

DECLARATIONS OF INTERESTS AND THE MANAGEMENT OF CONFLICTS

Please read the following legal and regulatory briefing note before completing the required form.

1. It is a **legal requirement** in the UK that all directors of companies and trustees of charities must declare any direct or indirect interests that they may have in any transactions or arrangements entered into by the institution of which they are directors/trustees. This ensures appropriate transparency in decision-making and prevents decisions of the relevant boards of directors/trustees from being invalidated (by operation of law) as a result of a failure to declare. **A failure to declare an interest may also constitute a criminal offence** under both companies and charities legislation.
2. **Direct interests** will be a director's or trustee's own interests in other entities or connections with those entities (for example, through investments or appointments with those entities). **Indirect interests** will include the direct interests of family members of directors/trustees.
3. As a registered provider with the Office for Students (OfS), the University of Hertfordshire is required to comply with the OfS's conditions. **OfS Condition E1 (Public interest governance) requires that the University properly manages conflicts of interest and maintains a public register of interests which may give rise to a conflict.**
4. It is therefore vital (as a matter of compliance with UK law and University regulatory obligations) that all governors, directors of subsidiary companies, and senior staff in positions of influence over University decision-making (i.e. Board appointees and Pro Vice-Chancellors) (1) properly declare all direct and indirect interests and (2) ensure that their entry on the University's Register of Personal Interests is kept updated.
5. At the University of Hertfordshire, a Register of Personal Interests of trustees, directors and senior staff (Register I) is maintained by the Governance Services Department (on behalf of the Secretary & Registrar). The University's Conflicts of Interest Policy (UPR GV17) sets out the basis for maintaining this register. The Policy can be found on the University website at the following link: https://www.herts.ac.uk/_data/assets/pdf_file/0004/336919/GV17-Conflicts-of-Interest.pdf. See, in particular, Appendix 2, which sets out the disclosure process: https://www.herts.ac.uk/_data/assets/pdf_file/0006/336921/GV17-Apx2-Disclosure-Procedure.pdf. Further information about the legal obligations relating to declaration of interests can also be found in the University's Anti-Bribery and Corruption Policy (UPR GV12), which can be found here: https://www.herts.ac.uk/_data/assets/pdf_file/0019/233056/GV12-Bribery-and-Corruption.pdf
6. Under the Policy, all governors, directors of subsidiary companies, and senior University officers who advise the Board of Governors must make a declaration (via Form A) of all direct and indirect interests. Register I (recording those personal interests) is a matter of public record and must be published by the University. The Secretary & Registrar (or their nominee in Governance Services) must be informed of any significant changes to an individual's declaration within twenty working days. Should directors/trustees become aware of a conflict of interest arising or potentially arising at a meeting, they should raise this in advance, as soon as they become aware of it, and may be required to withdraw from the discussion of the relevant matter.

We are grateful for your assistance in ensuring that the University meets its legal and regulatory obligations. Please complete Form A to declare all direct and indirect interests and please ensure that you inform the University, as soon as possible, of any changes to your declaration.

Sharon Harrison-Barker
Secretary & Registrar
October 2021

Register of Personal Interests – Board of Governors

Full Name	Robert Macnaughton			
Date (dd/mm/yyyy) of Appointment to the Board of Governors				
Committee Membership <i>(Please provide details of any UH Boards or Committees upon which you sit)</i>	Risk and Audit Committee			
Paid employment <i>(please state the nature of the employment and the employer's name covering the year to 31 July 2022)</i>	None			
Self-employment <i>(please state the nature of the business covering the year to 31 July 2022)</i>	None			
In this section, please provide the full legal name as shown at Companies House, together with a link to Companies House register (if possible)				
	Organisation Name <i>(Please provide the full legal entity name to include Ltd/plc if applicable)</i>	Company or Charity Number	Position Held	Date (dd/mm/yyyy) of appointment/resignation <i>(if position was not held for the full year)</i>
Charity trusteeships <i>(please provide the full legal name of the charity/charities)</i>	Hightown Housing Association	18077R	CHAIR	24/9/2015
	ACS International Schools Limited	1179820	CHAIR	1/8/2018
Directorships held <i>(please list any directorships of companies registered under the Companies Act, whether remunerated or not)</i>	Minmar 932 Ltd	07465515	DIRECTOR ALL	07/05/11
	38 Milsom Street Ltd	08850795		17/1/14
	14 Union Street Ltd	10135337		20/4/16
	15 Union Street Ltd	10135380		20/4/16
	Boscawen Street Ltd	12935439		7/10/20
	ACS Commercial Enterprises Ltd	10887569		1/8/18
	ACS International Schools Ltd	00910010		1/8/18
University Campus ST Albans Ltd	08338085	1/9/15		
Share/equity holdings <i>(the names of companies in which you own 5% or more of share capital)</i>	Cornwall Services Ltd			
Other relevant interests¹ <i>(including related party transactions)</i>				
Other relevant appointments² <i>(Please include dates)</i>				

¹ For example, where your employer, business associates, spouse/partner or other family member has a direct interest in the supply of goods or services to the University; or where you or your spouse/partner or other family member has a substantial beneficial interest in the securities of a company or other body that is involved in the supply of goods or services to the University. Please detail the name of the individual(s), their relationship to you and their interest in the matter; the matter itself and the amounts involved. See UPR GV17 for more information.

² For example, membership of any statutory or other body of any other educational institution or organisation in the education sector, membership of a University Conference, General Council or equivalent, membership of a Funding Council, the QAA or a Research Council,

Other details which you feel should be included on the Register	
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DECLARATION

By submitting this request where indicated below, I confirm that:

- I have declared all interests in accordance with UPR [GV17](#).
- I understand that my entry on the Register of Personal Interests will be displayed on the University website* (contact details will be treated in confidence in accordance with the UK retained version of the General Data Protection Regulation 2016/679).
- I will inform the Secretary and Registrar or Company Secretary of any significant changes.

*(*Members of the UH Board of Governors only)*

Signed: <R Macnaughton>	Date: 11/9/23>
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PLEASE ENSURE ALL BOXES ARE COMPLETED. IF THERE IS NO RELEVANT INFORMATION, RECORD 'NONE' OR 'N/A'