| **Reference Number:** *UHB 473*<br>**Version Number:** 1.3 | **Date of Next Review:** *01.07.2028* |
|---|---|

# Declarations of Interest Procedure

## Policy Statement

Independent Members and employees are expected to act at all times with the utmost integrity and objectivity and in the best interests of the organisation in performing their duties, and to avoid situations where there may be a potential conflict of interest. Officers must not use their position for personal advantage or seek to gain preferential treatment.

Independent Members and employees are required to declare any actual or potential interests which may be perceived as conflicting with that overriding requirement.

## Policy Commitment

- *To ensure there is a clear understanding of what a conflict of interest is*
- *To ensure all parties know what interest and conflicts of interest need to be declared, including patents and intellectual property rights*
- *To ensure all parties known when an interest needs to be declared*
- *To set out the roles and responsibilities around declarations of interest*
- *To describe the process of recording and publishing declarations of interest*
- *To describe the process for managing conflicts of interest*

## Supporting Procedures and Written Control Documents

- Standards of Behaviour Policy
- Declaration of Gifts, Hospitality and Sponsorship Procedure
- Standing Orders.
- Scheme of Reservation and Delegation
- Standing Financial Instructions.
- Procedure for NHS Staff to Raise Concerns
- Data Protection Act Policy
- Information Governance Policy

## Scope

All Independent Members and Employees of the UHB including those working for its hosted organisations are, without exception, within the scope of this policy.

In the context of this policy the term employees refers to all staff of the UHB and

- Consultants;
- Agency Workers;

- Specialist Contractors;
- Those who have an honorary contract with the UHB;
- Secondees who carry out work for the UHB but are not directly employed by it;
- NHS Trainees on placement with the UHB
- Jointly appointed staff

In addition, some individuals who work with, but are not employed by the UHB are required to comply with this policy, for example members of the UHB's advisory groups, such as its Stakeholder Reference Group and volunteers.

| | |
|---|---|
| **Equality Impact Assessment** | This Procedure is covered by the Standards of Behaviour Policy EHIA – this found there to be *no* impact. |

| | |
|---|---|
| **Policy Approved by** | Audit Committee |
| **Group with authority to approve procedures written to explain how this policy will be implemented** | Audit Committee |
| **Accountable Executive or Clinical Board Director** | Director of Corporate Governance |

**Disclaimer**

**If the review date of this document has passed please ensure that the version you are using is the most up to date either by contacting the document author or the Governance Directorate.**

**Summary of reviews/amendments**

| Version Number | Date Review Approved | Date Published | Summary of Amendments |
|---|---|---|---|
| 1 | Board 28 Nov 2020 | 12 Dec 2019 | New document *Previously contained within the Standards of Behaviour Framework Policy (UHB 064 v 1 & v 1.1)* |
| 1.1 | Director of Corporate Governance | 08 Nov 2021 | Clarification on the required frequency for making declarations of interest.<br><br>Guidance added on how to make a declaration via ESR. |

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|---|---|---|---|
| 1.2 | Corporate Archivist | 01.07.25 | Minor changes ESR Guidance, contents page updated with correct page numbers |
| | | | |

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## 1. Roles and Responsibilities

The Director of Corporate Governance will:

- Ensure that the appropriate forms and paperwork for declaring an interest are available on the intranet
- Ensure arrangements are in place to prompt employees and Independent Members to complete a Declaration of Interest Form on initial employment with the UHB and at periodic intervals thereafter.
- Ensure that a Register of Interests is established and maintained as a formal record of interests declared by employee and Independent Members.
- Ensure appropriate information from the Register of Declarations Gifts, Hospitality and Sponsorship is published on the UHB's Website in accordance with the requirements of the organisation's Freedom of Information Publication Scheme.
- Report the content of the Registers of Declarations of Interests and the effectiveness of the arrangements in place to the Audit Committee at agreed intervals.

Executive Directors and Clinical Board teams will:

- Lead by example and ensure that they personally declare any interests
- Ensure that they review the contents of the Register of Declarations on an annual basis to assist with the verification of the information contained within it

Line Managers will:

- Ensure that employees are aware of the requirements of this Procedure and the implications for their work.
- Support individuals in the applications of this Procedure, seeking advice from other managers or from the Directorate of Corporate Governance/Corporate Governance Team if required (email cav.declarations@wales.nhs.uk).
- Process declarations of interest made by employees on ESR.

Employees and Independent Members will:

- Ensure they are aware of and are compliant with the requirements of this Procedure, consulting their line manager or appropriate senior manager if they require clarification
- Declare to the UHB any relevant interests
- Inform patients and their relatives as appropriate, when referring them for treatment, investigation, or any aspect of their care if they have a material interest in the organisation they are referring the patient to. The fact that the patient has been informed must be recorded appropriately
- Verbally declare any relevant interest when a potential for conflict arises
  e.g. at Board and Committee meetings, during procurement process etc.
- Observe the Standing Orders, Standing Financial Instructions and procurement policies and procedures of the UHB.

## 2. Conflicts of Interest

**2.1** A conflict of interest is a set of circumstances by which a reasonable person would consider that an individual's ability to apply judgement or act, in the context of carrying out their role is, or could be, impaired or influenced by another interest they hold.

A conflict of interest may be:

- Actual – there is a relevant and material conflict between one or more interests now; or
- Potential – there is the possibility of a material conflict between one or more interests in the future.

Independent Members and Officers may hold interests for which they cannot see a potential conflict. However, caution is always advisable because others may see it differently. It is important to exercise judgement and to declare such interests where there is otherwise a risk of suggestion of improper conduct.

**2.2** Interests can arise in a number of different contexts. A material interest is one which a reasonable person would consider when making a decision regarding the use of taxpayers' money because the interest has relevance to that decision. Interests can generally be considered in the following categories:

- Financial interests – this is where an individual may get direct financial benefit from the consequences of a decision they are involved in making.

- Non-financial professional interests – this is where an individual may obtain a non-financial professional benefit from the consequences of a decision they are involved in making, such as increasing their professional reputation or status or promoting their professional career.

- Non-financial personal interests – this is where an individual may benefit personally in ways that are not directly linked to their professional career and do not give rise to a direct financial benefit, because of decisions that are involved in making in their professional career.

- Indirect interests – This is where an individual has a close association with an individual who has a financial interest, a non-financial professional interest or a non-financial personal interest who would stand to benefit from a decision they are involved in making.

- Loyalty interests - As part of their role, officers may need to build strong relationships with colleagues across the NHS and in other sectors. These relationships can be hard to define as they may often fall into the category of indirect interests. They are unlikely to be directed by any formal process or managed via any contractual means, however these
'loyalty' interests can influence decision making.

In this context, a 'benefit' may be financial gain or avoidance of loss.

**2.3** Where there is potential for interests to be relevant and material to the organisation, the interest should be declared and recorded in the register held and maintained by the Directorate of Corporate Governance. Example of interests which should be regarded as 'relevant and material' are shown below, although this list should not be regarded as exhaustive:

- Are or could be involved in the recruitment or management of close family members and relatives, close friends and associates, and business partners.

- Directorships, including non-executive directorships, held in private companies or PLCs.

- Ownership or part-ownership of private companies, businesses or consultancies likely or possibly seeking to do business with the NHS.

- Shareholdings and ownership interests in any publicly listed, private or not for profit company, business, partnership or consultancy, which are doing, or might reasonably be expected to do, business with NHS England and/or NHS Improvement.

- A position of authority in another NHS organisation, commercial, charity, voluntary, professional, statutory or other body which could be seen to influence your role

- A position on an advisory group or other paid or unpaid decision-making forum that could influence how NHS Wales and/or HEIW spends taxpayers' money.

- Any connection with a private, public, voluntary or other organisation contracting for NHS services.

- Any other commercial interest relating to any relevant decision to be taken by the organisation.

**2.4** Conflicts can occur because of interests held by a close family member, business partner, close friend or associate. If officers are aware of material interests (or could be reasonably expected to know about these) then these should be declared. In this context, a close family member is defined as:

- Spouse or civil partner
- Any other person with whom the individual cohabits
- Children or step children, spouse/partners'
- Parents
- Grandparents
- Siblings

## 3. Declaring Interests

All employees must declare any relevant and material interests. Declarations should be made as soon as reasonably practicable and within 28 days after the interest arises. Declarations of Interest should be made on ESR, using the user Guide at Appendix 2. Employees lacking access to ESR (for example immediately on appointment) should request a Declaration of Interest Form from the Risk and Regulation Team by e-mailing cav.declarations@wales.nhs.uk.

If individuals are in any doubt as to whether they have an interest or whether it is declarable, they should consult their line manager, another senior manager or e-mailing an enquiry to cav.declarations@wales.nhs.uk. In addition, individuals are required to review and declare interests at the following points:

| | |
|---|---|
| Independent Members and Executive Directors | On appointment.<br>Annually, as close to 31 March each year to support year-end audit and reporting.<br>In formal meetings.<br>In relation to individual procurement exercises/contracts.<br>When possible conflict is identified. |
| Clinical Board Directors | On appointment.<br>In formal meetings.<br>In relation to individual procurement exercises/contracts.<br>When possible conflict identified. |
| Decision making employees | On appointment.<br>In formal meetings.<br>In relation to individual procurement exercises/contracts.<br>When possible conflict identified.<br>When moving to a new role. |
| All employees | On appointment.<br>When possible conflict identified.<br>When moving to a new role. |

## 4. Register of Declared Interests

The Corporate Governance team will maintain the Register of Declared Interests together with copies of all declarations made. A record of historic interests will be maintained for a minimum of six years after the date on which the interest expired. There may be occasions when an officer declares an interest which the Corporate Governance team later decides is not material. In such an instance the declaration will be recorded but not published.

## 5. Publication of Interests

**5.1** Independent Members and some employees are more likely than others to have a decision-making role or influence on the use of public money because of the requirements of their role. In the context of this
Procedure, the officers listed below are referred to as 'decision making officers':

- Board members
- Clinical Board Directors and Senior Managers (ESM) and equivalent
- Employees at Agenda for Change Band 8a and above

Declarations made by 'decision making officers' will be published on the UHB's website at intervals set out in the summary.

Registers of all employee declarations held by the Directorate of Corporate Governance will be made available on request.

**5.2** In exceptional circumstances, where the public disclosure of information could give rise to a real risk of harm or is prohibited by law, an individual's name and/or other information may be redacted from the publicly available register(s). Where an employee believes that substantial damage or distress may be caused to them or somebody else by the publication of information about them, they are entitled to request that the information is not published. Such a request must be made in writing to the Directorate of Corporate Governance, who will seek legal advice where required. A confidential, un-redacted version of the register will be held securely by the Director of Corporate Governance.

**5.3** Employees should be aware that external organisations, e.g. Association of British Pharmaceutical Industries (ABPI), may also publish information relating to commercial sponsorship or other payments. Such publications will be reviewed to ensure that appropriate internal declarations have been made in accordance with this policy and will take appropriate action where they have not.

**5.4** Anonymised information relating to breaches and how those breaches have been managed will be published on the UHB's website annually.

## 6 Managing Conflicts of Interest

**6.1** All declarations of interest must be reviewed by the appropriate line manager, with consideration given to any actions required to mitigate the conflict in the individual circumstances. There may be occasions where the conflict of interest is profound and acute. In such cases it may be necessary to consider a range of possible actions which may include:

- deciding that no action is warranted;
- restricting the officer's involvement in discussions and excluding them from decision making;
- removing the officer from the whole decision-making process;
- removing the officer's responsibility for an entire area of work;
- removing the officer from their role altogether if the conflict is so significant that they are unable to operate effectively in the role.

An audit trail of the actions taken must be maintained.

**6.2** All formal meetings, including the Board and its Committees, must have a standing agenda item at the beginning of each meeting to determine whether anyone has any conflict of interest to declare in relation to the business to be transacted at the meeting. The UHB's Standing Orders and all Committee Terms of Reference will orate this

requirement. Any new interests declared at the meeting should be included in the Register of Interests as soon as practicable after the meeting.

In the event that the chair of the meeting has a conflict of interest, the deputy chair is responsible for deciding the appropriate course of action to manage conflicts of interests. If the deputy chair is also conflicted, then the remaining non-conflicted voting members of the meeting should unanimously agree how to manage the conflict(s).

When a member of the meeting (including the chair or deputy chair) has a conflict of interest in relation to one or more items of business to be transacted at the meeting, the chair (or deputy chair or remaining nonconflicted members where relevant as described above) must decide how to manage the conflict. The appropriate course of action will depend on the particular circumstances, but could include one or more of the following:

- Where the chair has a conflict of interest, deciding that the deputy chair (or another non-conflicted member of the meeting if the deputy chair is also conflicted) should chair all or part of the meeting;

- Requiring the individual who has a conflict of interest (including the chair or deputy chair if necessary) not to attend the meeting;

- Ensuring that the individual does not receive the supporting papers or minutes of the meeting which relate to the matter(s) which give rise to the conflict;

- Requiring the individual to leave the discussion while the relevant matter(s) are being discussed and when any decisions are being taken in relation to those matter(s);

- Allowing the individual to participate in some or all of the discussion when the relevant matter(s) are being discussed but requiring them to leave the meeting when any decisions are being taken in relation to those matter(s);

- Noting the interest and ensuring that all attendees are aware of the nature and extent of the interest but allowing the individual to remain and participate in both the discussion and in any decisions. This is only likely to be an appropriate course of action where it is decided that the declared interest in either immaterial or not relevant to the matter(s) under discussion;

Conflicts of interest arising at a Board meeting must be managed in accordance with the requirements of the Standing Orders/Rules of Procedure.
In all cases however, a quorum must be present for the discussion and
decision; and interested parties cannot be counted in determining whether the meeting is quorate for that item.

All decisions under a conflict of interest must be recorded by the meeting secretariat and clearly reported in the minutes of the meeting. The minutes will include:

- Who has the interest
- The nature and extent of the conflict
- An outline of the discussion
- The actions taken to manage the conflict and
- Evidence that the conflict was managed as intended.

To support chairs in their role, the secretariat will provide access to details of any conflicts which have already been made by members of the group.

## 7 Patents and Intellectual Property Rights

Employees should declare patents and other intellectual property rights they hold (either individually or by virtue of their association with a commercial or other organisation) relating to goods and services which are, or might reasonably be expected to be, procured or used by the UHB.

Any patents, designs, trademarks or copyright resulting from the work (e.g. research) of an officer carried out as part of their employment shall be the Intellectual Property the UHB.

Where the undertaking of external work, gaining patent or copyright or the involvement in innovative work, benefits or enhances the UHB's reputation or results in financial gain, consideration will be given to rewarding officers subject to any relevant guidance for the management of Intellectual Property in the NHS issued by the Welsh Government.

Employees must seek prior permission through their line manager before entering into any agreement with bodies regarding product development where this impacts on normal working time or uses our equipment and/or resources.

Where holding of patents and other intellectual property rights give rise to a conflict of interest, then this must be declared in accordance with this policy.

## 8 Procurement Process

Conflicts of interest need to be managed appropriately through the whole procurement process. At the outset of any process, the relevant interests of individuals involved should be identified and clear arrangements put in place to manage any conflicts. This includes consideration as to which stages of the process a conflicted individual should not participate in, and in some circumstances, whether the individual should be involved in the process at all.
Further guidance is provided in the UHBs Standing Financial Instructions.

## 9 Grants

Grants should be awarded and governed in accordance with the NHS Act Wales) 2006 (amended), and any relevant guidance issued by the Welsh Government. Labelling a payment as a grant payment should not be seen as a way of avoiding the procurement processes laid out in the Standing Financial Instructions. State aid rules apply to the awarding of grants therefore the process to award a grant must be treated the same as any other procurement exercise, and should comply with all appropriate requirements of Standing Financial Instructions.

## 10 Non-Compliance and Concerns

Any instances of non-compliance with this procedure or concerns about compliance with it should be dealt with in line with the Standards of Behaviour Policy.

## Appendix 1 – Examples of types of interests

| Type of Interest | Description |
|---|---|
| Financial interest | This is where an individual may get direct financial benefit from the consequences of a decision they are involved in making. This could, for example, include being:<br>• a director (including a non-executive director) or senior employee in another organisation which is doing, or is likely to do business with an organisation in receipt of NHS funding<br>• a shareholder, partner, or owner of an organisation which is doing, or is likely to do business with an organisation in receipt of NHS funding<br>• someone in secondary employment<br>• someone in receipt of secondary income<br>• someone in receipt of a grant<br>• someone in receipt of other payments (e.g. honoraria, day allowances, travel or subsistence)<br>• someone in receipt of sponsored research |
| Non-financial professional interests | This is where an individual may obtain a non-financial professional benefit from the consequences of a decision they are involved in making, such as increasing their professional reputation or status or promoting their professional career. This could include situations where the individual is:<br>• an advocate for a particular group of patients<br>• a clinician with a special interest<br>• an active member of a particular specialist body<br>• an advisor for the Care Quality Commission or National Institute of Health and Care Excellence<br>• a research role |

| | |
|---|---|
| Non-financial personal interests | This is where an individual may benefit personally in ways that are not directly linked to their professional career and do not give rise to a direct financial benefit, because of decisions that are involved in making in their professional career. This could include where the individual is:<br>• a member of a voluntary sector board or has a position of authority within a voluntary organisation<br>• a member of a lobbying or pressure group with an interest in health and care |
| Indirect interests | This is where an individual has a close association with an individual who has a financial interest, a non-professional personal interest or a non-financial personal interest who would stand to benefit from a decision they are involved in. |
| Loyalty interests | As part of their role, officers may need to build strong relationships with colleagues across the NHS and in other sectors. These relationships can be hard to define as they may often fall into the category of indirect interests. They are unlikely to be directed by any formal process or managed via any contractual means, however these 'loyalty' interests can influence decision making. |

# Appendix 2 – ESR Declaration / Conflict of Interest ESR User Guide

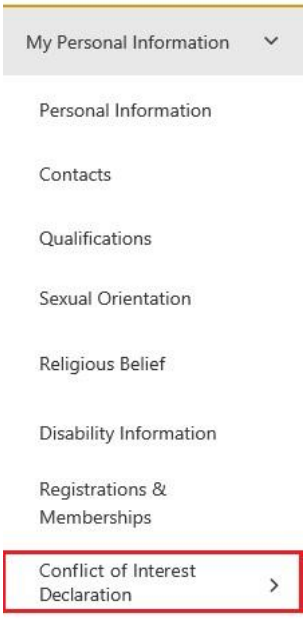
## Conflict of Interest Reporting

ESR has been updated to enable the declaration of any conflict of interest details and for Organisations to be able to report and share this information. A link to the new Conflict of Interest Declaration page is available on the My ESR and Manager dashboards as follows:

**Navigation Path:**

XXX Employee Self Service / XXX Employee Self Service (Limited Access)
My Personal Information
XXX Manager Self Service (Payroll Approvals Not Required) / XXX Manager Self Service
(Payroll Approvals My Team Personal Information
XXX Supervisor Self Service / XXX Supervisor Self Service (Limited Access)
My Team Personal Information

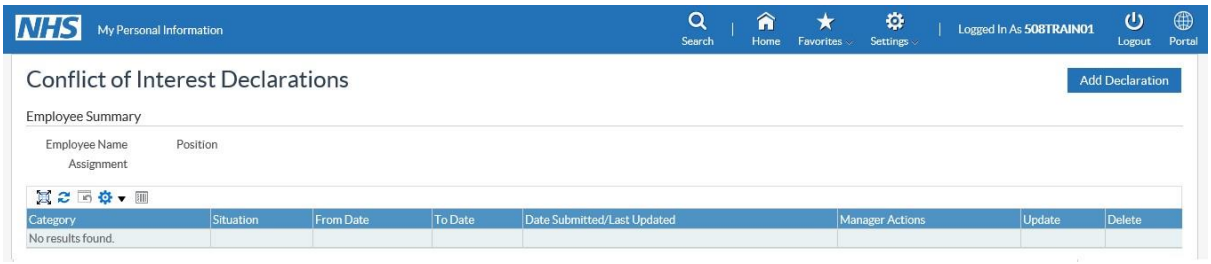
**Employee Self Service**



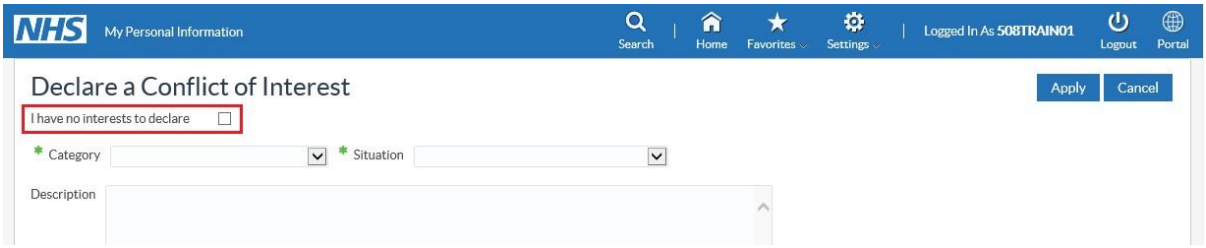

Clicking the 'Conflict of Interest Declaration' link opens a new page for the employee to record their Conflict of Interest Declarations as follows:

By default, there will be no declarations recorded.

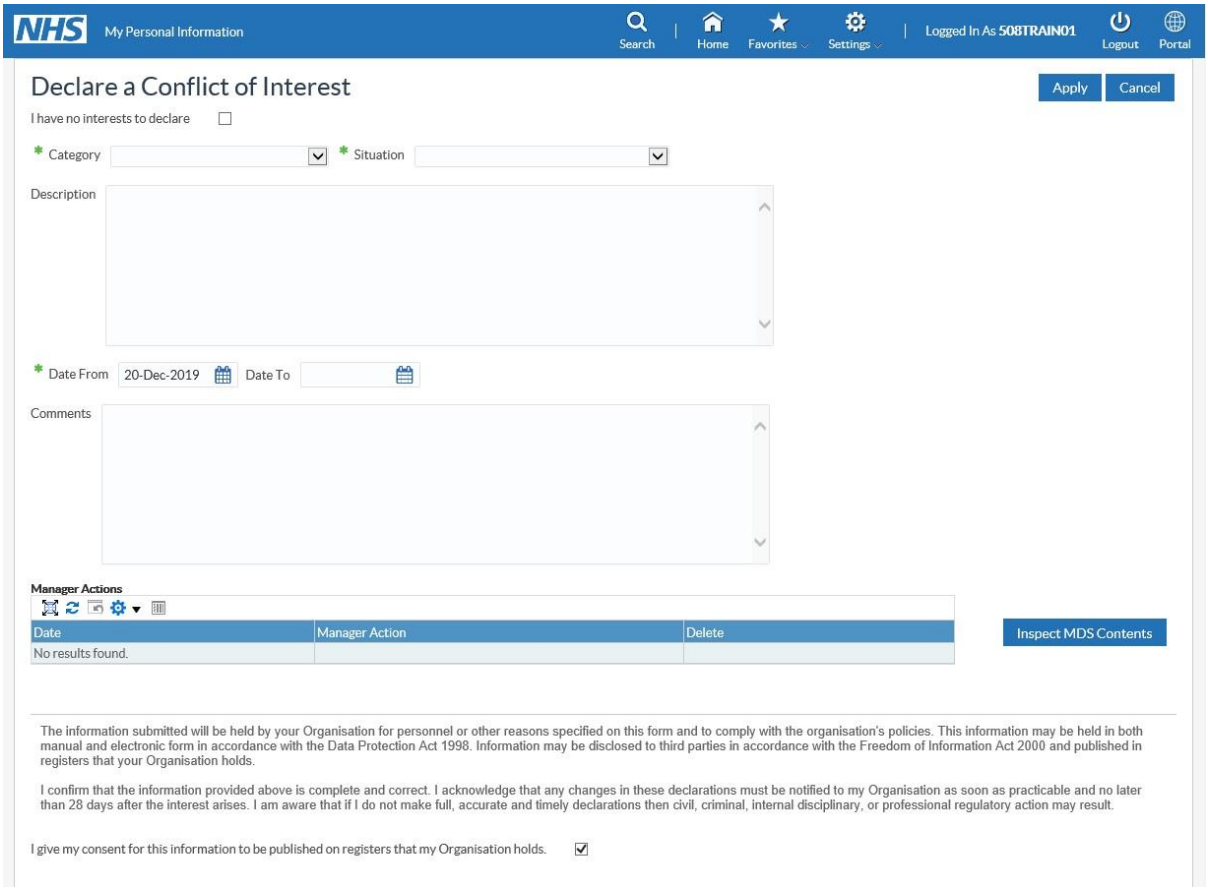
The employee can click on the 'Add Declaration' button to enter a new declaration.



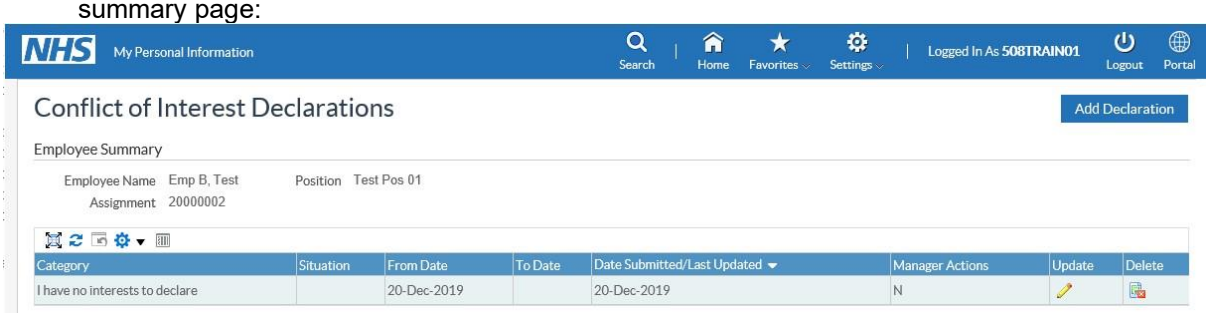

If there are no interests to declare the 'I have no interests to declare' checkbox should be ticked and the record saved:




To enter an interest the appropriate Category and Situation must be entered. Additional details can be entered into the Description and Comments fields as required.
Relevant dates can be entered for when the interest arose and, if relevant, when it ceased.
The Date From will default to today, but this can be amended as required:



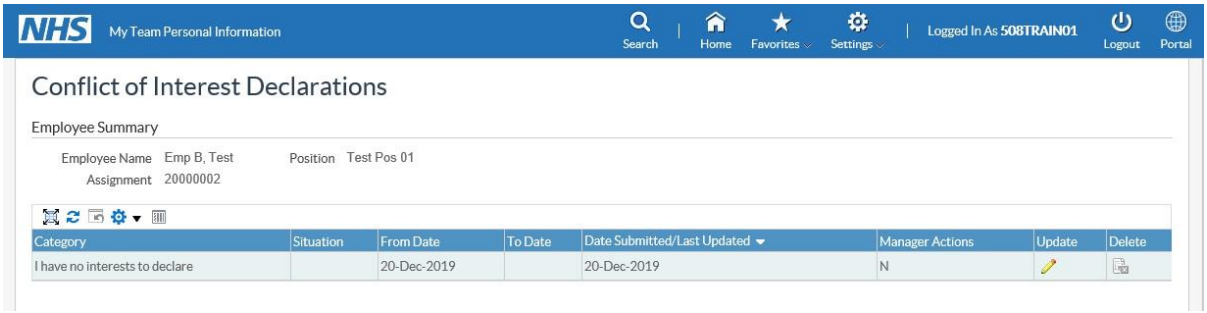

When the declaration is applied it will then be available to review on their summary page:



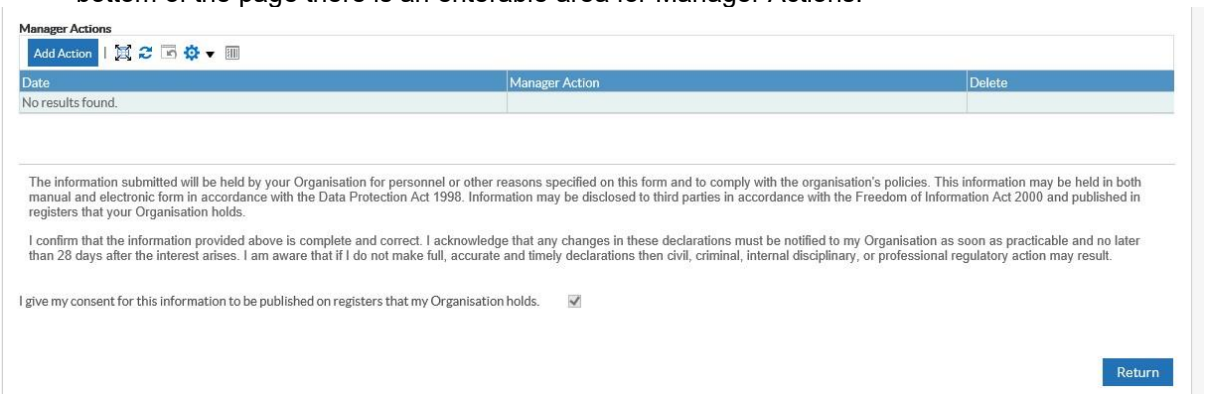

**Manager / Supervisor Self Service**

Declarations made by employees are available to Managers and Supervisors to review and to enter actions against:

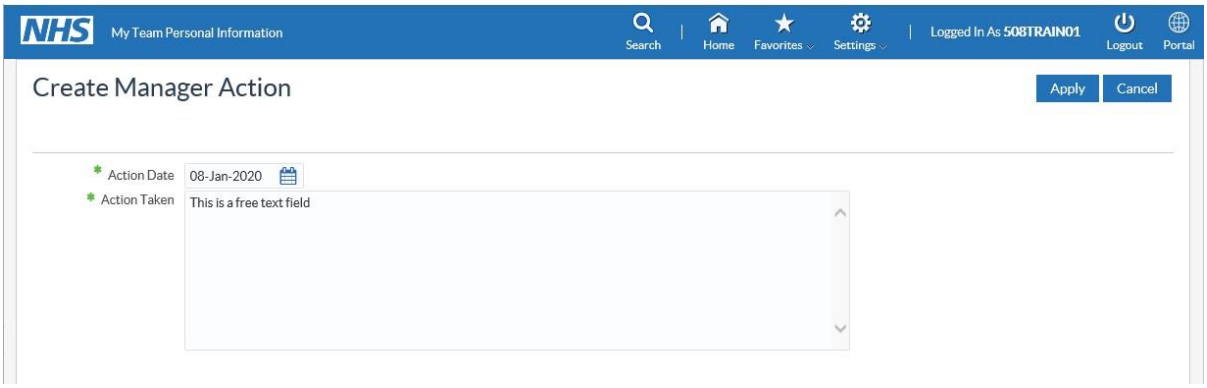
Clicking the 'Conflict of Interest Declaration' link will open the hierarchy where the Conflict of Interest action can be selected for a given employee. Clicking the Action icon will display the following Summary page for the selected employee:



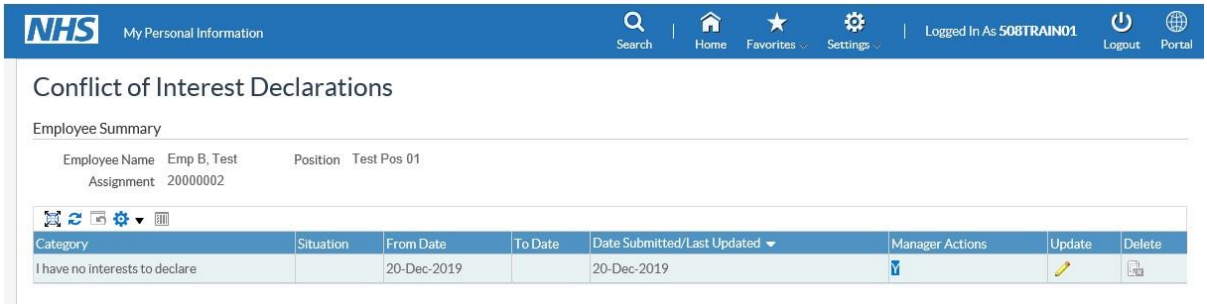

Clicking the Update icon will open a read-only version of declaration. At the bottom of the page there is an enterable area for Manager Actions:




The manager can enter new actions for this declaration, by clicking on the Add Action button, or edit existing actions:




Where a new Manager Action is entered and saved then the summary page for the employee will reflect that Manager Actions exist for this declaration:




The employee can see the details of any Manager Actions against their declarations, but these will be read only.

**Decision Maker Notification**

A new optional notification is available to prompt 'Decision Makers' within their organisation to make declarations. By default, certain groups of employees will automatically be considered 'Decision Makers'. These have been defined centrally as employees with a primary assignment that has a certain grade or a certain Job. The defined grades are XN11, XN12, XR11 and XR12.

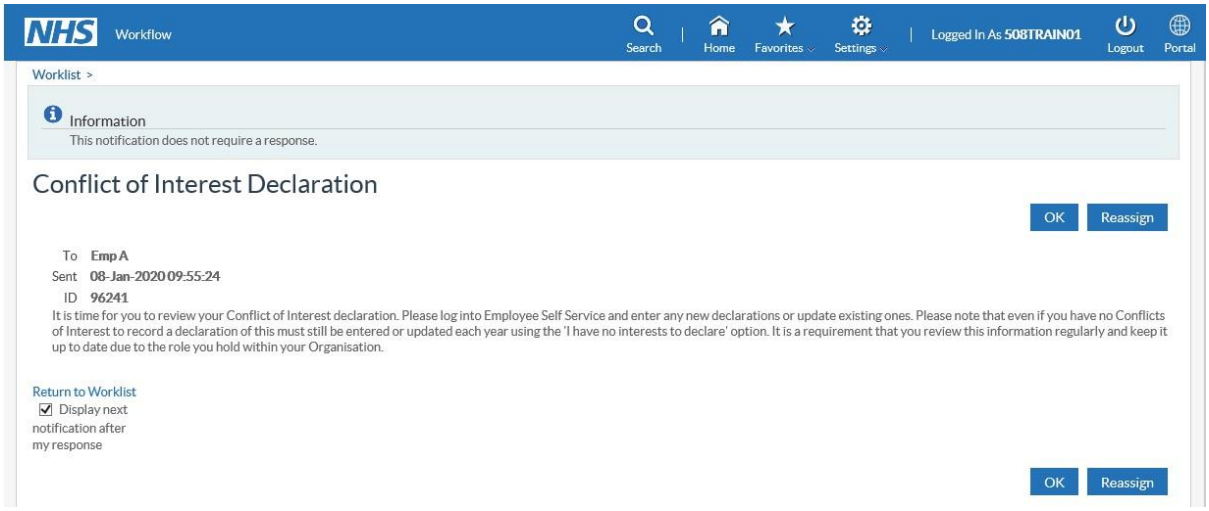
The jobs are listed in full in the lookup NHS_DECISION_MAKER_JOBS, but in general are jobs considered to be Director level or Consultant level.

To nominate any additional staff, outside of this criteria, as Decision Makers a new supplementary role of 'Decision Maker' has been created.

The process 'NHS Decision Maker Notification Process' has been added to the HR Administration and the Local HRMS Systems and User Administration responsibilities to generate these notifications.

Running this process will send a notification to all staff designated as 'Decision Makers' (using the criteria outlined above) prompting them to make new declarations or review their existing ones.
**NOTE:** This process will have a minimum re-run time of 90 days. This means that any run with 90 days of the last run for an organisation will fail and no new notifications will be sent.

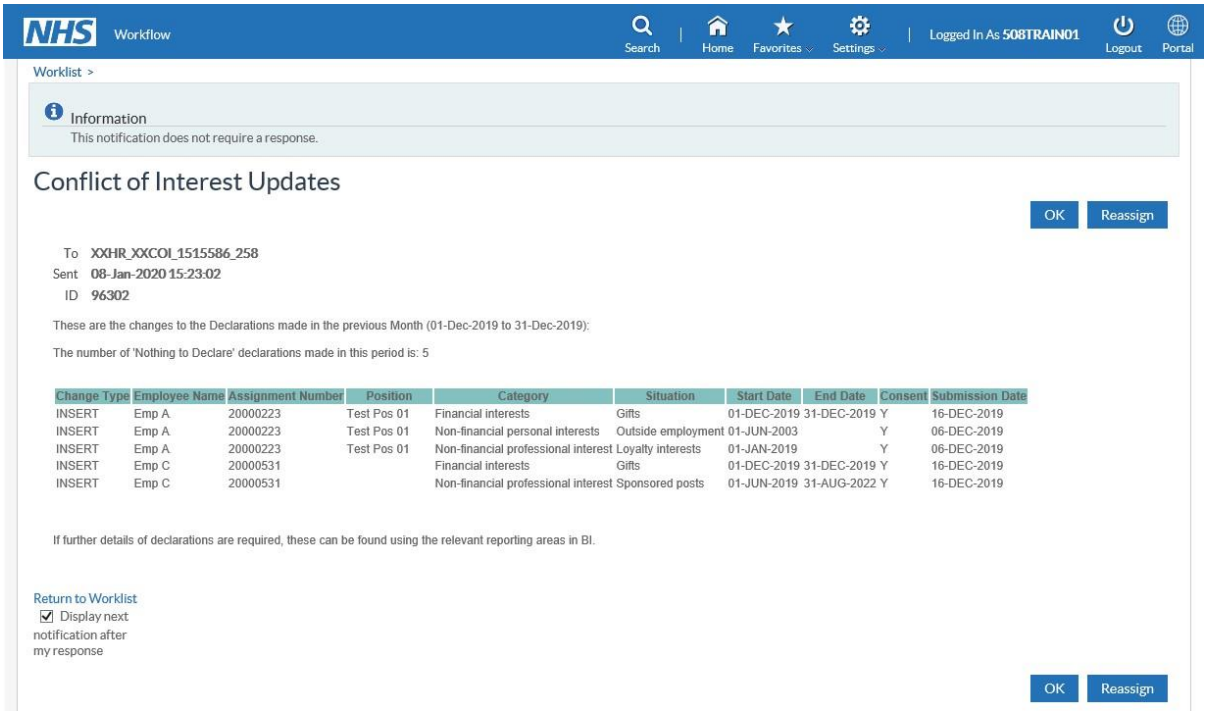
Example Decision Maker notification:




**Conflict of Interest Reviewer Notification**

A new workflow notification role has been created called 'Conflict of Interest Reviewer'. Where a user is assigned to this role they will receive a monthly summary of the Conflict of Interest Declarations made or updated in their organisation in the previous month. These will be automatically sent out at the start of each calendar month for the previous calendar month.
It is up to organisations to decide whether they require this functionality. Where no user is assigned to this role within an organisation then no monthly summary notifications will be sent for that organisation.

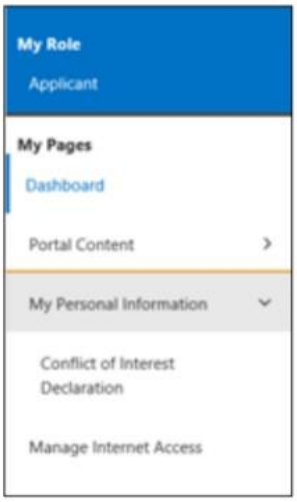
To save space the notification will have a count at the top of all 'Nothing to Declare' declarations and then a table of all other declaration with some summary details.




**Local BI Reporting**
The Conflict of Interest Declaration data is available in the Employee folder within the following subject area:
• Human Resources – Workforce Profile

**Data Warehouse National NHS Reporting**
The Conflict of Interest Declaration data will be available for reporting on from the Strategic Data Warehouse

**Conflict of Interest – Updates to Notifications and Applicant Access** The following changes have been made to the Conflict of Interest functionality. Applicant Conflict of Interest Declarations A new function has been added to the Applicant dashboard menu to allow applicants to record Conflict of Interest Declarations.




This will open the same page that is available to employees to allow applicants to record their declarations. Updates to the Conflict of Interest Reviewer Notification The notification will include information where an employee has deleted a Conflict of Interest declaration that has previously been recorded and has a Manager Action recorded against it. These will be shown in the notifications with a new change type of ‘DELETE’, see the example on the following page. The layout of this notification has changed slightly to accommodate the changes made by applicants as well as employees. There is a new column for Person Type to indicate if the change was for an Applicant or an Employee. NOTE: Changes made by an Employee. Applicant will always be treated as employee changes. Where the person type is ‘Applicant’ the assignment number column will display the applicant number.