



REGISTER OF INTERESTS POLICY

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Introduction

Conflicts of interests may arise when what is in CIMSPA's best interests conflicts, or may conflict, with an individual's personal interests, or with the interests of a person or organisation connected to them. Conflicts such as these may:

- Inhibit free discussion
- Result in decisions or actions that are not in the interests of CIMSPA
- Risk the perception that an individual or CIMSPA has acted improperly, regardless of whether they have actually done so.

CIMSPA's approach to managing conflicts of interest is to uphold the highest possible standards and exemplar governance across the entire organisation.

Scope

CIMSPA trustees are required by the Charity Commission to act in the best interests of the organisation, and they also have a duty to avoid conflicts of interest under the Companies Act 2006.

In addition to Board trustees, CIMSPA's employees, sub-committee members and other volunteers (referred to as 'CIMSPA's People') are also required to not benefit from CIMSPA outside of their contracted purposes and should not be influenced by their wider interests when making decisions or actions which impact or affect CIMSPA.

CIMSPA prioritises transparency, quality, and professionalism in all its undertakings, and compliance with this policy is therefore required from all CIMSPA's People.

Purpose

This Register of Interests Policy outlines the requirements for CIMSPA's People to register any interests that they, or their related parties, may have. It also outlines the process for managing conflicts of interest.

The aim of this policy is to protect both CIMSPA and its People from any act of, or appearance of, impropriety.

Definitions

It is neither possible nor desirable to define in advance every possible type of conflict, entity, interest or related party. Therefore the examples within the definitions below are not intended to be limiting.

Conflicts of Interest

These definitions are based on the Charity Commission Guidance [‘Identifying and managing conflicts of interest in a charity \(CC29\)’](#)

Financial conflicts

These happen when one of CIMSPA’s People, or one of their Related Parties, could get money – or something else of value such as a service – from a decision that CIMSPA makes. The individual will have a conflict between the charity’s best interests and their own interest in either standing to receive the benefit or being connected to a person or organisation that will.

The size of the benefit is irrelevant, it is still a financial conflict. It is also still a conflict if CIMSPA will benefit from the decision. For example, if a trustee is providing a service to CIMSPA at a reduced cost.

Financial conflicts can happen in a range of situations. For example, where one of CIMSPA’s People is receiving money or something else of value as a result of:

- providing CIMSPA with goods or services
- being employed by another organisation which has a relationship with CIMSPA
- being employed by CIMSPA while also undertaking a voluntary role such as a trustee

There is separate [Charity Commission guidance](#) on paying a trustee, which should be referred to where appropriate

Loyalty conflicts

These can happen when CIMSPA’s decision involves a person or organisation connected to one of CIMSPA’s People. For example:

- one of their Related Parties
- their employer
- another charity or organisation for which they are a trustee or are involved with in a different capacity (even if the other charity / organisation has the same or similar purpose as CIMSPA)
- a trustee’s friends

Such a decision may involve a loyalty conflict because the individual’s loyalty or responsibility to the other person or organisation could influence their decision making. This means they might not be able to make a decision based only on what is in CIMSPA’s best interests.

Control

Control relates to the ability to direct the financial and operating policies of an entity with a view to gaining economic or other benefits from its activities. Control can be classified under the following categories:

- More than 50% of the voting power
- Between 20% and 50% of the voting power
- Less than 20% of the voting power
- No voting power
- Rights to more than 50% of the equity
- Rights to between 20% and 50% of the equity
- Rights to less than 20% of the equity
- No rights to equity

Entity

For the purpose of this policy an entity is defined as any business, corporation, partnership, limited liability company, association, body or other type of organisation in which the CIMSPA person or their related party has either direct or indirect control.

Interests

An Interest is any personal financial or non-financial connection that might be reasonably considered to influence an individual. This includes, but is not limited to the following:

- Other employers or former employers
- Business interests
- Company directorships
- Contractual relationships with businesses or companies
- Trusteeships or any other non-executive director roles
- Positions of general control or management with charities, organisations or public bodies
- Holding shares with any company
- Related party interest (see below)

Related Parties

Related parties is a term used for those people or organisations that are closely connected to CIMSPA's People. For the purposes of the Register of Interests Policy, a related party could include a spouse, civil partner or domestic partner, parent, child, other close member of the family, business partner or anyone else who has the potential to influence one of CIMSPA's People in relation to their role with CIMSPA. A related party may have the following which CIMSPA's People are required to register:

- Control or joint control over an entity;
- Significant influence over an entity; or

- Be a member of the key management personnel of an entity.

Policy

Register of Interests

The majority of CIMSPA's People and their related parties have a multiplicity of personal, domestic and professional interests. These may, on occasion, compete with the interests of CIMSPA. CIMSPA's intention is that through consistent, transparent and effective management of registered interests, individuals will be appointed for the knowledge, skills and experience which they bring to CIMSPA, whilst ensuring that any interests are identified and managed in order to protect CIMSPA and its People.

To promote transparency and good governance, and to reduce the risk of unexpected disclosures. CIMSPA asks all its People to register all their interests, and those of their related parties, regardless of whether they believe there is an actual or potential conflict.

CIMSPA's People must register all interests as they commence their role. This is done through completing of the Register of Interests Form. A new version of the form must be completed if an individual takes on a new interest.

In the event they do not have any interests to declare they must still complete the Register of Interests Form to declare this is the case.

Annual Update

All CIMSPA's People are required to complete a new form annually. This is normally done in early April. Anyone who has completed a Register of Interests Form from 1st January in the same year is not required to complete the annual update.

If an individual is unsure what to register, or whether/when registrations need to be updated, the guidance is to err on the side of caution. CIMSPA's People can receive confidential guidance from CIMSPA's Head of Governance and Compliance or Governance Manager if they wish to discuss an issue further, or if they have any concerns or questions about an interest / potential interest. It remains the responsibility of each individual to notify CIMSPA of any changes to their interests.

The data collated from each individual Register of Interests Form is used to compile the Register of Interests.

Where CIMSPA conducts a transaction with a trustee or other related party, this information will be disclosed in the annual report and accounts as required by the Charities SORP / FRS 102.

Data Protection

The information provided will be processed in accordance with General Data Protection Regulations (GDPR) as set out in the Data Protection Act 2018. Data will be processed only to ensure that CIMSPA's People act in the best interests of the institute. The information provided will not be used for any other purpose.

GDPR governs how CIMSPA processes personal data. A full description of CIMSPA's privacy statement and schedule of retention can be found at <https://www.cimspa.co.uk/privacy>.

Registered interests once submitted to CIMSPA will be accessible to:

- CIMSPA Chair of the Board of Trustees (full register)
- Chair and executive lead for each of CIMSPA committees (register for the relevant committee only)
- CIMSPA's Chief Executive Officer and Deputy Chief Executive Officer (full register)
- CIMSPA's Senior Leadership Team (staff register only)
- CIMSPA's Heads of Department (register for the relevant department only)
- CIMSPA's line managers (information for relevant staff only)
- CIMSPA staff responsible for the organisation's governance (full register)
- CIMSPA Head of People and Culture (staff register only)
- CIMSPA External Auditors (full register)

Declaring a Conflict of Interest

If CIMSPA's People believe that they have a perceived, potential or actual conflict of interest, they should declare the conflict at the earliest opportunity.

The individuals listed in the previous section have a responsibility to ensure they are aware of all interests held by the People that are accountable to them, and that those People declare any potential or actual conflicts of interest as soon as they arise. If someone fails to declare their own conflict of interest, the relevant individual(s) listed above should declare it and ensure it is appropriately managed.

Depending on the circumstances, conflicts of interest can be declared in the following ways, although this list is not exclusive:

- At the beginning of a meeting when the Chair asks if there are any interests to declare (this will happen at the beginning of every relevant meeting)
- During a meeting at the point it becomes clear that there is / could be a conflict of interest
- If the conflict becomes apparent outside of a meeting:
 - By raising it with the individual's Chair or line manager



- By raising it with a member of the Senior Leadership Team
- By raising it with the Head of Governance and Compliance or the Governance Manager

There are two types of conflict which may need to be declared:

Registered interests which become / are likely to become conflicts of interest:

This refers to interests which the individual has previously registered with CIMSPA and which weren't assessed as being at risk of conflict at the time, but which now may be / are a conflict of interest. For example a CIMSPA employee's spouse runs a company which operates in the physical activity sector and has previously had no relationship with CIMSPA, but which decides to apply to become a CIMSPA commercial partner.

New interests or potential new interests which are / could be a conflict of interest:

This refers to interests which haven't yet been registered with CIMSPA but which are likely to create a conflict. For example a staff member who is offered a self-employed role with a CIMSPA partner in addition to their CIMSPA employment. Wherever possible, these conflicts should be declared prior to the interest coming into effect. Once the interest is confirmed, the individual will need to complete a new Register of Interests Form

Managing Conflicts of Interest

If CIMSPA's People have a conflict of interest, they must not be involved in approving, managing, monitoring, awarding, assessing, verifying, quality assuring or any other form of decision-making related to that conflict, nor should they attempt to influence the decisions of other CIMSPA People.

Where Trustees or sub-committee members have a conflict of interest, they must not be counted in the quorum for the relevant part of any meeting, participate in any discussions or vote on the conflicted matter. They will normally be required to withdraw from the meeting for that item unless they are expressly invited to remain to provide information. It is the responsibility of the Board Chair or Sub-committee Chair to proactively manage conflicts of interest, including ensuring that interests are declared at the start of each meeting. Any such conflict shall be recorded in the minutes of the relevant meeting, along with any actions taken to manage the conflict, such as the individual leaving the meeting for the relevant agenda item.

Conflicts which are apparent prior to appointment

Where conflicts of interest are apparent during the recruitment process (whether for paid or voluntary roles) these must be discussed with the individual prior to appointment. The relevant CIMSPA staff member (usually a member of SLT), along with the relevant Chair if the position is on the Board or a sub-committee, will assess the risk to CIMSPA and decide on the mitigations needed to remove the risk or reduce it to an acceptable level. Advice from the

Head of Governance and Compliance or the Governance Manager should be sought where appropriate.

Mitigations should be agreed with the individual in writing, following which the appointment can proceed. The line manager or Chair (as appropriate) will be responsible for ensuring the mitigations are carried out and that the conflict remains appropriately managed.

Whilst CIMSPA will make every effort to ensure that a conflict can be appropriately managed, if it is decided that the risk to CIMSPA cannot be reduced to an acceptable level, or if the individual does not agree to the proposed mitigations, there may be circumstances where an appointment cannot proceed.

Registered interests which become / are likely to become conflicts of interest

Once the conflict is declared, the relevant CIMSPA staff member (usually a member of SLT), along with the relevant Chair if the position is on the Board or a sub-committee, will assess the risk to CIMSPA and decide on the mitigations needed to remove the risk or bring it within an acceptable level. Advice from the Head of Governance and Compliance or the Governance Manager should be sought where appropriate.

Mitigations should be agreed with the individual in writing. The line manager or Chair (as appropriate) will be responsible for ensuring the mitigations are carried out and that the conflict remains appropriately managed.

New interests or potential new interests which are / could be a conflict of interest:

Once the conflict is declared, the relevant CIMSPA staff member (usually a member of SLT), along with the relevant Chair if the position is on the Board or a sub-committee, will assess the risk to CIMSPA and decide on the mitigations needed to remove the risk or bring it within an acceptable level. Advice from the Head of Governance and Compliance or the Governance Manager should be sought where appropriate.

Mitigations should be agreed with the individual in writing, following which the interest can be taken up if it isn't already confirmed. The line manager or Chair (as appropriate) will be responsible for ensuring the mitigations are carried out and that the conflict remains appropriately managed.

CIMSPA will always try to manage any conflict of interest through appropriate mitigations. However, if the risk cannot be reduced to an acceptable level, or if an individual does not agree to the proposed mitigations, there may be circumstances where they are advised that they should not take up the external interest.

If the individual chooses to proceed with the interest despite this advice, CIMSPA may need to consider next steps. This could include asking the individual to step down from their role with CIMSPA or, where appropriate, managing the matter under the relevant policies and procedures.

Non-compliance

Failure to follow this policy, for example by not declaring a conflict or interest, seeking to influence decisions relating to a conflict or interest or not abiding by agreed mitigations, may result in disciplinary action in line with the relevant CIMSPA policy.

Gifts and Hospitality

CIMSPA has a separate Declaration of Gifts and Hospitality Policy which outlines CIMSPA's stance on the receipt of gifts and hospitality and the criteria for which CIMSPA's People must declare the receipt of gifts and hospitality.

Contractors and Consultants

Whilst this full policy doesn't apply to contractors and consultants, CIMSPA recognises the need to manage any conflicts of interest relating to these individuals.

Any potential or actual conflicts of interest will be discussed with the individual prior to them commencing any work on CIMSPA's behalf. These will be managed by their CIMSPA contact. They are required to declare any further potential or actual conflicts as and when they arise

Accessing the Register of Interests Form

The Register of Interests form must be completed by CIMSPA's People at least annually. However, access to the form is available throughout the year to allow for updates to be made as and when changes in CIMSPA's People's personal and related party interests occur.

The Register of Interests form can be found [here](#).

Review

The Register of Interests Policy will be reviewed by the Board of Trustees in May 2028, unless changes in policy, governance or other circumstances require a review prior to this date. It will then be reviewed biennially in accordance with the Board's annual plan.





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