

CONFLICTS OF INTEREST PROCEDURE AND GUIDELINES

1. INTRODUCTION

This document sets out the University's procedures on the management of conflicts of interest. It includes practical guidelines to University staff and managers on how potential or actual conflicts of interest may be managed. This Procedure supports, and should be read in conjunction with, the Conflicts of Interest Policy, Personal Relationships Policy Statement and Procedure for Disclosing Relationships or to Raise Concerns (Staff and Student Relationships) and the University's Financial Regulations.

1.1 Purpose

1.1.1 The purpose of this Procedure, together with the Policy, is to ensure that staff:

- a) understand the standards of behaviour expected of them, which are reflected in the seven Nolan Principles of Public Life: Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty and Leadership;
- b) recognise conflicts of interest, understanding that they take a variety of forms that may not always be obvious;
- c) are aware of the need to avoid putting themselves in a position where their duty to the University and their private interests might conflict;
- d) are transparent about external interests, ensuring that these are disclosed to the University, and that that disclosure is kept up to date; engage constructively with managers where conflicts need to be resolved.

1.2 Scope

1.2.1 This Procedure sets out the University's commitments in relation to the management of conflicts of interest. This includes:

- a) ensuring that managers recognise conflicts of interest and facilitate their management and resolution;
- b) putting in place processes to enable disclosure of interests, and their review by managers;
- c) ensuring managers have appropriate guidance and support on how to manage actual or perceived conflicts of interest.

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 and should be read alongside the University's Personal Relationships Policy Statement and Procedure for Disclosing Relationships or to Raise Concerns (Staff & Student Relationships).

2. PROCEDURE

2.1 Overview

- 2.1.1 All University staff, and also Honorary, Visiting and Emeritus titleholders (hereafter referred to as "University staff"), are required to follow this Procedure. Whilst this document describes and provides guidance for many of the situations in which conflicts occur, it is not intended to be exhaustive.
- 2.1.2 The primary obligation rests with the member of University staff to disclose business and external interests and to discuss any potential conflicts with their line manager. If a member of staff is uncertain how the requirements detailed in this document might affect their activities, they should contact their line manager.
- 2.1.3 In the vast majority of cases, simple disclosure of external interests, activities or personal relationships 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.
- 2.1.4 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 Consultancy and Contract Research Policy and Procedures.
- 2.1.5 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.
- 2.1.6 The University will not use the information provided under this Procedure for any other purpose than to manage any potential or actual conflicts of interest or commitment, subject to the University retaining the right to use any information provided under this Policy in accordance with the University's disciplinary procedures where a disciplinary matter arises. The University will also ensure that personal information provided by University staff is processed in accordance with data protection legislation.

2.2 Disclosure of Interests

- 2.2.1 The University requires all members of staff to disclose their Interests by completing the appropriate Disclosure Form (Col1 or Col2 Form) on appointment and as potential conflicts arise. Staff are required to undertake to review this on an annual basis and update as

necessary. Members of staff should declare any actual or potential conflicts of interest as soon as they are known or they arise, and for potential conflicts outlined in Annex A, prior to the activity. Due to the nature of some roles and responsibilities, post holders may be asked to complete a new Disclosure form on a periodic basis. It is the responsibility of Deans and Directors to identify any roles within their area of responsibility where regular reporting is required and the frequency of this. Staff should be made aware of this through local communications and recorded in the job description wherever possible.

- 2.2.2 The line manager will review the nature and detail of the declared interest as a basis for satisfying them 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.
- 2.2.3 On receipt of the Disclosure form, the line manager should consider if sufficient information has been provided to enable them to determine whether there is a potential for actual or perceived conflict of interest. If insufficient information has been provided, the line manager 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.
- 2.2.4 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. 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. The approach to resolution of a potential conflict of interest should be documented by the line manager and must be provided to the individual concerned and should include a date of review.
- 2.2.5 Whilst wherever possible steps will be considered to agree how the conflict can be actively managed to eliminate the conflict, safeguard against prejudice toward the University activities and provide continuing oversight, there may be some instances where this is not possible. In such circumstances the staff member must cease the activities in question. Failure to do so will be considered in accordance with the appropriate University Disciplinary and Appeals Procedure.
- 2.2.6 Disclosures made by Head of School/ Professional Service Area must be discussed with the relevant Dean or Director and any actions counter-approved by the Deputy Vice-Chancellor for academic staff and Chief Operating Officer for professional services.
- 2.2.7 Disclosures made by Deans must be discussed with the Deputy Vice-Chancellor as appropriate and any actions counter-approved by the Vice-Chancellor.
- 2.2.8 Disclosures made by Directors must be discussed with the Chief Operating Officer as appropriate and any actions counter-approved by the Vice-Chancellor.

- 2.2.9 Disclosures made by the Vice-Chancellor, the Deputy Vice-Chancellor, the Pro Vice-Chancellors and the Chief Operating Officer will be governed by the Chair of Council.
- 2.2.10 Responsibility for the management of any conflicts of interest will lie at School/ Professional Service Area level, and the completed Disclosure forms will be held in Keele People.
- 2.2.11 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 organisation 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 line manager is made aware, in advance, of any changes to the relationship and a disclosure made immediately, where appropriate.
- 2.2.12 Failure to follow the procedure and disclose an actual or potential conflict of interest, or adhere to the conditions set out by a line manager in relation to an approved conflict, may be considered a disciplinary matter and therefore staff members are advised to disclose such an interest if they are in any doubt about its relevance.

2.3 Disclosure Principles

- 2.3.1 Keele University is committed to the principle that 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 activities of value to the education and research environment. 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) always to disclose (via Employee Self Service) 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.
- 2.3.2 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 Vision and Mission, as these areas are considered to be of fundamental importance to the University as an institution dedicated to education and research.
- 2.3.3 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.

2.4 Types of potential conflicts

2.4.1 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”.

2.4.2 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.

2.4.3 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 or assessment);
- b) Research Integrity;
- c) Conflicts of Commitment and Loyalty;
- d) Potential overlap between personal relationships and working relationships;
- e) Financial Conflicts.

2.4.4 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.

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

2.5 Principal situations in which conflicts can arise

2.5.1 Financial Interests

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

- a) makes a private financial gain from University activities (e.g. IP commercialisation and consultancy);
- 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 with an external business, from a procurement perspective, where decision-making (by the member of staff or by others) could be influenced by the interest. For example, where there is an interest in a company that is supplying the University with goods or services.

2.5.1.2 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 (see below) in relation to that activity or participant.

2.5.1.3 Similar issues arise where a Significant Financial Interest (as defined below) is held by a close family member (e.g. spouse, partner, parent, or sibling of a University member of staff), by a close friend or by an associated entity such as a company, or Trust established or controlled by the member of staff or close family member/friend, 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, their close family members/friends and such associated entities, where the member of staff is aware, or can reasonably be expected to be aware, of the interest.

2.5.2 Significant Financial Interests and Exceptions

2.5.2.1 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 EPA1 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.

2.5.2.2 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 activities to be conducted for that company.

2.5.3 External Activities (Directorships, Appointments, Professional Activities and Employment)

- 2.5.3.1 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.
- 2.5.3.2 All Directorships, including executive and non-executive of public or private companies, and appointments to positions with similar standing or responsibilities, should be disclosed in accordance with the provisions of section 2.
- 2.5.3.3 Remunerated or honorary positions and with the provisions of section 2.
- 2.5.3.4 Election to office should be disclosed in accordance with the provisions of section 2.
- 2.5.3.5 Other external appointments and professional activities, whether voluntary or paid, and including employment, freelance work and consultancy activities, may need to be disclosed in accordance with the provisions of section 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.
- 2.5.3.6 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 line manager who may contact Research and Enterprise Services for guidance.
- 2.5.3.7 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 external 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.
- 2.5.3.8 The need for a comprehensive procedure addresses spin-out companies as a mechanism for the growing number of partnerships with external organisations, and areas such as licensing and creating research impact. 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.

2.5.3.9 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 divert resources for university research and education or infringe the right of a student engaged in the activity to complete the degree for which they are registered and/or to publish freely or seek patent protection for their 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.

2.5.4 External employment, self-employment and freelance work

2.5.4.1 Where a member of staff is also employed outside the University, their primary professional obligation is to the University. 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 their 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 line manager who may contact the Directorate of Research, Innovation and Engagement and/ or Human Resources for guidance.

2.5.4.2 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, they should notify their line manager and seek approval to pursue such activity.

2.5.5 Personal Relationships between staff members

2.5.5.1 Often the existence of a personal relationship between staff members will not pose an actual or perceived conflict of interest. However, where personal relationships occur between a line manager/ supervisor and a team member, a real or perceived conflict of interest may arise. Relationships are not limited to the management line and where a member of staff has a personal relationship with another member of staff, within or outside of their immediate work team, they should declare the relationship if there could potentially be an actual or

perceived conflict of interest. For example, where the role involves close working relationships which may lead to actual or perceived operational challenges such as promotions panels, providing Human Resources support or Finance support.

2.5.5.2 This Policy also applies to members of staff who begin a personal relationship with a contractor or supplier, or when a personal relationship exists and there becomes a business or financial relationship with the University.

2.5.5.3 If the staff member's job role allows authority over a contractor or supplier (for example if the member of staff is involved in decisions as to the award of work to contractors, allocation of tasks, approval of purchase orders etc) the relationship must be declared in accordance with this Policy and Procedure.

2.5.5.4 In the context of this procedure a personal relationship is defined as:

- a family relationship;
- relationships of physical intimacy (including isolated or repeated sexual activity);
- relationships of a romantic nature or emotional intimacy;
- a close or private friendship (including financial dependency);
- any relationship which could create a perceived or actual conflict of interest, breach of academic or professional expectations and standards, or any unfair bias or influences on University activities;
- any other personal relationships where it is reasonably considered that there could be a potential conflict.

Reference to "personal relationships" relates to relationships as defined above. However, personal relationships are not restricted to these examples and anyone who considers that they are in a relationship which presents an actual or potential conflict should declare it.

2.5.5.6 Staff members must not use their professional position to pursue a personal relationship with a staff member, contractor or supplier. It is wholly unacceptable for a member of staff to form, or attempt to form, a relationship based on an abuse of power such as an implicit or explicit promise of preferential treatment or on an implicit or explicit threat of detrimental treatment.

2.5.5.7 Where personal relationships occur between members of staff, both individuals are responsible for declaring and dealing appropriately with any potential conflict of interest.

2.5.5.8 Disclosure should be made in accordance with section 2 and the line manager will treat these matters in confidence, and in consultation with the member(s) of staff, will explore ways in which a potential conflict of interest can be avoided. Staff who are uncertain about whether there is likely to be any risk of a conflict of interest, should discuss this with their line manager and/ or seek guidance from the Human Resources Team.

2.5.5.9 Where a personal relationship has been disclosed, the line manager will need to consider any necessary steps to facilitate the re-organisation of the member of staff's duties to ensure that any risk of a real or perceived conflict of interest is eliminated or minimised. For

relationships involving line management responsibilities this will include making changes to the management line or considering alternative duties.

- 2.5.5.10 The relevant reporting structure must be reviewed if a personal relationship develops between a line manager and a member of their staff and/ or contractor. In this case the appropriate senior manager should identify if another senior colleague may perform 'line management' functions in respect of the individual involved in the personal relationship. Relevant arrangements should be made as soon as the situation arises. Substantive alternative line management and working arrangements should be made where possible and appropriate. Example processes and decision making to which these principles may apply are outlined in Annex C.
- 2.5.5.11 The University does not require staff members to report relationships with another staff member where there is no actual or perceived influence. For example, staff members who work in different faculties or professional services areas where roles do not interact. Individuals should take care to review any changes in working practices where these might introduce a potential conflict where it was previously considered not to be the case. In this event, the individuals concerned should report the conflict as soon as it becomes apparent. If an individual is uncertain, they should speak to their line manager for guidance.
- 2.5.5.12 Any member of staff who becomes aware of a personal relationship of others as outlined in this Policy, or have concerns about the distribution of authority, may raise concern with their Head of School/ Professional Services Area.
- 2.5.5.13 Staff members are expected to manage their own relationships without them impacting on the workplace and to behave in a manner which is consistent with the principles laid out in this Procedure. If the University believes that the behaviour of an individual has resulted in a detrimental impact on the work environment of others, then the University may investigate the matter in accordance with the relevant disciplinary procedure.

2.5.6 Gifts and Hospitality

- 2.5.6.1 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 they are not permitted to accept such a gift. Staff who are any doubt should discuss the matter with their immediate supervisor or manager who may contact Finance for guidance.

2.5.7 Other Situations where Conflicts may Arise

- 2.5.7.1 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 Col1 in accordance with the provisions of section 2.

2.6 Illustrative approaches for Managing Conflicts

2.6.1 Conflict of Educational Mission

2.6.1.1 Keele University has a primary objective to educate and train students. University staff who are involved in educating, training, supervising or directing the education of students, should ensure that the education they provide is appropriate to the student. 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 individual business or external interests.

2.6.1.2 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.

2.6.1.3 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.

2.6.1.4 Occasionally 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.

2.6.2 Conflict of Research Integrity

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

2.6.2.2 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.

2.6.2.3 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.

2.6.2.4 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.

2.6.2.5 Where a researcher has, or appears to have a conflict of interest (for example, because they have 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.

2.6.2.6 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 Col1 in accordance with the provisions set out in section 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.

2.6.2.7 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 Executive Dean;
- b) subject to agreement by the Head of School and approval by the Executive Dean to appoint a co-investigator who has control over the design and analysis of the research and its results, or an oversight committee.

2.6.2.8 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.

2.6.3 Conflict of Financial interest

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

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

2.6.3.2 The relationship of a member of staff with another organisation may create financial responsibilities to that organisation which conflict with their responsibilities to Keele University.

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

- a) disclosure of details of the personal, business or external interests in accordance with the procedure set out in section 2 above;

- b) the negotiation of contracts with external organisations, including their financial terms, by the appropriate Directorate (e.g. Research, Innovation & Engagement) with the member of staff playing no part whatsoever in such negotiations;
- c) disclosure (if appropriate under confidentiality) and seeking from Research, Innovation and Engagement 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 Consultancy and Contract Research 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 personal, business or external interest as defined above, disclosure of such an interest in accordance with the provisions set out in section 2.

2.6.4 Conflict of Commitment/Loyalty

2.6.4.1 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.

2.6.4.2 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.

2.6.4.3 Disclosure should be made in accordance with section 2 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.

2.6.4.4 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/ Professional Service Area.

2.7 Use of Confidential Information

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

3. ROLES AND RESPONSIBILITIES

3.1 University Staff:

- 3.1.1 All University staff, including new staff joining the University and staff whose potential conflicts of interest alter are responsible for:
- a) Disclosing and discussing their work-related actual or potential conflicts of interest as outlined as soon as they become aware of a new interest.
 - b) Completing the appropriate Disclosure form (Col1 or Col2) as soon as potential conflicts change.
 - c) Completing the appropriate Disclosure form (Col1 or Col2) as soon as directed by the University.
 - d) Adhering to any actions agreed with respect to managing a conflict of interest.
- 3.1.2 Any staff member who has a clear and substantial interest in a matter which they are involved in during the course of their work must declare that interest to their line manager immediately and must also declare that interest at any meeting where the matter is being discussed, regardless of whether that interest has already been declared through the Conflict of Interest process.
- 3.1.3 Staff members must also comply with the Personal Relationships Policy Statement and Procedure for Disclosing Personal Relationships or to Raise Concerns (Staff & Student Relationships) and ensure that any relationships with students are disclosed accordingly.

3.2 Line Managers/ Head of School/ Professional Service Area

- 3.2.1 Line Managers/ Heads of School/ Professional Service Area are responsible for:
- a) Ensuring that all staff working for or within the University within their area of responsibility are aware of the Conflicts of Interest Policy and requirements of this Procedure.
 - b) Leading the implementation of this Procedure and related Conflicts of Interest Policy and support in the creation of an environment of declaration.
 - c) Receiving disclosures of interest ensuring that they are reviewed and addressed immediately in accordance with this Procedure and related Conflicts of Interest Policy.

3.3 Deans and Directors (and COO, DVC & VC where applicable)

- 3.3.1 Deans, Directors, COO, DVC and VC are responsible for:
- a) Ensuring that all direct reports are aware of the Conflicts of Interest Policy and requirements of this Procedure.
 - b) Identifying roles within their area of responsibility who are required to complete a disclosure of interest on a periodic basis and ensure this is clearly documented and communicated to their direct reports as appropriate.

- c) Leading on the implementation of this Procedure and related Conflicts of Interest Policy and support in the creation of an environment of declaration.
- d) Receiving disclosures of interest ensuring that they are reviewed and addressed immediately in accordance with this Procedure and related Conflicts of Interest Policy.

4. RELATED POLICIES AND PROCEDURES

- 4.1 Where potential conflicts of interest relate to external consultancy or contract research, it should be read in conjunction with the Consultancy and Contract Research Policy and Procedures.
- 4.2 This Procedure should also be read in conjunction with:
 - Conflicts of Interest Policy
 - Intellectual Property Management Code of Practice
 - Consultancy and Contract Research Policy and Procedures
 - Personal Relationships Policy Statement and Procedure for Disclosing Personal Relationships or to Raise Concerns (Staff & Student Relationships)
 - Disciplinary and Appeals Procedure for Staff
 - Disciplinary and Appeals Procedure for Academic Staff
 - Anti-bribery Policy
 - Gifts and Hospitality Policy
 - Procurement Procedure
 - Research Integrity Policy
 - Data Protection Policy
 - Financial Regulations

5. REVIEW, APPROVAL & PUBLICATION

- 5.1 This Procedure shall be reviewed at least every 3 years, alongside the Conflicts of Interest Policy. Any proposed amendments and future versions of the Policy or Procedure will be authorised in line with the University's Policy Framework, following consultation with key stakeholders and the endorsement of the University Executive Committee. The Nominations & Governance Committee has responsibility to monitor the operation of the Conflicts of Interest Policy, including an annual report on declarations of interest and the fit and proper person declarations. In some instances, matters relating to conflicts of interest may be referred to the Audit & Risk Committee. Any significant changes will be subject to consultation with affected staff.
- 5.2 A copy of this and related policies and procedures can be located on the University's [Policy Zone](#).

6. DOCUMENT CONTROL INFORMATION

Document Name	Conflicts of Interest Procedure and Guidelines
Owner	Secretary to Council
Version Number	2.0
Equality Analysis Form Submission Date	[Decision from Equality Analysis and form submission date]
Approval Date	04 July 2024
Approved By	UEC (22 July 2025), Council (25 September 2025)
Date of Commencement	4 July 2024
Date of Last Review	02 July 2025
Date for Next Review	22 July 2028
Related University Policy Documents	Conflicts of Interest Policy Intellectual Property Management Code of Practice Consultancy and Contract Research Policy and Procedures Personal Relationships Policy Statement and Procedure for Disclosing Personal Relationships or to Raise Concerns (Staff & Student Relationships) Disciplinary and Appeals Procedure for Staff Disciplinary and Appeals Procedure for Academic Staff Anti-bribery Policy Gifts and Hospitality Policy Procurement Procedure Research Integrity Policy Data Protection Policy Financial Regulations
For Office Use – Keywords for search function	

Annex A: EXAMPLES OF ACTIVITIES

Some examples of activities that are generally not allowable, or that require prior approval in accordance with the conflicts of interest process and in good time prior to the intended activity (and may be subject to overview).

A. Activities that are generally not allowable (note situations require disclosure)

- A1. A Keele University 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 or personal relationship 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.
- A5. A Keele University member of staff should not line-manage, or be line-managed by, anyone with whom they have a personal relationship.
- A6. A Keele University member of staff should ensure that they are not involved in any decision-making processes relating to the conduct, employment or performance management of those with whom they have a personal relationship.
- A7. A Keele University member of staff should ensure that they are not involved in any decision-making processes relating to financial processes and approvals involving those with whom they have a personal relationship.
- A8. A Keele University member of staff should ensure that they are not involved in any practices within the University which could be viewed as canvassing for a person with whom they have a personal relationship, e.g. through recruitment, promotion processes, award of suppliers/ contracts.

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).
- B4. 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.
- B5. A Keele University member of staff conducting research externally that would normally be conducted by the University.
- B6. 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 B: EXISTING PROCEDURES - SUMMARY

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

Procedure	Who Relates to	Managing Unit	Frequency	Notes
Register of Council Member details	Council Members and members of Council committees	#Legal, Governance & Compliance	Annual Return	Includes details of current affiliations and register of interests, which are published online at www.keele.ac.uk/council
FRS8 – Related Party Disclosure	Members of University Council Members of University Executive Committee, Heads of School/ Unit	Directorate of Finance	Annual Return	Disclosure of details of transactions between the University and senior members of staff or Council members
Procurement	Budget Holders	Directorate of Finance (Procurement)	Ongoing requirement	Declaration of interest in a new supplier. If the new supplier is approved, a Col should be completed to

				declare an ongoing Col.
Recruitment and Selection	Chairs of Panels Panel Members	Human Resources	Ongoing	Panel members to declare interest in, or personal relationship with, a candidate. Chair to consider potential conflict and, if necessary, take advice from HR.

Annex C: Personal Relationships and Example Decision Making Processes

Listed below are examples of decision making processes to which these principles may apply. However, the list is not exhaustive, and staff should exercise care in the discharge of any decision making where a conflict of interest may arise.

- a) recruitment and selection
- b) providing input to SPRE/ PPRE/ PRE discussions
- c) providing input into promotion/probation decisions
- d) handling of complaints made by or against the individual
- e) workload allocation, where this goes beyond the normal application of transparent agreed formulae
- f) allocation of resources such as equipment funding, technical support or space, where this goes beyond the normal application of transparent, agreed formulae
- g) disciplinary issues
- h) issuing of references
- i) deployment of financial and other resources to staff, students and other third parties or the approval of any financial payment e.g. timesheets, expenses claims, procurement and order approval, allocation of external funding etc
- j) other issues such as regradings, requests for flexible/part-time working or contract extensions
- k) access to confidential information
- l) Training, teaching or assessment