



## Conflict of Interests Policy

### A: Policy Statement

1. Collective Acting Studio (“the Studio”) is committed to ensuring that high levels of integrity apply in all areas of its operation and that all activities are conducted in an honest and transparent manner. The aims of this Policy are to:

- enable staff, plus student and external committee members, to recognise where their personal interests conflict with, or may reasonably be perceived to conflict with, their obligations and duties in relation to the Studio (see [Section C](#));
- communicate the expectations for declaring and recording such conflicts (see [Section D](#)); and
- set out the processes for managing conflicts of interest in order to ensure that business decisions are made objectively and in the best interests of the Studio (see [Section E](#)).

2. A conflict of interest exists when the duties owed by an individual to the Studio conflict with, or may possibly conflict with a personal, financial or other interest or duty that the individual holds and/or with the interests of someone who has a close personal connection to the individual (including, but not limited to, any children, in-laws, siblings, partner or spouse).

3. The governance of the Studio, through its Board and committees, must be conducted in accordance with this Policy. Therefore, in addition to applying to all staff, the Policy also applies to student and external committee members (see [Section F](#) for a summary of responsibilities).

### B: Individuals to Whom this Policy Applies

4. This Policy applies to all Studio Board Members, staff, and to student and external members of Studio committees or equivalent bodies, such as working groups. For the purposes of this Policy:

- ‘staff’ refers to all individuals working within the Studio at all levels and grades (whether paid or unpaid), including employees (whether permanent, fixed-term or temporary), other visiting research or teaching staff, workers, trainees, seconded staff, agency staff, agents, volunteers, interns or any other person working in any context within the Studio.

### C: Defining and Recognising Conflicts of Interest

5. A conflict of interest exists when the duties owed by an individual to the Studio conflict with, or may possibly conflict with a personal, financial or other interest or duty that the individual holds

and/or by the interests of someone who has a close personal connection to the individual. The existence of a conflict of interest does not therefore depend on whether the individual is actually influenced in their duties or decisions. It arises whenever an interest could reasonably be perceived as affecting, or having the capacity to affect, an individual's ability to make impartial decisions on the Studio's behalf. For example, a member of the Audit Committee, whose sibling is a senior figure in the firm currently performing the Studio's internal audit, has a conflict of interest, as the possibility of being influenced exists.

6. A potential conflict exists where the interests of an individual are not currently in conflict, but there is a reasonable likelihood that they may give rise to a conflict in the future. For example, where a member of staff is a trustee of a charity that is not currently linked to the Studio, or seeking collaboration with the Studio, but that charity has an interest in research and is known to regularly seek collaborations with academic institutions.

7. Conflicts of interest can arise both from roles or activities involving parties outside the Studio or where staff and other committee members hold multiple roles inside the Studio. Conflicts may arise from activities such as procurement, commercial transactions, conduct and funding of research, contractor selection, admissions and recruitment.

8. Conflicts of interest can be financial or non-financial:

- **Financial conflicts** can arise where there is, or appears to be: opportunity for personal financial gain; financial gain to someone with a close personal connection to the individual; or where it might be reasonable for another party to take the view that financial benefits might affect that person's actions. Examples include payments, benefits in kind, equity interests, gifts, hospitality or intellectual property rights.
- **Non-financial interests** may include any direct or indirect benefit or advantage, enhancement of an individual's career or education or gain to a connected person. Staff and other committee members should therefore consider who they are acting for, and whether there are any competing motivations or interests that could influence them, or be seen to influence them.

See Appendix 1 for examples of Conflicts of Interest and possible courses of Action

#### **D: Declaring and Recording Conflicts of Interest**

10. Individuals must disclose all conflicts of interest in writing (email is sufficient) at the time the conflict first arises or becomes known, including when it is recognised that a conflict might reasonably be perceived. Conflicts of interest should be disclosed to the CEO (or their nominated delegate e.g. the Department Administrator). If the recipient of the disclosure has an interest in the matter being disclosed, they should refer the disclosure to the Chair of the Governance Committee. Similarly, the Chair of the Governance Committee should declare any personal conflicts of interest to the CEO or Chair of the Board as appropriate. As noted in Section E, the recipient should record the conflict in the institution's register of conflicts of interests.

11. 'Declarations of interest' should be a standing item at the beginning of every Committee meeting, so that members and regular attendees\* can declare any conflicts of interest in relation to that specific agenda. The Chair of each Committee will decide on the course of action for managing each conflict. Both the declarations and any mitigating actions should be minuted. (\*For the purposes of this Policy, 'regular attendees' are those individuals who have a standing invitation to attend the meetings and who receive a full set of the unreserved papers. In most cases this is likely

to include the secretary and those who attend in an advisory capacity or as an observer and may include others.)

12. In addition to declaring conflicts of interests to the CEO and in relation to specific agenda items as outlined in paras 10 and 11, the CEO and members and regular attendees of the Studio's principal, central decision-making bodies, are required to declare their interests annually via an online declaration of interests form which will be issued by the SLT. Given the rolling and prospective nature of this declaration, the level of disclosure required in the declaration of interests form exceeds the expectations of other staff, by encompassing not only existing conflicts of interest but also potential conflicts of interests. Information which is submitted via the form will be sent to the relevant committee Chairs for inclusion in their registers of interests.

13. Other than in relation to members of the Board of Directors, whose declarations are published, conflicts of interest declarations will be treated confidentially insofar as the law permits.

## **E: Managing Conflicts of Interest**

14. The CEO should decide on the course of action for each conflict that is declared to them, confirm this to the declarer in writing and record it in the institution's register of conflicts of interests. They may share the information with the Chair of a local committee, if the interest is relevant to the individual's membership of that committee (or if the individual is a regular attendee of that committee). On rare occasions (e.g. in the case of particularly complex or disputed conflicts) the CEO may wish to seek advice from:

- the Governance Committee or
- the full Board of Directors.

15. Chairs of the Studio's principal, central decision-making bodies will decide whether any action is necessary to manage each interest which their members or regular attendees disclose via the annual declaration of interest form.

16. In some situations simply disclosing and recording the interest may be the only necessary action.

17. In other cases, in order to ensure that decisions are made in a fair and transparent way, more active management may be required. This will depend on the nature and context of the interest, but could include:

- not taking part in discussion of certain matters and any decisions/votes relating to those matters;
- not taking part in decisions relating to certain matters, but still being present for any preceding discussion;
- referring decision-making on certain matters to others;
- agreeing not to act as a particular person's supervisor;
- divesting or placing in trust certain financial interests;
- publishing a notice of interest;
- standing aside from any involvement in a particular project;
- declaring an interest to a sponsor or third party.

18. The actions should be reviewed annually by the CEO or committee Chair as appropriate (or their nominated deputy) and updated as necessary to ensure they remain relevant. The actions should also be reviewed if the reviewer is notified of any material changes to the matter declared.

19. A conflict of interest should be avoided unless it can be properly managed using the above strategies. For example, in extreme cases, it might be necessary for an individual to resign one of the positions which is creating the conflict.

20. If the individual is not clear as to the course of action to be taken, they should contact the Governance Committee.

## **F: Summary of Responsibilities**

21. **All staff** must disclose conflicts of interest with their Studio duties to the CEO at the earliest opportunity.

22. **Members and regular attendees of the Studio's principal, central decision-making bodies and CEO** must declare any personal, financial or other interests (and/or those of their close personal contacts) which constitute existing or potential conflicts with their Studio duties via the online declaration of interests form. They should give notice of any changes to their interests via the form at the earliest opportunity. The Studio's principal decision-making bodies are:

### **WHAT DO WE WANT TO INCLUDE? I WOULD PROPOSE**

- The Board of Directors and its sub-committees
- The Senior Leadership Team (SLT)
- The Academic Board
- Estates and Facilities
- Safeguarding and Prevent

23. **The CEO** is responsible for: ensuring that staff within the institution, plus any student or external members of the institution's committees, are made aware of this Policy; ensuring that an up-to-date register of conflicts of interests is maintained for the institution; and for determining how to manage each conflict.

24. **All committee Chairs** are responsible for: asking for declarations of interest in relation to the agenda at the start of each meeting, determining how to manage each conflict in the context of their meeting, and ensuring that the declarations and any mitigating actions are minuted.

25. **Chairs of the Studio's principal, central decision-making bodies** are responsible for ensuring that an up-to-date register of interests is maintained for their body, and for determining how to manage each interest.

26. **Members of the Studio's Board of Directors** have a duty to avoid conflicts of interest and to act in the best interests of the Studio. In accordance with the good practice noted in Para 150 of the [Ofs' Regulatory Framework](#), their declarations will be made publicly available on the Studio's website. Individuals who are appointed to the Board Council must declare potential conflicts of interest upon appointment. Potential conflicts of interest should be declared during the appointment process .

27. **The Governance Committee** is responsible for ensuring that this Policy is maintained, that appropriate explanatory guidance is provided and for monitoring compliance with the Policy.

28. The **Audit Committee** will receive a report on compliance with the Policy.