

CONFLICT OF INTEREST POLICY

1.0 Introduction

- 1.1 In keeping with its academic aims and purposes, the College encourages the closest liaison between its staff and industry, professional bodies, commerce, charities and Government departments, including via personal directorships, partnerships, consultancies (including private clinical practice), trusteeships, trade engagements, membership of official committees and intellectual property licensing and involvement in spin-out companies (as per the College's Intellectual Property Policy). The College also allows staff to be engaged in general paid and unpaid activities such as retail, bar work etc.
- 1.2 The College is committed to maintaining the highest standards and conducts its business in accordance with best practice in Higher Education corporate governance, and with the seven principles identified by the Panel on Standards in Public Life (selflessness, integrity, objectivity, accountability, openness, honesty and leadership). Everyone associated with the College should conduct themselves with integrity, impartiality and honesty at all times and should maintain high standards of propriety and professionalism. They should avoid situations where they, or the College, could be open to suspicion of dishonesty, and not put themselves in a position of conflict between their various activities.
- 1.3 This policy (the **Policy**) explains what the College views as a Conflict of Interest and the procedure to follow where the possibility of a Conflict of Interest arising exists.

2.0 Scope and Definitions

- 2.1 The term **College** refers to Imperial College London as well as any subsidiary majority owned by Imperial College London.
- 2.2 This Policy applies to any **College Member**, which will be taken to mean any of the following:
 - a. full and part time staff employed by the College, or engaged by or directors of subsidiary companies of the College;
 - b. anyone affiliated to the College by way of an honorary contract (including but not limited to honorary academics, emeritus academics, visiting academics and visiting researchers); and
 - c. external members of the College's Council and Council's Committees (including in particular the College's Audit Committee).
- 2.3 This Policy applies whenever a College Member recognises, or should reasonably recognise, that a Conflict of Interest may arise from their activities.
- 2.4 Determining a Conflict of Interest
 - 2.4.1 A **Conflict of Interest** is a situation in which a College Member has an Interest (defined below) which may compromise that College Member's obligations to the College or to any other body with which the College has a relationship (for example a funding body), for instance if the Interest might provide an incentive to the College Member which affects their

actions, or where the College Member has the opportunity to affect or influence a College decision. A Conflict of Interest includes perceived and potential as well as actual conflicts of interest. 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.

Explicatory examples of a Conflict of Interest are available at Appendix A of this Policy.

2.4.2 An **Interest** is a financial or non-financial interest to the College Member, or to a Connected Person (defined below). A *financial interest* refers to anything of monetary value including but not limited to pay, commission, consultancy, equity interest, forgiveness of debt, property, licensing income, and honoraria. A *non-financial interest* refers to any non-financial benefit or advantage including but not limited to enhancement of a College Member or Connected Person's career, education or professional reputation, access to privileged information or facilities and property, or Intellectual Property Rights.

2.4.3 A **Connected Person** is anyone with whom the College Member has a relationship which is likely to appear, to a reasonable person, to influence the College Member's objectivity. This includes, but is not limited to, the College Member's close family, their partner and close personal friends.

2.5 The **Conflict of Interest Committee** has the following membership:

- a. Provost;
- b. College Secretary and Registrar;
- c. Director of the Research Office;
- d. Director of Human Resources (HR);
- e. Senior Consul;
- f. One further Consul.

3.0 Policy statement

If a College Member has a Conflict of Interest (actual, perceived or potential), they have a duty to disclose it and to take such actions as may be appropriate, as set out under the procedure below. This duty of disclosure applies to the perception of the situation as well as the actual existence of a Conflict of Interest – suspicion may arise even when a College Member acts with complete neutrality and professional integrity. The existence of this Policy is not in any way intended to question the integrity of College Members, but is necessary to protect them and the College from reputational damage or other liabilities.

4.0 Procedure

4.1.1 Procedure for Disclosing a Conflict of Interest relating to College Committee Work

Where the Conflict of Interest relates to a College Member's role on a College Committee and a particular item on the Committee's agenda, it is best practice for that College Member to disclose the Conflict of Interest to the Committee at the beginning of the item in question.

Please note that College Members on external committees, such as research council committees, grant review panels, editorial boards etc., will usually be asked by those parties to disclose any Conflict of Interest relating to the College Member's role on that committee.

4.1.2 Procedure for Disclosing a Conflict of Interest relating to Clinical Trials

Where a College Member is considering involvement in a clinical trial, prior to that clinical trial commencing, in addition to any Register of Interests declarations, the College Member must disclose in writing to their Head of Department (or other relevant person under section

4.1.4) any and all actual, potential or perceived Conflict of Interests that they or a Connected Person have with the company that is funding that clinical trial or owns or has licensed the product or novel treatment being evaluated in the clinical trial, or any royalty

or licensing income that they or a Connected Person are receiving in relation to the product or novel treatment under investigation.

4.1.3 Procedure for Disclosing all other Conflict of Interests

For all other Conflicts of Interests, in addition to any Register of Interests declarations, the College Member should make disclosures in writing to their Head of Department (or other relevant person under section 4.1.4), via their line manager as soon as the Conflict of Interest arises.

4.1.4 Where the College Member is a Head of Department, Dean of the Faculty or College Officer, they must make a disclosure in writing to their line manager. Where the Head of Department also has an interest in the matter disclosed (in sections 4.1.2 and 4.1.3 above), the College Member should instead make the disclosure to (a) their line manager's line manager / (b) their Dean of the Faculty / (c) the Conflict of Interest Committee. Where the College Member is an external member of the College Council or one of the Council's committees, written disclosures must be made to the College Secretary and Registrar.

4.1.5 Where the Conflict of Interest concerns or affects a student registered with the College, the College Member should specifically refer to this in their disclosure.

4.2.1 Procedure for Managing a Conflict of Interest relating to College Committee Work

For a Conflict of Interest relating to a College Member's role on a College Committee and a particular item on that Committee's agenda, the Committee Chair will review the Conflict of Interest and agree any necessary steps with the College Member. Where the Committee Chair has an Interest in the matter disclosed, they should appoint a Deputy Chair to review the Conflict of Interest and agree any necessary steps with the College Member in the Committee Chair's place.

The Committee Secretary should record in the minutes of the meeting both the Conflict of Interest declaration and the Committee Chair/Deputy Chair's decision regarding further action.

4.2.2 Procedure for Managing a Conflict of Interest relating to Clinical Trials

The College takes the view that, during the course of a clinical trial that the College is participating in, it is an unmanageable Conflict of Interest for a College Member involved in the clinical trial (including, but not limited to, as Principal Investigator), or a Connected Person, to receive or hold:

- a. in respect of any company that has an interest in or is funding that clinical trial:
 - i. shares, share options or other equity interest;
 - ii. the position of officer, member of the board of directors, employee or consultant;
 - iii. any personal payment or honorarium;
- b. royalties or licensing income (prospective or realised) from the product or novel treatment under investigation.

If a College Member and/or a Connected Person has an Interest as listed in (a) and (b) above it would be expected that College Member would agree with their Head of Department (or other relevant person under section 4.1.4) not to be involved in that clinical trial.

The Head of Department should record in writing the course of action agreed with the College Member to be undertaken to ensure the Conflict of Interest is properly managed or avoided, signed by both the Head of Department and the College Member, and forward this to their HR representative for filing on the College Member's personal file (see the College's Register of External Interests and Annual Declaration Policy). It is the responsibility of the affected College Member to comply with the course of action agreed with their Head of Department.

4.2.3 Procedure for Managing all other Conflict of Interests

For all other Conflicts of Interests the Head of Department (or other relevant person under section 4.1.4) should review the disclosure to determine if it needs to be properly managed or avoided or if it falls within any of the situations set out below (please note that this is not an exhaustive list):

- a. A College Member may not concurrently participate in a College project (howsoever funded) and act as a consultant to the project's funder in respect of any of the project's deliverables, i.e. the consultancy must be independent of the project's deliverables.
- b. A College Member having a personal Interest (either directly or via a Connected Person) in a transaction between the College and a third party and may not take any part in or influence the determination of the price or any conditions associated with it.
- c. Where an academic College Member holds an education leadership role or a position of influence over students, including setting, marking or conducting examinations, it is inappropriate for them to participate in the management or delivery of external revision courses in either a paid or unpaid capacity.

If the Head of Department concludes that the Conflict of Interest does fall within the situations set out above, including any others reasonably determined, or determines that the Conflict of Interest needs to be properly managed or avoided, they should agree with the College Member which of their Interests the College Member should give up, as set out below, to ensure the Conflict of Interest is properly managed or avoided (please note that this is not an exhaustive list):

- a. Not taking part in discussions of certain matters;
- b. Not taking part in decisions relating to certain matters;
- c. Referring to others certain matters for decision;
- d. Resolving not to act as a particular person's line manager;
- e. Publishing a notice of interest;
- f. Standing aside from any involvement in a particular project;
- g. Declaring an interest to a particular funder, sponsor or third party;
- h. Divesting themselves and any Connected Person of licensing income for an agreed duration; and/or
- i. Temporarily suspending authorised consultancy work.

The steps agreed by the Head of Department and the College Member to properly manage or avoid a Conflict of Interest must:

- a. specify the persons to whom the Interest will be made known;
- b. specify any activities, including discussions, negotiations and decisions, in which the College Member making the disclosure may not participate;
- c. specify any positions which the College Member making the disclosure may not occupy (whether temporarily or permanently); and
- d. be designed to protect the integrity of the research and the reputation of the College Member(s), their research group(s) and the College.

The Head of Department should record in writing the course of action agreed with the College Member to be undertaken to ensure the Conflict of Interest is properly managed or avoided, signed by both the Head of Department and the College Member, and forward this to their HR representative for filing on the College Member's personal file (see the College's Register of External Interests and Annual Declaration Policy).

It is the responsibility of the affected College Member to comply with the course of action agreed with their Head of Department.

5 Referral and Questions

5.1 Where the Head of Department (or other relevant person under section 4.1.4):

- a. judges that further consideration is needed; or
- b. is unable to agree with the College Member what steps should be taken to manage the Conflict of Interest; or
- c. is unable to agree with the College Member which of their interests should be given up to avoid the Conflict of Interest; or
- d. believes that it is in the College's interests to make an exception and allow a Conflict of Interest that would fall within the situations set out above at section 4.2.3;

they should refer the matter to the College Secretary and Registrar, to convene, if necessary, a Conflict of Interest Committee:

- a. to provide advice to the Head of Department in making their decision; and/or
- b. to make a final determination (after having issued a draft decision and considered any representations submitted by the College Member) on whether and how the Conflict of Interest will be managed.

The Conflict of Interest Committee may at any time request information and involve themselves in the above procedure, and the Head of Department may at any time seek the advice of the Conflict of Interest Committee by contacting its Secretary, the Head of Central Secretariat.

5.2 Public declaration of external Interests

Where a College Member whose Interest(s) actually, potentially, or might be perceived to impact upon the objectivity of any academic presentation or publication in which the College Member is involved, they must ensure that the presentation or publication is accompanied by a public declaration of the relevant Interest.

6 External funding

College Members must refer to and comply with all relevant external research funding bodies' policies pertaining to conflicts of interests and external interests, such as CRUK's Conflict of Interest Policy for Investigators participating in CR-UK sponsored (DDO) clinical trials, the Wellcome Trust's Policy on relationships between Trust-funded researchers and commercial organisations, and the NIH's Financial Conflict of Interest policy. Should there be a conflict between this policy and the policies of external research funding bodies, the external policy obligations do not negate those contained here. However, to the extent that the policies of external research funding bodies contain additional requirements, beyond what is required by this Policy, those additional requirements shall be complied with in full.

Further information can be found on the [Conflict of Interests web-site].

7 Compliance and Access

- 7.1 The Register of Interests is noted on the Imperial College Information System (ICIS) and, once a decision has been recorded, a copy kept on the College Member's personal file in accordance with the Data Protection Act (2018). Deans of Faculties and Business School, the Director of HR and the College Secretary and Registrar will be responsible for ensuring and maintaining compliance, along with instructing College Members in their areas to make an annual declaration of Interests in order to confirm and update records.
- 7.2 Access to the Register of Interests is restricted to those who require it to fulfil their College responsibilities. The Chairman of the College Council, the President, the College Secretary and Registrar, Deans of Faculties and Business School, Faculty Operating Officers, the Director of HR, the Director of Enterprise and the Director of the Research Office reserve the right to access the information and may make specific further delegations in writing. The Auditors reserve the right to access the information and Heads of Departments/Divisions have the right of access to the section of the Register of Interests dealing with College Members in their own Faculty/Department/Division. Other requests for access require authorisation by the Director of HR and information held on an individual may not be disclosed to any third party, other than those identified above, without the written permission of that individual. Under the provisions of the Data Protection Act (2018) individuals have the right to a copy of the data held on them by the College by application to the College Data Protection Officer.

8 Failure to disclose

Failure to seek approval for and/or disclose complete and accurate information on Interests, or to appropriately manage a Conflict of Interest as agreed may constitute misconduct and result in disciplinary action being taken by the College.

9 Linked policies

- 9.1 The College has a number of related ordinances, policies and procedures already in place, which should be considered in conjunction with this Policy. These include:
- a. The College's Register of External Interests and Annual Declaration Policy;
 - b. The College's Ordinance A5 relating *inter alia* to the declaration of Council, Court and Council Committee members' interest in any matter under discussion at these committee meetings;
 - c. The College's Ordinance C1 (Financial Matters Part 8) relating *inter alia* to financial ethics and conflict of interest;
 - d. The College's Purchasing Regulation PR7 relating to the Declaration of Interests;
 - e. The College's Policy and Procedure for the Acceptance of Gifts and Hospitality by Staff which sets out the standards of behaviour the College expects from its employees, members of the Court and Council and members of College Advisory Boards when they are offered gifts and hospitality by external organisations or have personal, financial or other beneficial interests in any transaction between the College and a third party;
 - f. The College's Guidance on Personal/Familial Relationships within the College;
 - g. The College's Ethics Code;
 - h. The College's Relationship Review Policy; and
 - i. The College's Post Award Management (of Externally Funded Research) Policy relating *inter alia* to conflict of interests [Appendix I Faculty Owners of Delegated Processes] under which College Members are required to declare any conflicts of interest relating to active research awards.

- 9.2 The College treats equality of opportunity seriously and has an equality framework that is applicable to staff in order to promote and ensure equality of opportunity. Implementation of this procedure must be clear and transparent and not subject to any unfair discriminatory practices.

Appendix A

Explicatory examples of a Conflict of Interest

It is not possible to define all circumstances which may give rise to a conflict of interest, but the following examples are given to provide you with some guidance. Please note that this list is not exhaustive.

Financial interests:

- You offer paid private tuition to students in relation to a course you teach.
- You take personal gain from what should be an opportunity for the College.
- You are a director of an external company holding shares in that company and engage the services of that company for College work, but fail to disclose your directorship and/or shareholding.
- You, your partner, spouse, near relative or friend, has a financial interest in an external enterprise engaged in activities closely related to your line of work or research at the College. This includes paid consultancies, paid service on a board of directors or advisory board, or equity holdings in or royalty income from the enterprise.
- You take a financial stake (equity, option or other form of interest) or hold a formal position (such as a directorship and paid consultancy) in business ventures of a junior colleague (subordinate) or student. This could create a conflict of interest between your supervision of the student/subordinate and your business partnership with them.

Research interests:

- You are a researcher who holds a position in an enterprise (e.g. as director) that may wish to restrict (or otherwise manage) adverse research findings for commercial reasons or not wish to publish the results of the research.
- You or a related body in which you have an affiliation or a financial interest may benefit, directly or indirectly, from dissemination of research results in a particular way (including any unwarranted delay in or restriction upon publication of such results).
- You are a researcher involved in a clinical trial or research programme which is subject to terms set by a company and you or a Connected person receive or hold:-
 - a. royalties or licensing fees from the product/novel treatment under investigations;
 - b. shares, share options, any equity interest, directorship, employment, consultancy, any payment or honorarium from the company that has an interest in the trial or the product or novel treatment being evaluated in that trial.

Staff Supervision and teaching:

- You have a close personal or familial relationship with a student or their family and are marking a piece of assessed work by the student, or are involved in considering that student for an undergraduate place, award or prize.
- You are a member of teaching staff and accept a gift from a student prior to an exam and fail to disclose it.
- As an academic member of staff you set up a spin-out company which is closely related to your area of research. You make non-trivial use of your PhD students for company work which may conflict with their research progress.

Other examples:

- You take part in negotiating a contract between the College and an external company, where you (either directly or via a Connected Person) have a financial or non-financial interest (e.g. equity or a directorship) in that company.
- As an academic member of staff you wish to participate in a research programme and act as a consultant to a research programme funder in respect of the deliverables of that research programme.