CIWM Conflict of Interest Policy

Scope

This policy covers all legal entities and organisations within the CIWM Group and applies to any individual who may have access to sensitive information, contribute to key projects, or act as representatives of the organisation in dealings with external parties comes under this policy.

This includes -

- staff
- contractors or consultants
- committee members including Regional Committee Members
- trustees and non-executive Directors
- volunteers
- any individuals involved in the development, delivery, assessment, and awarding of regulated qualifications
- any third-party partners acting on behalf of the CIWM Group.

Further information and guidance is also provided in Regulations Part V and Practice Direction 9 of the CIWM Constitution. Note that the provisions of the CIWM Constitution apply to *"all Trustees, and to all other members of Institution committees, panels, and boards of whatever constitution, including its subsidiary companies, whether they be members of the Institution or non-members of the Institution."*

If you have been asked to complete this document and don't feel that you come under any of the categories above please contact your CIWM contact to discuss or email governance@ciwm.co.uk.

Purpose

Trustees of charities have a legal obligation under common law to act in the best interests of the charity they serve; and in accordance with the charity's governing document, and to avoid situations where there may be a potential conflict of interest.

Directors/trustees of charitable companies and Directors of a charity's subsidiary companies are subject to the provisions of the Companies Act 2006 and have a legal duty to avoid conflicts of interest under s175 of the Companies Act 2006.

Trustees and Directors, generally, should not benefit from the legal entity within the CIWM Group to which they are appointed and should not be influenced by their wider interests when making decisions affecting that organisation.

Staff and volunteers have similar obligations both as set out in Charity law and as outlined in the CIWM Constitution.

As a regulated Awarding Organisation, we also have a duty to ensure we are appropriately managing conflicts of interest, which may apply to staff and sub-contractors acting in the design, development, delivery or quality assurance of regulated provision.

This policy outlines the CIWM Group's approach to identifying, managing, and mitigating conflicts of interest to maintain the integrity, transparency, and compliance of its operations as a registered charity, regulated awarding organisation and a Company Incorporated by Royal Charter.

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Definition of Conflict of Interest

A conflict of interest arises when an individual's or 'connected persons' personal, financial, or professional interests could compromise or be perceived to compromise their objectivity in carrying out their responsibilities, or are incompatible or in competition with the interests of the charity/company.

Such situations present a risk that individuals will make decisions based on these external influences, rather than the best interests of the charity/company.

The most common types of conflict include:

1. **Direct financial interest** - when a direct financial benefit is obtained, for example from a salary paid by the charity/company; by the sale of a property to the identified individual.
2. **Indirect financial interest** - this arises when a close relative of a trustee benefits from the charity - for example the award of a contract to a company with which the relative is involved.
3. **Non-financial or personal conflicts** – occur where the identified individual receives no financial benefit but are influenced by external factors. For example, to gain some intangible benefit or kudos; or awarding contracts to friends.
4. **Conflicts of loyalties** – arising from competing loyalties between the charity to which they owe a primary duty and some other person or entity.

For the CIWM Group, conflicts may include but are not limited to:

- CIWM representatives with interests or personal relationships with contractors, suppliers, consultants or other organisations where either the organisation or trustee stands to benefit from CIWM activities
- Personal relationships with learners, assessors, or other stakeholders.
- Financial interests in organisations involved with CIWM qualifications.
- Dual roles where impartiality may be compromised.
- Any situation that could lead to unfair advantage or disadvantage to a member, learner, individual or business.

Group and Company Level – Responsibilities of the Trustees and Senior Management

The ultimate responsibility for the management of potential and actual conflicts of interest rests with the CIWM Trustees.

The CIWM Governance Lead is responsible for the Conflict of Interest policy; for communicating that policy to relevant individuals and for dealing with all issues arising from the application of the policy.

The Responsible Officer (as notified to the educational regulators in accordance with the General Conditions of Recognition) is responsible for communicating the Conflict of Interest Policy and procedures to all relevant and potentially relevant individuals. The Responsible Officer is responsible for dealing with all issues arising from the application of the policy in relation to regulated qualification provision.

Audits of conflict of interest policy compliance will be conducted by the CIWM Governance Lead in conjunction with the Responsible Officer and will require the involvement of the relevant senior management.

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The Conflict of Interest Policy and procedures are a required component of the induction and a necessary part of the training cycle of all staff, whether permanent or temporary, volunteers and contractors.

Both the Governance Lead and the Responsible Officer will be responsible for deciding when and how matters relating to potential or actual conflicts of interest will be escalated within the CIWM Group. It is expected that they will liaise and work closely together in relation to such matters. If escalating outside of the CIWM Group this decision will also include the CEO, including those escalated to Ofqual.

Instances of conflicts of interest, including those identified by the Governance Lead, the CEO or the Responsible Officer, when dealing with specific audits or investigations, will be regularly reported to the Qualifications & Professional Standards Committee (QPSC), the Chair of Corporate Governance and Ethics Committee (CGPE), the Chair of Audit and Risk Committee and the Board of Trustees.

Where a declared or potential conflict of interest is considered likely to attract public, political, or media attention, or otherwise pose a reputational risk to CIWM, the matter must be escalated immediately to the CEO, with both the Governance Lead and the Responsible Officer also being made aware. A risk assessment may be undertaken, and communications will be managed in accordance with our media and crisis communications policies. Individuals must not respond to media enquiries directly unless authorised to do so.

CIWM Staff Responsibilities

Every member of staff, volunteer or contractor must read the Conflict of Interest Policy and procedures, sign the declaration found at Appendix A.

It is essential to follow the full onboarding process when someone starts working or volunteering for CIWM to ensure declarations are covered. The person responsible for onboarding the staff member or volunteer will be required to ensure that they complete the declarations process as part of the induction. The induction plan for the different groups will determine where this responsibility sits and these processes will be reviewed by the governance year each year to ensure all groups are covered.

Annually in August the governance lead will review the entire log to ensure that all conflicts have been appropriately declared and addressed.

Any day-to-day concerns identified by an individual should be raised for the attention of their line manager and escalated as appropriate.

Any concerns, that the individual feels are urgent, should be communicated immediately to the CEO, the Governance lead and Responsible Officer and may be done in confidence. It is an individual's right to raise concerns relating to conflict of interest directly with the CEO, Governance lead or Responsible Officer and to receive a response to their concerns.

Any individual, considering taking on additional paid work (on either an employed or self-employed basis) or voluntary work outside the company, must seek the Institution's agreement beforehand. They may not take on any such activities that could be deemed to compete or conflict with the CIWM Group's activities.

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Identifying and Declaring Conflicts of Interest

A key means of preventing conflicts of interest from affecting decision-making is to identify potential conflicts in advance. This gives time for the implications to be considered and an appropriate response to be developed.

By asking individuals to declare their interests and by keeping a register of such interests, the CIWM Group can monitor potential and actual conflicts of interest.

All individuals covered by this policy must:

- Identify and disclose potential conflicts of interest promptly using the appropriate Conflict of Interest Declaration Form (see annexes A and B).
- Submit updated declarations annually or as circumstances change.
- Ensure transparency by notifying relevant CIWM staff, CIWM Committee Chairs or governance bodies (as appropriate) of any emerging conflicts.
- Declare any gifts or hospitality offered and received in connection with the role in the CIWM Group.
- Withdraw from discussions and decisions relating to the conflict.

A Declaration of Interests form listing the types of interest you should declare is provided for this purpose and a copy is attached to this policy at Annex A. For those involved in provision of regulated qualification and end-point assessment provision, please complete Annex B. (If you are involved in both qualifications and non-qualifications work please complete Annex B and note this on the form.)

If there is any uncertainty regarding what to declare, or whether a declaration needs to be updated, individuals must err on the side of caution. To discuss any concern further, please contact governance@ciwm.co.uk.

The Register of Interests is maintained by CIWM's Governance lead, and relevant information pertaining to specific individuals is accessible by the CEO, the Responsible Officer (where relating to regulated qualification provision) and the company's auditors.

Managing conflicts of interest in meetings

In the event of a Committee/Board having to decide upon a question in which an attendee has an interest, all decisions will be made by vote in accordance with the voting rules of the specific committee. A quorum must be present for the discussion and decision; interested parties will not be counted when deciding whether the meeting is quorate. Persons with interests may not vote on matters affecting their own interests

There are situations where you may participate in discussions from which you could indirectly benefit, for example where the benefits are universal to all users, or where your benefit is minimal. This action will be agreed by the chair and minutes will be taken accordingly.

If you are user of services provided by the CIWM Group which do not fall into the point above, you should not be involved in decisions that directly affect the service that you, or any person connected with you receive(s). You should declare your interest at the earliest opportunity and withdraw from any subsequent discussion unless the Chair of the meeting deems that the service meets the 'universal benefit' test above.

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The Chair of the meeting may expressly invite a person with a conflict of interest to remain in order to provide factual information. In this case you may not participate in, or influence, the decision or any vote on the matter. You will not be counted in the quorum for that part of the meeting and must withdraw from the meeting during any vote on the conflicted item.

All decisions under a conflict of interest will be recorded and reported in the minutes of the meeting. The report will record:

- the nature and extent of the conflict
- an outline of the discussion
- the actions taken to manage the conflict.

Special care will be taken by Chairs and senior staff to ensure that minutes or other documents relating to the item presenting a conflict are appropriately redacted for the person facing the conflict. A balance needs to be made to ensure that the person still receives sufficient information about the activities of CIWM generally without disclosing such sensitive information that could place the individual in an untenable position.

Where a Trustee benefits from the decision, this will be reported in the annual report and accounts in accordance with the current Charities SORP.

All payments or benefits in kind to trustees will be reported in the charity's accounts and annual report, with amounts for each trustee listed for the year in question.

Where a member of CIWM Group's staff are connected to a party involved in the supply of a service or product to the charity, this information will be fully disclosed in the annual report and accounts.

Independent external moderation will be used where conflicts cannot be resolved through the usual procedures.

If you fail to declare an interest that is known to a member of the senior staff and/or the Chair of the relevant Committee/Board, either the Chair or the senior staff member is expected to declare that interest. If it is deemed that you deliberately failed to declare the interest you will be subject to disciplinary action.

Managing Contracts

If you have a conflict of interest, you must not be involved in managing or monitoring a contract in which you have an interest. Monitoring arrangements for such contracts will include provisions for an independent challenge of bills and invoices, and termination of the contract if the relationship is unsatisfactory.

Consequences of Non-Compliance

Staff

Failure to identify, declare, or manage conflicts of interest may result in disciplinary action, up to and including termination of employment or contracts. The CIWM Group may also report serious breaches to relevant regulators.

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Volunteers

Where a volunteer is found to have failed to complete the declarations process by the stated deadline or failed to declare a known or reasonably foreseeable conflict of interest, or to have acted in a way that undermines this policy, the organisation will take proportionate action.

This may include temporary or permanent reassignment of responsibilities and could result in the volunteering arrangement being brought to an end where trust or objectivity has been compromised. The CIWM Group may also report serious breaches to relevant regulators.

Any concerns will be discussed in a fair and respectful manner, recognising the voluntary nature of the individual's involvement.

Contractors

Where a contractor is in breach of this policy or declines to sign this policy they may be subject to cancellation of contract.

Specific Provisions for CIWM's Regulated Awarding Organisation and End-Point Assessment Function

This section is relevant to CIWM Trustees and staff and to anyone working with the CIWM qualifications provision including volunteers and contractors. It is in addition to the main policy outlined above.

The requirement for a Conflict of Interest Policy is outlined in the Conditions of Recognition as published by Ofqual, Qualifications Wales and CCEA, Condition A4 – Conflicts of Interest.

As a regulated awarding organisation, the CIWM Group commits to:

1. **Regulatory Compliance:** Adhering to the requirements of the educational regulators.
2. **Qualification Integrity:** Ensuring conflicts do not impact assessment standards, learner outcomes, or certification accuracy.
3. **Reporting Obligations:** Notifying the regulator promptly of any conflicts that could affect the integrity of qualifications or regulatory compliance.
4. **Training and Awareness:** Providing training to staff on recognising and managing conflicts in line with regulatory standards.

Examples of conflict of interest specific to the organisations regulated qualification provision include, but are not limited to:

- An employee with friends or relatives taking CIWM's assessments.
- An assessor with friends or relatives taking CIWM's assessment.
- A department or company within the CIWM Group with activities that have the potential to conflict with the Professional Services regulatory responsibilities.

The Conditions have an overarching requirement for Awarding Organisations to make their own judgements concerning the conflict of interest for their activities.

CIWM may periodically develop products which it does not consider to be within the scope of regulation, and will comply with regulatory requirements to surrender recognition for these products.

CIWM will take necessary steps to ensure that such products are clearly advertised and promoted as 'non-regulated' and will ensure that associates and partners adhere to this policy by undertaking periodic checks against all marketing materials. This will be undertaken in accordance with Condition B5.1 which states that an Awarding Organisation must not (and must take all reasonable steps to ensure that any person connected with it does not) make any statement that would be likely to lead users of qualifications to believe that a qualification it makes available is a regulated qualification when it is not a regulated qualification; and Condition B5.2: an Awarding Organisation must not (and must take all reasonable steps to ensure that any person connected with it does not) advertise or promote its qualifications in a manner that is likely to be misleading to users of qualifications.

Managing Conflicts of Interest as an Awarding Organisation

The CIWM Group will take the following steps to manage conflicts of interest effectively:

- **Assessment and Mitigation:** Evaluate reported conflicts and implement appropriate measures to prevent compromise.
- **Separation of Duties:** Ensure individuals with identified conflicts are not involved in related decision-making processes.
- **Oversight:** Maintain records of declared conflicts and actions taken, subject to regular review by senior leadership.

In relation to the provision of qualifications and end-point assessments, CIWM will review potential and actual conflicts of interest and evaluate their impact on the validity of assessment services using a low, medium and high risk rating. The likelihood of the risk versus its potential impact will be considered in evaluating the potential or actual conflict and management controls will be applied accordingly.

CIWM will take all reasonable steps to avoid any part of the assessment of a Learner (including by way of Moderation) being undertaken by any person who has a personal interest in the result of the assessment.

Where possible and practical, CIWM will aim to prevent conflicts of interest by identifying alternative arrangements where a potential conflict has been identified.

In all cases, where a potential or actual conflict of interest is raised and is evaluated as high risk, CIWM will remove the conflict by making alternative arrangements. Where a conflict of interest is considered to be low risk CIWM will apply higher levels of quality assurance measures to mitigate the identified conflict.

Policy Review

This policy is reviewed annually by the Governance Lead, in collaboration with CIWM Group's senior leadership, to ensure continued compliance with regulatory frameworks and evolving best practice.

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