

ROYAL HOLLOWAY
University of London

Conflict of Interest Policy

Council Members and Senior Staff

1 Introduction

All members of staff, members of the College Council and associates of the College must act and be perceived to act impartially, and not allow other social or business relationships to influence their judgement. Links with external bodies which benefit the College are desirable but can easily give rise to perceived or apparent conflicts of interest which must then be properly managed.

2 Scope

- 2.1 The members of Council and staff covered by this policy have a duty to act in the best interests of the College, and in accordance with the College's Statutes and Regulations.
- 2.2 Council members are collectively responsible for the acts and decisions of the Council. In all cases decisions must be made in the best interests of and for the good of the College as a whole. Staff and students are members of the College Council to ensure that it has the balance of skills and experience to enable the Council to meet its primary responsibilities and to ensure stakeholder confidence.
- 2.3 An actual, perceived or potential conflict arises when an individual's business, personal, family or other interests or loyalties conflict with those of the College. If this is the case, such conflicts may also result in decisions being made that may not be in the interests of the College and give the impression that the College has acted improperly.
- 2.4 The policy is also designed to avoid the conferring of unfair advantage or disadvantage on students, staff or other individuals, as well as to provide a framework allowing those experiencing conflicts of interest to place themselves beyond suspicion.
- 2.5 This policy applies to all Council members and senior staff of the College including co-opted members of College Committees. It also includes those staff required to complete the Register of Interests as a result of their influence over procurement.

- 2.6 This policy should be read in conjunction with the Financial Regulations and Gifts and Hospitality Policy which also cover related matters such as the way to deal with gifts and entertainment from outside bodies. Concerns about the potential conflicts of others should be raised directly with the College Secretary or under the Public Interest Disclosure Protocol, which is available on the College web pages or from the College Secretary's Office.

3 What is a Conflict?

- 3.1 There is no legal definition of a conflict of interest. An interest should therefore be considered as a broad term that includes anything or any connection which may interfere with an individual's ability to properly discharge his or her duties to the College.
- 3.2 Conflicts occur where the individual can be perceived to be prevented from acting in the best interests of the College as a result of a relationship with a person or another body, or where the individual personally benefits, or is perceived to benefit, from an activity or transaction. In some cases it may not be clear that there is obvious benefit but nevertheless others could consider that impropriety has occurred as a result of the individual's involvement. For example, a conflict may be perceived which hinders the collective work of the Council by inhibiting objective discussion and debate.

4 Declaring an Interest

There are two ways in which interests should be declared; on the College's Register of Interests or, in relation to a conflict or potential conflict which arises because of a particular issue that is being addressed, before or during the relevant meeting.

5 Register of Interests

- 5.1 The Register of Interests is maintained by the College Secretary's Office and updated annually. It is reviewed by the Nominations and Honorary Awards Committee. The Committee is also responsible for determining who should complete the Register.
- 5.2 Registering an interest is as much to protect the individual from subsequent accusation as to protect the College. It is not always necessary for the individual to withdraw from a connected activity but the decision should be made by the Chair of Council with advice from the Nominations and Honorary Awards Committee if necessary, or the appropriate line manager, in the light of the information disclosed.

5.3 Interests that should be declared on the Register include:

- significant shareholdings (+1%);
- directorships;
- trusteeships;
- paid work outside the College;
- property ownership where its value might be affected by a College decision;
- personal relationships with another member of staff;
- membership of a Board or Committee where the interests may conflict with the interests of the College;
- membership of certain organisations where loyalty to those members could pose a problem
- Serving in an external advisory capacity where the individual is required to provide advice upon the College's operations

5.4 Any comparable interests held by close family members and partners should also be declared.

5.5 The Register of Interests is not published but is available for inspection on request. An entry may be released to a named third party under the Data Protection Act.

6 Occasional or Transactional Interests

6.1 Other conflicts of interests may arise because of a particular set of circumstances which may affect members. These should either be declared to the College Secretary, the Chair of Council or the Chair of the relevant committee as appropriate. In case of doubt the College Secretary should be consulted for advice on how to proceed.

6.2 The circumstances in which such a declaration is appropriate are:

- when Council or any of its committees has business, which is materially relevant to those interests; or
- when in the course of a meeting the member becomes aware that they have or may have a financial or other beneficial interest in the specific item of business to be discussed or decided upon.

6.3 Senior staff and Council members may not participate in decision-making processes that directly affect their own interests. In these circumstances they will automatically be deemed to have a conflict of interest.

6.4 Examples of such interests include:

- Acting as a member of an interview panel where a candidate is a family member or friend;
- Where, in the course of consideration of reports or other documents an individual comes across information that may be of personal advantage to them in some other capacity;
- Discussing matters relating to an individual with whom the individual has a personal relationship

6.5 Once declared, the interest, and the action taken to manage it, should be included in the minutes of the relevant meeting or in the Register of Interests if it is likely to affect future meetings.

7 Managing a Conflict of Interest

7.1 Senior Staff and Council Members are responsible for identifying actual or perceived conflicts of interest and acting appropriately for themselves. A number of questions to assist with identifying conflicts are attached as an appendix. However, any third party may raise concerns about a potential conflict either in advance to the College Secretary, the Chairman or the Chair of the relevant committee or, if necessary, raise the matter during a meeting.

7.2 Where a potential conflict is identified prior to the meeting the following process should be followed:

- As appropriate the College Secretary, Chair of Council, Chair of the Committee concerned or in relevant cases an appropriate line manager, should discuss the matter with the member of staff, or Council member concerned and seek advice from the secretary or the other committee members as necessary.
- The Chair may ask the individual to withdraw for the relevant discussion/s. He or she will not be entitled to vote on the matter or contribute to the discussion of the issues involved.
- Where the issue is a perceived or potential conflict the Chair may consider that the matter raised does not constitute an actual conflict and that the work of the council will not be hindered and will continue the meeting.
- Where there is dispute over whether there is a conflict, perceived, potential or actual, the Chair may decide to ask the members of the relevant body to vote on the matter of the conflict at the start of the meeting or at the relevant item.
- The Chair's decision on matters relating to conflicts is final.
- The Chair should ensure that an appropriate record is kept in the minutes of the meeting and/or on the Register of Interests.

- 7.3 Should an issue relating to a conflict arise during the course of the meeting the Chair should follow the above procedure as far as is practicable without overly disrupting the meeting. In these circumstances the views of other members of the Council/Committee may be sought during the meeting and the Chair may then decide to hold a vote on the conflict.
- 7.4 Should a conflict affect a number of the members of a committee or the Council it may no longer be appropriate for that body to reach a decision on the matter concerned. In these cases a separate committee might need to be convened for the particular matter in question. It is likely that this would be the case in any matters relating to industrial disputes. The issue should be referred to the Chair of Council and the College Secretary for guidance and the Chair of Council will decide on the action to be taken.

Approved by Council 29 June 2011
Policy owner: College Secretary

Appendix

Questions to Assist with Identifying a Conflict of Interest

The following questions should be considered where an individual, or the Chair, is unclear whether there is a conflict of interest. The list is not exhaustive and there may be other issues to consider which are not covered.

- Is your role with XYZ likely to prevent you from giving sole consideration to the interests of the College?
- Is your role or connection with the other party likely to involve consideration of actions that could be adverse to the College's interests?
- Is your role or connection with the other party likely to put you in a position where information that you know as a result of your role with the College would be relevant to the decision being taken?
- Are you part of the decision making process of the other party?
- Are your activities in one role likely to have a material impact on the other?
- Do the interests of the College and another body or individual with whom you are connected compete?
- Are you in a position to influence a decision at the College which will benefit you, somebody you know well, or others to whom you might be expected to have loyalty?
- In relation to a perceived conflict, what is the justification for allowing your continuing involvement in discussions?
- Would your continued presence inhibit further discussion by others?

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