Board declaration of interest and conflict resolution policy

# Why do we need this policy?

This policy provides guidance on (all of the following):

* recognising and disclosing activities that might give rise to conflicts of interest or the perception of conflicts
* ensuring that we avoid, or properly manage, any conflicts

# Who needs to follow this policy and why?

This policy applies to all Social Work England board members.

# What’s our policy and how will we implement it?

Board members must always demonstrate high standards of (all of the following):

* professional conduct
* impartiality
* honesty
* integrity

All board members must identify and disclose activities and relationships that might give rise to conflicts of interest or the perception of conflicts. They must also ensure that any conflicts are properly managed (or avoided).

If properly managed, a board member’s activities can proceed as normal. This will ensure the board member still upholds their obligations to Social Work England, protecting the integrity and reputation of the organisation.

However, there is a risk if board members do not report conflicts, or if we do not manage these conflicts effectively. This may (do all of the following):

* jeopardise public confidence in Social Work England and damage our credibility
* damage the credibility of the individual(s) concerned

Our values also reflect our statutory public sector equality duty. This requires us to (do all of the following):

* have due regard to the need to eliminate unlawful discrimination
* advance equality of opportunity between different groups
* foster good relations between different groups

Therefore, board members must behave in a manner which is compatible with our values.

## Conflicts of interest

A conflict of interest can arise where a board member’s commitments and obligations to us are compromised (or may appear to be compromised). This may include (any of the following):

* a board member has competing interests or loyalties that are (or could be) at odds with each other
* a board member’s private affairs or financial interests are in conflict (or could appear to be in conflict) with the interests of Social Work England
* a person with whom the board member has a close personal relationship has private affairs or financial interests in conflict (or could appear to be in conflict) with the interests of Social Work England
* a board member’s actions appear to show bias or favouritism towards another person (this could be within or outside Social Work England)

There can be situations which appear to show a conflict of interest, even when no conflict exists. It is important for all board members to consider how potential conflicts of interest might be perceived.

Financial conflicts of interest: We define a financial conflict of interest as any situation where there is (or appears to be) any of the following:

* opportunity for personal financial gain
* opportunity for financial gain to immediate family (or a person with whom the board member has a close personal relationship)
* reason for another party to believe that a board member’s actions are affected by financial benefits

Financial interest means anything of monetary value. For example (any of the following):

* payments for services
* equity interests (for example, stocks, stock options or other ownership interests)
* intellectual property rights (for example, patents, copyrights and royalties from such rights)

## Non-financial conflicts of interest

Non-financial interest may include any benefit or advantage. This includes, but is not limited to (either of the following):

* direct or indirect enhancement of an individual's career
* gain to immediate family (or a person with whom the person has a close personal relationship)

## Types of conflicts of interest

We have set out below some types of information which board members should consider declaring as potential conflicts of interest.

This list is not exhaustive. It is impossible to list every potential situation or circumstance that could give rise to a conflict of interest. Board members should use their judgement to decide whether to disclose any of their interests.

### Directorships and committee appointments

Both paid and unpaid directorships of any public or private company (or other body). This also includes (either of the following)

* non-executive director roles
* senior employee roles
* any roles or positions with other committees

### Other remunerated work

Any paid employment or other sources of income outside normal work. For example, paid consultancy or advisory positions. These could be with government departments or private companies.

### Gifts, benefits and hospitality

Any substantial gift or material advantage received by a member, which in any way relates to their role as a Social Work England board member. For further guidance on this, please refer to the Gifts and Hospitality policy.

### Shareholdings or other positions

Any relevant organisation in which the board member holds significant shareholdings, interest or control. This includes partnerships and consultancy activities.

Relevant organisations include (any of the following):

* public companies
* private companies
* not-for-profits

### Indirect social or business relationships and family interests

Any close association with an individual who has (any of the following):

* a financial interest
* a non-financial professional interest
* a non-financial personal interest
* and any other interests

in Social Work England.

### Miscellaneous and unremunerated interests

Other interests which do not fall clearly within any of the above categories. For example (either of the following):

* membership of (or work for) other bodies such as charities which could possibly influence a board member’s position.
* the possession of confidential information

## How we manage conflicts of interest

We require all our board members to (do both of the following):

* update their declaration of interests for each board meeting
* submit a signed record of their register annually

We’ll make a copy of all declared board member interests available at each board meeting. We’ll also do this at sub-committee meetings. For example (all of the following):

* the audit and risk assurance committee
* the policy committee
* the remuneration committee

The chair will ask (both of the following):

* if there are any new interests to add
* if there any potential conflicts of interest specific to the issues being considered at the meeting

This is to confirm (and potentially add to) the interests that board members have already declared before the meeting.

The secretariat will formally record any declarations of interest within all board meeting and sub-committee minutes. They’ll also record any actions arising from the declarations. The secretariat of the Social Work England board will also maintain a written record of all disclosures. We’ll also publish all declarations of interest on our website.

Each board member is responsible for informing the chair if a conflict arises (or if someone might perceive a conflict). They should do this as soon as possible.

If a board member has an actual (or potential) conflict of interest, the chair will take one of the following approaches:

* requiring the board member not to attend the meeting. They may also exclude the member from receiving meeting papers relating to their interest
* excluding the board member from all (or part) of the relevant discussion and decision
* allowing the board member to remain and participate. However, they will note the nature and extent of the potential conflict of interest

They will ensure that the secretariat documents the reason for the chosen action in minutes and/or records.

## If board members don’t follow this policy

If board members don’t follow this policy, the policy owner and the head of finance and commercial (or corporate governance manager) will agree the most appropriate course of action. The course of action will be dependent on the circumstances.

# Roles and responsibilities

## Board members (as individuals)

* On appointment to the Social Work England board, every board member must make a written disclosure. This should cover any activities that might give rise to conflicts of interest (or the perception of conflicts).
* Each board member should recognise situations in which they have a conflict of interest (or which others might reasonably see as a conflict). They should then disclose that conflict and take any further steps as set out in this policy.
* If in doubt, the board member should declare the activity or relationship in the interests of transparency.

# Related policies, procedures and information sources

Board code of conduct policy

Board related parties transaction form

Gifts and hospitality policy

# Queries?

If you have a query about this policy, please contact corporate governance manager.

# Definitions

## Conflict of interest

A ‘set of circumstances that creates a risk that an individual’s ability to apply judgement or act in one role is, or could be, impaired or influenced by a secondary interest.’ (National Audit Office “Conflicts of interest”, 23 January 2015).

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Policy owner: Executive Director – People and Business Support