and governance arrangements, including:

- Identifying and managing conflicts of interest
- Ensuring the governing body acts in the provider's best interests
- Avoiding undue influence, bias, or perception of bias

The Seven Principles of Public Life (known often as the 'Nolan Principles') include the principle of integrity– stating that holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

## **Purpose**

RTC Education Ltd has adopted this Policy to address conflicts of interest, so as to ensure that all activities are conducted against the highest standards of ethics and integrity. As an organisation that receives public money, we have a duty to fulfil the highest standards of ethical practice.

Where an individual has a private interest (financial or otherwise) which could overlap with their duties for RTC Education Ltd then this interest must be disclosed and managed appropriately. This Policy sets out the mechanism for doing so.

## **Scope**

This Policy applies to all those engaged as workers by RTC Education Ltd, regardless of the basis on which they are paid, and to all its Directors (executive and non-executive (independent)).

Allegations of violations of this policy will be investigated in accordance with disciplinary procedures specified in the Employee Handbook.

## **Disclosing interests**

All employees of RTC Education Ltd are provided with the Employee Handbook on appointment, which details RTC Education Ltd's expectation that employees declare any potential conflicts of interest.

All members of the Board of Directors shall be required to complete registers of interest declarations. The need to avoid conflict shall apply to all staff of RTC Education Ltd, regardless of whether they are expected to complete such a declaration.

Those subject to the explicit declaration processes will be asked to declare private interests in line with the form attached at Appendix 1. An annual review of the Register

of Interests will be undertaken through the Secretary to the Board of Directors, but individuals should not wait for the review to correct their personal declaration.

Those subject to explicit declaration requirements shall disclose:

- All appointments (paid or unpaid) with an external body or entity which could potentially have an overlap with RTC Education Ltd.
- The interests of anyone with whom the individual has a significant personal relationship where you normally have knowledge of such interests (a “Connected Person”) as if they were their own interests. This could include a partner, children under 18, anyone living in the same home where you share information about interests, and anyone whose financial affairs you have responsibility for or control over.

## **Register of Interest**

All disclosed interests will be noted on a Register of Interests, as set out in Appendix 1, maintained by the Secretary to the Board of Directors. In order to ensure that the information on the register is relevant and current, staff will be required to review their declarations on an annual basis.

## **Determining whether a conflict exists**

The majority of interests will not create a conflict, but it is each individual’s responsibility to consider whether there is an actual or perceived conflict between interests (regardless of whether they are subject to the explicit declaration process) insofar as they relate to their activities with the RTC Education Ltd. Even where an individual has declared an interest they are still responsible for considering and identifying potential conflicts.

If an individual believes they have an actual or potential conflict of interest, or if they are unsure if a conflict exists, they should discuss it with the Secretary to the Board of Directors in the first instance. The Secretary will work with the Chair of the Board of Directors (in the case of Directors), to determine what action might be needed. This may include requiring the individual concerned to recuse themselves from consideration of particular issues. In the case of a declaration from the Chair of the Board of Directors, the Secretary will work with the Deputy Chair

At the start of all meetings of the Board of Directors or its committees, an opportunity will be presented to note any conflicts that are likely to arise based on the business of the meeting. Whilst the same arrangement does not apply to other meetings, it is important that conflicts are declared to all present.

If a conflict arises, it is not sufficient to rely on a declaration made previously – the conflict itself must be identified.

## Managing Conflicts

Where a conflict is identified the Secretary will work with the individual to determine the materiality of the conflict. This will involve assessing all of the relevant factors including but not limited to:

- The nature of the conflicting interest
- The employee's role in the decision-making processes
- The value and nature of any benefit the employee could receive.
- The impact on reputation for the individual and/or RTC Education Ltd
- The impact on the individual's ability to do their RTC Education Ltd duties

Most situations will require no more than a declaration of the interest or activity which will be stored on the Register of Interests. There will, however, be some instances which need to be dealt with by agreeing how the conflict can be managed. In these instances, the agreed approach should be documented between the Secretary and the Chair of the Board and the individual. It is the responsibility of those affected to comply with the approach that has been agreed.

## Appendix 1 - Register of Interests

Name: \_\_\_\_\_

In the table below, please give details of the interest and whether it applies to yourself or, where appropriate, a member of your immediate family, connected persons or some other close personal connection.

For compliance with the Office for Students' registration conditions, certain declarations (e.g. by Board members and senior staff) may be made public.

| Category  | Details of Interest |
|---|---------------------|
| Current employment (and any previous employment in which you continue to have a financial interest) which could potentially have an overlap with RTC Education Ltd.   |                     |
| Other appointments (voluntary or otherwise), e.g. trusteeships, directorships, local authority memberships, which could potentially have an overlap with RTC Education Ltd.   |                     |
| Membership of any professional bodies, special interest groups or mutual support organisations which could potentially have an overlap with RTC Education Ltd.  |                     |
| Investments in companies, partnerships and other forms of business, major shareholdings, including those where shares may be held in Trust and you hold the beneficial interest which could potentially have an overlap with RTC Education Ltd. |                     |
| Gifts or hospitality offered to you by external bodies in line with your work with RTC Education Ltd over the last twelve months, and whether this was declined or accepted.  |                     |
| Details of usage of RTC Education Ltd services as a customer.   |                     |
| Any contractual relationship with RTC Education Ltd or companies therein, not covered above.  |                     |
| Any other conflicts that are not covered by the above where you believe these may have the potential to cause conflict.   |                     |

To the best of my knowledge, the above information is complete and correct. I undertake to update the information provided as necessary, in liaison with the Secretary to the Board of Directors, and to review the accuracy of the information at least annually.

I consent for the data included herein to be used for the purposes described in the Conflicts of Interest Policy.

Signed: \_\_\_\_\_

Date: \_\_\_\_\_