



## Wadham College

# Policy on Conflicts of Interest

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## 1. Context

1.1 The following Policy on Conflicts of Interest supersedes previous such College policies, and is based on the policy approved by the University of Oxford on 12 March 2018.

Supplementary policies are provided in relation to Conflicts of Interest in Admissions on Access and Admissions (in handbooks for academic staff) and on Staff-Student Relationships.

Annexes A & B to this Policy are also provided to elaborate on a number of likely situations and the actions that should be taken, and the role of Governing Body Fellows as Trustees.

Further good practice on how to handle conflicts of interest is published by the University of Oxford (<https://www.admin.ox.ac.uk/councilsec/compliance/conflictinterest/>), in association with their Conflict of Interest Policy (on which this College Policy is based).

## 2. Statement of intent

2.1 In an organisation whose members hold multiple roles and where external relationships are many and varied, conflicts of interest are bound to arise. In order to manage the associated risks to an acceptable level, all College Members (as identified more specifically in section 4.1) are required to recognise and disclose activities that might give rise to actual or perceived conflicts of interest.

2.2. 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. Actual or perceived conflicts can arise from external activities that are undertaken in addition to your College role, personal relationships, or conflicting roles within the collegiate University. They can be financial, nonfinancial or both.

2.3. The intent of the Conflict of Interest Policy is to make College Members aware of the issues, able to recognise potential or real conflicts, and to manage them effectively if they occur.

## 3. Objectives

3.1. The Policy's objectives are to ensure that:

- i) any actual or perceived financial or non-financial conflicts of interest (arising from external activities, personal relationships or roles within the College or University) are identified and properly managed, without risk to the integrity or the reputation of the College or its Members;
- ii) governance of the College is conducted with close regard to the risks of financial and non-financial conflicts of interest;
- iii) procedures are in place for conflicts of interest to be identified and managed in compliance with the relevant professional, legal, ethical and regulatory standards on conflicts of interest;
- iv) activity is avoided in cases where a conflict of interest cannot be managed.

## 4. Scope

4.1. This Policy applies to all employees (academic and non-academic), Fellows of all categories, SCR members, current students (and in particular SU and MCR post holders and those who may be agreeing contracts on behalf of the SU and MCR), casual workers and volunteers (all here termed "College Members"). For the purpose of this policy, this also includes all external members of its GB sub-committees, all others working in the College, and retired members who are still undertaking duties, conducting research, or teaching.

4.2 It is acknowledged that College Members may hold more than one role (e.g. a Fellow holding an academic position in the University, or a position at a Hospital), and that as a result they may also be subject to policies set in relation to their other roles. This Policy applies to all actions a College Member undertakes on behalf of the College. In the event that the performance of other rules (e.g. carrying out activities or following policies set in relation to those other roles) may reasonably appear to an unbiased observer to result in Conflict of Interest in relation to the College, then such instances should be discussed with the Finance Bursar.

## 5. Responsibilities

5.1. Every College Member is responsible for ensuring that they comply at all times with this Policy. Each individual is responsible for recognising situations in which they have a conflict of interest, or might reasonably be seen by others to have a conflict, to declare that conflict to the appropriate person. In cases of doubt, it is better to declare and discuss the matter.

5.2. The Finance Bursar is responsible for:

- i) ensuring that this Policy is implemented and maintained,
- ii) keeping a Register of Interests of declarations, disclosures and management plans,
- iii) assisting other Officers to resolve conflicts, and if necessary referring for advice to an appropriate College Committee.

5.3. College Officers, Heads of Department and Tutors are responsible for:

- i) ensuring that College Members for whom they have responsibility are made aware of this Policy, and acting as first point of contact for discussion and resolution,
- ii) referring matters to other Officers or the Finance Bursar as needed for resolution.

## 6. Recognising conflicts of interest

6.1. A conflict of interest arises where a College Member's commitments and obligations to the College are likely to be compromised, or may appear to be compromised, by: a) personal gain (or gain to someone in a close personal relationship) whether financial or otherwise; or b) the commitments and obligations that person owes to another person or body.

6.2. There can be situations in which the appearance of conflict of interest is present even when no conflict actually exists. Thus it is important for all College Members when evaluating a potential conflict of interest to consider how it might be perceived by others. Apparent or perceived conflicts of interest can be as damaging as actual conflicts of interest.

6.3. Actual or perceived conflicts of interest may fall under the following three dimensions:

**Dimension 1: roles and relationships.** Actual or potential conflicts may arise from multiple roles held by Members inside and outside the College, roles or activities involving parties outside the College, committee membership and roles involving decision-making in or on behalf of the College, close personal relationships<sup>1</sup>.

**Dimension 2: activities giving rise to potential conflicts.** Actual or potential conflicts may arise from activities such as procurement, recruitment, admissions, commercial relationships in which College Members have an interest, external activities and appointments.

**Dimension 3: financial or non-financial.** Conflicts of interest may be financial, non-financial or both.

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<sup>1</sup> For the purpose of this policy the 'close personal relationship' giving rise to an interest could extend to the following (this is not intended to be an exhaustive list): partner, parent, sibling, child, grandparent, grandchild, uncle, aunt, nephew, niece, cousin, mother-in-law, father-in-law, sister-in-law, brother-in-law, son-in-law, daughter-in-law, the (unrelated) child of an partner, as well as adopted, half and step members of family.

A financial conflict of interest is one where a person (or their relatives or close friends) could gain financially, or might appear to be able to do so, by taking certain actions which are reasonably within their power to take. Examples of a financial gain could be payments, benefits in kind, hospitality and/or gifts, forgiveness of debt, discounts, bonuses or other favourable contract terms, generally referred to as “Gifts and Benefits”.

A non-financial conflict of interest is one where a person (or their relatives or close friends) could gain in ways other than financially, for example status, influence, career or education.

6.4. In order to identify potential conflicts of interest, College Members 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.

## 7. Declaring conflicts of interest

7.1. It is the duty of every College Member to disclose any conflict of interest or any circumstances that might reasonably give rise to the perception of one. Three mechanisms will apply:

i) **Annual Declaration of Interests:** The Finance Bursar will ask all Fellows, Officers, Senior Staff, and external members of GB sub-committees to complete a Declaration of Interest form each year, stating any material interests that might, or might be perceived to, create a conflict of interest. These will be held by the Finance Bursar as a Register of Interests.

ii) **Declaration when interest arises:** All College Members should make a disclosure at the time that they first become aware that a conflict of interest has arisen, or a conflict might be perceived. This will include the receipt or offer of financial benefits (referred to generally as Gifts and Benefits, and set out specifically in Section 8). This should be made as follows:

- for non-academic staff, casual workers or volunteers - to the Head of Department or HR Manager and/or Domestic Bursar;
- for academic staff or volunteers - to the Senior Tutor;
- for Fellows, Officers or external members of committees, Emeriti and SCR members - to the Finance Bursar, the Sub-Warden and/or the Warden;
- for Students including SU and MCR committee members - to the relevant Tutor, College Supervisor and/or College Officer.

The declaration should be sent to the Finance Bursar to include in the Register of Interests.

iii) **Declaration when a matter is raised at committee:** At Governing Body and other College Committees, committee members and/or attendees must declare any interest that could give rise to conflict in relation to any item on the agenda at the beginning of the meeting. All interests so disclosed will be recorded in the minutes. The member shall excuse themselves from discussion or voting on that item, though if considered appropriate the chair may decide to admit them for discussion of the matter. Further details of handling Trustees conflicts of interest are addressed in Annex B.

## 8. Declaring Gifts and Benefits

### Gifts and Benefits from suppliers or business partners

8.1. The offer or receipt of Gifts and Benefits (for example gifts, vouchers, points or payments, or hospitality) by a supplier or business partner as a result of a College activity can create or appear to create a Conflict of Interest. Such items should belong to the College rather than to the College Member, and must be disclosed immediately to the Domestic Bursar (for non-academic staff) or the Finance Bursar (for academic). In

addition, if preferential prices or discounts are offered by suppliers when purchasing goods or services on behalf of the College, these should be disclosed as a Conflict of Interest.

The College has asset a Materiality Threshold for declaration of Gifts and Benefits from suppliers or business partners, which is published on the College Website, and may be updated from time to time.

Any single gift or a combination of gifts and benefits from the same (or related) supplier or business partner should be counted together to assess the value against the Materiality Threshold. Items of low value, such as calendars, diaries, pens and mugs are typically of value below the threshold, and so may be retained without disclosure.

### **Gifts and Benefits from clients or guests**

8.2. Gifts and Benefits (for example vouchers and payments (tips)) received personally by any College Member from clients and guests attending an event, may often be a gesture of gratitude, but can create or appear to create a Conflict of Interest.

Gifts given in a formal capacity to Officers or those acting as a representative of the College, for instance memorabilia presented by visiting delegations, may be intended as a gift to the College. As such they shall remain the property of the College and should be notified to the Finance Bursar. The Finance Bursar and other Officers will review periodically to decide how such gifts should be handled.

The College has set a Materiality Threshold for declaration of Gifts and Benefits from clients or guests, which is published on the College Website, and may be updated from time to time. Gifts and Benefits (including tips) totalling no more than the Materiality Threshold may be accepted by a College Member at the time of the event without disclosing them to the College. Gifts of above the Materiality Threshold, or gifts that are intended to be shared with multiple recipients, should be disclosed to and discussed with the Domestic Bursar (for non-academic staff / volunteers) or the Finance Bursar (for academic staff and Fellows).

College Members should be aware that monetary tips are taxable and should be declared on their self-assessment tax return. The College is not responsible for declaring such income on behalf of staff members. However, the College is required to notify the authorities of any arrangements for sharing tips between staff.

### **Managing Conflicts of Interest**

8.3. In general, a material Conflict of Interest will require more than just declaration, and an agreement on must be made with the relevant HOD or Officer (see section 7.1) on how conflict will be actively managed. Typically it will involve one or more of the following strategies:

- not taking part in discussions of certain matters;
- not taking part in decisions in relation to certain matters;
- referring to others certain matters for decision;
- resolving not to act as a particular person's supervisor or tutor.

The approach adopted should be documented and copies provided to the relevant parties, and the Finance Bursar. Those affected are responsible for complying with the management approach that has been agreed.

Where arrangements set out in this policy are deemed insufficient to resolve a conflict of interest, then reference shall be made to the wider provisions of the conflict of interest policy adopted by the University, and other sources of good practice.

## **9. College Disciplinary Procedures**

9.1 Failure to follow the provisions of this policy will be considered a serious matter and may lead to disciplinary action (possibly resulting in dismissal) under the College's relevant disciplinary procedures.

## Annex A – Examples of how to handle common potential Conflicts of Interest

The following sets out how to address a number of potential Conflicts of Interest that may be encountered by College Members.

### Job Recruitment

College members involved in the recruitment and selection process for academic or non-academic roles would have a Conflict of Interest if a close personal relationship exists with a potential applicant. Members must immediately declare to the HR Manager and Domestic Bursar (for non-academic roles) or the Senior Tutor (for academic roles) of any potential conflict of interest. College Members can also seek confidential guidance from the HR Manager or Domestic Bursar or Senior Tutor.

### Relationships between College members and suppliers

A close personal relationship with a consultant, contractor or supplier of goods or services to the College, can create the possibility, or appearance, of ability to influence contracts or the tendering process. Such close personal relationships must be disclosed in good time. For non-academic roles, the College Member's Head of Department or the relevant College Officer should be informed, and for academic roles the Senior Tutor should be informed. The Head of Department must consult the relevant College Officer, who will take the matter to the Finance Bursar in confidence to determine whether the member of College 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.

### Relationships involving a supervisor or line manager

A close personal relationship with another College Member could easily result in a Conflict of Interest, or be thought to do so. It would not be appropriate for academic or non-academic staff to be in a direct or indirect management or supervisory role relating to a member of college with whom they have a close personal relationship, or to have supervisory oversight in key areas, for example:

- Authorisation of financial payments or expenses,
- Salary payments,
- Recruitment, selection or appointment including the provision of references,
- Progression, promotion and training,
- Probation and performance reviews,
- Workforce planning (rotas), attendance and welfare matters.

For non-academic roles, the College Member's Head of Department or the relevant College Officer should be informed, and for academic roles the Senior Tutor should be informed. Follow-up would be as with item 2 above.

### Private work

College Members may undertake private work in their own time (subject to contractual restrictions) but this must not impair the performance of the member of staff's duties nor conflict with the interests of the College. Before accepting or extending any existing private work arrangements, non-academic members should contact their line manager, and academic members to discuss with the Senior Tutor. Details of external consultancies, directorships, and membership of external committees must be entered onto a Register of Interests maintained by the Finance Bursar.

Under no circumstances shall College Members (which includes students, staff and fellows) offer, solicit or provide private services that involve or imply the use of College property, assets, name, crest or image. 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.

**The above list is not exhaustive 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 Head of department, HR Manager or Domestic Bursar.**

## Annex B - Governing Body Fellows as Trustees

### The role of a Trustee.

All members of the Governing Body are treated by statute as charity trustees, and have a legal obligation to act in the best interests of the College (the charity) and in accordance with its governing documents (its Statutes and By-laws) as well as ensuring that the College acts lawfully.

### Potential for Conflict of Interest, and conduct in Committees.

It is recognised that Trustees are often employed as Fellows of the College and in addition may be employees of and hold management positions in the University, and as such may on occasion have to make decisions where the interests of the College, the University and their own employment are to a degree opposed. Trustees must always bear in mind that in Governing Body as Trustees they are required to give primary consideration to the interests of the College, but they must also bear in mind that since the College pursues its educational objectives as a College within the University, then there is a substantial community of interest between the College and the University and mention of 'conflict' must always take account of this special context. Regard should also be had to the Policy on Conflict of Interest published by the University, and updated from time to time.

To recognise the systemic Conflict of Interest, the following text will be stated at the foot of the Agenda of Governing Body meetings and all subcommittees to Governing Body:

"It is noted here that GB members act as the Trustees of the College, and often hold joint positions within the University and elsewhere, and in the event of any conflict between these roles they are obliged to have regard to the Charity Commission's guidance on public benefit when exercising any powers or duties: <https://www.gov.uk/guidance/public-benefit-rules-for-charities>. Fellows and others present are asked to declare at the beginning of the meeting, or relevant item of business, any specific interest that could give rise to a conflict in respect of any item on the agenda". Their action of excusing themselves from discussion and voting on the items should be minuted.

### Charity Commission Guidance.

The publication **Conflicts of Interest: a guide for Charity Trustees** (CC29), issued in May 2014, and updated from time to time, provides useful help and information. Members of Governing Body are encouraged to read this guide.

### Declaration of Interests.

Members of Governing Body, as Trustees of the College, are required to declare any interests that might conflict with their duty of loyalty to the College, and also to report any gifts or hospitality received in connection with their role in Wadham College which might conflict with that duty. For the avoidance of doubt, this excludes the receipt of honorariums and/or hospitality associated with giving lectures at conferences/seminars. This also excludes activities carried out in relation to other positions that they may hold, unless such activities may reasonably appear to an unbiased observer to result in Conflict of Interest in relation to the College.

The Materiality Threshold for declaration of Gifts and Benefits is published on the College Website.

The Finance Bursar should be notified promptly of the receipt of any gifts or hospitality of a value over this threshold received by any member of Governing Body in connection with their College activities. The details will be entered into the Register of Interests.

## Thresholds for declaring Gifts and Benefits

This list of Thresholds for declaring Gifts and Benefits is a supplement to the Policy on Conflicts of Interest, and may be updated from time to time.

The Policy on Conflicts of Interest recognises that Gifts and Benefits may be offered to College Members, and acceptance of these can create a Conflict of Interest.

The following materiality thresholds (accumulated over a single academic year) apply to the declaration of Gifts and Benefits:

### **From Suppliers**

As noted in the COI Policy, the offer or receipt of Gifts and Benefits (for example gifts, vouchers, points or payments, or hospitality) by a supplier or business partner as a result of a College activity can create or appear to create a Conflict of Interest.

**The declaration threshold is £ 100, for any one or a combination of gifts and benefits.**

As noted in the COI Policy, items of value below the threshold, such as calendars, diaries, pens and mugs may be retained without disclosure. Multiple gifts and benefits from the same (or related) supplier or business partner should be counted together to assess the value.

### **From Customers**

As noted in the COI Policy, Gifts and Benefits (for example vouchers and payments (tips)) received personally by any College Member from clients and guests attending an event, may often be a gesture of gratitude, but can create or appear to create a Conflict of Interest.

**The declaration threshold is £ 100, for any one or a combination of gifts and benefits.**

As noted in the COI Policy, Gifts and benefits totalling no more than the threshold, may be accepted by a College Member at the time of the event without disclosing them. Gifts or benefits of more than the threshold should be disclosed to and discussed with the Domestic Bursar or the Finance Bursar. If the item is in monetary form, the gift up to the threshold will be returned to the College Member. These items will be distributed by way of raffle prizes in the regular raffles organised within the College with the proceeds being donated to a charity.

### **To Members of Governing Body in their role as Trustees of the College**

As noted in the COI Policy, Trustees are required to declare any interests that might conflict with their duty of loyalty to the College, and also to report any gifts or hospitality received in connection with their role in Wadham College which might conflict with that duty.

**The declaration threshold is £ 100, for any one or a combination of gifts and benefits.**



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### Declaration of Interests Form

This form is to be completed in compliance with the College's Conflict of Interest Policy dated 4th December 2019.

Governing Body Fellows, Officers, Senior Staff, external members of GB sub-committees, and anyone in a role identified to have a particular risk, are asked to declare any **relevant interests**, applicable to themselves or those with whom they have a close personal relationship (this is defined in the Policy). A relevant interest is one that is materially relevant to College business, or may reasonably appear so to an unbiased observer. To assist with this declaration, some categories of possible relevant interest are set out below.

I \_\_\_\_\_ declare the following relevant interests in accordance with the Conflict of Interest Policy.

Category of conflict	Please give details of relevant interests.
Existing employment, any previous employment or any offer of future employment which you have accepted, in which you presently have an interest, financial or otherwise	<ul style="list-style-type: none"><li>Joint Appointment with University (delete if not applicable)</li></ul>
Appointments (including unpaid) such as directorships, trusteeships, local authority memberships, consultancy or advisory posts, positions of responsibility etc.	<ul style="list-style-type: none"><li>Employee and Trustee (delete if not applicable)</li></ul>
Membership of any professional bodies, pressure or special interest groups or mutual support organisations	
Investments in unlisted companies, partnerships and other forms of business, significant shareholdings or controlling interests and beneficial interests a) in which the College has funds invested or b) which may have dealings with the College	

<p>Gifts or hospitality accepted (above the materiality threshold in each case) from external bodies or companies in relation to College activities, if not already declared, within the last year.</p>	
<p>Any other contractual relationship with the College or any of its subsidiary companies.</p>	
<p>Any other interests not covered above, including those of a social or personal nature, that do or might give rise to a conflict with the discharge of College business.</p>	
<p><i>To the best of my knowledge, the above information is complete and correct.</i></p> <p><i>I undertake to update the information as necessary, and to inform the Warden, or the chair of any committee on which I serve, or my line manager, if a conflict arises.</i></p> <p><i>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.</i></p> <p>Signed:</p> <p>Date:</p> <p>Role:</p>	

**Notes**

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, committees which report directly to Governing Body, other meetings or other material business, would be a non-compliance with Policy.