

# ROYAL CONSERVATOIRE OF SCOTLAND

## REGISTER OF INTERESTS POLICY AND PROCEDURE

### 1. SCOPE

1.1 This policy and procedure applies to:

- All members of RCS's Board of Governors irrespective of the method or basis of their appointment (including the Chair of the Board, Lay Governors, Ex Officio Governors, Elected Staff and Student Governors, and Trade Union Governors).
- The Director of Finance and Estates.
- The Secretary to the Board.
- Other executive officers closely involved with the work of the Board.

### 2. INTRODUCTION

2.1 As set out in RCS's Statement of Corporate Governance, RCS maintains and publicly discloses a current Register of Interests of its Board of Governors and executive officers.

2.2 RCS is committed to conducting its business fairly, honestly and openly. RCS's practice will align with:

- *The Nine Principles of Public Life in Scotland*;
- The expectations of charity trustees with regard to conflicts of interest as established in the Charities & Trustee Investment (Scotland) Act 2005;
- Guidance from the Office of the Scottish Charity Regulator.<sup>1</sup>

RCS's expectation is that all those connected with its Board of Governors, will conduct themselves in accordance with high standards of integrity, honesty, and transparency. Obtaining declarations of interest and the compilation and maintenance of a comprehensive register of interests is central to RCS's approach to encouraging openness from its Board and relevant executive officers.

2.3 The purpose of the Register of Interests is to provide information to the Board of Governors and to the public about the business interests of all Governors and relevant members of the Conservatoire's executive which might influence their judgement, decision making and actions, or which might be reasonably perceived by a member of the public as doing so (or having the potential to do so).

2.4 **The Register covers all interests that an individual has. Whilst it is recognized that most conflicts arise where business perspectives that are relevant, or potentially relevant, to an individual's role as a Governor or as an executive officer at the Royal Conservatoire of Scotland, the legal expectation is full disclosure.**

2.5 This policy should be read in conjunction with RCS's *Anti-Bribery Policy*<sup>2</sup> and the *Gifts and Hospitality Policy for the Board of Governors*<sup>3</sup>.

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<sup>1</sup> [OSCR | Conflict of Interest](#)

<sup>2</sup> [Anti-Bribery-Policy.pdf \(rcs.ac.uk\)](#)

<sup>3</sup> [Acceptance-of-Personal-Gifts-and-Hospitality-by-BoG-members-and-Staff.pdf \(rcs.ac.uk\)](#)

### 3. THE REGISTER OF INTERESTS

- 3.1 On appointment, members of the Board of Governors, the Director of Finance and Estates, the Secretary and other relevant executive officers are required to complete and return a signed *Register of Interest Declaration Form*, including a nil return where appropriate.
- 3.2 Individuals must ensure that the information contained about them in the Register is, at all times, complete and up to date. The general principle is that individuals should disclose in the Register any interest, as noted in 2.4 above, which, if publicly known, could reasonably be perceived as being likely to influence the exercise of independent judgement. Individuals shall be invited to review and revise the information contained about them in the Register at least once every year. Outside of that annual review, individuals have a positive obligation to advise of any significant changes in interests which occur during the academic session, and any change in interests should be notified immediately to the Secretary.
- 3.3 The Register of Interests is compiled from the individual declarations and is maintained by the Secretary to the Board. In line with requirements of the Scottish Code of Good HE Governance (2022), the Register is available for public inspection and is published on RCS's website.<sup>4</sup>

### 4. GUIDANCE ON COMPLETION OF THE DECLARATION FORM

- 4.1 **Employment:** This covers both paid and voluntary employment and includes any agreement or consultancy arrangement to provide personal services. Name of employer, post held and the nature of the business should be stated. In the case of staff members, paid employment refers to employment other than by RCS.
- 4.2 **Appointments, Offices and Directorships relevant to RCS's interests** (*declarations should focus on organizational roles which have a potential conflict of interest with RCS*): Name of the bodies in which a position of authority (whether remunerated or voluntary) is held and the nature of the office held, including: trusteeships or participation in the management of charities and other voluntary bodies, particularly those which are engaged in the performance arts, funding of, lobbying for the performance arts; Public Appointments, including for example appointments as a Governor at another educational institution; Elected Offices; appointments within other organisations whose decision-making could affect RCS's interests and which could give rise to duality or conflict of interest; paid and unpaid directorships and non-executive directorships in companies which are likely, or may be seeking, to do business with RCS.
- 4.3 **Family Relationships:** Details of any family relationship with any member(s) of staff or students of RCS should be provided. Family may normally be taken to include parent, sibling, spouse, partner, child, dependent, including step-relationships and those established by marriage or civil partnerships. Individuals should indicate the area within the Conservatoire that the relation is working/ studying. Name or individual details are not required. Where an individual has a family relationship with any individual who may have an interest or significant role in any business or entity with whom RCS has or may have a business relationship, this should also be disclosed (for example, if a Governor's spouse is a director or senior manager in a business engaged by RCS to provide services to RCS).

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<sup>4</sup> [Register-of-Interests-1.pdf \(rcs.ac.uk\)](#)

- 4.4 **Membership of Professional Bodies and/or Trade Unions:** Details of membership of professional bodies should be provided.
- 4.5 **Significant shareholdings in public/private companies likely to align with/conflict with RCS business interests:** Details should be provided of: companies in which the individual owns 5% or more of the issued shares or securities; businesses which the individual owns or partly owns, which are not companies; partnerships and consultancies in which the individual is a partner (or equivalent).
- 4.6 **Contracts:** Details should be provided of any involvement in contracts (including the duration) which are not fully discharged and which are effectively the location for a conflict of interest between the governor and the RCS: eg contracts for the supply of goods, services or works to RCS or on RCS's behalf and; between RCS and either the individual or anybody, business or person which the individual requires to identify under this policy.
- 4.7 **Formal positions or connections with other Higher Education Institutions:** Details of any remunerated or honorary positions and other connections with educational establishments which may give rise to a conflict of interest should be disclosed.
- 4.8 **Any Other Material Interest:** Details should be disclosed of any other material interest which reasonably could be regarded as potentially prejudicial to the open, objective and impartial discharge of the individual's role as a Governor or member of staff at RCS.
- 4.9 Where a nil return is appropriate, then N/A should be entered against each section on the declaration form. The declaration should then be signed and dated by the individual making it.

## 5. DECLARATIONS OF INTEREST AND CONFLICTS OF INTEREST

- 5.1 The Register of Interests does not obviate the duty of members of the Board of Governors to declare relevant interests in meetings.
- 5.2 A member of the Board of Governors who has a financial, family or other interest in any matter under discussion, at any meeting of the governing body or one of its committees at which they are present, must, as soon as practicable, disclose the fact of this interest to the meeting. The same requirement applies to the Secretary and any executive officers who are present.
- 5.3 Where it is identified that a member of the Board of Governors has a conflict of interest with respect to a given matter, the Chair may, on the advice of the Secretary, request that the member in question withdraw from participation in relevant business. Depending on the nature of the business, this may allow for participation in discussions without taking part in decision- making or may require complete non-participation and/or withdrawal from that part of the meeting. Upon withdrawal from the meeting of any part of it, such member may no longer form part of the quorum for the meeting.
- 5.4 A member of the Board of Governors is not considered to have a financial interest in matters under discussion merely because they are a member of staff or a student of the Institution. Nor does the restriction of involvement in matters of direct personal or financial interest prevent members of the Board of Governors from remaining at a meeting which is considering, and voting on, proposals to insure the Board of Governors against liabilities which it might incur.

**ROYAL CONSERVATOIRE OF SCOTLAND**

**REGISTER OF INTEREST DECLARATION FORM**

Please refer to the Register of Interests Policy before completing this form. Should you have no declared interests under each section, please put N/A in answer to each statement.

Personal Details		
Title:	Forename:	Surname:
Position at RCS:		

Declared Interest
<b>Employment</b> (details of any employment, including voluntary, and any agreement to provide professional services):
<b>Appointments, Officers and Directorships</b> (details of bodies in which a position of authority – whether remunerated or voluntary – is held and the nature of the office held):
<b>Family Relationship</b> (indicate the area within RCS where the relation is working and/or studying; and/ or the relevant role/ interest of the family member. Name or individual details are not required):
<b>Membership of Professional Bodies and/or Trade Unions:</b>
<b>Significant Shareholdings in Public / Private Companies:</b>
<b>Involvement in Contracts:</b>
<b>Formal Positions or Connections with other Higher Education Institutions:</b>
<b>Any other Material Interest:</b>

## Register of Interests Declaration

All decisions should be taken solely in terms of RCS and the public interest. They should not be influenced by financial or other material benefits for the decision-makers, their families or their friends.

I confirm that I have read and understood RCS's guidance on its Register of Interests and that I have completed the Declaration in accordance with that guidance and underlying principles.

I confirm that I understand and agree to this information being held on the Register of Interests and published on RCS's website for reasons given in the Register of Interests Policy and in compliance with the General Data Protection Regulation (GDPR) 2018.

<b>Name:</b>	
<b>Date:</b>	

*(If this form is completed and returned electronically, please type your name and the date in the spaces above, which will be taken as an "electronic signature" on receipt by RCS)*

Please return to:

Dee McCrory

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