

Royal Alexandra & Albert School



Conflicts of Interest Policy

The Governors, Foundation and staff at The Royal Alexandra and Albert School are committed to providing a safe and happy learning environment, promoting equality and diversity and ensuring the well-being of all members of the community. It is their clear intention to promote good behaviour and to exercise their responsibilities in ensuring the safeguarding and welfare of all pupils and staff within the community.

Applies to	Foundation (Board of Management)
Accountable Executive	Clerk to Foundation
Status & Review Cycle	Non-Statutory, every 2 years
Last approval	June 2024

Contents

1. Conflicts of Interest	2
2. Related Parties	3
3. Meetings	3
4. Potential Conflicts of Interest	4
5. Managing Conflicts of Interest	4
6. Recording Decisions.....	4

1. Conflicts of Interest

The Board will make decisions based only on what's best for the Charity. We do not allow personal interests, or the interests of people or organisations connected to board members, to influence these decisions.

There are 2 common types of conflict of interest:

- **Financial conflicts** - when a trustee, or person or organisation connected to them, could get money or something else of value from a trustee decision. This does not include the payment of expenses.
- **Loyalty conflicts** - other reasons, a board member might not be able to make decisions that are best for the charity.

Generally, a potential conflict of interest will occur when a board member has a connection to another organisation or person that we have a financial, or other working arrangement with, either as:

- Family – his or her partner, child etc or:
- Organisation – as a trustee, board member, member of staff or similar.

2. Related Parties

We have a close working relationship with the Governing Body and shared values. However, it is an independent legal entity and a partner to whom the Foundation delegates certain operational functions under the Memorandum of Understanding set out in Appendix 1.

It is important that we are not only demonstrably independent of the Governing Body, but also seen to be. Consequently, trustees who are also Governors on the Governing Body or are employed in any capacity by the Governing Body/School should declare this and any other relevant matters, as a conflict of interest in the register of interests maintained by the Clerk to the Foundation. Any changes to the register of interests must be notified to the Clerk as soon as reasonably possibly.

The requirement to declare an interest applies to any other organisations with whom we have or propose to have a contractual relationship.

3. Meetings

Conflicts of Interest is a standing item on all board and committee agendas; the chairman will remind trustee that any interests must be declared.

A record of any professional or personal interest that may make it difficult for a trustee to fulfil their duties impartially, or may create an appearance of impropriety, with any item on the agenda for that day's meeting is to be noted in the minutes of the meeting. Specifically:

- If a trustee is in any way, directly or indirectly, interested in a proposed transaction or arrangement with the organisation, s/he must declare the nature and extent of that interest to the other trustees
- If a declaration of interest proves to be or becomes inaccurate or incomplete, a further declaration must be made
- Any required declaration of interest must be made before the Foundation or Governing Body enters into the transaction or arrangement
- A declaration is not required in relation to an interest of which the trustee is not aware or where the trustee is not aware of the transaction or arrangement in question. For

this purpose, a trustee is treated as being aware of matters of which s/he ought reasonably to be aware.

If a trustee declares a conflict of interest s/he will normally be requested to leave the meeting while the relevant agenda item is discussed.

4. Potential Conflicts of Interest

A charity may pay and offer other material benefits, to one or more of its trustees to provide services to the charity, where the trustee board reasonably believes it to be in the charity's best interests to do so. The services in question must be ones which the charity trustee provides in addition to carrying out normal trustee duties. Any such proposal would be treated on a case for case basis and would only be approved subject to compliance with the governing document and Charity Commission guidance.

Where an individual is not part of the decision-making process, there is no direct conflict of interest. However, where he/she has a relationship with the organisation, or individual trustee/director, the perception could arise that the trustees haven't acted in the organisation's best interests, because of this.

5. Managing Conflicts of Interest

To manage these issues, the Board will ask themselves the following questions:

- Is this the best use we might make of our limited resources?
- If so, might anyone else be able to provide this service?
- If there are others, in terms of cost, quality, availability etc, who would be the best provider?

6. Recording Decisions

Conflicts of interest will be recorded in the minutes, together with the key points and decision(s) made, in sufficient detail to enable a reader to understand the issue and the basis on which the decision was made.

Appendix 1

Memorandum of Understanding

Introduction

This memorandum of understanding (**MoU**) applies between the charitable corporation, Royal Alexandra and Albert School, a corporation incorporated by Private Act of Parliament in 1949 (the "**Foundation**"), and the foundation voluntary aided school of the same name (the "**School**").

The purpose of the Foundation is to seek Foundationers in accordance with its objects set out in the Act. Those objects are to establish and maintain a boarding school for those who are without one or both parents or whose special circumstances make it desirable that they should go to a boarding school and to ensure that its students are brought up in accordance with protestant principles.

The purpose of the School is to run a foundation voluntary aided school established pursuant to the provisions of the School Standards and Framework Act 1998 and operated in accordance with the requirements of education legislation and under the oversight and supervision of Surrey County Council as a maintained school.

The Foundation Board sets the Foundation strategy. The Governing Body of the School is responsible for School strategy in accordance with the Department for Education's 'Governance Handbook: Academy Trusts and Maintained Schools (October 2020)'.

Purpose of the MOU

The MOU seeks to delineate respective responsibilities so that:

- appropriate governance can be applied to both the Foundation and to the School; and
- all stakeholders, including the School and Foundation Executives, have clarity about lines of reporting and decision making.

Fundamental Principles

A School committed to fostering Christian values within a caring community.

Predominantly a Boarding School, with pupils aged 7-18 years.

Purpose: To exist to give our children a distinctly different start in life, preparing them for the world with hope, optimism, compassion and empathy.

Vision: Our community enhances lives, ignites curiosity and inspires compassionate leaders.

Objectives:

- An ambitious and effective curriculum
- Exceptional behaviour and attitudes
- Exemplary personal development
- Inspirational and transformative leadership
- Excellent boarding and co-curricular provision
- Life enhancing opportunities through our charitable aims

Changes to these principles will require the approval of both the Foundation Board and the Governing Body of the School.

The Foundation

The Foundation is responsible for:

- setting the level of, and collecting, the charges to fund the provision of the boarding facilities and the co-curricular programme
- capital projects and maintenance of the site including the school buildings, boarding houses and all other facilities (eg the stables)
- managing its investments
- awarding bursaries to pay the charges for Foundationers
- seeking grants from other charities to support Foundationers
- fundraising
- determining budgets for expenditure on boarding and co-curricular

The School

The School is responsible for:

- the admission and education of all its pupils (funded by the delegated budget from the Local Authority)
- all matters related to teaching and pupils (including Admissions, attainment, behaviour and staffing)
- boarding strategy – but major changes, especially where these could affect the income received by the Foundation, will require the agreement of the Foundation Board
- the day-to-day operation of boarding and co-curricular including staffing and safeguarding, delegated to the School by the Foundation as further detailed below.

The Headteacher

The Headteacher is employed by the School Governing Body and is directly responsible to the Governing Body for all School activities, including those delegated by the Foundation to the School.

The School Governing Body agrees to be accountable to the Foundation Board for the Headteacher's effective discharge of those functions for which the Foundation is responsible, as further detailed in this MoU.

All staff involved in the operation of the School and the Boarding and co-curricular operations (including, for example, personnel issues at the School, IT and the operation of the Health Centre) will be under the overall line-

management of the Headteacher. Support functions across the organisation are largely delegated to the Bursar (strategically) and/or the Director of Resources and Operations (**DRO**) (operationally).

The Headteacher will attend Foundation and Council meetings and meetings of the Court. At each such meeting the Headteacher will report on the progress of Foundationers, the school ethos and the upholding of protestant principles.

The Headteacher will, whenever possible, be available to meet donors, political figures, representatives of other charities and members of the local community to progress the work of the Foundation.

The Bursar

The Bursar has a dual role as both School Bursar and Foundation Secretary; as School Bursar reporting to the Headteacher and as Foundation Secretary reporting to the Chair of the Foundation Board.

The Bursar is responsible for the operation of the Finance Office for both the School and the Foundation. This includes line management of the Finance Office staff, the preparation of School and Foundation budgets, overall monitoring of income and expenditure and presenting reports as required. However, once the school budget has been set and delegated, the DRO is responsible for monitoring the expenditure of that specific budget, not the Bursar.

As Foundation Secretary, the Bursar is responsible for all Foundation matters not delegated to the day-to-day operation of the School and boarding. This includes:

- Estate, grounds, buildings and facilities
 - Development of the overall Estate plan
 - Direction and oversight of the grounds and maintenance operations
 - Overall supervision and cost management of both major and minor projects
- Support Services
 - Responsible for the overall catering contract and budget
 - Oversight of all cleaning and laundry within the School (currently contracted out)

In addition, the Bursar provides strategic support to the Headteacher in respect of finance, property and business matters.

Boarding

The Foundation delegates the operation of boarding, including the day-to-day boarding strategy, to the School under the overall control of the Headteacher who reports to the School Governing Body.

The Governing Body, acting through the Headteacher, is responsible for ensuring that the Boarding facilities are appropriately staffed and managed. The Foundation Board will hold the Governing Body to account for the running of the Boarding operation with a view to ensuring that value for money is achieved. The assessment will be made against such KPIs as may be agreed between them from time to time. The Foundation will delegate a budget to the School for the Boarding operation, which budget will be agreed between the Foundation and the School to reflect

the costs of the School's provision of boarding. The Headteacher has sole responsibility for any expenditure within budget.

Estate services, such as catering, cleaning and laundry are the responsibility of the Foundation but the Headteacher has day-to-day responsibility for their operation and will liaise with the Foundation should any issues arise. Both the Foundation and the School have a joint responsibility to ensure that these services are fit for purpose. The Governing Body will hold the Foundation Board to account for the quality of boarding facilities, including catering, cleaning and laundry, and the safety of the estate through KPIs which may be agreed between the School and the Foundation from time to time.

Co-Curricular Programme

The Foundation is responsible for financing the Co-Curricular Programme but the day-to-day operation is the responsibility of the School. The Foundation's F&GP committee will hold the Governing Body to account for the delivery of value for money for the programme and no material change or diminution in quality to the programme will be made without the consent of the Foundation Board. The Foundation will delegate a budget to the School for the co-curricular programme. The Headteacher has sole responsibility for any co-curricular expenditure within this budget.

Staff Accommodation

The Foundation is responsible for ensuring that all staff accommodation is adequately maintained and habitable to an acceptable standard, but the Headteacher is responsible for the allocation of accommodation among staff.

Finance

The Governing Body is responsible for overseeing the effective expenditure of the Local Authority delegated budget, the delegated budgets for Boarding and Co-curricular and any grant made by the Foundation towards the running of the School. The budget to run the Boarding and Co-curricular programmes will be determined by the Foundation and delegated to the School. These delegated budgets will be sufficient to ensure appropriate staffing and resourcing and will need to be set in conjunction with the DRO. It is acknowledged that any grant made by the Foundation to the School is purely discretionary on the part of the Foundation and would only be made to the extent that the Foundation has sufficient resources to fund it. The Governing Body will apply to the Foundation for any desired foundation grant and account to the Foundation Board for the effective expenditure of any such grant. The expenditure of all items within the School budget will be at the discretion of the Headteacher.

Foundation and School Events

There are a number of Foundation or School events throughout the School year. Flagship events for the Foundation are Founders' Day, Remembrance Day and Royal Visits. The Headteacher is expected to be the public face of the School and Foundation at these and any similarly important occasions. Other major events in the School calendar include Sports Day and the Christmas Carol Service, along with drama productions and musical performances.

Foundation Trustees and members of the School Governing Body are encouraged to attend these events whenever possible.

Foundationers

The School is responsible for the care, welfare, safety and effective education of all children, including the Foundationers placed by the Foundation in the School. The Headteacher is accountable to the Governing Body for the pastoral care, education and safety of all pupils in the School. The Governing Body is accountable to the Foundation Board for the care and progress of Foundationers and will provide regular updates on the progress of Foundationers, via written reports from the Headteacher.

Relationship between the Boards

Though each of the Boards has separate and distinct responsibilities, there is a need for the Boards to work together for the common good of the Institution.

Nature of this document

This is a statement of intent and is not legally binding. Notwithstanding that, it expresses a strong commitment to the spirit of shared enterprise.

Signed for and on behalf of the Foundation:

A handwritten signature in black ink, appearing to read 'D.T. Frank', written on a light-colored background.

Chairman, D T Frank

Signed for and on behalf of the Governing Body

A handwritten signature in black ink, appearing to read 'D. S. Clamp', written on a light-colored background.

Chairman, D Clamp

DATED: 27.06.23