

St Edmund Hall, Oxford: Conflicts of Interest Policy

Version 1.5 – Approved by Governing Body 17 July 2019

Section 1: Introduction and General Principles

1.1 Why the College has a Policy

Conflicts of interest may arise where an individual's personal or family interests and/or loyalties conflict, or may be perceived to conflict, with those of the College. These interests may be financial, but pecuniary interests are not the only source of potential conflict. Where there is such a conflict of interest and duty, it may create problems, as it can:

- inhibit free discussion;
- result in decisions, or actions, that are not in the best interests of the College;
- risk the impression that the College has acted improperly.

The aim of this policy is to protect the College and the individuals concerned from any actual, or appearance of, impropriety. This applies both to external and internal interactions, as misuse of power is unacceptable in all circumstances. It follows, for instance, that employees of the College should not be involved in decisions (academic, financial or disciplinary) in relation to any other persons with whom they have had personal or romantic involvement.

This policy document should be seen as expanding upon but not replacing the relevant provisions in the Statutes and By-Laws of the college.

1.2 What to do if a Conflict of Interest arises

Whenever a member of Governing Body, or relevant member of the college staff has a personal interest, directly or indirectly, in a matter to be discussed at a meeting of the College or in a prospective commercial or financial dealing with an outside body, the individual concerned must, in the case of matters arising at meetings:

- declare an interest at or before discussion begins on the matter (all such declarations being recorded in the Minutes);
- withdraw from the meeting for that item unless expressly invited to remain in order to provide information;
- not be counted in the quorum for that part of the meeting;
- withdraw during the vote and have no vote on the matter.

In adopting this policy, the Governing Body has decided that Conflicts of Interest should be a standing item on committee agendas. In other dealings where individuals are acting on their own or in collaboration with others outside the context of a meeting, before concluding any arrangement, the matter must be discussed with an appropriate College Officer or line manager, as the case may be.

It is an individual's responsibility to raise concerns relating to conflicts of interest directly with an appropriate person within the College (e.g. the Chair of the relevant committee, or the line manager, or for students, the Domestic Bursar). If they are unsure whether or what to declare, those affected should err on the side of caution and consult at the earliest possible occasion. If a conflict of interest cannot be resolved by discussion the College will set up a panel chaired by a senior fellow, to advise the parties. But with common sense and good will this should only very rarely be required.

The policy which follows in sections 2 and 3 is binding on all Fellows and senior staff of Grade 7 and above. In reporting interests that may be in conflict with the College, Fellows and staff must remember to include family members and close friends or associates.

More specific advice for Fellows and staff (and for external members of college committees) is set out in the following Sections and a copy the Declaration of Interests form is provided at the end of this document.

1.3 Data Protection

For the purposes of Data Privacy (GDPR), personal data (including sensitive personal data) relating to individuals, which has been or is in the future obtained by the College, may be held and processed by the College either by computer or manually for all purposes relating to the performance of contracts of employment and to the College's legitimate needs and legal obligations as detailed in the College's Data Privacy Policy, and Records of Processing Activity (available on the College website).

Section 2: The Principal and Fellows of the College

2.1 General principles

Principles of good governance in public life require the officers and senior staff of a public body to uphold high standards of transparency and objectivity in the way in which they make or influence decisions and policy for that organisation. The Principal and Fellows of St Edmund Hall who have the role of charity trustees, and senior staff to whom authority to manage the business of the College is delegated, must be aware of potential conflicts of interest, must declare them, and must manage those potential conflicts so as to protect the integrity of the College.

A conflict of interest is defined by the Charity Commission as "any situation in which a trustee's personal interests or loyalties could, or could be seen to, prevent them from making a decision only in the best interests of the charity." Furthermore, the Charity Commission notes that conflicts of interest may extend to connected persons, providing guidance on how to interpret these terms. The requirement to declare such conflicts recognises that they can arise legitimately but that they must be managed in a transparent manner.

Charity trustees are normally precluded from receiving benefits from their charity in return for the services they provide unless they have expressed legal authority to do so, which is unusual with registered charities (although the Charities Act 2006 allows charities to pay a minority of their trustees for services provided by them to the charity other than through a contract of employment, subject to any contrary direction in their governing document and subject to certain statutory safeguards). However, historically, Fellows of Oxford Colleges are paid by their Colleges and receive other benefits in return for the offices which they hold and the services which they provide to it (excluding their role as trustee). This unusual situation is recognised by the Charity Commission and it is the role of the College's Remunerations Committee to oversee the benefits awarded to Fellows. Thus, standard payments and benefits provided by the College to all its Fellows are not relevant to the Conflicts of Interests policy; only benefits enjoyed selectively need be acknowledged as potential conflicts.

2.2 Specific guidance

- i. **All members of the Governing Body**, who in law are trustees of the charity, have a paramount legal obligation to act at all times with the utmost good faith and in the best interests of the College (the charity) and in accordance with its governing documents (its Statutes and by-laws) as well as to ensure that the College acts in accordance with the general law.
- ii. **It is recognised that those Fellows** who are also employees of the University may on occasion have to make decisions where the interests of the College and the University are to a degree opposed. But St Edmund Hall operates as a College of the University and while Fellows must always bear in mind that voting in Governing Body as Fellows requires them to put the interests of the college first, they must also bear in mind that there is a substantial community of interest between the College and the University and mention of 'conflict' must always take account of the fact that the College pursues its educational aims within the University of Oxford. Regard should also be given to the University's '**Statement of Policy and Procedures on Conflict of Interest**':

<https://www.ndmrb.ox.ac.uk/files/internal/conflict-of-interest.pdf/@@download>
- iii. **Charity Commission Guidance** - The publication CC29 '*Conflicts of Interest: a guide for charity trustees (CC29)*' provides useful help and information. Members of the Governing Body are encouraged to read the guide:

<https://www.gov.uk/government/publications/conflicts-of-interest-a-guide-for-charity-trustees-cc29>
- iv. **The Declaration of Interests** - Accordingly members of Governing Body are required to declare those interests which might conflict with their duty of loyalty to the College, and also any gifts or hospitality received in connection with their role in St Edmund Hall which might conflict with that duty. For the avoidance of doubt, this *excludes* the receipt of honorariums and/ or hospitality arising principally from a fellow's affiliation with a University department or body other than the College, unless this creates a direct conflict with the interests of the College. The Finance Bursar should be notified promptly of the receipt of any gifts of a value in excess of £50 or hospitality of a value over £100 received by any member of the Governing Body in connection with their position in the College. A register of interests of all such gifts shall be maintained.
- v. **Fellows who are not members of Governing Body** - For the sake of completeness, it should be noted that Fellows who are not members of the Governing Body, and who therefore are not trustees, do not ordinarily have to supply an entry to the Register of Interests, although it may be considered appropriate for them to do so if they sit on College committees. Other aspects of this policy will apply as may be relevant.
- vi. **Register of Interests** - A copy of the Declaration of Interests form (which will be used to compile the overall Register of Interests) is given at the end of this document and should be updated on an annual basis, or when any significant change in relevant circumstances takes place.

Section 3: St Edmund Hall Staff

3.1 General

Conflicts of interests can be financial and non-financial, and a potential gain can be personal or a benefit to someone with a connection to a member of staff. Commitments and obligations can also be compromised. The issue is not the integrity of the member of staff concerned, but the management of any **potential to be influenced** by conflicting loyalties. Even the appearance of a conflict of interest can damage reputation and so conflicts need to be managed carefully.

The following paragraphs provides guidance on the identification and subsequent management of actual, perceived or potential conflicts of interest that may be encountered by members of St Edmund Hall staff. The circumstances described below do not provide an exhaustive listing and there may be other occasions which may pose a real or perceived conflict of interest. Staff have a responsibility to use their judgement and if in doubt discuss the issue with their line manager, the HR Manager or Domestic Bursar. Failure to follow the guidance set out in this policy will be considered a serious matter and may lead to disciplinary action under the College's disciplinary procedures for staff.

3.2 Recruitment of new staff

Staff involved in the recruitment and selection process must immediately declare to the Domestic Bursar or HR Manager any conflict or potential conflict of interest, at which point in the interests of fairness to all candidates they will not be permitted to continue to participate. For example, it would not normally be appropriate for a member of staff to be a member of a recruitment panel where an applicant is a member of their family. Members of staff can seek confidential guidance from the HR Manager or Domestic Bursar.

3.3 Relationships involving a supervisor or line manager

It would normally not be appropriate for members of staff in a direct or indirect management or supervisory role to be involved in certain management activities relating to the member of staff with whom they have a relationship, for example:

- Authorisation of financial payments or expenses
- Salary payments
- Recruitment, selection or appointment including the provision of references
- Progression and promotion
- Probation

3.4 Relationships between members of staff and suppliers

Where members of staff have personal relationships with consultants, contractors or suppliers which provide goods or services to the College, and they are in a position to influence contracts or the tendering process, such personal relationships must be disclosed to the member of staff's Head of Department in good time. The Head of Department must consult the Domestic Bursar or HR Manager, who refer the matter to the Finance Bursar in confidence to determine whether the member of staff should take any part in determining the price or conditions associated with the contract. This duty of disclosure applies equally to any renewal or extension of contracts.

3.5 Private work

Members of staff may undertake private work in their own time, but this must not impair the performance of the member of staff's duties nor conflict with the interests of the College.

Before accepting any work or extending any existing private work members of staff are encouraged to consult their line manager.

Under no circumstances shall stationery (printed or otherwise) bearing the College's name, address, letter heading or crest be used in connection with private work.

Details of external consultancies, directorships, and membership of external committees should be disclosed to the Finance Bursar, who shall determine whether the details should be added to the Register of Interests.

3.6 Gifts, vouchers, points or payments from suppliers

Gifts, vouchers, points or payments received personally by any member of staff from suppliers or their agents **as a result of a College purchase** belong to the College rather than to the person placing the order, and must be disclosed immediately to the Domestic Bursar. For the avoidance of doubt, low value items (**below £30**) such as calendars, diaries, pens and mugs may be retained without disclosure. In addition, members of staff should disclose to the Domestic Bursar or Finance Bursar any preferential prices or discounts offered by suppliers when purchasing goods or services on behalf of the College, as these should be announced to other staff responsible for procurement.

3.7 Hospitality from suppliers

Hospitality of a value over £50 received by any member of staff in connection with their college duties must be disclosed to the Domestic Bursar and to the Finance Bursar; the latter shall determine whether the details should be added to the Register of Interests.

3.8 Register of Interests

The appended Declaration of Interests form for Fellows and Senior Staff (grade 7 and above) includes guidance on what activities/interests should be declared and the value of gifts and hospitality that should be included in entries for the register.

Section 4: External members of College Committees

External members of College Committees, i.e. those who are neither trustees nor employees, (including those who do not receive remuneration for their contribution), should be provided with a copy of this policy. In the event of a conflict of interest arising, regarding matters being considered by the relevant Committee, external members should follow the guidance set out in Sections 1 and 2. They are not required to complete a declaration of interests form, or to provide a submission for the Register of Interests, but it is open to them to declare any possible conflicts of interests either within a meeting or, if they so prefer, in the form of a written declaration to the Principal in advance of discussion of relevant items.

NB The first draft of this document drew heavily from policy documents from a number of other institutions, notably from those of Wadham College and Exeter College, Oxford, and large sections were initially copied verbatim.

Declaration of Interests form for Fellows and Senior Staff of St Edmund Hall

From the adoption of this policy, or upon being appointed, whichever is later, all Fellows and members of staff of grade 7 and above (being those who may influence actions and policies of the College) will be required to make a full written disclosure of their interests, gifts or hospitality received, relationships and holdings that could potentially result in a conflict of interests. This form is provided for this purpose. These written disclosures will be kept on file by the Finance Bursar, and all Fellows and senior staff will be required to update their disclosure as and when their circumstances change and will be reminded of this requirement annually. The register will be accessible by Fellows, staff of grade 7 and above, and the auditors, and by such support staff as the Finance Bursar may direct to manage the information.

I as a Fellow/staff member of St Edmund Hall, Oxford have set out below my interests in accordance with the College's conflicts of interest policy.

Category	<i>Details of the interest and whether it applies to yourself or, where appropriate, a member of your immediate family or some other close personal connection</i>
Current employment or previous contractual relationships other than with the College in which you continue to have a financial interest (e.g. part time or visiting chairs in another university, directorships, partnerships, external consultancy, offices or advisory appointments or lobbying appointments; but excluding e.g. the Oxford University part of joint appointments, external examining for another university).	
Appointments (voluntary or otherwise) e.g. trusteeships, directorships, local authority memberships, tribunals etc.	
Membership of any special interest groups, lobbying groups or mutual support organisations (such as the freemasons).	
Gifts (>£50) or hospitality (>£100) accepted from any individual or organisation in respect of your position within the College in the last twelve months.	
Any contractual relationship with the College other than a contract of employment (e.g. tenant of a College property, beneficiary of a College housing loan). Provision of e.g. travel passes and holding of college officer positions do not need to be listed here.	
Any other conflicts that are not covered by the above.	

To the best of my knowledge, the above information is complete and correct. I undertake to update as necessary the information provided, and to review the accuracy of the information on an annual basis. I give my consent for it to be used for the purposes described in the conflicts of interest policy and for no other purpose.

Signed: Date:

Position: