

Science Council's policy on managing conflicts of interest

Background

Our Royal Charter states that:

Whenever a Board member has a personal financial interest in a matter to be discussed at a meeting the Board member concerned must:

- (i) declare an interest at or before discussion begins on the matter;*
- (ii) withdraw from the meeting on that item unless expressly invited to remain in order to provide information;*
- (iii) not be counted in the quorum for that part of the meeting; and*
- (iv) withdraw during the vote and have no vote on the matter*

Our Bylaws state that:

“A Board member or a member of a committee or other body constituted by the Council shall declare any financial or other personal interest in any contract, dealing or arrangement to be considered at any meeting of such body. The chair of the meeting shall rule if the interest is material and, if so found, decide whether the person with the interest may speak in connection with such contract dealing or arrangement and whether he or she shall be counted in the quorum present at the meeting but, if the interest is found to be material, he or she shall have no vote at such meeting. For the avoidance of doubt, no member of the Board shall acquire any interest in property belonging to the Council (otherwise than as a trustee).”

The Charity Commission has issued detailed guidance on managing conflicts of interest. The basic principle is that, except in certain very limited circumstances, no trustee of a charity may receive any reward in connection with their service as a member of that charity, either directly or indirectly, and nor may their families or close friends. “Reward” means any benefit other than the reimbursement of actual and reasonable expenses incurred in the performance of their duties.

Charity Commission guidance also states that “*we would encourage trustees to make the operation of the charity as transparent as possible*”, and recommends both that the charity's policy on conflicts of interest is published and that the charity considers publishing some or all of the Register of Interests.

The Science Council's policy

1. The charity will keep a Register of Interests
2. On appointment and once each year thereafter, every Trustee will complete the Register of Interests regarding:
 - Paid employment
 - Self-employment or consultancies
 - Directorships of commercial companies;
 - Partnership in a business or professional partnership;

- Significant shareholdings (names of companies in which the member owns issued share capital)
 - Elected office
 - Trusteeships or participation in the management of charities and other voluntary bodies
 - Public appointments (paid or unpaid) e.g. local authority, health authority, NHS trust, school or college governing body
 - Membership of professional bodies and trade or other associations
 - Gifts or hospitality offered by outside bodies and arising from your position as a Member of the Council
 - Unremunerated posts, honorary positions and other positions that might give rise to a conflict of interest or of trust
3. The amount of a registerable interest need not be declared, only the fact of its existence. Individuals are in the best position to decide what interests are relevant or material and should be disclosed. In considering whether a declaration is appropriate, a suggested test is, whether, knowing the facts of the interest, an impartial external observer could reasonably conclude that their judgement in considering the business of the Science Council might be influenced.
 4. The Register of Interests will be held by the Chief Executive and will, as appropriate, be open to public inspection on request.
 5. It is a legal requirement that the charity's Annual Report and Accounts must include disclosure of any properly authorised payments or financial benefits to Trustees.
 6. Persons completing a Register of Interests will inform the Chief Executive by email or in writing of any material change in their Interests as soon as the change occurs.
 7. At the start of every meeting of the Board, the agenda will include an item inviting declarations of interest pertaining to matters on the meeting agenda. Any declarations will be formally recorded in the minutes. Members of the Board arriving after the start of the meeting will make any declarations of interest as soon as they arrive.
 8. Members of the Board with a conflict (and, except in exceptional circumstances, staff in attendance with a conflict) will be invited to leave the room immediately before the item relating to their Interest is reached and will neither discuss it, advise on it or vote on it, and nor will they count towards the quorum of the meeting while they are so absent. Where it is considered necessary for a member of staff with a conflict to remain in the room, the reasons for that will be recorded in the minutes.
 9. Members of the Board with any other Interest that does not create a danger of bias, but which might reasonably cause others to think that it could influence their decision, must declare the nature of the Interest, but may remain in the room, participate in the discussion, and vote if they wish.