



# Procedure and Guidelines for the Management of Conflicts of Interests

**Human Resources Department and Research and Enterprise  
Services**

Lead Director: Director of Human Resources, Organisational Development and Student Support
Date ratified by Council: 30 October 2008
Procedure issue date: 30 October 2008 Reviewed: November 2014
Procedure to be reviewed every 2 years or earlier if there is a change in relevant legislation. Date of next review: November 2016

## 1. PURPOSE AND SCOPE

- 1.1 This document supports the University's *Policy for the Management of Conflicts of Interests*, approved by Council on 30<sup>th</sup> October 2008, and specifies how disclosures should be made at the time (i.e. before members of staff engage in the activity). This guidance is, in places, detailed and prescriptive. However this level of detail is necessary to provide clear and unambiguous guidance to University staff under circumstances where conflicts may arise, and to ensure clarity of the University's policy. A summary of potential conflicts together with suggested mitigating action can be found at Annex A. The purpose of this document is to:
- a) provide guidance on which activities can be managed (and how they might be managed), and to provide a decision-making framework for managers in the consideration of external interests and activities which may or may not be supported.
  - b) ensure appropriate reporting and management of external business interests.
- 1.2 All University staff, and also Honorary, Visiting and Emeritus titleholders (hereafter referred to as "University staff"), are required to follow these procedures.
- 1.3 Whilst this document describes and provides guidance for many of the situations in which conflicts occur, it is not intended to be exhaustive. The primary obligation rests with the member of University staff to disclose business and external interests and to discuss any potential conflicts with their Head of School/ Unit. If a member of staff is uncertain how the requirements detailed in this document might affect their activities, they should contact their Head of School/ Unit.
- 1.4 The University will not use the information provided under this procedure for any other purpose other than the management of potential conflicts of interests or commitment. Subject to statutory requirements, the University will also ensure that personal information provided by staff is retained in compliance with its data protection obligations.
- 1.5 The requirements detailed in this document are in addition to, and therefore do not replace, existing procedures that were established to comply with statutory and governance requirements (refer to Annex C for a summary of the existing procedures). Members of staff engaging in external consultancy and other activities for which they receive payment are also subject to the requirements of the University's *Additional Earnings and Consultancy Policy and Procedure*.
- 1.6 In the vast majority of cases, simple disclosure of external interests or activities is sufficient to assess any potential conflict of interest alongside determination of relevant action to manage or eliminate any concerns. Specific guidance can be found at Annexes A and B. Occasionally the University may suggest a different way of managing an activity that avoids the conflict of interest. However, the conflict of interest may be so fundamental and unmanageable that it is necessary to restrict one or other of the conflicting activities.

- 1.7 Within the University there are two categories of conflict that may arise, personal (those faced by individuals) and organisational (those faced by Keele University as an organisation). This document addresses personal conflicts.

## **2. DISCLOSURE OF INTERESTS**

- 2.1 The University requires all members of staff to disclose their Interests by completing the Disclosure of Interests Form (DB1 Form) and submitting it to the Head of School/ Unit who will review the nature and detail of the declared interest as a basis for satisfying him/herself that the declared interest does not present a conflict of interest, or to agree action that will eliminate, or mitigate against, any perceived or actual conflict direct with the member of staff. Any such agreements should be counter-approved by the relevant Dean or Director.
- 2.2 On receipt of the disclosure form, the Head of School/ Unit should consider if sufficient information has been provided to enable him or her to determine that there is no potential for actual or perceived conflict of interest. If insufficient information has been provided, the Head of School/ Unit should meet with the member of staff to discuss the nature and scope of the declared interest and to explore any potential conflict and its management.
- 2.3 Where the disclosure indicates a potential conflict of interest, this should be discussed with the member of staff as a basis for exploring and agreeing options to manage or mitigate against any conflict.
- 2.4 Actions agreed to manage or mitigate against a declared conflict of interest must be recorded on the Disclosure form and submitted to the relevant Dean or Director for counter-approval.
- 2.5 Disclosures made by Head of School/ Unit must be discussed with the relevant Dean or Director and any actions counter-approved by the Deputy Vice-Chancellor.
- 2.6 Disclosures made by Deans and Directors must be discussed with the Deputy Vice-Chancellor as appropriate and any actions counter-approved by the Vice-Chancellor.
- 2.7 Disclosures made by the Vice-Chancellor, the Deputy Vice-Chancellor and the Pro Vice-Chancellors will be governed by the Chair of Council.
- 2.8 Although responsibility for the management of any conflicts of interest will lie at School/ Unit level, the completed Disclosure forms will be held in Human Resources (HR) and HR will maintain a Register of Interests.

### **3. DISCLOSURE PRINCIPLES**

3.1 Keele University is committed to the principle that the external and consultancy activities of its staff should not give rise to situations in which they have, or appear to have, conflicts of interest. At the same time, the University recognises that policies that seek to eliminate all potential conflicts could also prevent many of the activities (e.g. spin-out companies) that universities now wish to encourage. Accordingly, rather than seek to prohibit all activities that might give rise to a conflict of interest, this document provides for a three-fold approach:

- a) disclose on Form DB1 in accordance with the provisions of paragraph 2;
- b) manage any conflict arising wherever possible. It is anticipated that this will be possible in the vast majority of cases;
- c) prohibit the activity when necessary to protect the public interest or the interest of Keele University.

3.2 The key goal is to segregate any activities on which the potential or actual conflict has a bearing, from those duties and activities where it does not. Keele University is particularly concerned to ensure that staff activities do not create conflicts in the areas set out in the University's Strategic Plan, as these areas are considered to be of fundamental importance to the University as an institution dedicated to teaching and research.

3.3 On occasions, Keele University itself may be involved in an activity in which a member of University staff has a conflict of interest. For example, the University may own shares in a spin-out company in which a member of University staff also owns shares. Depending on the circumstances, the individual's shareholding may give rise to a conflict of interest. Staff should be aware that the fact that the University may benefit from an activity (e.g. as a shareholder) does not in any way mitigate or reduce the obligations of the member of staff under these procedures.

### **4. TYPES OF POTENTIAL CONFLICTS**

4.1 A working definition of "conflict of interest" is:

"A conflict between the private interests and the official responsibilities of a person in an identified position or role within or associated with the University".

4.2 Some of the principles set out in this document relate to what might be better described as "conflicts of duty" (e.g. where the duty as a member of University staff conflicts with one's duty as a director of a spin-out company). The term "conflicts of interest", as used in this document, includes conflicts of duty, rights, obligations, commitments, interests and similar conflicts, whether as an individual or as a representative of Keele University.

- 4.3 The main areas of potential conflict of interest are summarised below and examined in more depth in paragraphs 5 and 6.
- a) Educational Mission (especially in regard to supervision);
  - b) Research Integrity;
  - c) Conflicts of Commitment and Loyalty;
  - d) Financial Conflicts.
- 4.4 The damage caused by such conflicts can be considerable. For example, should there be any doubt about the validity of an academic's research findings due to the academic being discovered to have had a conflict of interest, there could be considerable reputational damage to the academic and to the University.
- 4.5 This illustration highlights another important issue. The definition is not restricted to those cases in which an individual *actually* compromises that trust; it can be just as damaging for the conflict to exist or *appear* to exist. For this reason, an explicit policy for the management of business interests does not infer any lack of trust in, or loyalty of, University staff. Rather, it is a mechanism for protecting University staff against criticism or compromise by ensuring that they recognise and disclose external interests, within the framework set out in this document, and take steps to avoid and manage any potential conflicts arising.
- 4.6 The need for a comprehensive procedure has been made more acute by the emergence of spin-out companies as a mechanism for bringing research to market. Staff often have multiple roles in such companies, for example as a director, shareholder and consultant. Fulfilling these multiple roles in a company can create (or appear to create) a conflict with the member of staff's primary obligations and allegiance to the University. Similarly, members of staff may be engaged in other external and professional activities such as non-executive directorships, or other public or private duties, which could involve a conflict with their University duties and responsibilities. This document sets out what should be disclosed and the manner of such disclosure and provides guidance on the management of potential conflicts involving spin-out companies as well as many other situations where conflicts may arise. Other circumstances which would be considered under the purview of these procedures would include:
- a) the use of the University's facilities to pursue personal business, commercial or consulting activities;
  - b) any attempt to restrict rights governing the timing and contents of publications, save in circumstances approved by the University to protect privacy, commercially sensitive proprietary information and patentable inventions;
  - c) involvement in externally-funded activity that might infringe the right of a student engaged in the activity to complete the degree for which he or she is registered and/or to publish freely or seek patent protection for his or her findings (save in the circumstances referred to in (b) above);

- d) a financial interest held by an individual in an external enterprise engaged in activities closely related to that individual's line of activity within the University;
- e) a personal involvement in any company which is in, or in the process of negotiating, a contract with the University;
- f) over-dependence on a particular company for research funding – which may result in that company either formally or informally influencing the direction of the research or dissemination of results;

4.7 The above categories are intended to be illustrative and not exhaustive. Similarly, any examples of conflicts of interest given below are illustrative only.

## **5. PRINCIPAL SITUATIONS IN WHICH CONFLICTS CAN ARISE**

### **5.1 Financial Interests**

Conflicts of interest, such as those described above, commonly arise when a member of staff:

- a) has a financial interest in an activity (e.g. research, consultancy or licence income) that is dependent on particular research outcomes;
- b) has a financial interest in the sponsor of a research project or studentship (e.g. as a shareholder of the sponsoring body);
- c) has a financial interest in other areas of University activity where decision-making (by the member of staff or by others) could be influenced by the interest.

5.1.1 These Procedures address both financial and non-financial conflicts of interest. However, the risk of a conflict, or the perception of a conflict, may be greater where a member of staff has a Significant Financial Interest (refer to paragraph 5.1.3, below) in relation to that activity or participant.

5.1.2 Similar issues arise where a Significant Financial Interest (as defined in paragraph 5.1.3, below) is held by a close family member (e.g. spouse, partner, parent, or sibling of a University member of staff) or by an associated entity such as a company, or Trust established or controlled by the member of staff or close family member, or a Trust from which any of them benefits or may be expected to benefit. In relation to Significant Financial Interests, references to a member of staff shall be understood as including, where the context permits, his or her close family members and such associated entities, where the member of staff is aware, or can reasonably be expected to be aware, of the interest.

### 5.1.3 Significant Financial Interests and Exceptions

5.1.3.1 For the purposes of this document, a Significant Financial Interest includes the following items received or held by the member of staff (staff should note that this list is not exhaustive):

- a) shares, share options, warrants and other securities and interests (together referred to below as “Shares”) in a company;
- b) payments for services, e.g. consulting fees, director’s fees, stipends and honoraria or payments in kind (together referred to below as “Consultancy Fees”). Excluded from this definition are modest payments services below the threshold specified in the DB2 Form. Examples of such services include: external examiners’ fees; fees for reviewing manuscripts for publishers; fees for delivering a one-off guest lecture; an honorarium for editing a journal, organising a conference, or holding office in a professional association.
- c) payments in respect of intellectual property, including licence fees, royalties and revenue-sharing arrangements, except those payments made under Keele University’s Royalty Sharing Scheme.

5.1.3.2 Certain minimum thresholds apply to the definition of Significant Financial Interests. Where a financial interest consists of Shares, it will be excluded from the definition of Significant Financial Interests if all the following conditions are met:

- a) the Shares are held in a company that is listed on a recognised stock exchange;
- b) the value of the Shares does not exceed 1% of the total issued share capital of that body at any time;
- c) there is no relationship or connection, explicit or implicit, between the acquisition of the Shares and any research to be conducted for that company.

### 5.2 External Activities: Directorships, Appointments, Professional Activities and Employment

5.2.1 Whenever a member of University staff accepts an external position or appointment, or engages in external professional activities, the potential for conflicts of interest may arise, regardless of whether the member of staff receives payment for services.

5.2.2 All Directorships, including executive and non-executive of public or private companies, and appointments to positions with similar standing or responsibilities, should be disclosed on form DB1 in accordance with the provisions of paragraph 2.

5.2.3 Remunerated or honorary positions and related connections with other educational institutions (including universities, further education colleges and/or schools) should be disclosed on Form DB1 in accordance with the provisions of paragraph 2.

- 5.2.4 Election to office should be disclosed on Form DB1 in accordance with the provisions of paragraph 2.
- 5.2.5 Other external appointments and professional activities, whether voluntary or paid, and including employment, freelance work and consultancy activities, may need to be disclosed on Form DB1 in accordance with the provisions of paragraph 2. To determine whether such an appointment or activity would require disclosure, consideration should be given to the nature of the member of staff's University duties and the type of external appointment or activity. Where the appointment or activity could potentially involve a conflict of commitment, or incurs an obligation which could unduly interfere with the proper discharge of their duties to the University, the appointment or activity should be disclosed. Members of staff who are unsure whether their appointment or activity should require disclosure may seek advice from their Head of School/ Unit who may contact Research and Enterprise Services for guidance. Further guidance specifically relating to external employment, self-employment and freelance work can be found at paragraph 5.2.6, below.
- 5.2.6 Where a member of staff is also employed outside the University, his or her primary professional obligation is to the University<sup>1</sup>. The University has the right to ensure that there is no conflict of interest or commitment or that any additional hours would not impact unduly on his or her ability to undertake their University responsibilities effectively. Members of staff should note that the Working Time Regulations limit the number of hours a worker can work to an average of 48 hours per week and that they also provide for minimum daily and weekly rest periods. If these limits are likely to be exceeded the member of staff should approach their Head of School/ Unit who may contact Research and Enterprise Services for guidance.
- 5.2.7 Where a member of staff identifies, or is invited to undertake, an appropriate external professional activity which falls outside their normal duties but may be of relevance/benefit to the University and for which the member of staff may wish to use University facilities and/or take time off work, in addition to making a disclosure, he or she should also follow the procedure detailed at Annex E.

### 5.3 **Gifts and Hospitality**

Members of staff should be aware that to accept a gift, gratuity or hospitality from anyone they deal with or is seeking to deal with the University can place them in a potentially compromising position. Staff may accept a small gift of token value, for example, a calendar, pen, book, review copy, or other modest token of hospitality, where to refuse would impair relationships, but should politely refuse if the gift is substantial explaining that he or she is not permitted to accept such a gift. Staff who are in any doubt should discuss the matter with their immediate supervisor or manager who may contact Human Resources for guidance.

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<sup>1</sup> It is recognised that the obligation for part-time staff is in relation to the time they work for the University.

#### 5.4 **Other Situations where Conflicts may Arise**

Conflicts of interest may also arise in a variety of situations, for example in relation to student admissions, employment applications, managing staff or assessing and managing students. In addition, potential conflicts of interest may arise where there is some involvement or association with organisations or individuals giving funds to the University, suppliers of goods and services, collaborative partners, University-related companies or other outside organisations. The potential conflict could result from personal, social, financial or business interests or ethical considerations.

However, it is not possible to provide a comprehensive definition of circumstances that necessarily give rise to a conflict of interest. The question as to whether or not particular circumstances will give rise to a potential conflict of interest may be difficult. The general principle to consider is whether the circumstances could reasonably be perceived to affect the judgement of the person making a decision affecting the University and whether the associations made, and actions permitted, could be successfully justified. Where there is any doubt as to whether there is a potential conflict, the member of staff should disclose on Form DB1 in accordance with the provisions of paragraph 2.

### **6. TOOLS FOR MANAGING CONFLICTS**

#### 6.1 **Conflict of Educational Mission**

##### 6.1.1 *Principles*

University staff who are involved in educating, training, supervising or directing the work (“education”) of students, should ensure that the education they provide is appropriate to the student.

Keele University has a primary objective to educate and train students. Special care must be taken to assure that any elective activities (including research projects) are not, and do not appear to be influenced by, any business or external interests.

##### 6.1.2 *Conflicts and their Management*

6.1.2.1 As a general rule, the University would need to be aware when

- a) a student, or member of University staff receives support from a company in which one or more of their supervisory team has a relevant business or external interest;
- b) the results arising from, the research project (or any intellectual property generated) are related to the research activities of a company in which one or more of their supervisory team has a relevant business or external interest.

6.1.2.2 One approach to the management of this conflict situation is to ensure one of the supervisory team has no relevant business or financial interest, and is able to act as an independent supervisor for the student. In such cases the individual with a conflict of interest should not seek to direct the project.

However, Keele University recognises that it is also in the student/ member of staff's best interests to be supervised by the member of staff with the greatest relevant expertise, and that, *in a very few circumstances* this may require that there is some supervisory involvement from a staff member with a relevant business or external interest in the sponsoring organisation. In these circumstances permission must be sought by the Head of School from their Dean. Where such permission is granted, certain conditions will be imposed:

- a) before embarking on a research project, a student/ member of staff must be provided with a clear description of 1) the source of the sponsorship for the research to be undertaken, 2) any personal business or external interest the supervisor has with a sponsor, 3) any restrictions that might be imposed on the scientific communication of the data by the sponsor, and, 4) any rights that the sponsor may have to any intellectual property generated in the course of the project;
- b) the independent Supervisor must not have any connection whatsoever with or interest in the sponsoring company.

6.1.2.3 Increasingly, students themselves start businesses whilst still at university. No member of staff, who is in a position to judge the quality of that student's work, or to evaluate the student in any way, should have any business interest in such a student-run, owned or controlled venture whilst the student is enrolled at Keele University.

## 6.2 **Conflict of Research Integrity**

### 6.2.1 Principles

6.2.1.1 Keele University staff should maintain the highest standards of scientific integrity in the conduct of research.

6.2.1.2 The complete, objective and timely dissemination of new findings through publications is essential for research integrity. In this context, 'publication' means any means of dissemination of research findings, including publication in a journal, information placed on the web, conference presentations or any other kind of scientific communication.

6.2.1.3 The potential for personal gain must not jeopardise nor appear to jeopardise the integrity of research activities, including the choice of research, its design, the interpretation of results, or the reporting of such results.

### 6.2.2 Conflicts and their Management

6.2.2.1 Conflicts of interest can arise in a number of situations, for example:

- a) the researcher has a relevant business or external interest in the company sponsoring the research;
- b) the researcher is an inventor of patents whose value may be affected by the outcome of the research;

- c) the researcher holds a position in an enterprise that may wish to restrict (or otherwise manage) adverse research findings for commercial reasons.
- 6.2.2.2 The preservation of research integrity must be largely dependent on self-regulation within the framework set by the University. It is essential to promote and maintain a climate consistent with high ethical standards.
- 6.2.2.3 Where a researcher has, or appears to have a conflict of interest (for example, because he or she has a business or external interest in a research sponsor), proper ethical transparency in designing, conducting and reporting the research may be insufficient to address any concerns and to protect both the individual and the researcher from risk. In such cases researchers must take proper measures to ensure transparency and probity
- 6.2.2.4 The first step for managing such conflicts is disclosure. Where any member of staff has an external interest, they should:
- a) disclose details of the personal, business or external interests on Form DB1 in accordance with the provisions set out in paragraph 2;
  - b) play no part whatsoever in the negotiation of the financial terms of the research contract, either as an agent of Keele University or the sponsor;
  - c) at the time of submission of a publication to a journal, comply with any conflict of interest policy (or similar) of the relevant journal;
  - d) make a similar form of disclosure on all other forms of publication.
- 6.2.2.5 Conflicts of this kind may be managed or avoided in a number of ways: These are sample illustrations only:
- a) by declining the opportunity to conduct the research, instead arranging for the work to be carried out by an independent researcher, either at Keele University or elsewhere subject to agreement by the Head of School and counter-approved by the relevant Dean;
  - b) subject to agreement by the Head of School and approval by the Dean to appoint a co-investigator who has control over the design and analysis of the research and its results, or an oversight committee.
- 6.2.2.6 Clinical research may require greater scrutiny, given the potentially significant financial consequences of research outcomes and the potential harm to members of the public engaged in clinical trials or under treatment. In some cases Keele University may prohibit staff from acting as Principal Investigator. In addition to the guidelines laid out in this document, researchers should comply with any additional requirements as laid down by the University's Research Ethics Sub-Committee and the Research Governance Steering Committee.

### 6.3 **Conflict of Financial Interest**

#### 6.3.1 Principles

Keele University staff have a responsibility to ensure that the University:

- a) receives appropriate financial benefits from the provision of research services, including consultancy and other services conducted through the University;
- b) receives appropriate financial benefits from the use or commercialisation of its intellectual property;
- c) receives appropriate financial benefits from the use of other resources and assets, including equipment, technical staff, facilities;
- d) makes responsible use of its financial resources in relation to the purchase of goods as specified in the University's Financial Regulations.

#### 6.3.2 Conflicts and their Management

6.3.2.1 The relationship of a member of staff with another organisation may create financial responsibilities to that organisation which conflict with his or her responsibilities to Keele University.

6.3.2.2 Such potential conflicts may be managed in a number of ways, including:

- a) disclosure of details of the personal, business or external interests on Form DB1 in accordance with the procedure set out in paragraph 2 above;
- b) the negotiation of contracts with external organisations, including their financial terms, by the appropriate Directorate (e.g. Research & Enterprise Services) with the member of staff playing no part whatsoever in such negotiations;
- c) disclosure (if appropriate under confidentiality) and seeking from Research & Enterprise Services a waiver in respect of all rights to inventions or other intellectual property generated by the individual as part of (for example) a private consultancy;
- d) where University staff provide consultancy services, conducting that consultancy through the University. Further guidance on consultancy is set out in the *Additional Earnings and Consultancy Policy and Procedure*;
- e) where any goods or services are to be purchased from a business or sole trader in which a member of University staff has a relevant business or external interest as defined above, disclosure of such an interest in accordance with the provisions set out in paragraph 2.

## 6.4 **Conflict of Commitment/ Loyalty**

### 6.4.1 *Principles*

6.4.1.1 The University recognises that external professional activities, for example non-executive directorships and membership of public bodies, can contribute to staff professional development and enhance the individual's and the University's profile and standing. The University encourages such development opportunities and, where possible will support staff wishing to engage in them. The University will also consider requests for paid time off for undertaking such activities, although staff should note that this is not a contractual right and may be reviewed at any time at the University's discretion.

6.4.1.2 Whilst employed by the University, staff owe their primary professional commitment and allegiance to the University and the University is entitled to gain assurance that the activities do not conflict with University interests. Some external appointments, such as membership of Committees, Boards, Advisory Groups, can entail an obligation to act in the best interests of the external body. Staff should ensure that these duties do not conflict with their obligations to the University, by declaring their interest to the external body and excluding themselves from involvement in certain discussions where necessary.

### 6.4.2 *Conflicts and their Management*

6.4.2.1 Disclosure should be made in accordance with paragraph 2 using form DB1 and staff should ensure that any commitments to external bodies should be such that they do not interfere with the responsibilities attached to the role of the individual within the University.

6.4.2.2 Exceptionally University staff may be able to arrange unpaid leave of absence from the University to deal with short term commitments associated with their external interests. Approval of any such request is at the discretion of the relevant senior manager, who will be no less senior than a Head of School/ Unit.

## 6.5 **Changes in Circumstances**

Circumstances can change in a way that result in changes to a conflict of interest (either as a result of changes to the member of staff's responsibilities at Keele University, changes in the nature of the relationship between the external company and the University, or changes in the commitment to the external body). The University recognises that circumstances often change gradually and with little formality, but it is important, for the staff member's own protection, that the Head of School/ Unit is made aware, in advance, of any changes to the relationship and a disclosure made, where appropriate.

## 7. **USE OF CONFIDENTIAL INFORMATION**

University staff should not use for personal gain any confidential information obtained through their involvement with the University.

## **Annex A: SUMMARY OF TYPES OF CONFLICT AND MANAGEMENT**

Whilst it is not possible to provide a comprehensive definition of circumstances that necessarily give rise to a conflict of interest, the summary table below draws together some of the primary conflicts of interest illustrated in this document together with the way in which they should be managed. Members of staff and managers should abide by the general principle, which is to consider whether the circumstances could reasonably be perceived to affect the judgement of the person making a decision affecting the University and whether the associations made, and actions permitted, can be successfully justified to a sceptical member of the public.

*SFI = Significant Financial Interest (for definition refer to paragraph 5.1.3)*

<b>Activity/ Conflict</b>	<b>Paragraph</b>	<b>Action by Individual</b>	<b>Tools for Management/Avoidance of Conflict</b>
<p><u><i>Conflict of Educational Mission:</i></u>            1. Enrolment of students where proposed academic supervisor has SFI in the research project or sponsoring organisation.            2. Involvement in student-run, owned, or controlled venture businesses.            3. Academic supervision where the supervisor has a SFI in company related to research</p>	6.1	Disclose on Form DB1 in accordance with the provisions of paragraph 2.	<p>If the member of staff is involved in judging/evaluating student's work, they must not take any financial stake or hold a formal position on the venture.</p> <p>Consider alternative supervisor. Exceptionally provide student with information (refer to Paragraph 6.4.2.4(a) and appoint a second supervisor.</p>
<p><u><i>Conflict of Financial Interest:</i></u>            Employee's relationship with another company creates financial responsibilities to that organisation which conflict with financial responsibilities to the University</p>	6.3	Disclose on Form DB1 in accordance with the provisions of paragraph 2.	Consider whether the conflicts are manageable. Consider alternatives for management of the contract and/or IP waiver. Consider whether consultancy should be carried out through the University
<p><u><i>Conflict of Financial Interest:</i></u>            SFI in a supplier of goods or services</p>	6.3	Disclose on Form DB1 in accordance with the provisions of paragraph 2.	Discuss with Procurement Manager. May require prior written approval from Director of Finance and IT
<p><u><i>Conflict of Commitment/Loyalty:</i></u>            Directorship/ External Appointment/            Membership in an External Body/External Professional Activities</p>	6.4.and 5.2	<p>Disclose on Form DB1 in accordance with the provisions of paragraph 2</p> <p>Ensure primary commitment and allegiance is to the University. Also refer to the</p>	Discuss staff member's involvement and time commitment. Consider whether potential conflict with University or professional activities. Set parameters. May need to

Activity/ Conflict	Paragraph	Action by Individual	Tools for Management/Avoidance of Conflict
		<i>Additional Earnings, Consultancy and External Professional Activities Policy and Procedure.</i>	consider refusal. Other alternatives may be discussed with Dean/Director and/or HR.
Engagement by, or involvement with, two or more rival concerns <i>(could be any of the above types of conflicts)</i>		Disclose on Form DB1 in accordance with the provisions of paragraph 2  Ensure primary commitment and allegiance is to the University. Also refer to the <i>Additional Earnings, Consultancy and External Professional Activities Policy and Procedure.</i>	Establish type of conflict/potential conflict and ensure appropriate measures taken to manage/avoid conflict.

## **Annex B: EXAMPLES OF ACTIVITIES**

Some examples of activities that are generally not allowable, or that require prior written approval (and may be subject to overview).

### **A Activities that are generally not allowable (note situations require disclosure):**

- A1. A Keele member of staff acting as academic supervisor for an industry-funded student where the member of staff concerned has a Significant Financial Interest in the sponsoring company.
- A2. A Keele University member of staff taking any financial stake or holding a formal position in a student-run, owned or controlled company while the student is enrolled at Keele University, and the University member of staff is in a position to judge the quality of that student's work or to evaluate the student.
- A3. A Keele University member of staff taking any part in the negotiation of a contract between the University and a company, where the member of staff has a Significant Financial Interest in the company.
- A4. A Keele University member of staff publishing or formally presenting research results or providing expert commentary on a subject, without disclosing any Significant Financial Interest in a company that may benefit from the results being reported or opinions expressed.

### **B Activities that may be allowable after disclosure, review and appropriate managerial approval**

- B1. A Keele University member of staff acting as an academic supervisor for a student where the research results are related to the research or commercial activities of a company in which the supervisor has a Significant Financial Interest.
- B2. A Keele University member of staff acting as Principal Investigator on a project funded under contract by a company, where the member of staff concerned has a Significant Financial Interest in the company.
- B3. A Keele University member of staff carrying out research, the outcome of which may affect the value of patents or other intellectual property held by the member of staff concerned (except where Keele University is owner of such intellectual property).
- B3. A Keele University member of staff holding a position in a company (e.g. as a director) where the company may, for commercial reasons, wish to restrict (or otherwise manage) adverse research findings generated by the member of staff concerned.
- B4. A Keele University member of staff conducting research externally that would normally be conducted by the University.
- B5. A Keele University member of staff taking administrative action within the University which is beneficial to a company in which he or she has a Significant Financial Interest.

## **Annex C: EXISTING PROCEDURES - SUMMARY**

The University has several procedures in place dealing in some way with the management of potential conflicts of interest. These procedures do not supersede the requirements of the other procedures as they more appropriately detail the appropriate requirements. They are summarised below:

<b>Procedure</b>	<b>Who Relates to</b>	<b>Managing Unit</b>	<b>Frequency</b>	<b>Notes</b>
Register of Council Member details	Council Members	Planning and Academic Administration	Annual Return: July	Compulsory. Includes details of current affiliations and register of interests.
FRS8 – Related Party Disclosure	Members of University Council, Members of University Executive Committee, Heads of School/ Unit	Finance and IT Directorate	Annual Return: August	Disclosure of details of transactions between the University and senior members of staff or Council members. Requirement of statutory accounts and audit. Zero Returns Required.
Procurement	Budget Holders	Finance and IT Directorate (Procurement)	Ongoing requirement	Declaration of interest in a new supplier.
Recruitment and Selection	Chairs of Panels; Panel Members	Human Resources	Ongoing	Panel members to declare interest in, or personal relationship with, a candidate. The Chair of the panel should consider a potential conflict and, if necessary, take advice from Human Resources.

## Annex D

# DISCLOSURE OF INTERESTS

## **Keele University Approval Procedures**

### Introduction

In keeping with its academic aims and purposes, Keele University encourages close liaison between its staff and industry, commerce and Government departments through the acceptance by staff of personal directorships, partnerships, consultancies (including Private Clinical Practice), trusteeships, trade engagements membership of official committees and other relevant external professional activities.

Keele University encourages such interaction, but is mindful of its obligation to provide safeguards, wherever possible, against anything arising from these links which could be detrimental to the University or to individual members of staff. One area of concern is that of potential conflicts of interest; another is legal liability and indemnity insurance cover.

Where the possibility of conflict of interests exists, it is universally accepted that prior disclosure by all parties of their interests is essential. Members of staff, in addition to disclosing their interests as consultants, etc, are asked to provide details of membership of external committees whose work may be related to that of the University, e.g. Research Councils, government departments, professional bodies, training organisations

Members of staff could also be engaged in trading activities or other remunerated positions, without necessarily holding consultancies, etc, in which there could be deemed to be a conflict of interest with the University.

### Procedure

- 1. The University requires all new members of staff and Honorary, Visiting and Emeritus Titleholders to disclose their external interests by completing the Disclosure of Interests form (Form DB1).**
- 2. If a new member of staff does not have any interests to declare (i.e. he or she can answer "NO" to all of the questions on the form), the form should still be submitted. The University may on occasions conduct a Disclosure of Interests audit, of a particular unit of the University, or of the whole organisation, that will require all staff to complete and submit the form. Should this be the case, the University will inform staff of the requirement.**
- 3. The Disclosure of Interests form should also be completed and submitted where a new potential conflict arises during employment.**
- 4. The Form should be submitted to Human Resources who, where a Disclosure is made, will forward the forms to the relevant Manager for signature/approval/appropriate action as below.**

5. The Head of School/ Head of Unit should, where appropriate, meet with the member of staff in order to explore any potential conflicts of interest.
6. The Head of School/ Head of Unit will sign his or her approval (and submit to the relevant Dean/ Director for counter-approval) provided:
  - a) he or she is satisfied that there is no conflict, or
  - b) actions have been agreed with the member of staff (and any other relevant manager and/or members of staff) that will eliminate, or mitigate against, any perceived or actual conflict. Any such actions will be included on the form together with details of any review process.
7. The relevant Dean / Director will sign his or her approval provided:
  - a) he or she is satisfied that there is no conflict, or
  - b) he or she is satisfied that the actions and review process agreed to eliminate or mitigate against any conflict are satisfactory.
8. The form should then be returned to Human Resources.
9. It shall be the responsibility of the member of staff and the relevant Head of School/ Unit to ensure that the actions and reviews are undertaken appropriately.
10. HR will maintain records of Disclosures and a Register of Interests.
11. Staff should inform their manager if there are any changes to their disclosed interests. Managers are responsible for informing HR of any such changes.
12. Members of staff are reminded that failure to declare an interest may be a disciplinary matter and therefore staff are advised to declare such an interest if they are in any doubt about its relevance.

## **Annex E: Approval Procedure for External Professional Activities**

Where a member of staff identifies, or is invited to undertake, an appropriate external professional activity which falls outside their normal duties but may be of relevance/benefit to the University and for which the member of staff may wish to use University facilities and/or take time off work, in addition to making a disclosure, he or she should also follow this procedure.

1. The member of staff completes Form DB2 and discusses the opportunity with his /her line manager, for approval by Head of School/ Unit, to establish:
  - a. use and cost of University resources, facilities, equipment;
  - b. time commitment (on and off site);
  - c. whether the member of staff is to receive any remuneration for the activity, and/or expenses;
  - d. that the activity will not jeopardise the member of staff's ability to perform his or her normal duties;
  - e. that the activity will not create conflicts of interest for the University or School/ Unit;
  - f. that the Consultancy will not compromise University or third party confidential information;
2. Subject to the above, following appropriate review, approval will be granted by the Head of School/Unit and counter-approved by the relevant Dean/ Director.
3. Approval may be subject to review or be time limited.
4. The form should then be sent to Human Resources.