



## **Conflicts of Interest Policy**

This policy was approved by Governing Body on 27 January 2021

### **Introduction**

Good practice for charities requires them to keep a register of trustees' interests and to adopt a procedure for dealing with the conflicts of interest (if any) of trustees in particular. This is because any decision by Governing Body to enter into a transaction should be influenced only by the consideration of the College's own interests.

In addition to the general obligation for all charities, in a large and complex University where Fellows and staff hold multiple roles and external relationships may be many and varied, conflicts of interest are bound to arise. Accordingly, members of Governing Body (who are the trustees of the College), members of the committees which report directly to Governing Body, and members of staff are required to recognise and disclose any interests of activities which might give rise to actual or perceived conflicts of interest.

If these individuals manage their activities appropriately, they can usually proceed with them as normal while at the same time upholding obligations to the College, meeting regulatory and other external requirements, and protecting the integrity and reputation of the University and its members.

By contrast, if they do not, such conflicts – or the perception of conflicts – may jeopardise the College's public standing and cause serious damage to the reputation of the College and of the individuals concerned. This may also result in litigation or financial loss, and individuals may be subject to disciplinary procedures.

### **Definitions**

A conflict of interest can occur when your duties to the College compete with your personal interests or your duties to other people or organisations.

They can:

- Be actual or perceived.
- Be financial, non-financial or both.
- Arise from external activities that are undertaken in addition to your College role, personal relationships, or conflicting roles within the collegiate University.

Conflicts of interest exist when a member of the Governing Body, the committees which report directly to Governing Body, or a member of staff:

- Benefits, or is perceived to benefit, personally from an activity, transaction or interaction with a person or business.
- Has an interest or incurs an obligation (whether in a business, organisation, transaction, individual or professional capacity) which could unduly interfere with the proper discharge of their duties for the College.

- Is properly perceived by someone reasonably well informed to have been affected in integrity or ability to exercise an official power, or perform an official duty or function, by private interest.

Perceptions of a conflict may arise where the individual is a purchaser of goods or services from or through the College, as well as in relation to businesses, organisations and individuals doing business with the College.

The duty to declare a possible conflict applies to the perception of the situation rather than the actual existence of a conflict. If the situation cannot reasonably be regarded as likely to give rise to a conflict of interest, then there is no duty to declare it. If there is any uncertainty as to whether there is a conflict, or if an individual is uncertain about the application of this Policy or how it might affect their activities, they should contact the Bursar.

### **Scope**

This policy applies to all members of Governing Body, members of committees which report directly to Governing Body, and staff. This policy should be read in conjunction with the College's Declaration of Interests form and its Register of Interests.

### **Recognising Conflicts of Interest**

In order to recognise actual or perceived conflicts of interest, key interests need to be identified. There are three main dimensions to be considered:

#### ***Dimension 1: roles and relationships***

Actual or potential conflicts generally arise from:

- roles or activities involving parties outside the College
- roles held by individuals outside the College
- multiple roles held by individuals inside the College
- committee membership and roles involving decision-making in or on behalf of the College
- close personal relationships.

#### ***Dimension 2: activities giving rise to potential conflicts***

Actual or potential conflicts generally arise from:

- donations and grants
- external activities and appointments
- admissions
- recruitment
- procurement
- intellectual property
- spinouts and other companies in which individuals have an interest
- complex commercial transactions and arrangements.

#### ***Dimension 3: financial and non-financial conflicts***

Financial conflicts may include:

- payments
- benefits in kind

- hospitality and/or gifts
- forgiveness of debt
- discounts, bonuses or other favourable contract terms
- equity interests (e.g. stocks, stock options or other ownership interests)
- intellectual property rights (e.g. patents, copyrights and royalties from such rights).

The level of financial interest is not the determining factor as to whether a conflict should be disclosed. What might be 'not material' or 'not significant' for one person might be very significant for another. Good practice in many situations will mean the declaration of any financial interest, however small.

Non-financial interests may include any benefit or advantage, including, but not limited to:

- direct or indirect enhancement of an individual's career or education
- gain to immediate family (or a person with whom the person has a close personal relationship).

In order to identify potential conflicts of interest, Fellows and staff should consider who they are acting for, and whether there are any competing motivations or interests that could influence them, or be seen to influence them.

### **Acceptance of Gifts**

Acceptance of gifts, entertainment, travel, and services for personal use from people or companies who do business with the College could impede the objectivity of members of Governing Body, members of committees which report directly to Governing Body, and staff, and create a conflicting obligation to that person or company, contrary to their obligation to the College.

The receipt of a gift or hospitality in the course of performing official duties may raise an issue of ethical conduct if the acceptance places the individual in a real or apparent conflict of interest situation, and particularly if the value of the gift or hospitality provided is material. All gifts or hospitality received (above the value of £50 in each case) must be declared by notifying the Bursar's PA by email (or otherwise in writing), to be filed in the gifts and hospitality register.

The collegiate University has a specific policy in respect of [donations from current and prospective students or their close relations](#); the most relevant clauses are as follows:

- A.3: In no circumstances should any donation be accepted or solicited if there is a reasonable likelihood that the acceptance of such a donation might result in actual or perceived influence in decision-making at the University or improper behaviour by any of its members.
- C.7: The University does not accept or solicit donations of £500 or more from current or prospective students;
- C.8: The University does not accept or solicit donations of £500 or more from spouses or partners of current or prospective students.

If an individual is not sure whether accepting a gift or hospitality may cause a real or apparent conflict of interest, they should seek advice from the Bursar.

## **Conflicts of Interest examples**

The University provides some illustrative examples and principles at [this link](#). Some of these might be readily adapted to the College setting. The University examples include:

- An academic holds a position (for example as a consultant, director or advisor) in an enterprise that may also have an interest in influencing government or other policy
- An academic who has a senior editorial position with a commercial journal is also on a University library committee that recommends journal subscriptions
- A researcher has a financial interest in the licensee (or proposed licensee) of University intellectual property
- A researcher holds a position (for example as a director) in an enterprise that may wish to restrict or otherwise manage adverse research findings for commercial reasons
- A member of staff chairs a University committee which is to consider the allocation of funds to be shared between a number of colleges, including their own.

In the principles, under 'student supervision and teaching' and 'other University activities', there is guidance setting out that:

- Staff with a close personal or familial relationship with a student or a student's family should not be involved in decisions about that student's admission, supervision or academic progress, or the award of any studentships, prizes or other grants to the student.
- If a member of a panel making decisions about awarding studentships is the supervisor of an applicant, both the supervisor and the student should declare an interest.
- Staff involved in admissions, recruitment or contract negotiation should neither deal with, nor make decisions about, applicants or other parties in negotiations that are known to them. For example, a member of staff would not participate in the appointment, hiring, promotion, supervision or evaluation of a person with whom they have a close personal relationship.

## **Register of Interests**

The College has a duty to maintain a register of interests declared by members of Governing Body, the committees which report directly to Governing Body, and staff. The register will consist of information provided by each individual and be returned in a standard format issued by the Bursar's PA. In order to be current, an annual return is required in Michaelmas Term. The register of declared interests will be available for inspection on request by members of Governing Body and by such other persons as Governing Body shall approve.

If an individual is not sure what to declare or when to make a declaration, they should seek advice from the Bursar.

## **Managing Conflicts of Interest**

There is a general obligation on all members of Governing Body, the committees which report directly to Governing Body, and staff to disclose at the earliest practicable opportunity any interests (including substantial gifts or hospitality) that they or a family member or any organisation in which they hold office or employment may have in any transaction under consideration between the College and a third party. The circumstances in which such a declaration is appropriate are:

- When Governing Body, any of the committees which report directly to Governing Body, or other meetings, has business which is materially relevant to those interests; or

- When in the course of a meeting the individual becomes aware that they have, or may have, an interest in the specific item of business to be discussed or decided upon.

These circumstances will vary from case to case. Members of Governing Body, the committees which report directly to Governing Body, and staff may have links with organisations with which the College has dealings. The extent to which these dealings constitute actual, potential or perceived conflicts of interest will vary. Individuals should apply the test of 'reasonableness' outlined under 'Definitions' above in deciding whether a potential or perceived conflict exists.

### ***How and when to declare an interest***

An annual declaration of interests form is completed by all members of Governing Body and by Senior Administrative Officers.

In the context of committee meetings, the proper manner of indicating an actual, potential or perceived conflict of interest is to inform the Chair of the meeting in advance or once the individual becomes aware of a conflict during the course of discussion. That individual should then withdraw and take no further part in the subsequent discussion, unless expressly invited to remain, solely in order to provide information. Individuals may not participate in decision-making processes that affect their individual interests.

An exception exists when Governing Body considers the recommendations put forward by the Remuneration Committee on remuneration and benefits for the Warden and Fellows. In this case, the conflict of interest has already been managed by: the restrictions on membership of the Remuneration Committee; the Committee's procedure, as set out in its Terms of Reference; and the fact that Governing Body can only accept or reduce, but not increase the proposed Remuneration Terms.

### ***Staff***

Staff should report a conflict as soon as is practicable to their line manager and should not participate in the sections of meetings which discuss business in which the conflict lies.

### ***Start of Committee meetings***

To remind individuals to make such declarations, the following item will be added to the start of all Governing Body agendas and agendas for committees which report directly to Governing Body:

*Members of Governing Body/the relevant committee are asked to declare any interest that could give rise to conflict in any item on the agenda at the beginning of the item in question. All interests so disclosed will be recorded in the minutes of the meeting. Unless the Chair deems otherwise, the member shall absent themselves from all or part of the discussion of the matter and shall not vote on the matter.*

If a conflict arises, it will be recorded in the minutes of that meeting as follows:

- The nature and extent of the conflict (including the nature of the individual's relationship with the business, organisation, transaction, person or professional body, where appropriate);
- a summary of the associated discussion; and
- a record of the actions taken to manage the conflict.

**Data Protection**

All the information provided will be covered by the principles of the Data Protection Act 2018. This data will only be used to ensure that the individuals covered by the policy act in the best interests of the College and will not be used for any other purpose.

**Monitoring**

The register may be randomly checked against the award of contracts to confirm the effectiveness of the register and policy.

**Approved by GB 27 January 2021**

## Declaration of interests

Name: .....

I declare as a **as a member of Governing Body and/or one or more of the committees reporting directly to Governing Body and/or Senior Administrative Office** of St Antony's College that I have detailed my interests below in accordance with the College's Conflicts of Interest Policy approved by Governing Body on 27 January 2021.

Type of interest	Please give details of relevant <sup>1</sup> interests, whether applicable to yourself or a close family member (eg spouse, parents, siblings, child, grandchild) or some other close personal contact
Existing employment and any previous employment in which you continue to have an interest, paid or unpaid	University of Oxford/St Antony's College/other ( <i>please delete as appropriate and provide further details if relevant</i> )
Appointments (including unpaid) such as: <ul style="list-style-type: none"> <li>• businesses (of which I am a partner or sole proprietor)</li> <li>• directorships</li> <li>• trusteeships</li> <li>• local authority memberships</li> <li>• consultancy roles</li> <li>• advisory positions</li> <li>• other positions of responsibility</li> </ul>	<i>Please give the name of the relevant organisation and provide details as to the nature of your role</i>
Visiting professorships, or other equivalent engagements	<i>Please provide the name of any higher education institutions with which you have a link, and details of your role/the relationship</i>
Membership of professional bodies, membership organisations, pressure or special interest groups or mutual support organisations	<i>Please give the name of the relevant organisation and provide details as to the nature of your role</i>
Investments in unlisted companies, partnerships and other forms of business, significant <sup>2</sup> shareholdings	<i>Please state the organisation and the nature of your interest</i>

<sup>1</sup> Relevant interests: interests that are *materially* relevant to College business or where a reasonably well-informed person could properly perceive that such an interest exists.

<sup>2</sup> Significant shareholdings. Responsibility rests with Governing Body members, members of committees reporting directly to Governing Body, and staff to disclose shareholdings where a reasonably well-informed person could properly perceive that such shareholdings may influence their actions when participating in College decision-making.

Type of interest	Please give details of relevant <sup>1</sup> interests, whether applicable to yourself or a close family member (eg spouse, parents, siblings, child, grandchild) or some other close personal contact
or controlling interests and beneficial interests a) in which the College has funds invested or b) which may have dealings with the College	
Gifts or hospitality offered (above the value of £50 in each case) by external bodies or companies in relation to College activities within the last year, and whether or not these were accepted by you.	<i>Please state the individual/organisation offering gifts/hospitality, the approximate value, and whether or not you accepted the offer</i>
Any contractual relationship with the College or any of its subsidiary companies	
Any other conflicts not covered above, including those of a social or personal nature, that might give rise to a conflict with the discharge of College business	

To the best of my knowledge the information supplied above is correct and complete. I undertake to update the information as necessary, to renew it on an annual basis at the start of Michaelmas Term and, if a conflict suddenly arises, to inform the Warden or other chair of Governing Body, or of one of its committees reporting directly to Governing Body, or my line manager. I understand that, in such circumstances, I must withdraw from any meeting during the discussion of such matter and must not vote in respect of it.

I confirm I have read the College's Conflict of Interest Policy and give my consent for the information to be used as described in the policy and for no other purpose.

**Signed:** .....

**Date:** .....

*The register is not intended as a substitute for the declaration of an interest at the relevant time. Its purpose is to put the transaction of the business of Governing Body, its committees which report directly to Governing Body, and other meetings on an unambiguous basis, to enable individuals to address items of business with a clear perception of their responsibilities and to avoid any embarrassment in the conduct of business. The register establishes the general principle of declaration while leaving to individuals' judgement within the guidelines the actual interest to be registered.*

**Nondisclosure of Interests**

*A nondisclosure of interest, if established as material to the business of Governing Body, its committees which report directly to Governing Body, or other meetings, may lead to action by Governing Body, including removal from office.*



St Antony's College Register of Interests

Date of Publication: < INSERT >

Name	Role	Description of Interest	Relevant Dates		Comments
			From	To	
<i>Dr John Smith</i>	<i>Fellow</i>	<i>Gift offered by the parent of an applicant</i>	<i>15/10/2021</i>	<i>n/a</i>	<i>Gift not pursued while application is in progress, subject to review thereafter</i>