



**Bedford Morison and Cordery Almshouse
Charity**

Dame Mary Morison Apprenticeship Trust

**BEDFORD, MORISON & CORDERY ALMSHOUSE CHARITY
DAME MARY MORISON APPRENTICESHIP TRUST**

CONFLICT OF INTEREST

Bedford Morison and Cordery Almshouse Charity, Watford, was established in 1580
England and Wales Charity Registration number: 207042

Dame Mary Morison Apprenticeship Trust

*Established 6 April 1629 to aid and assist young persons (poor children of the Town and
Parish of Watford) during their educational years*

England and Wales Charity Registration number: 312129

Registered Office: 19 St Mary's Close, Watford, WD18 0EQ

Approved by Trustees September 2025

The Charity Commission's annual return questionnaire asks charities whether they have a Trustee Conflicts of Interest policy and procedures. Trustees should be aware that provisions relating to conflicts of interest are also found in section 222 of the Charities Act 2022 and in regulation 36 of the Charitable Incorporated Organisations (General) Regulations 2012. Trustees of charitable companies should be aware that provisions relating to conflicts of interest are also found in sections 175 to 182 of the Companies Act 2006. Further reading: Charity Commission guidance: "Conflicts of interest: a guide for charity trustees (CC29)

INTRODUCTION

- 1.1 This policy applies to the trustees of the Bedford Morison and Cordery Almshouse Charity and the Dame Mary Morison Apprenticeship Trust (the **Charities**) and sets out the guidelines and procedures for identifying, monitoring and managing actual and potential conflicts of interest. Where appropriate this policy should also be followed by staff and volunteers.
- 1.2 The Charity Commission's guidance on conflicts of interest ("[Conflicts of interest: a guide for charity trustees \(CC29\)](#)") is available on its website.
- 1.3 In this policy references to:
 - (a) **conflicts** or **conflicts of interest** include actual and/or potential conflicts of interest and/or duty (or loyalty);
 - (b) **connected person** means:
 - (i) a child, stepchild, grandchild, parent, brother or sister of a trustee;
 - (ii) the spouse, unmarried partner or civil partner of a trustee or of any person falling within paragraph (i) above;
 - (iii) any person who is in business partnership with a trustee or any person who is in a business partnership with any person falling within paragraphs (i) or (ii) above; and
 - (iv) any company, business, trust or organisation in which a trustee (or any other person connected to them) has an interest as a beneficiary or through ownership, control or influence; and
 - (v) **benefit** includes any payment or material benefit (including property, loans, goods and services) other than reasonable out of pocket expenses.
- 1.4 This policy should be considered along with the Bedford Morison and Cordery Almshouse Charity and the Dame Mary Morison Apprenticeship Trust **Constitution** as approved by the Charity Commission on 7 October 1960 (particularly para 44) and policies relating to **Trustee role, responsibilities and conduct** and **Financial Prudence**
- 1.5 The Chair is responsible for ensuring compliance with this policy by all Trustees and staff.

PURPOSE OF THIS POLICY

- 2.1 The trustees have a duty to act in the best interests of the Charities and owe a duty of absolute loyalty to the beneficiaries of the Charities (i.e. the residents of the Charity and any other individuals the Charity may support). This means that the trustees must not place themselves in a position where they have, or may have, a direct or indirect interest that conflicts with their duties as a trustee. As a general principle, trustees must also not make a profit from their position as trustee.
- 2.2 Conflicts of interest can inhibit open discussions and may result in trustees taking irrelevant considerations into account or making decisions that are not in the Charity's best interests. They can also damage the reputation of the Charity if trustees are, or there is a perception they may be, influenced by personal interests or loyalties or there is a perception that they may be influenced.
- 2.3 The procedures in this policy will enable trustees to identify and manage conflicts of interest so that they can ensure that conflicts do not prevent them from making decisions in the best interest of the Charity. The policy will also help protect both the Charity and the trustees from any appearance of impropriety in cases where conflicts of interest arise.

IDENTIFYING CONFLICTS OF INTEREST

- 3.1 A conflict of interest is any situation in which a trustee's direct or indirect interests could, or could be seen to, prevent them from making a decision only in the best interests of the Charity.
- 3.2 Conflicts of interest may arise:
 - (a) where a trustee or connected person stands to obtain a benefit from the Charity;
 - or
 - (b) where a trustee has a duty of loyalty to a third party that conflicts with their duty to the Charity.
- 3.3 When considering if they have a conflict of interest, a trustee must be aware of the following principles:
 - (a) a conflict of interest exists if there is a possibility or perception that the trustee's personal interest could influence their decision-making, even if the trustee's decision-making is not in fact affected by the conflict; and
 - (b) the interest that gives rise to a conflict may be direct or indirect. A conflict may therefore relate to the personal interests of a trustee or those of a connected person.
- 3.4 It is impossible to set out every situation which may result in a conflict, but common situations include:
 - (a) selling, loaning or leasing Charity assets to a trustee or connected person;
 - (b) the Charity acquiring, borrowing or leasing assets from a trustee or connected person;

- (c) paying a trustee or connected person for providing a service and/or goods to the Charity;
- (d) employing a connected person at the Charity;
- (e) offering accommodation as a resident to a trustee or connected person;
- (f) when a trustee or connected person owes a legal obligation or duty towards another person or organisation (for example, the body that has appointed them to be a trustee, or another organisation like their employer) that conflicts with the trustee's duty to the Charity;
- (g) when a trustee has a personal sense of loyalty to another organisation or person that conflicts with their loyalty to the Charity; and
- (h) when a trustee has religious or political views that could interfere with their ability to make decisions in the interest of the Charity.

3.5 Financial conflicts

These conflicts happen when a trustee, or person or organisation connected to them, could get money or something else of value from a trustee decision.

They do not include a trustee's expenses – for example, for going to a charity meeting, or reimbursement of expenditure on the Charities behalf..

Some common examples

Financial conflicts for a trustee happen if your charity is deciding whether to:

- pay the trustee for doing their trustee role (more than their expenses)
- employ or pay the trustee, their business, or their relative, for some work at your charity, or its trading company
- sell, loan or lease charity assets (land or anything else the charity owns) to the trustee
- receive gifts or favours from commissioned partners
- buy, borrow or lease charity assets from the trustee
- buy goods from a business owned by the trustee

PROCEDURE FOR DECLARING INTERESTS AND REGISTER OF TRUSTEE INTERESTS

- 4.1 All trustees have a personal responsibility to declare any interest that might reasonably be regarded as potentially giving rise to a conflict.
- 4.2 Before appointment a prospective trustee must be asked to declare any direct or indirect interests they have that may give rise to a conflict so that the trustees can consider whether it is appropriate to proceed with the appointment.
- 4.3 On appointment, all trustees must complete the declaration of interests form set out in the Appendix and the information provided will be recorded in the register of trustees' interests (the register).

- 4.4 Each trustee must review the information relating to them in the register on an annual basis and declare that the information is correct or make a further declaration if necessary. Each trustee must also update the register as and when any material changes occur or when they or a connected person receive any gifts or hospitality in connection with their role as a trustee.
- 4.5 It is for individual trustees to decide which matters to declare but, if in doubt, they should make a declaration.
- 4.6 The information provided by trustees will be processed in accordance with the principles for processing personal data set out in the data protection legislation. Data will be processed only for the purposes set out in this policy and not for any other purpose and will be stored securely at all times [in accordance with the Charity's data protection policy].
- 4.7 The register will be maintained by the Bursar in conjunction with the Chair and Vice Chair of Trustees. Any amendments to the register will be circulated to the Board at the start of each trustee meeting.
- 4.8 The register will be used to record all gifts and hospitality.
- 4.9 The register will be available for inspection by any trustee.

PROCESS FOR DECLARING CONFLICTS

- 5.1 The first item on the agenda of each trustee meeting will be a standing item requiring all trustees attending the meeting to declare any conflicts of interest relating to the matters to be discussed at the meeting.
- 5.2 If a trustee considers that they have an actual or potential conflict, they must inform the Chair or the Vice Chair of Trustees as soon as possible and always before any discussion of the relevant matter and should always err on the side of transparency in deciding what to declare. The declaration must specify the nature and extent of any direct or indirect interest that gives rise to the conflict.
- 5.3 If a trustee is aware that another trustee has an actual or potential conflict that has not been declared, they must notify the Chair or Vice Chair of Trustees. [If the Chair or Vice Chair is declaring a conflict, they must inform the other trustees.]
- 5.4 All conflicts should be recorded in the minutes of the meeting in which they were declared or, if not declared in a meeting, in the minutes of the next trustee meeting.

PROCEDURE FOR DEALING WITH CONFLICTS

- 6.1 The way in which conflicts are dealt with will depend on the nature and extent of the conflict. The non-conflicted trustees must therefore:
 - (a) assess the nature and extent of the conflict;
 - (b) assess the risk or threat to decision-making by the trustees;
 - (c) decide whether the conflict is serious (for example, the conflict is acute or extensive, will or may be seen to prevent the trustees from making decisions in

the best interests of the Charity, relates to a significant decision or risks significantly damaging the Charity's reputation); and

- (d) decide what steps to take to handle the conflict.
- 6.2 When considering the conflict, trustees must take all relevant factors into account, make decisions only in the best interests of the Charities and always protect the Charity's reputation.
- 6.3 The conflicted trustee must not be present for any discussion or decision about the conflict and how to handle it and will not be counted in the quorum for that part of the meeting

AUTHORISED CONFLICT OF INTEREST

- 7.1 The trustee's duty to avoid a conflict of interest does not apply if, and to the extent that, the conflict of interest is authorised by any of the following:
- (a) an express provision in the Charity's governing document;
 - (b) a statutory provision (for example in the Charities Act 2011); or
 - (c) the Charity Commission or the court.
- 7.2 In each case, the charity trustee must always follow any conditions that apply to the authorisation.

PROCEDURES FOR MANAGING CONFLICTS

- 8.1 If the conflict arises owing to a financial transaction between the Charity and a trustee (or a connected person), or because a trustee (or a connected person) will or may obtain a benefit from the Charity:
- (a) any potential or proposed benefit must be authorised in advance (see section [8] (Authorised conflicts of interest) above); and
 - (b) the conflicted trustee must:
 - (i) withdraw from all discussions and decisions in relation to the matter; and
 - (ii) not be counted in the quorum for that part of the meeting.
- 8.2 If the non-conflicted trustees decide that a conflict is serious, they must consider:
- (a) securing the conflicted trustee's resignation and/or appointing a new trustee who is not conflicted;
 - (b) not pursuing the course of action that gives rise to the conflict or proceeding in a different way so that the conflict does not arise;
 - (c) seeking professional advice about how to handle the conflict; and
 - (d) asking the Charity Commission for guidance.
- 8.3 If a conflict is not serious, the non-conflicted trustees must decide what procedures and level of participation by the conflicted trustee are appropriate.

- 8.4 If the non-conflicted trustees decide that the conflict is low risk (in that it will not prevent the conflicted trustee from making decisions in the best interests of the Charity), they may agree that the conflicted trustee may continue to participate in discussions and the decision-making process.
- 8.5 The Chair must inform the conflicted trustee of the non-conflicted trustees' decision about how to manage the conflict.
- 8.6 The minutes of the relevant meeting must include a record of the nature and extent of the conflict, an outline of the discussion and the actions taken to manage the conflict. The Chair and/or Vice Chair must ensure that minutes or other documents relating to the item presenting a conflict are not made available to the conflicted trustee.
- 8.7 Where a trustee or a connected person receives an authorised payment or benefit from the Charity, this must be reported in the Charity's annual accounts.

MONITORING ENFORCING ANF REVIEWING THIS POLICY

- 9.1 Any trustee who becomes aware of a breach of this policy must report it to the Chair and/or Vice Chair as soon as possible.
- 9.2 The trustees have implemented this policy to monitor and manage conflicts of interest. Any failure to comply with the terms of this policy will not, in itself, result in a decision of the trustees being invalidated or in any liability to the Charity's beneficiaries.
- 9.3 This policy must be reviewed annually by the trustees.

This policy has been approved for issue by the board of trustees:

Name: Felicity Evans MBE, Chair of Trustees

Date: 16 September 2025

APPENDIX

Charity Trustee Declaration of Interests Form

As a trustee of Bedford Morison and Cordery Almshouse Charity and the Dame Mary Morison Apprenticeship Trust (the Charities) I have read the Charity's conflicts of interest policy and procedures (the **Policy**) and set out the interests of myself and any connected persons (as defined in the Policy) that might reasonably be regarded as potentially giving rise to a conflict.

Category	Please give details of any interest that might reasonably be regarded as potentially giving rise to a conflict and whether it applies to you or, where appropriate, a connected person (as defined in the Policy)
Current employment and any previous employment in which you continue to have a financial interest.	
Any financial or other interest in a company, business or organisation	
Appointments (voluntary or otherwise) e.g. trusteeships, directorships, local authority membership, tribunals etc. (including the date of your appointment).	
Membership of any professional bodies, special interest groups or mutual support organisations.	
Gifts or hospitality offered by external bodies in the last 12 months in connection with your role as a trustee.	
Any contractual relationship with the charity or its subsidiary.	
Any conflicts not covered by above.	

I consent to the information contained in this declaration being used for the purposes set out in the Policy and for no other purpose. I confirm that, to the best of my knowledge, the information contained in this declaration is completed and accurate.

I undertake to:

- 1 review this declaration at least once every 12 months and also to update the declaration promptly should any material changes occur; and
- 2 declare promptly any conflicts that may arise in the future.

Signature:

Name:

Date: