

RESPONSIBLE COMMITTEE(S): Governance Committee

LAST REVIEW DATE: _____

NEXT REVIEW DATE: Trinity Term 2031

RELATED POLICIES: (1) Trustee Code of Conduct; (2) Bribery and Fraud Policy; (3) Gifts to Members of College Policy; and (4) Conflict of interest in Undergraduate Admissions Policy

CONFLICT OF INTERESTS POLICY

As approved by Governing Body and effective from

17 July 2026

Conflict of Interests Policy

A. Introduction

1. The purpose of this policy is to:
 - (a) safeguard the integrity of the College's decision-making processes;
 - (b) uphold the probity of those who make decisions on behalf of the College;
 - (c) protect the reputation of the College and its members; and
 - (d) ensure compliance by the College's members with their legal obligations.
2. This policy has been prepared in view of, and its interpretation shall be informed by, the Charity Commission's guidance on *Identifying and managing conflicts of interest in a charity*.
3. This policy should be read in conjunction with, in particular:
 - (a) the *Trustee Code of Conduct*;
 - (b) the *Bribery and Fraud Policy*;
 - (c) *Gifts to Members of the College Policy*; and
 - (d) *Conflict of interest in Undergraduate Admissions Policy*.
4. A copy of this policy shall be given to every person to whom it applies.
5. Persons to whom this policy applies must in all of their dealings for and on behalf of the College proceed based only on what is in the College's best interests.

B. Definitions

6. For the purposes of this policy:

- (a) A “sufficiently close connection” includes but is not limited to a familial or other close personal tie (including both social and sexual ties) and business ties.
 - (b) The concept of an “interest” includes but is not limited to financial interests.
- 7. References herein to the Warden shall refer, if the Warden is absent or conflicted or if the office of Warden is vacant, to the Vice-Warden or, if no Vice-Warden has been elected, to the Sub-Warden.
- 8. References herein to the Senior Tutor shall refer, if the Warden is absent or conflicted or if the office of Senior Tutor is vacant, to the Deputy Senior Tutor.

C. Scope

- 9. This policy applies to:
 - (a) all members of the College’s Governing Body;
 - (b) any manager of the College; and
 - (c) all members of the College’s committees, save for junior members.
- 10. Employment by another part of the collegiate University will not give rise to a conflict of interest under this policy other than in the exceptional event that the interests of the College directly conflict with the interests of another part of the University to which someone to whom this policy applies is connected. In such circumstances, the provisions set out in this policy must be followed. Examples of circumstances in which such a conflict might exist include where there is a disagreement over funding or as to the replacement of a vacated post.
- 11. Academic members of staff routinely engage in a wide variety of external activities: such engagement is in the public interest and also of benefit to the College. In doing so academic members, often receive, entirely properly, benefits for work carried out in their capacity as specialists in their respective fields of expertise. These benefits

include, simply by way of illustration, book and other publishing royalties, fees for lectures and other teaching delivered, honoraria for undertaking marking, external examining and cognate duties, consulting and other professional fees for services rendered, income from patents and other intellectual property licencing fees, the reimbursement of travel expenses, and the provision of hospitality by conference and workshop organisers. Nothing in this policy precludes or is intended to preclude members of academic staff from receiving such benefits.

12. Statute III, clause 10 of the College's *Statutes* provides in relevant part that "*The members of Governing Body shall ... be responsible for the management of potential conflicts of interest on the Governing Body and shall from time to time make decisions to set out the policy and procedures it shall follow in order to fulfil this responsibility*". Nothing in this Policy is or is intended to be inconsistent with this provision, which for the purposes of this policy shall also apply to proceedings before committees insofar as is possible.

D. Prohibitions

13. Subject to clauses 10, 11 and 12, a person to whom this policy applies must:
 - (a) not engage in the unauthorised pursuit of their own direct or indirect interests (and/or the direct or indirect interests of a person with whom they are sufficiently closely connected) in actual or potential conflict with the interests of the College;
 - (b) not engage in the unauthorised performance of any duties which they owe to any other person or institution (and/or the performance of any duties owed by a person with whom they are sufficiently closely connected) in actual or potential conflict with the interests of the College;
 - (c) not make any unauthorised profits for themselves (and/or for a person with whom they are sufficiently closely connected) as a result of their exploitation of an opportunity which has come to them by virtue of their position of

governance and/or management and/or supervision of the College and/or its activities;

- (d) not participate in employment-related decisions affecting another person with whom they are sufficiently closely connected, including but not limited to matters of hiring, promotion, performance, appraisal or review, pay, and discipline; and
- (e) withdraw from (and must not exercise any vote or be present during any vote in connection with) any discussions in which it is possible that a conflict will arise between his or her duty to act solely in the interests of the College and any direct or indirect interest (and/or the interest of a person with whom they are sufficiently closely connected).

E. Disclosure

14. Subject to clauses 10, 11 and 12, if and when it becomes reasonably foreseeable that a person to whom this policy applies will (by either act or omission) contravene the terms of this policy, that person is under a duty:
 - (a) to disclose all the material facts relating to their impending contravention so as to allow the College to give, if appropriate, informed consent to the conduct concerned;
 - (b) not to act or allow themselves to contravene the terms of this policy pending the College giving, if appropriate, informed consent to the conduct concerned; and
 - (c) to withdraw from all decision-making in relation to the granting of that informed consent.
15. Disclosure shall be made as follows, and any informed consent shall be given by the body or person to which disclosure is to be made.

- (a) If the relevant person is acting in their capacity as a member of Governing Body, disclosure should be made to Governing Body (save that Governing Body can if it considers it appropriate designate a member of Governing Body to whom disclosures should be made, such as the Bursar).
 - (b) If the relevant person is acting in their capacity as an employee, disclosure should be made to their line manager (who should (i) note the fact of the disclosure and any grant of consent and (ii) engage in appropriate onward reporting).
 - (c) If the relevant person is acting in their capacity as a committee member, disclosure should be made to the committee.
16. Any disclosure made pursuant to this policy shall be made in writing (it is sufficient for these purposes that the disclosure be recorded in the minutes of any relevant meeting of Governing Body or any committee).

F. Trustee declaration form

17. All members of Governing Body shall complete a trustee declaration form (in the form appended to this policy) on appointment, and at the beginning of each academic year. These forms shall be submitted to the Executive Assistant to the Warden, the Bursar and the Domestic Bursar who shall maintain a register of all interests declared. For the avoidance of doubt, members of Governing Body who have demitted as trustees shall not be required to complete the trustee declaration form unless and until they are re-admitted to the office of trustee.
18. Subject to clause 18, completed trustee declaration forms will be confidential. They will be made available, if necessary and only if doing so is permitted by data protection laws, only to the Warden, the Bursar, Executive Assistant to the Warden, the Bursar and the Domestic Bursar, the Senior Tutor, the College's accountants, auditors and other professional advisors, the College's insurers, the members of Audit, Risk and Remuneration Committee, and the Charity Commission. The

College will also make trustee declaration form available if required to do so by the law.

19. The College will maintain a register of declarations of training completed as reported in the trustee declaration form, and report the declarations to Governing Body at the start of each academic year.
20. The mere fact of a disclosure in the declaration is not a sufficient substitute for any disclosure that is required pursuant to clause 14 above.

G. Mandatory training

21. The College provides mandatory trustee training for all members of Governing Body. This training includes guidance on how to identify and manage conflicts of interest.

H. Sanctions

22. A contravention of the terms of this policy by a person to whom it applies may result in disciplinary action being taken against that person in accordance with the relevant College procedures and/or the matter being reported to the Charity Commission.

I. Miscellaneous

23. Anyone with queries in relation to the application of this policy should direct them in the first instance as follows.
 - (a) Where the relevant person is a Fellow, the Warden.
 - (b) Where the relevant person is any other member of academic staff, the Senior Tutor.

- (c) Where the relevant person is a member of non-academic staff, their line manager.
- 24. This policy was approved by Governing Body on 17 July 2026 and it is effective from that date.
- 25. This policy shall be public facing.
- 26. This policy shall be reviewed at least quinquennially.

Keble College: Trustee Declaration Form

Personal Details

Title	
Forename(s)	
Surname	
Home address	
Email Address	
Personal phone number	
Date of birth	
Nationality	

Emergency contact person

Title	
Forename(s)	
Surname	
Email Address	
Personal phone number	
Relationship to the trustee	

Declarations

By completing and signing this form you declare that you:

- are willing to act as a trustee of Keble College (“**the College**”);
- understand the College’s purposes (objects) and rules as set out in its *Statutes*;
- have read and agree to be bound by the *Trustee Code of Conduct*;
- have read and agree to be bound by the *Conflict of Interests Policy*;
- will at all times seek to ensure Keble’s funds, and charity tax reliefs which it receives, are used only for charitable purposes;
- are not prevented from acting as a trustee because you:
 - have an unspent conviction for one or more of the offences listed here:
 - an offence involving dishonesty or deception including tax fraud and theft;
 - terrorism;
 - money laundering;
 - bribery;
 - misconduct in public office, perjury or perverting the course of justice; or
 - aiding and abetting the above offences;
 - are subject to an individual voluntary arrangement, debt relief order and/or a bankruptcy order;
 - have been removed as a trustee in England, Scotland or Wales (by the Charity Commission or Office of the Scottish Charity Regulator);
 - have been removed from being in the management or control of any body in Scotland (under relevant legislation);
 - have been disqualified by the Charity Commission;
 - are a disqualified company director;
 - are a designated person for the purposes of anti-terrorism legislation;
 - are on the sex offenders register;

- have been found in contempt of court for making (or causing to be made) a false statement; or
- have been found guilty of disobedience to an order or direction of the Charity Commission;
- have not used arrangements notified under the Disclosure of Tax Avoidance Schemes rules in Part 7 Finance Act 2004 in respect of which a reference number has been issued under section 311 of Finance Act 2004, where the arrangements featured charitable reliefs or which used a charity, and where my tax position has been adjusted by HMRC to wholly or partly remove the tax advantage generated by the arrangements and such adjustments have become final;
- have not used tax arrangements which have been successfully counteracted under the general anti-abuse rules (see Part 5 of Finance Act 2013 or section 10 National Insurance Contributions Act 2014, as enacted or as amended from time to time) where such counteraction has become final; or
- have not been actively involved in designing and/or promoting tax avoidance schemes featuring charitable reliefs or which used a charity, and are not:
 - a promoter named by HMRC under the Promoters of Tax Avoidance Schemes (POTAS) legislation in Part 5 of Finance Act 2014;
 - a promoter of any tax arrangements designed or intended to obtain for any person a tax advantage and such tax advantage has successfully counteracted by HMRC under the general anti-abuse rule (see Part 5 of Finance Act 2013 and section 10 National Insurance Contributions Act 2014 as enacted or as amended from time to time) and such counteraction has become final; or
 - a promoter of arrangements notified under DOTAS, in respect of which a reference number has been issued under section 311 of Finance Act 2004, and the tax position of all or any of the users of the arrangements has been adjusted by HMRC to wholly or partly remove the tax advantage generated by the arrangements and such adjustments have become final.

Mandatory training:

	Yes	No
Have you completed the University's mandatory online Information Security and Data Privacy training within the last 12 months?		
Have you completed the College's trustee training (delivered at Governing Body's 0 th week meeting in Michaelmas Term) within the last 12 months?		
Have you completed the University's online Harassment in Higher Education training?		

Additional questions for insurance purposes (for any answered yes, please complete the box below):

	Yes	No
Have you ever been convicted or charged (but not yet convicted) with any criminal offence?		
Have you ever been a director or partner of a company that went into liquidation or receivership?		
Have you ever been prosecuted for a breach of any statute relating to health and safety?		
Ever been served with a prohibition notice under the Health and Safety at Work etc Act 1974?		
Ever been the subject of a recovery action by HMRC?		
Ever been the subject of a County Court judgment?		

Signed:

.....

Dated:

.....

If you have signed this declaration but want to make any information known or clarify any points please add them in the space below.

Related Parties and Trustee Interests

The College is required to maintain a register of companies/charities/individuals in which trustees, or their close family members, have significant influence (“**Related Party**”). These are primarily other trusteeships, company directorships or companies where they have control through shareholdings however also include individuals who may be affected by decisions taken by the trustees.

A close family member of a person refers to:

- (1) that person’s children;
- (2) that person’s spouse or domestic partner; and
- (3) the children, stepchildren or dependants of that person’s spouse or domestic partner.

Type of Related Party	Self:	Related Party(s):
Trusteeships in other organisations (incl. name, address and charity number)		Name of Related Party: Relation to you: Trusteeship(s): Name of Related Party: Relation to you: Trusteeship(s):

Directorships in other organisations (incl. name, address and company number)		Name of Related Party: Relation to you: Directorship(s): Name of Related Party: Relation to you: Directorship(s):
50% or more shareholding in other organisations (incl. name, address and company number)		Name of Related Party: Relation to you: Shareholding(s): Name of Related Party: Relation to you: Shareholding(s):

Close family member employed by the College (permanent, fixed term or casual basis)	Name of family member: Relation to you: Employment role:	
Close family member who is a student at the College (including Said Business School Students)	Name of family member: Relation to you: Employment role:	

Continuation sheet (if needed) – please explain type of Related Party as well