

## **All Souls College, Oxford**

### **Statement of Policy and Procedure on Conflict of Interest**

Adopted by the Warden and Fellows of All Souls College on 5 December 2009

#### **Introduction**

1. The Warden and Fellows of All Souls College have adopted a policy to address conflicts of interest and to ensure that activities of the College and its Governing Body are and are seen to be conducted in accordance with the highest standards of ethics and integrity.
2. The Warden and Fellows consider that the activities of the College and of the Members of its Governing Body are in the public interest and of benefit also to the University of Oxford and the individuals concerned. On occasion, however, they may give rise to conflicts of interest, whether potential or actual, perceived or alleged.
3. All Members of the Governing Body and the senior Staff identified below are required to recognize and disclose interests and activities that might give rise to conflicts of interest or the perception of conflicts and to ensure that such conflicts are seen to be properly managed or avoided.

#### **Scope**

4. This policy applies to:
  - 4.1 all Members of the Governing Body;
  - 4.2 the Manciple, the Accountant, the Computer Officer, and such other senior staff members as may hereafter be determined;
  - 4.3 members of Committees and Sub-Committees of the Governing Body;and

- 4.4. such other persons as the Governing Body or its General Purposes Committee may from time to time determine.
5. It is the responsibility of each individual to recognize situations in which he or she has a conflict of interest, or might reasonably be seen by others to have a conflict, to disclose that conflict to the appropriate person or body and to take such steps as may be appropriate and as set out below.

## **Recognizing conflict of interest**

6. A conflict of interest arises where the commitments and obligations owed by an individual to the College are likely to be compromised, or may appear to be compromised, by:
  - 6.1 that person's personal gain, or gain to immediate family (or a person with whom the person has a close personal or academic relationship), whether financial or otherwise; or
  - 6.2 the commitments and obligations that person owes to another person or body.
7. There can be situations in which the appearance of conflict of interest is present, even when no conflict actually exists. When evaluating a potential conflict of interest, it is therefore important to consider how it might be perceived by others.
8. The duty to declare a possible conflict of interest applies both to the perception of the situation as well as the actual existence of a conflict. However, the duty is not infringed if the situation cannot reasonably be regarded as likely to give rise to a conflict of interest.

## **Financial and Non-Financial Conflicts of Interest**

### **Financial conflicts of interest**

9. A financial conflict of interest is one where there is or appears to be opportunity for personal financial gain, financial gain to close relatives or close friends, or where it might be reasonable for another party to take the view that financial benefits might affect that person's actions.
10. Financial interest means anything of monetary value, such as payments for services, equity interests (e.g. stocks, stock options other ownership interests), and/or intellectual property rights (e.g. patents, copyrights and royalties from such rights).
11. 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 disclosure of 'any' financial interest, however small. For example, a conflict will arise if the interest might provide, or be reasonably be seen by others to provide, an incentive to the individual which affects his or her actions, and where he or she has the opportunity to affect a College decision or other activity.

### **Non-financial conflicts of interest**

12. Non-financial conflicts of interest can also come into conflict, or be perceived to come into conflict, with a person's obligations or commitments to the College or to the University or to other bodies of which he or she is a trustee. Such non-financial interest may include any benefit or advantage, including, but not limited to, direct or indirect enhancement of an individual's career, education or gain to immediate family or a person with whom the individual has a close personal relationship.
13. For example, a non-financial conflict of interest may arise where a Member of the Governing Body or other person to whom this policy applies has a close personal or familial relationship with a student or other individual and is involved in decisions about that person's academic progress, his or her election to fellowship, or the award of any prize or grant.

## **Procedure**

14. It is the duty of every Member of the Governing Body and of every other person to whom this policy applies to disclose any conflict of interest or any circumstances that might reasonably give rise to the perception of conflict of interest. If a Member of the Governing Body fails to declare an interest known to the Warden or any other Member of the Governing Body, then they may disclose such interest on their behalf.
15. The general rule, subject to express provisions below dealing with committee business, is that disclosure should be made in writing to the Warden or other appropriate person,<sup>1</sup> at the time the conflict first arises, or it is recognized that a conflict of interest might be perceived.
16. Many situations will require nothing more than a declaration and a brief written record of that declaration, which will be held in the College records.
17. In other instances, it may be necessary to agree how the conflict can be actively managed, for example, by the individual not taking part in discussions of certain matters; not taking part in decisions relating to certain matters; referring to others certain matters for decision; resolving not to act as a particular person's supervisor; divesting or placing in trust certain financial interests; or publishing a notice of interest.
18. The approach adopted in any particular case should be documented and copies provided to the relevant parties. A copy will also be held in the College records and available for inspection by the auditors and/or the Audit Committee.
19. Any unresolved matter shall be referred to the Audit Committee which may, in its discretion, refer the matter and its recommendations to the General Purposes Committee for its advice.

## **College Meetings**

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<sup>1</sup> For example, the Estates Bursar or the Domestic Bursar in the case of the Warden and the Domestic Bursar in the case of Administrative and Domestic Staff.

20. Each Member of the Governing Body and any other individual participating, in whatever capacity, in any meeting of the Governing Body or of any Committee or Sub-Committee of the Governing Body, should normally declare to the Warden or Committee chair, in advance or at the beginning of the item in question, any interest that could give rise to conflict.
21. In general, and subject to paragraph 22 below, the individual disclosing an interest should withdraw from the meeting while the item in question is discussed; and he or she should not participate in any vote on the matter unless the Warden or Chair of the meeting has determined that it would be in the interest of the College for that individual to take part.
22. The procedures set out at 20 and 21 above will not apply in regard to any matter on which the interests of all Members of the Governing Body, Committee, or Sub-Committee are inevitably engaged, at least to some degree; and those of paragraph 22 will not apply where the Governing Body, Committee, or Sub-Committee would otherwise be inquorate; or where the decision on the matter in question would fall to those who, in the circumstances, could not reasonably be considered as possessing the necessary skills or experience.
23. All interests so disclosed, any actual or potential conflict of interest, and any action taken, will be recorded in the minutes of the Governing Body, Committee or Sub-Committee; and every instance of the application of paragraph 23 above shall be subject to review by the Audit Committee.

### **Declaration of external interests**

24. In addition to declaring any conflict or potential conflict of interest in accordance with the procedure above, the following shall complete and submit an annual declaration of external interests:
  - 24.1 all Members of the Governing Body;

- 24.2 the Manciple, the Accountant, the Computer Officer, and such other senior staff members as may hereafter be determined;
  - 24.3 members of Committees and Sub-Committees of the Governing Body;  
and
  - 24.4. such other persons as the Governing Body or its General Purposes Committee may from time to time determine.
- 25. Such declarations, which shall be in the form annexed to this policy, should be amended on the occasion of any significant change.
  - 26. The College Secretary will maintain a Register of External Interests in such manner as shall be most convenient, either electronic or paper.
  - 27. The Register of External Interests will be treated as sensitive personal data under the terms of the Data Protection Act but may be accessed for the purposes of ensuring the effective management of any conflicts of interest by Members of the Governing Body, the Audit Committee, the appointed College auditors, and such other persons as may be approved by the Governing Body.

## **Oversight and Review**

- 28. The Audit Committee will report annually to the General Purposes Committee on the implementation of this Policy. It may report in its discretion on such matters as appear to require the advice of the Governing Body.
- 29. The General Purposes Committee will keep this Policy under review and, after consultation with the Audit Committee, may recommend to the Governing Body such amendments as appear necessary to ensure the effective management of all actual or potential conflicts of interest.

**ALL SOULS COLLEGE  
OXFORD**

**Register of External Interests Statement**

I confirm that:

1. I have read and accept the College Conflict and Interest Policy and Procedure.
2. I have set out below all potential or actual conflicts of interest that may arise in relation to my role as a Fellow and Trustee of All Souls College, Oxford of which I am aware at the date of this Statement.
3. I understand that in the event of a further potential or actual conflict of interest arising prior to my being asked to update this Statement, I should complete and return to the College Secretary a revised Statement.

**PLEASE AMEND OR DELETE THE FOLLOWING STATEMENTS AS APPROPRIATE to reflect any other external appointments or interests you *currently* have in the University or elsewhere, or *have* had or held during the last twelve months:**

4. In addition to my role as a Fellow of All Souls, I am also *[please supply details and dates of]*:
  - *any University appointment*
  - *other external role/employment/consultancy*
  - *other directorship/trusteeship]*
5. *[Delete or amend as appropriate]*:  
Neither I nor any member of my family has any links with College suppliers of goods or services, whether through financial interest, board responsibility, or ongoing consulting involvement.

*OR provide details:*

6. *[Delete or amend as appropriate]*:  
I have no other reportable interests related to my role as a Fellow of All Souls  
*OR provide details, for example:*
  - any shareholding by yourself or a member of your family in excess of 5% in any company trading in an area related to your College role or work;
  - any College funded employment of other members of your family.

NAME (please print)

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DATE .....

COLLEGE

POSITION/TITLE.....

SIGNATURE.....