

LONDON'S GLOBAL UNIVERSITY



UCL

The UCL Disclosure of Conflict and Declaration of Interest Policy

Foreword to the UCL Disclosure of Conflict and Declaration of Interest Policy

Background and context

UCL has now updated its existing policies around conflicts of interest following a wide-ranging review and internal consultation process.

As a world-leading, research intensive university, UCL encourages its members to engage in a wide variety of external activities. These might include serving on government, business and community boards; providing expert advice; media commentary; professional practice; schools outreach; and international projects. It also encompasses collaborations with the commercial world – including consultancy; collaborative research and development; and commercialisation of intellectual property (IP) through licensing and ‘spinout’ companies.

Staff and students who are particularly active in this sphere will almost certainly find themselves in the position of having a conflict of interest at some stage in their careers. This is often through circumstances entirely beyond their control or which could not be foreseen. Conflicts of interest are not discouraged and recognising a conflict of interest doesn’t imply improper conduct or lack of integrity. It is, however, important that

- conflicts of interest (actual, potential or perceived) are always disclosed;
- a conflict of interest management plan is put in place to prevent damage to the reputation of the staff member or student in question, or UCL as an institution;
- where conflicts cannot be managed the activity giving rise to the conflict is prohibited.

Most organisations across both the public and private sector, irrespective of scale, will have defined policies on disclosing and managing conflicts of interest – with many taking a broadly similar approach.

The new ‘UCL Disclosure of Conflict and Declaration of Interest Policy’ applies to all staff; staff and directors of UCL’s subsidiary companies; Doctoral Students; and others working in the university.

In addition to and independent of the duty to disclose possible conflicts, certain individuals are required to submit an Annual Declaration of External Interests in accordance with section 8 of this policy.

The full UCL Disclosure of Conflict and Declaration of Interest Policy and guidance can be found below. The guidance is expected to be updated, added to and amended as the Policy itself is implemented alongside the delivery of training.

UCL’s Disclosure of Conflict and Declaration of Interest Policy is written within the broader context of UCL’s procedural documents and policies, and must be considered alongside these, including, but not limited to:

- Academic Staff Consultancy Policy
- Anti-Corruption and Bribery Policy
- Close Personal Relationships Policy
- Code of Conduct for Research
- Fraud Policy
- Intellectual Property Policy
- Prevention of Bullying, Harassment and Sexual Misconduct Policy
- Public Interest Disclosure

The UCL Disclosure of Conflict and Declaration of Interest Policy

1. Introduction

- 1.1 UCL is a diverse intellectual community, engaged with the wider world and committed to changing it for the better; recognised for its radical and critical thinking and widespread influence; with an outstanding ability to integrate its education, research, innovation and enterprise for the long-term benefit of humanity.
- 1.2 UCL encourages its members to engage in a wide variety of external activities, such as serving on government, business and community boards, providing expert advice, media commentary, professional practice, schools outreach, international projects and collaborations with the commercial world, including consultancy, collaborative research and development, and commercialisation of intellectual property (IP) through licensing and 'spinout' companies.
- 1.3 UCL considers that such activities are essential to create impact, and that they are in the public interest, and are also of benefit to UCL and the individuals concerned. On occasion, however, they may give rise to conflicts of interest, whether actual, potential or perceived.
- 1.4 Conflicts that are properly managed generally enable activities to proceed as normal whilst protecting the integrity and reputation of the individuals, UCL and its members. Actual, potential or perceived conflicts which are not managed effectively risk harming the integrity and reputation of UCL and of the individuals concerned.
- 1.5 Those persons to whom this Policy relates are required to recognise and disclose actual, perceived or potential conflicts of interest when there is a risk of them arising, and to ensure that such conflicts, if they arise, are properly managed or avoided.
- 1.6 As an institution in receipt of public and other funds, a university has a duty to fulfil the highest standards of corporate governance. UCL is therefore committed to the accepted principles of public life, which embrace selflessness, integrity, objectivity, accountability, openness, honesty and leadership. This Policy is consistent with and supports this commitment.
- 1.7 Ensuring that conflicts of interest do not result in decisions or actions that can be called into question is important in order to protect UCL's reputation and its charitable status.
- 1.8 Please refer to the Glossary (Appendix 3) for a summary of the defined terms.

2. Scope

- 2.1 This Policy applies to "Relevant Staff" as defined in the Glossary.
- 2.2 The Policy applies to "Relevant Students" as defined in the Glossary.
- 2.3 Staff and students who are also members of UCL Council and any other UCL committee will also need to comply with the relevant declaration of interest requirements of those bodies.

- 2.4 Notwithstanding anything in this Policy, Relevant Staff and Relevant Students, including grant holders, who are in receipt of funding, or serving on an external committee or have a role in another organisation, are obliged to abide by the requirements of that funder, committee or other external organisation concerning declaration of interests and disclosure of conflicts.
- 2.5 The disclosure of conflicts of interest under this Policy is separate and parallel to the disclosure of related party transactions required for the preparation of UCL's statutory financial statements. Relevant Staff and Relevant Students who are asked to disclose any related party transactions should continue to do so through the annual 'Related Party Declaration Survey' and in line with the guidance issued by UCL Finance.

3. Purpose and Principles

- 3.1 The purpose of this Policy is to provide Relevant Staff and Relevant Students with the information required for appropriate awareness of issues, to be able to recognise perceived, potential or actual conflicts, and to manage them effectively should they occur. This policy encourages the disclosure and management of conflicts.
- 3.2 This Policy aims to ensure that:
 - 3.2.1 any actual, perceived or potential conflicts of interest, whether financial or non-financial and whether arising from external activities, personal relationships or roles within UCL, are identified and properly managed in compliance with the relevant professional, legal, ethical and regulatory standards on conflicts of interest so that the activity can be carried out without risk to the integrity or the reputation of UCL or its staff and students;
 - 3.2.2 activity is avoided in cases where a conflict of interest cannot be appropriately managed;
 - 3.2.3 all staff and students are aware of the importance of proper management of conflicts of interest and are transparent about any potential conflicts;
 - 3.2.4 there is a transparent and accurate record of the external interests of certain staff and students through the 'UCL Manage Conflicts and Declare Interests' system (see section 7);
 - 3.2.5 there is an effective procedure for identifying, recording and managing disclosed conflicts of interest as and when they arise, and that management plans are implemented and adhered to where required.

4. The nature of conflicts

- 4.1 A conflict can occur when the duties owed to UCL by Relevant Staff and Relevant Students compete with their personal interests, personal relationships or duties to others. This can include situations where the commitments and obligations owed by Relevant Staff and Relevant Students to UCL or to other bodies, for example a funding body, are likely to be compromised, or may appear to be compromised, by:
 - 4.1.1 personal gain, or gain to immediate family (or a person with whom the staff or student has a close personal relationship), whether financial or otherwise; or
 - 4.1.2 the commitments and obligations that person owes to another person or body.

- 4.2 A conflict can be actual, potential or perceived. A perceived conflict of interest is one which a reasonable person would consider likely to compromise objectivity. A potential conflict of interest is a situation which could develop into an actual or perceived conflict of interest.
- 4.3 Conflicts of interest may be financial or non-financial or both.
- 4.4 A conflict of interest or a potential conflict of interest does not arise merely because Relevant Staff or Relevant Students have academic or commercial interests outside UCL and this policy is not intended to discourage the development of such interests.
- 4.5 Conflicts must be disclosed, following the process and principles of this Policy
- 4.6 The annual Declaration of Interests required of senior staff is additional to the requirement to disclose any conflicts that may arise (section 8 below).
- 4.7 The guidance accompanying this Policy (Appendix 1) contains examples of types of conflicts of interest that may arise.

5. Roles and responsibilities

Relevant Staff and Relevant Students

- 5.1 Relevant Staff and Relevant Students are responsible for ensuring that they comply at all times with this Policy, and act in a transparent way that is consistent with the principles of public life. Each individual is responsible for recognising situations in which they have a conflict of interest, or potential conflict of interest, or might reasonably be seen by others to have a conflict, to disclose that conflict in accordance with section 6 and to take such further steps as may be appropriate as set out in more detail in section 7 below.

Deans, Heads of Division, Heads of Department, Heads of Vice-Provosts Offices and Heads of Professional Services

- 5.2 Deans of Faculties, Heads of Division, Heads of Department, Heads of Vice-Provosts Offices and Heads of Professional Services are responsible for:
- 5.2.1 ensuring that Relevant Staff and Relevant Students are aware of and comply with this Policy;
- 5.2.2 ensuring appropriate plans for managing conflicts of interest disclosed are agreed with the relevant individual (section 6 below).

Deans, Heads of Vice-Provosts Offices and Heads of Professional Services

- 5.3 Deans, Heads of Vice-Provosts Offices and Heads of Professional Services are accountable for ensuring that Relevant Staff and Relevant Students are aware of and comply with this Policy.

Vice-Provosts, Chief Operating Officer, Director of Finance and Business Affairs

- 5.4 The Vice-Provosts, Chief Operating Officer (COO), Director of Finance and Business Affairs (FBA) (or their delegates) are responsible for providing advice and guidance to Deans of Faculties, Heads of Division, Heads of Department and Heads of

Professional Services on the management of conflicts of interest appropriate to their functional area. This comprises:

- Chief Operating Officer: staff recruitment and management, systems
- Director of Finance and Business Affairs: finance, delegated authorities, procurement
- Vice-Provost (Health): clinical research, clinical studies, clinical trials, clinical practice, collaboration with partner hospitals
- Vice-Provost (Education and Student Affairs): student supervision and recruitment
- Vice-Provost (International): international collaborations
- Vice-Provost (Advancement): alumni relationships and donations
- Vice-Provost (Enterprise): industry collaboration, commercialisation, intellectual property and consultancy
- Vice-Provost (Research): conduct of sponsored research

Chief Operating Officer

- 5.5 The Chief Operating Officer is accountable for ensuring that a system exists and is maintained with the purpose of holding details of disclosed conflicts, and declared interests, as described in the sections 6 and 8 below. 'UCL Manage Conflicts and Declare Interests' system.

Boards of UCL subsidiary companies

- 5.6 The board of directors of each subsidiary company of UCL is responsible for ensuring the implementation of and compliance with this Policy by staff and students working at the relevant subsidiary company. Such boards of directors will ensure that staff and students working at the relevant subsidiary company are made aware of this Policy and related guidance.

Provost

- 5.7 The Provost is the owner of this Policy. The Provost may convene a committee of relevant individuals (a "Conflict of Interest Committee") as required, to which unresolved matters relating to conflicts of interest can be referred.
- 5.8 The Provost may delegate all or any of management, oversight and review of this Policy to an identified Vice-Provost or equivalent.

6. Disclosure of conflicts of interest

Relevant Staff

- 6.1 Relevant Staff should make a conflict of interest disclosure **as soon as there is a risk that a conflict or potential conflict might arise**, or it is recognised that a

potential conflict might be perceived. Disclosure should be made via the 'UCL Manage Conflicts and Declare Interests' system.

- 6.2 The escalation route for reviewing disclosed conflicts of interest is as follows:
- 6.2.1 Heads of Departments (or equivalent) will review conflicts disclosed by staff in their departments and relevant heads of professional service functions will review conflicts disclosed by staff in their departments;
 - 6.2.2 Deans will review conflicts disclosed by Heads of Departments (or equivalent) in their faculty;
 - 6.2.3 Vice-Provosts, the COO and the Director of FBA will review conflicts disclosed by Deans or relevant heads of professional services functions that relate to their functional area (as outlined in section 5.4 of this Policy);
 - 6.2.4 The Provost will review conflicts disclosed by Vice-Provosts, the COO or the Director of FBA;
 - 6.2.5 The Chair of Council will review conflicts disclosed by the Provost; and if the person named as the reviewer of a disclosed conflict in the above escalation route also has an interest in the matter disclosed then the matter will be referred for review to the next level of authority and, if necessary, a Conflict of Interest Committee.

Relevant Students

- 6.3 Relevant Students should make a conflict of interest disclosure **as soon as there is a risk that a conflict or potential conflict of interest might arise** or it is recognised that a conflict might be perceived. Disclosure should be made via the relevant system.
- 6.4 The escalation route for reviewing disclosed conflicts of interest is as follows:
- 6.4.1 the research supervisor of the student will review conflicts disclosed by a student;
 - 6.4.2 where the conflict of interest involves the research supervisor and the student, the Head of Department (or equivalent) will review the relevant conflict.
- 6.5 The person named as the reviewer of a disclosed conflict will be responsible for determining whether a conflict needs to be actively managed by the implementation of an appropriate conflict management plan and recording the relevant Conflict Management Plan in the 'UCL Manage Conflicts and Declare Interests' system.

7. Management of disclosed conflicts of interest

- 7.1 Some instances of conflict will require more than just disclosure, and will need to be addressed by agreeing how the conflict can be actively managed, through a Conflict Management Plan (Appendix 2). In cases where there is an actual conflict of interest (as opposed to a potential conflict of interest) it may not be possible to manage that conflict. In these circumstances the Relevant Staff or Relevant Student are required to remove themselves from relevant decision making processes at UCL. If for any reason they consider this is not possible or not appropriate they are required to seek further guidance from the relevant Vice-Provost.

- 7.2 Guidance on developing a Conflict Management Plan can be sought at any time from the relevant Vice-Provost and, if necessary, a Conflict of Interest Committee convened by the Provost.
- 7.3 Relevant Staff and Relevant Students are required to comply with any relevant Conflict Management Plan and failure to comply may result in disciplinary action.
- 7.4 If a Head of Department (or equivalent) becomes aware that a member of staff or student has an undisclosed conflict he/she should insist the member of staff or the student makes a declaration of an interest on the 'UCL Manage Conflicts and Declare Interests' system (staff) or the relevant system for students.
- 7.5 Any member of staff who is concerned that Relevant Staff and Relevant Students may have an undisclosed conflict should raise this with the individual's Head of Department.
- 7.6 Staff and students will be required to complete training, provided by UCL, relating to the identification and management of disclosed conflicts and declared interests on a regular basis.
- 7.7 Where a conflict of interest relates to an externally funded research project (i.e. where the interest influences, potentially influences, or could be perceived to influence, the design, conduct or reporting of such project), any steps agreed on how to declare and manage the conflict must be compatible with the terms and conditions of the award and the associated Funder's Conflicts of Interest policy.

8. Annual Declaration of External Interests

- 8.1. In addition to the duty to disclose possible conflicts and interests in accordance with this Policy the following individuals are required to submit an annual summary of their External Interests in the 'UCL Manage Conflicts and Declare Interests' system.
- the Provost;
 - the Vice-Provosts;
 - the Chief Operating Officer;
 - all members of the Provost's senior management team;
 - all Heads of Division and Heads of Department;
 - all other persons with a delegated authorisation limit of £75k and above;
 - other members of staff at grade 10 or above;
 - directors of subsidiary companies of the UCL; and
 - other senior staff as specified by the Provost or any Vice-Provost, from time to time.
- 8.2. Persons with grounds to inspect declarations of interest shall be allowed access to the relevant data at the discretion of the Chief Operating Officer.

9. Ongoing review of the Disclosure of Conflict and Declaration of Interest Policy

- 9.1. This Policy shall be the subject of regular review by the Senior Management Team, with updates reported to the Audit and Risk Committee and other relevant bodies.
- 9.2. Such reviews will take place in the light of guidance on best practice issued by outside bodies and are to take place at least once every three years.

10. Non-compliance

- 9.3. Non-compliance with this policy, including completion of the required training, will be managed within and be consistent with the disciplinary processes of UCL and appropriate to the nature of the non-compliance.

Appendix 1: Types of Personal Interest

Conflicts of interest may be financial or non-financial or both.

Financial interest refers to anything of non-trivial monetary value, including, but not limited to, pay, commission, consultancy fees, equity interests, forgiveness of debt, property, royalties, and intellectual property rights.

Non-financial interest refers to any non-financial benefit or advantage, including, but not limited to, enhancement of an individual's career, education or professional reputation; access to privileged information or facilities.

Potential conflicts could arise through Relevant Staff, Relevant Students, their Immediate Family (or people with whom the Relevant Staff member or Relevant Student has a close personal relationship) having:

- **Business positions** (e.g. Executive and non-Executive Directorships; partnerships; ancillary employment in other businesses)
- **Appointments** (e.g. Trustee in charitable organisation; School governor; appointment with a funding body or in other organisations)
- **Consultancies** (whether through UCL Consultants or any other route)
- **Investments** (e.g. Shareholdings (including spin out companies) or beneficial interests in shareholdings; Trusts/nominee companies; Other assets or significant sources of income)
- **Gifts** (e.g. reportable gifts such as substantial travel, hospitality or other forms of valuable benefit)
- Other personal interests which could constitute a potential conflict of interest situation

This list is not exhaustive, and other situations could constitute potential conflicts

Highlighted below are some common instances where conflicts of interest might arise, which staff and students may find useful as illustrative examples. However, conflicts of interest can manifest themselves in a wide variety of different ways, and clearly it's not possible to account for every situation:

- An academic is providing consultancy for an external organisation – whilst at the same time supervising a PhD student. If the student somehow becomes involved in the work relating to the consultancy contract, this creates a potential conflict of interest for the supervisor and potentially the student, which must be declared and managed effectively.
- A researcher is facilitating a clinical trial of a therapeutic agent which is being developed by a spin-out company – a company which the researcher helped to establish and now has a financial interest in as a shareholder. Although, the researcher may be the only person with the necessary expertise to carry out the clinical trial effectively, it nevertheless represents a conflict of interest that must be declared and managed by the researcher removing themselves from the decision making process.
- A manager may need to procure specialist equipment or services to deliver a project. If the manager's partner sits on the board of a company that is being considered in the

tendering process – that creates a conflict of interest that must be declared. It does not disqualify the company, but as part of the Conflict Management Plan, the manager in question may for example have to extricate him or herself from the selection process. This is often perceived as being a complex area; but if there is any doubt in a situation then disclosure is almost certainly the recommended initial course of action.

Appendix 2: Conflict Management Plan

Please refer to the Glossary for defined terms.

Some disclosed conflicts will require a Conflict Management Plan to be put in place. This should be developed by the Reviewer and the Discloser. Once it has been agreed, the relevant Conflict Management Plan will need to be approved by the Approver.

There are several strategies that may be appropriate to a Disclosed Conflicts Management Plan, such as (but not limited to):

- not taking part in discussions of certain matters;
- not taking part in decisions in relation to certain matters;
- referring to others certain matters for decision;
- resolving not to act as a particular person's supervisor;
- divesting or placing in trust certain financial interests;
- publishing a notice of interest;
- standing aside from any involvement in a particular project; and/or
- declaring an interest to a sponsor or third party.

In most cases where there is an actual conflict of interest, the decision-maker who has a conflict of interest will need to stand aside from taking the relevant decision.

A Reviewer may determine that the only way to manage a conflict of interest is for the situation giving rise to the conflict to be avoided.

A Conflict Management Plan will include review dates, options and responsibilities.

For Relevant Staff, a relevant Conflict Management Plan will be retained [in appropriate Departmental and Faculty filing, alongside Appraisal and equivalent records and a copy kept on the Discloser's HR file], and the existence of the relevant Conflict Management Plan recorded in the 'UCL Manage Conflicts and Declare Interests' system. Evidence of completion of identified reviews, any required amendment to the plans etc. will be retained and recorded in the same manner.

For Relevant Students, a relevant Conflict Management Plan will be retained, and the existence of the plan recorded in the UCL Research Student Log¹. Evidence of completion of identified reviews, any required amendment to the plans etc. will be retained and recorded in the same manner.

Deans, Vice-Provosts and their Offices and other staff in UCL are available to support and advise Heads of Department and other managers of staff where a Conflict Management Plan is required.

¹ <https://researchlog.grad.ucl.ac.uk/>

Appendix 3: Glossary of Defined Terms

Approver: the individual in the relevant escalation route outlined in either section 6.1 or 6.3 of the Policy above to whom the Reviewer is accountable, save in the case of a conflict disclosed by the Provost pursuant to section 6.1 in which case the Approver will be the Chair of Council or if necessary a Conflict of Interest Committee.

'UCL Manage Conflicts and Declare Interests' system: the register of all disclosed conflicts for Relevant Staff [and Relevant Students] and all External Interests.

Conflict of Interest Committee: a committee of relevant individuals convened by the Provost as appropriate to the issue under review, to which the unresolved matter relating to the conflict of interest can be referred.

Conflict Management Plan: the conflict management plan that sets out the agreed strategy for managing a disclosed conflict, including the review dates, responsibilities of discloser, reviewer and others, and identifies any options for amendment that may be required in the future.

Discloser: the individual who is required to make a disclosure pursuant to section 6.1 or 6.3 of this Policy.

External Interest: holding a remunerated or honorary position in, or having a material financial interest in, or having a consulting arrangement with any person or organisation which is not legally associated with UCL.

Immediate Family: spouse, civil partner, or a financial dependent. However, the 'close personal relationship' giving rise to an interest could extend to the following (this is not intended to be an exhaustive list): unmarried partner, parent, non-financially dependent children, brother, sister, grandparent, grandchild, mother-in-law, father-in-law, sister-in-law, brother-in-law, son-in-law, daughter-in-law, the (unrelated) child of an unmarried partner, as well as half and step members of family.

Relevant Staff: all employees of, and other individuals working at, UCL, including honorary staff, emeritus staff, visiting staff, as well as contractors and consultants (in circumstances where conflicts have not already been appropriately managed through their own conflict management processes), and the staff and directors of UCL's subsidiary² companies.

Relevant Students: all individuals who are undertaking the programme of work and training that will, if pursued to the required standard, lead to the award of a doctorate and who are registered with UCL, via Student and Registry Services, for their degree.

Reviewer: the individual within the relevant escalation route in section 6.2 or 6.4 of this Policy responsible for reviewing a disclosed conflict and ensuring that there is a relevant Conflict Management Plan if required.

² For the purpose of this Policy subsidiary company has the meaning given in s1159 Companies Act 2006