

CORPUS CHRISTI COLLEGE, CAMBRIDGE

POLICY ON CONFLICTS OF INTEREST

A. Introduction

1. The College is committed to ensuring that high levels of integrity apply in all areas of its operation and that all activities are conducted in an honest and transparent manner. The aim of this policy is to help all Fellows (especially those who are also charitable trustees), as well as staff, student and external members of committees (including appointment committees and working groups), to make fair and balanced decisions that are in the best interests of the College. The Policy provides the information required to recognise actual or perceived conflicts of interest, and to manage them effectively.

B. Defining and Recognising Conflicts of Interest

2. A conflict of interest exists when the professional duties and decisions of an individual are compromised, or appear to be compromised, by a personal, financial or other interest that the individual holds. The existence of a conflict of interest is therefore independent of whether the individual is actually influenced in their duties or decisions.

i. An actual conflict of interest exists if an individual could be influenced in their professional duties or decisions as a result of another interest. For example, a Fellow who has a close personal or familial relationship with a student or a person connected to a student and who may be involved in decisions (in the College or the University) about the student's admission, supervision or academic progress, or the award of studentships or prizes to the student.

ii. A perceived conflict of interest exists if an individual is in a situation where two interests are not actually in conflict, but may reasonably be perceived to be so. For example, a committee member who has an interest external to the College in an item on the agenda.

3. Conflicts of interest can arise from roles or activities involving parties outside the College and where Fellows, staff and other committee members hold multiple roles across the University. Potential conflicts can arise from activities such as procurement, commercial transactions, conduct and funding of research, contractor selection, admissions and recruitment.

4. Conflicts of interest can be financial or non-financial:

i. Financial conflicts can arise where there is, or appears to be: opportunity for personal financial gain; financial gain to a 'Connected Person' (defined by Charities Act 2011 s.188 as a child, parent, grandchild, grandparent, brother or sister, spouse or civil partner of the person in question); or where it might be reasonable for another party to take the view that financial benefits might affect that person's actions. Examples include payments, benefits in kind, equity interests, gifts, hospitality and intellectual property rights.

ii. Non-financial interests may include any direct or indirect benefit or advantage, enhancement of an individual's career or education, or gain to a Connected Person. Fellows, staff and other committee members should therefore consider who they are acting for, and whether there are any competing motivations or interests that could influence them, or be seen to influence them.

5. Even where a conflict of interest does not exist, the reasonable perception that a situation gives rise to a conflict can be as damaging as an actual conflict. Therefore, both actual and perceived conflicts of interest should be declared, recorded and managed in the manner outlined below.

C. Declaring and Recording Conflicts of Interest

6. 'Declarations of interest' should be a standing item at the beginning of each meeting, so that Committee members can declare any actual or perceived conflicts of interest in relation to that specific agenda. All declarations should be recorded in the minutes. If a decision is taken by circulation, any declaration of interest must be communicated to the group as soon as possible and recorded in the minutes.

7. Any person present at, or otherwise contributing to, a meeting of a College committee should declare any potential actual or perceived conflict of interest in the matters to be discussed as soon as possible. They should explain the nature of the conflict and whether or not they wish to make any representation to the committee on the item concerned. The Chair shall decide what action, if any, may be necessary.

8. For some situations, such as where the conflict is reasonably perceived, but in practice the individual cannot be influenced by the interest, a simple declaration is likely to be sufficient. The declaration should be recorded in the minutes. In other cases, in order to ensure that decisions are made in a fair and transparent way, more active management may be required. This will depend on the nature and context of the interest, but could include the conflicted member:

- not taking part in the discussion and decision of/vote on the item;
- remaining for the discussion but leaving the meeting for decision of/vote on the item;
- remaining for full item, but not participating in the decision of/vote on the item;
- referring decision-making on certain matters to others;
- standing aside from any involvement in a particular project.

The conflict and action should be recorded in the minutes.

9. If the above strategies are not sufficient to manage a particular conflict, the conflict itself should be avoided. For example, in extreme cases, it might be necessary for an individual to resign one of the positions which is creating the conflict.

10. If any member of the College is uncertain as to whether they face a conflict of interest, they should raise the issue with the Chair of the relevant committee. If there is any doubt, they and/or the Chair should consult the Master without delay.

11. Where a College committee considers that it is unable to make a decision fairly and reasonably (for example, in cases where a majority is conflicted), it should refer the matter to the Governing Body.

12. The first meeting of the Governing Body, the Executive Body and of a standing College Committee in any academic year should contain a standing item on conflict of interest (an example text is offered below).

As you are aware, all committee members should act, and be perceived to act, impartially and in the best interests of the College. This is an annual reminder to consider potential conflicts of interest; namely, any

situation in which your (or a Connected Person's) interests or responsibilities owed to another body, may, or may appear to influence your decision making in relation to the College and its best interests. These can be financial or nonfinancial interests. Areas to consider include employment, posts, other appointments and membership of committees in the University; membership of other organisations; investments; shareholdings; contracts and family connections. A key way of preventing conflicts of interest from affecting decision-making is to identify potential conflicts in advance so that they can be managed as necessary. Members have a continuous duty to consider potential conflicts of interest and to keep the Chair of this committee updated in relation to any material changes. All committee members are also required to keep their entry in the Register of Interests up to date. Further information can be found in the College's Conflict of Interest Policy.

D. Special Decisions

13. A special decision of the Governing Body is one in which a majority of the decision makers has a conflict of interest in the matter being considered. In such cases, the Governing Body must consider carefully the circumstances of the matter and determine whether it needs to seek advice from and/or determination by another body which may be a subcommittee of its members (and/or Fellows in classes D, F or G and/or those external to the College) who do not have a conflict of interest. The Governing Body may only depart from such a body's/subcommittee's recommendations where it can clearly be demonstrated that such a departure is in the best interests of the College and its charitable purposes. The reasons for departing from the decision of the body/subcommittee will be recorded in the minutes.

14. In some circumstances it may be appropriate for the Governing Body to establish a subcommittee of its members (and/or Fellows in classes D, F or G and/or those external to the College) who do not have a conflict of interest to make the relevant decision.

15. Where the Governing Body considers that it is unable to make a special decision fairly and reasonably, it should refer the matter to the Charity Commission.

E. Register of Interests

16. All Fellows and members of standing College committees are required annually to declare financial and other interests. Such annual declaration does not replace the need for individuals to declare relevant personal interests as specified in Section C above.

17. The Master will ensure that a register of interests is maintained in the College. Whenever a new member of the Governing Body, or Fellow in class F, or member of a standing College committee is appointed, they will be required to record in the Register of Interests any financial and/or personal interests that might potentially conflict with their responsibilities to make fair and balanced decisions that are in the best interests of the College. They will also be asked to maintain this record as their interests change. Each year, at the beginning of the Lent Term, the Master will remind members of the Governing Body, Fellows in class F and other members of standing College committees of their duty to maintain this Register and ask for any changes to be recorded. At the first meeting of the Governing Body in the Easter Term, the Master shall report the names of any members of the Governing Body who have failed to update their entry in the Register of Interests.

18. The Register of Interests will be kept in the Master's Office and will be available for inspection by any member of the Governing Body on application to the Master.

Approved by the Governing Body on 17 May 2021