



Conflict of Interest Policy

Last Updated: April 2026

1. Purpose

The purpose of this policy is to ensure that Trustees of Response Ability Theatre (“RAT”) comply with their legal duties under charity law, act only in the best interests of the charity, and manage conflicts of interest appropriately, transparently and effectively.

This policy is intended to protect RAT, its Trustees and staff from the risks associated with conflicts of interest, including actual conflicts, potential conflicts and perceived conflicts.

2. Legal Context and Trustee Duties

Trustees have a legal duty to:

- act in the best interests of RAT
- act independently and avoid conflicts of interest
- manage conflicts of interest appropriately when they arise
- protect the charity’s reputation and assets

Failure to identify and properly manage conflicts of interest can invalidate decisions and expose Trustees and the charity to regulatory and reputational risk.

3. Definition of a Conflict of Interest

A conflict of interest arises where an individual’s personal, professional, financial or other interests, or loyalties to another organisation or person, could improperly influence, or be perceived to influence, their decision-making in relation to RAT.

Conflicts may be:

- actual – the conflict exists at the time
- potential – the conflict could arise in the future
- perceived – the conflict could reasonably be seen by others as affecting judgement

Conflicts may arise through:

- employment, trusteeship or volunteering with another organisation
- relationships with family members, close associates or third parties
- financial interests, gifts or hospitality
- involvement with organisations applying for funding from the same sources as RAT
- contractual or commercial relationships

4. Scope

This policy applies to:

- all Trustees of RAT
- all members of staff including freelance workers

5. Declaration of Interests

All Trustees and staff must declare their interests to ensure transparency and proper management.

Declarations must be made:

- on appointment or commencement of employment
- at least annually
- whenever a material change occurs
- at the start of each Board meeting where relevant



Declarations are recorded in RAT's Register of Interests, which is maintained by the Founder and updated annually.

If an individual is uncertain whether an interest constitutes a conflict, they must declare it. Confidential advice may be sought from the Chair or Founder.

Gifts and Hospitality

The Register of Interests will also record:

- gifts with a value exceeding £50
 - hospitality with a value exceeding £100
- received in connection with an individual's role at RAT.

6. Data Protection

Information collected under this policy will be processed in accordance with the Data Protection Act 2018.

Data will be used solely for the purpose of managing conflicts of interest and ensuring compliance with charity law.

7. Identifying and Managing Conflicts of Interest

Where a conflict of interest is identified, the following process will be followed:

1. Declaration

The conflict must be declared as soon as it arises. If a conflict is known to the Chair or Founder but not declared, it will be declared by them.

2. Consideration

The Board will consider the nature and seriousness of the conflict and decide how it should be managed, acting in RAT's best interests.

3. Withdrawal

The conflicted Trustee or staff member must:

- withdraw from any discussion relating to the matter
- not influence the decision in any way
- not vote on the matter
- not be counted in the quorum for that item

If the Chair is conflicted on a matter, the above will also apply to them, and another Trustee will chair that part of the meeting in their absence.

4. Information

In limited circumstances, the Board may permit the individual to provide factual information only, provided they then withdraw from the meeting.

5. Decision

Decisions will be made by non-conflicted Trustees only, by simple majority, with a valid quorum present.

6. Recording

All conflicts and how they were managed will be fully recorded in the minutes, including:

- the nature and extent of the conflict
- who was excluded from discussion and decision-making
- the decision taken and rationale



8. Board Expertise and Navigable Conflicts

RAT recognises that Trustees are appointed for their skills and experience and may hold other professional or voluntary roles. Conflicts arising from such roles are not uncommon and may be manageable, provided this policy is followed strictly.

Where a Trustee has an association with an organisation:

- seeking funding from the same sources as RAT, or
- collaborating with RAT

they must not participate in any related decision-making and must withdraw from quorum and voting on the relevant matter.

9. Financial Benefits and Reporting

Where a Trustee receives any financial benefit from RAT, this must:

- be permitted by RAT's governing document or charity law
- be properly authorised by the non-conflicted Trustees
- be disclosed in RAT's annual report and accounts in accordance with the Charities SORP

All payments and benefits in kind to Trustees will be individually disclosed.

Where a member of staff has a connection to a supplier or contractor, this will be fully disclosed in the annual report and accounts.

10. Contracts and Procurement

Trustees or staff with a conflict of interest in relation to a contract must not be involved in:

- procurement decisions
- contract management
- performance monitoring

Appropriate safeguards will be put in place, including:

- independent oversight of invoices and payments
- regular performance review
- termination provisions where performance is unsatisfactory

11. Independent Oversight

Where conflicts cannot be adequately managed internally, or where the conflict is particularly significant, RAT will seek independent external advice or moderation.

12. Review

This policy will be reviewed regularly and at least every three years, or sooner if required by changes in law or Charity Commission guidance.