

## **Cancer52 Conflicts of Interest Policy**

### **Application of this policy**

This policy applies to trustees, members of staff (permanent and temporary), contractors and volunteers (hereafter referred to as staff, unless indicated otherwise).

### **Conflicts of interest**

#### **What is a conflict of interest?**

Trustees and staff will have a range of interests, views, beliefs, duties and responsibilities and loyalties (hereafter referred to as “interests”) that arise from their involvement with work, family, friends and other bodies or organisations. Those interests may differ and, in some cases, may conflict with each other.

Conflicts of interest may have the potential to affect trustees or staff members’ judgement and objectivity, and/or compromise their ability to make a decision that upholds all of their responsibilities simultaneously.

Conflicts of interest may create problems, such as:

- inhibiting free discussion;
- decisions or actions that are not in the best interests of Cancer52 and the services provided to its members; and/or
- improper/inappropriate conduct or action, or a perception of such.

Conflicts of interest do not only arise out of financial benefits.

#### **Why have a policy?**

All staff and trustees have an obligation to act in the best interests of Cancer52’s members, beneficiaries and the general public, in accordance with Cancer52’s memorandum and articles of association, and a range of statutory duties, including the Bribery Act 2010.

It is inevitable that conflicts of interest occur. Cancer52 must however ensure that decisions are always made in the best interest of the organisation. Cancer52 must also ensure that all of its stakeholders have confidence that decisions are always made in the best interests of the organisation, as even the perception of a conflict can cause reputational damage and lead to loss of confidence by stakeholders.

The issue is not about the integrity of the staff member concerned, but the management of any perceived or actual potential for any staff member to benefit, profit or be in a position of inappropriate influence due to their role or position within the organisation.

Where a conflict of interest is not properly managed, it can lead to poor decisions being made that affect the

charity's financial viability, operation and reputation.

Even the appearance of a conflict of interest can damage the charity's reputation, so conflicts or potential conflicts need to be managed carefully. Therefore, Cancer52 must take steps to ensure that it is aware of any potential conflicts of interest and to manage or resolve any conflicts in a way which protects the charity, its members and the public interest.

The aim of this policy is to protect both the organisation and the individuals involved from any impropriety or appearance of impropriety.

There are two key elements to managing conflicts:

- Transparency – Conflict of Interest is a standing item in the board meetings' agenda, all conflicts will be declared and noted in the minutes.
- Management of conflicts – when conflicts arise, steps will be taken to manage the conflict and ensure that it does not impair good judgment and decision-making.

## **Register of interests**

### **The declaration of interests**

All staff have a duty to act in the best interests of the organisation, its members and beneficiaries, which includes disclosing any actual or potential conflicts of interest. As part of this, Cancer52 specifically requires all trustees and staff to declare their interests for recording and review in a register of interests. A declaration of interests' form is provided for this purpose and lists the types of interest relevant staff should declare (Appendix 2).

Any staff member who is unsure whether to declare an interest should discuss this with their line manager or the Chief Executive. Appendix 1 provides examples of situations in which conflicts of interest may arise. These are intended to illustrate potential circumstances but are not exhaustive.

The declaration of interests must be updated when any changes occur. It is the responsibility of individual trustees and staff members to inform the Chair or Chief Executive of any changes to their interests. Cancer52's register of interests is maintained by the Executive Assistant.

The register is accessible by the Board of Trustees, Chief Executive and Executive Assistant, noting any statutory requirements applicable (e.g., auditing requirements, or where the Charity Commission for England and Wales may need to have access for inspection purposes).

Disclosure in all cases shall include the type of potential or actual conflict (e.g., conflict of interest or commitment), the nature of the activity, a description of all parties involved, the potential financial interests and rewards, possible violations of legal requirements, and any other information which the trustee or staff member feels necessary to evaluate the disclosure.

In addition to the register, at the beginning of each Board of Trustees/Committee meeting, the Chair will ask those taking part in the meeting to declare any potential or actual conflicts of interest relating to the agenda.

### **Data protection**

The information provided will be processed in accordance with data protection principles as set out in data protection legislation, as amended, and in Cancer52's Data Protection Policy. Data will be processed only to ensure that all staff act in the best interests of Cancer52. The information provided will not be used for any other purpose.

Cancer52 will only process the minimum amount of personal data required to carry out conflict of interest checks. Any conflict of interest information constituting personal data will be retained while an individual remains a trustee or member of staff.

### **Managing potential or actual conflicts of interest**

Trustees or staff will ordinarily have declared interests in advance though when circumstances arise where an unexpected potential conflict of interest exists, the trustee or staff member should, at the earliest opportunity, draw this to the attention of others (including the Chair or Chief Executive). The staff member should immediately withdraw from participating in any discussion or decision-making until such time as they are invited to contribute by the Chair or Chief Executive.

The judgement regarding whether an interest is an actual conflict is never made by the individual concerned and will be made by the Chair and/ or the Chief Executive, often in discussion with others. Where the issue is contentious or complex, the Chair or Chief Executive may seek the views of other trustees. It is likely that s/he would need to discuss the matter directly with the relevant person concerned.

The Chair or Chief Executive may conclude that a potential conflict is minor or counteracted by the presence of other influencers. In these circumstances the individual will be invited to take part in the decision-making process as normal. This will be recorded in the minutes of the relevant meeting.

On occasion, it may be concluded that the individual has particular knowledge or expertise that is of benefit to the discussion. When the chair of the relevant meeting deems that this is so, the individual may be invited to contribute to the discussion but then to withdraw from the room while the decision is taken. In Trustee meetings where the Chair has a conflict of interests, any such judgment will be taken by any appointed vice chair. In management meetings, where the Chief Executive has a conflict of interests, any such judgment will be referred to and taken by the Chair. This will be recorded in the minutes of the original meeting along with the point at which the individual leaves and returns to the room.

Sometimes it will be concluded that the individual must withdraw entirely from and take no part in the discussion or decision-making. This will be recorded in the minutes. In relation to the Board of Trustees, the meeting must remain quorate (see articles of association) for a decision to be made.

All decisions regarding a conflict of interest will be reported to and recorded by the Executive Assistant (or an appropriate staff member appointed for the purpose of taking minutes) and reported in the minutes of the relevant meeting. The report will record:

- the nature and extent of the potential or actual conflict;
- where necessary, an outline of the discussions that were had in relation to the potential or actual conflict;

- confirmation of whether or not there was found to be an actual conflict of interest;
- where a conflict of interest was found to exist, the actions taken to manage it.

### **Failure to disclose an interest**

Full disclosure of relevant information and the establishment of a record are in the best interests of both Cancer52 and its trustees and staff. It demonstrates good faith on the part of the trustee or staff member and protects his/her reputation and that of Cancer52.

Disclosure will not necessarily restrict or preclude a trustee or staff member's activities. In fact, activities that may at first appear questionable may be deemed acceptable and permissible when all facts regarding the activity are examined.

If a trustee or staff member fails to disclose an interest that is known to the Chair or Chief Executive, then that interest will be declared on that person's behalf. Similarly, where undeclared interests are known about by others, then these may be reported to the Chair or Chief Executive. The person concerned will be informed that the interest has been listed in the register and will be given the opportunity to make appropriate amendments.

In the event that it is claimed a trustee or staff member has failed to disclose an interest, the Chair or Chief Executive will undertake an investigation to establish the facts.

S/he will first determine if there is legitimate cause for concern related to the nature of the potential or actual conflict of interest (including whether or not it demonstrates inappropriate behaviour or evidence of bias). The list of questions in appendix 1 is suggested for this initial determination.

If it appears that there is genuine cause for concern, the Chair or Chief Executive must ascertain whether appropriate controls are in place to deal with possible conflicts, as well as considering whether or not further action should be taken in relation to the failure to disclose the conflict in the first place.

If the Chair or Chief Executive is uncertain as to the correct way in which to deal with a situation, they should refer the matter to the full board and/or seek independent guidance.

The consequences of a failure to comply with this policy will be dealt with by the Chair or Chief Executive, including where necessary via appropriate disciplinary procedures, except in situations relating to the Chief Executive, which will be dealt with by the Board of Trustees.

## Appendix 1

### Examples of general conflict situations

Activities that appear to present *potential* conflicts of interest or commitment (note that this appendix is not intended to be a statement of unacceptable practice, but rather a non-exhaustive list of example situations):

*Note: in this appendix, the term “staff” should be read so as to include “trustees” also.*

#### **Personal gain or benefit**

There are a wide range of situations where staff members may be able to gain or benefit personally, financially or otherwise, through their or their family/friends’ involvement with other people, organisations or businesses. Common situations that should be included on the register of interest are as follows:

- Staff members’, or their family/friends’, involvement with people, organisations or businesses with which Cancer52 contracts, either to secure services or to provides services (e.g., suppliers such as printers, designers, editorial freelancers, stationery suppliers, office goods, IT providers, mailing houses, consultants, or local authorities, voluntary adoption agencies).
- Under charity law, trustees cannot be spouses or dependent relatives of existing employees or others who are receiving financial reward from Cancer52 (under the “common purse” principle), as the trustee would then be gaining financial benefit from the employee’s salary or the payment of other financial benefits.

Other examples include:

1. Relationships that might enable a staff member to influence Cancer52’s dealings with an outside organisation in ways leading to personal gain or to improper advantage for anyone. For example, a staff member could have a financial interest in an enterprise with which Cancer52 does business and be in a position to influence relevant business decisions. Ordinarily such problems may be resolved by full disclosure as well as making appropriate arrangements that clearly exclude that staff member from participating in the decisions.
2. Situations in which the time or creative energy a staff member devotes to extramural activities appears substantial enough to compromise the amount or quality of his/her participation in the work of Cancer52.
3. Activities for which a staff member is personally remunerated (from an external source) that involve, or might reasonably be perceived to involve, Cancer52’s name, computer time or other resources, facilities and equipment.
4. Activities that violate or might reasonably be perceived to violate any of the principles governing Cancer52’s work, insofar as these principles are relevant to individual behaviour.
5. Providing training, or other professional services, to other organisations which draw upon or use the information and knowledge available to the staff member in the course of their role and might reasonably be seen as services which should be commissioned from and/or provided by Cancer52.

6. Any gifts or hospitality received in connection with their role in Cancer52.
7. Managing or monitoring a contract in which a staff member has an interest. Monitoring arrangements for such contracts will include provisions for an independent challenge of bills and invoices, and termination of the contract if the relationship is unsatisfactory.

*Situations where personal judgement may be affected*

Common situations may include:

- Recruitment and selection – any staff involved in the recruitment and selection of staff should make the appointing manager aware in situations where they know personally any candidate for a post with Cancer52.
- Friends or family of staff members may work or be involved with other organisations working in the field of cancer, which Cancer52 may work with, but may not be engaged in any contractual relationship.

**Activities that clearly present serious problems and would be incompatible with Cancer52 policies - *unless explicit permission has been sought and granted for the activity and Cancer52's interests have been protected:***

1. Failing to meet fully Cancer52's responsibilities (e.g., other employed work, serving on committees) due to involvement in external activities (whether paid or unpaid).
2. The use for personal profit of unpublished information emanating from Cancer52's work or research, or other confidential Cancer52 sources, or assisting an outside organisation by giving it unreasonably exclusive access to such information; or consulting under arrangements that impose obligations that conflict with Cancer52's intellectual property or with Cancer52's obligations to 'funded' projects.
3. Circumstances in which research or consultancy that could and ordinarily would be carried on within Cancer52 is conducted elsewhere to the disadvantage of Cancer52 and its legitimate interests.
4. Using Cancer52 resources to conduct work or research that is sponsored by an entity in which a staff member or his/her family member holds a substantial financial interest.
5. Serving in an executive or managerial capacity or holding significant financial interests in for-profit or not-for-profit entities doing business with Cancer52. Serving on the board of directors or major advisory committee of an external entity which is in direct conflict with Cancer52's core mission.
6. Utilising Cancer52's staff members in consulting activities without authorisation.
7. Directing purchasing opportunities to a company (or an associated entity) or organisation owned by a staff member's family.
8. Making professional referrals to a business in which a staff member, or a member of his/her family, has a financial interest, while acting in the context of his/her Cancer52 duties
9. Conducting personal business activities involving other staff members.



10. Where a staff member is a user of Cancer52's services, or the carer of someone who uses Cancer52's services, s/he should not be involved in decisions that directly affect the service that s/he, or the person s/he cares for, receives.

## Appendix 2 Register of interests

Declaration of interests as at [insert date]

<b>Name</b>	
<b>Employer (if applicable)</b>	
<b>Date appointed as a trustee</b>	

<b>Category</b>	<b>Please provide details of the interest and whether it applies to yourself, a member of your immediate family or some other close personal connection</b>
<b>Current employment, and any previous employment in which you continue to have a financial interest</b>	
<b>Appointments (voluntary or otherwise) e.g. trusteeships, company directorships etc.</b>	
<b>Membership of other voluntary and community organisations</b>	
<b>Membership of any professional bodies, special interest groups or mutual support organisations</b>	
<b>Sole trader, sole practitioner or partner in a partnership</b>	



<b>Major shareholdings or investments in companies (where the shareholder is able to influence decisions made by the management or the board)</b>	
---	--

<b>Involvement with any contractors associated with Cancer52</b>	
--	--

<b>Any other conflicts/potential conflicts not listed above</b>	
---	--

*To the best of my knowledge, the above information is complete and correct. I undertake to update as necessary the information provided, and to review the accuracy of the information on an annual basis. I give my consent for it to be used for the purpose of ensuring that Trustees and senior management act in the best interests of the organisation, and for no other use.*

<b>Signature</b>	
<b>Position</b>	
<b>Date</b>	

Please complete and return to Ainsley Taylor at [ainsley.taylor@cancer52.org.uk](mailto:ainsley.taylor@cancer52.org.uk)