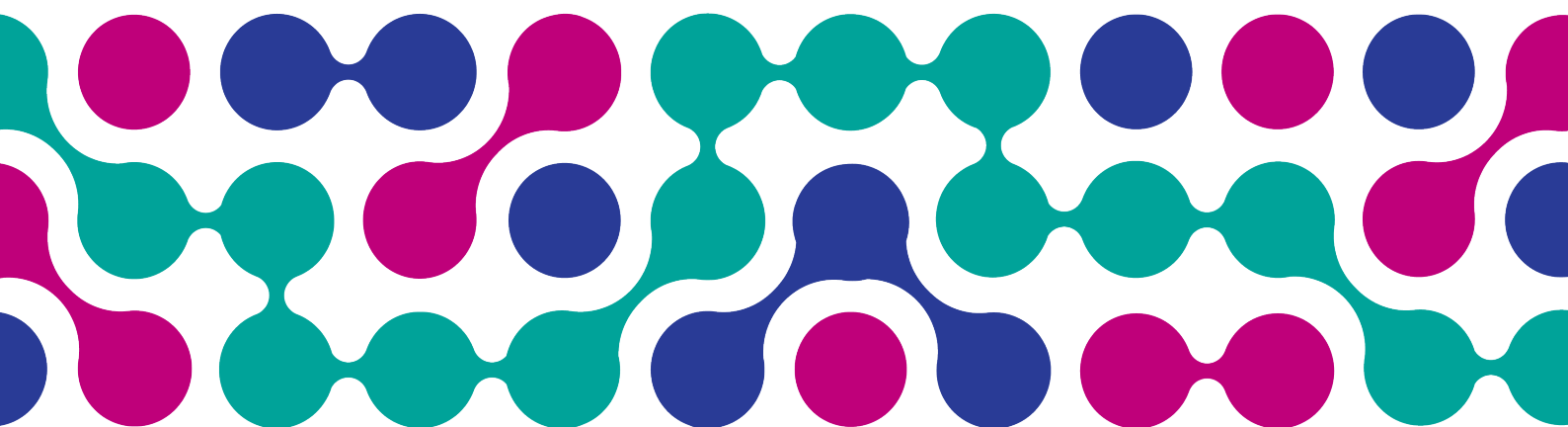


# BSW ICB Standards of Business Conduct Policy

BSW ICB policies can only be considered to be valid and up-to-date if viewed on the intranet. Please visit the intranet for the latest version.



## BSW ICB Standards of Business Conduct Policy

Purpose	Details the ICB's expectations regarding standards of business conduct. Sets out how the ICB manages conflicts of interest, gifts and hospitality, and sponsorship; handles outside / secondary employment; any situations where conflicts of interest could arise and must be managed.
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# BSW ICB Standards of Business Conduct Policy

## Review Log

Version Number	Review Date	Name of reviewer	Approval Process	Reason for amendments
1	01/07/ 2022	Dept Dir of Corporate Affairs	BSW ICB Board	Formal adoption of the policy by the BSW ICB Board, to fulfil statutory requirement at ICB establishment
2	16/03/2023	Dept Dir of Corporate Affairs	BSW ICB Board	Scheduled review: amends reflect enhanced practice and processes
2.1	26/03/2023	Corporate Officer	Minor amendment approved by Document Sponsor	Amendment of Job Title of the Document Sponsor Links added to Policies referenced within document
2.1	23/04/2024	Dept Dir of Corporate Affairs	Minor amendment approved by Document Sponsor	Section 'Scope' amended to include bidders and suppliers

# Standards of Business Conduct Policy

## Summary of Policy

This policy details the expectations regarding standards of business conduct for the BSW ICB, including the management of conflicts of interest, gifts and hospitality and sponsorship; handling outside / secondary employment; speaking on behalf of the organisation.

The focus of this policy is on conflicts of interest and how the ICB manages these.

A conflict of interest is a set of circumstances in which an individual's ability to exercise objective judgement or act objectively in a role is, could be, or is seen to be impaired or otherwise influenced by their involvement in another role or relationship.

Closely associated to this are gifts, offers of hospitality, and offers of sponsorship which may influence a person's judgement or decisions, or be perceived to do so.

Conflicts of interest cannot be entirely avoided, nor can offers of gifts, hospitality or sponsorship. However, these must be recognised, declared and managed appropriately.

This policy sets out expectations, processes and roles and responsibilities regarding the management of conflict of interests, and offers of gifts, hospitality or sponsorship.

The policy signposts internal and external sources of advice and guidance, and the ICB's training offers and requirements regarding the management of conflicts of interest.

The ICB recognises that colleagues may wish to undertake, or do undertake, charitable activity and volunteering. Likewise, in order to draw on their expertise, the ICB contacts individuals who have outside employment, e.g., medical practitioners. Individuals may also seek secondary employment. Such activities may give rise to conflicts of interest, and therefore need to be declared, on appointment, change of role in the ICB, or when an individual begins such activity.

Associated policies are the ICB's Anti-Fraud, Anti-Bribery and Anti-Corruption Policy; and the ICB's Confidentiality and Safe Haven Policy see: Other documents, which should be read alongside this policy.

This policy applies to ICB employees, and anyone contracted to work for or on behalf of the ICB, including consultants, students, trainees, agency staff, seconded colleagues, bank staff, members of the ICB Board and of ICB committees and sub-committees.

# Standards of Business Conduct Policy

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## INTRODUCTION & PURPOSE

1. This policy details the expectations regarding standards of business conduct for the Bath and Northeast Somerset, Swindon and Wiltshire (BSW) Integrated Care Board (the ICB) including the management of conflicts of interest.
2. The ICB aspires to the highest standards of corporate behaviour and responsibility. The ICB recognises that a perception of wrongdoing, impaired judgement or undue influence alone can be detrimental.  
This policy reflects and supports the seven principles of public life (see point 6 below), and the ICB expects all individuals within the ICB to adhere to these principles.
3. This policy supports a culture of openness and transparency in business transactions. All individuals are required to:
  - ensure that the interests of patients remain paramount at all times.
  - be impartial and honest in the conduct of their official business.
  - use public funds entrusted to them to the best advantage of the service, always ensuring value for money.
  - ensure that they do not abuse their official position for personal gain or to the benefit of their family or friends.
  - ensure that they do not seek to advantage or further private or other interests in the course of their official duties.
4. The requirements of the Constitution, Standing Orders, Scheme of Reservation and Delegation, and Standing Financial Instructions will prevail over requirements of this policy where conflicting advice is given. This policy should be read in conjunction with the Anti-Fraud, Bribery and Corruption Policy, the Confidentiality and Safe Haven Policy, and the Freedom to Speak Up Policy.

## SCOPE

5. This policy applies to:
  - ICB employees;
  - ICB Board members, including any from other organisations;
  - ICB Board committee and sub-committee members, including any from other organisations;
  - Third parties acting on behalf of the ICB under any contract arrangements, incl. contracted clinical experts and pathway leads, commissioning support, shared services, and individuals acting as senior responsible officers (SROs) for ICB programmes of work and work streams;
  - Agency staff engaged by the ICB, seconded colleagues, bank staff;
  - Contractors of the ICB.

These are collectively referred to as 'individuals' hereafter.

6. The ICB expects any bidders and suppliers to have due regard to the ICB's Anti-

Bribery, -Corruption, -Fraud policy, and to the ICB's Standards of Business Conduct Policy.

## PRINCIPLES OF BUSINESS CONDUCT

### Principles

7. All individuals in scope of this policy should observe the principles of good conduct in the way they do ICB business. Individuals should always:
  - Adhere to the [seven key principles of the NHS Constitution](#)
  - Comply with the requirements of the [ICB Constitution](#) and [ICB policies](#) and be aware of the responsibilities outlined within.
  - Act in good faith and in the interests of the ICB and follow the [Seven Principles of Public Life](#) (the Nolan Principles)
  - Act with regard to the [UK Corporate Governance Code](#)
  - Adhere to the [Equality Act 2010](#)

### Prevention of bribery, corruption, and fraud

8. The ICB has a responsibility to ensure all individuals in scope of this policy are made aware of their duties and responsibilities arising from the [Bribery Act 2010](#). Under the Bribery Act 2010, there are four offences:
  - Bribing, or offering to bribe, another person(s)
  - Requesting, agreeing to receive or accepting a bribe
  - Bribing, or offering to bribe, a foreign public official
  - Failing to prevent bribery
9. In its simplest terms, bribery is the practice of offering something in exchange for benefits. Whilst money is a classic form of bribe, bribes can also be more intangible, and they might include things like the offer of property, valuable objects, or a promise to perform a particular service in the future. In order to be considered a bribe, there must be an offer and acceptance with the understanding that the individual who accepts the bribe will be doing something in return. While this differentiates bribes from gifts that are offered in genuine good will, the perception may be that gifts or hospitality are used to influence decision-makers. It is therefore important to remain vigilant and transparent re offers of gifts and hospitality, to declare such offers, and manage such offers in accordance with this policy.
10. The [ICB's Anti-Fraud, Anti-Bribery and Anti-Corruption Policy](#) provides advice and guidance to colleagues in dealing with suspected fraud, bribery, corruption and other illegal acts involving dishonesty.

### Counter fraud measures

11. The [Fraud Act 2006](#), created a criminal offence of fraud and defines three ways of committing it:
  - Fraud by false representation.
  - Fraud by failing to disclose information; and



- Fraud by abuse of position.
12. No individual must use their position to gain advantage. Declaring interests is an important mechanism to safeguard against fraud.
  13. The ICB's [Anti-Fraud, Anti-Bribery and Anti-Corruption Policy](#) provides advice and guidance to colleagues in dealing with suspected fraud, bribery, corruption and other illegal acts involving dishonesty.

## Confidentiality

14. During their work with or for the ICB, many individuals will handle or be exposed to information which is deemed personal, sensitive or confidential.
15. No such information must be disclosed or further processed outside the scope of individuals' work for, with, or on behalf of the ICB, or the specific limitations imposed by the [NHS Code of Confidentiality](#) and/or the committee/manager providing the information. Individuals will not be at liberty to disclose information following the termination of their contract, employment or relationship with the ICB.
16. All individuals should guard against providing information on the operations of the ICB which might provide a commercial advantage to any organisation (private or NHS) who is in a position to supply goods or services to the ICB.  
For particularly sensitive procurement/contracts individuals may be asked to sign a non-disclosure agreement. However, the requirements of the Freedom of Information Act 2000 must be considered when attempting to legitimately restrict the release of information.
17. The ICB's [Confidentiality and Safe Haven Policy](#), and the ICB's [Freedom of Information Policy](#) provide further information and guidance and must be adhered to.

## CONFLICTS OF INTEREST

### Definition

18. A conflict of interest is a set of conditions/circumstances in which an individual's ability to objectively exercise judgement or objectively act in a role is, could be, or is seen to be impaired or otherwise influenced by their involvement in another role or relationship and must be managed to maintain probity and public trust.
19. A conflict of interest can occur when there is the possibility that an individual's judgement regarding their primary duty to NHS patients may be influenced by a secondary interest they hold. Such a conflict may be:
  - Potential – there is the possibility of a material conflict between one or more interests in the future
  - Actual – there is a material conflict between one or more interests
  - Perceived – an observer could reasonably suspect there to be a conflict of interest regardless of whether there is one or not.

20. Conflicts can occur with interests held by the individual or their close family members, close friends and associates and business partners (dependant on the circumstances and the nature of such relationships).
21. The ICB has in place mechanisms for the effective management of actual, potential and perceived conflicts of interest. These mechanisms include:
  - Identify and minimise the risk of conflicts of Interest at the earliest possible opportunity.
  - Create an environment and culture where individuals feel supported and confident in declaring relevant information and raising any concerns.
  - Acknowledge that a perception of wrongdoing, impaired judgement or undue influence can be as detrimental as any of them occurring.
  - Assume the existence of a conflict of interest, if in doubt, and manage it appropriately rather than ignore it.
  - Accept that for a conflict of interest to exist, financial gain is not necessary.
22. Conflicts of interest are inevitable, but in most cases, it is possible to handle them with integrity and probity by ensuring they are identified, declared and managed in an open and transparent way.
23. Appendix A provides detailed definitions, and examples of interests to support identification and correct declaration of interests.

## **Management of conflicts of interest**

24. The ICB will facilitate an environment where all individuals feel able, encouraged and obliged to be open, honest and upfront about actual or potential conflicts. This will lead to effective identification and management of conflicts. In deciding whether any role or relationship or interest would impair or otherwise influence the individual's judgement or actions in their role within the ICB, the ICB will exercise discretion and consider each case separately.

Where there is doubt, the existence of a conflict of interest will be assumed and managed accordingly.
25. While conflicts of interest cannot always be avoided the ICB will proactively manage potential conflicts of interest by:
  - a) Maintaining and reviewing Registers of Declarations of Interest, as required by the [Health and Care Act 2022](#).
  - b) Managing membership of formal committees and decision-making bodies supporting the ICB.
  - c) Implementing clear meeting and decision-making procedures.
  - d) Working within the [Constitution](#), Standing Orders, [Standing Financial Instructions](#) and [Scheme of Reservations and Delegations](#).
  - e) At meetings, being aware of the law and good practice.

## **Declarations of interests**

26. The ICB needs to be aware of all situations where an individual has interests outside their

role, and where that interest has potential to result in a conflict of interest between the individual's interests and their ICB duties. The ICB therefore requires all individuals in scope of this policy to make declarations of interest.

## When to make a declaration

### 27. When applying to senior roles

- All applicants for a senior role in the ICB (Band 8b and above), its Board, committees and sub-committees will be required to declare any relevant interests. The ICB will request this declaration as part of the application process, and candidates should ensure to complete relevant 'other supporting information' sections of application forms and / or pro-actively declare any interests.

### 28. When appointing into senior roles

- On appointing Board members, committee and sub-committee members or senior colleagues, the ICB will need to consider whether conflicts of interest should exclude individuals from being appointed to the relevant role. This will need to be considered on a case-by-case basis assessing the materiality of the interest, i.e., whether the individual (or any person with whom they have a close association) could benefit (whether financially or otherwise) from any decision the ICB might make. This will be particularly relevant for decision-making roles such as Board members, committee and sub-committee members, and Executive and senior management roles.
- The ICB will also need to determine the extent of the interest and the nature of an individual's proposed role within the ICB. If the interest is related to an area of business significant enough that the individual would be unable to operate effectively and make a full and proper contribution in the proposed role, then that individual should not be appointed to the role.

### 29. When appointed

- Following appointment, and regardless of whether an individual declared interests as part of the recruitment / selection / appointment process, all individuals in scope of this policy must make a formal declaration of interests within 28 days of assuming a role with / for the ICB. The process for doing this is outlined below. Where there are no interests to declare a nil return is required (i.e., a declaration in writing that the individual has no interests).
- If interests arise at a later stage, or if an individual changes role in the ICB, a declaration of interests is required. The declaration should be made as soon as reasonably practicable and by law within 28 days after the interest or change in role arises.

### 30. When becoming aware of an interest

- As soon as an individual becomes aware of an interest which could lead to a conflict of interest where the ICB is considering an action or decision, the individual should make

an updated declaration. This declaration should be made within 28 days of the new interest arising.

### 31. Annually

- All individuals in scope of this policy will be asked on an annual basis to review and update or confirm their declarations of interest. This includes nil declarations where an individual has no interests to declare.

### What to declare

32. Appendix A provides detailed guidance and examples for declarable interests. In summary, anything that potentially influences an individual's objectivity on a matter and ability to objectively make a decision, or can be perceived to do so, should be declared. This includes interests that family members hold.
33. Declarations must be precise, and all fields in the Civica Declare portal must be completed.  
Colleagues who have businesses, directorships etc. registered with Companies House must ensure that information they provide to the ICB matches information that can be obtained from Companies House precisely.  
Colleagues who maintain publicly accessible internet profiles on business networks like LinkedIn, or whose professional information is publicly accessible on websites of organisations that they have involvement with, must carefully consider if any such activities must be declared as interests, or could give rise to interests.

### How to make declarations

34. The ICB uses the Civica Declare online portal for recording declarations of interests. The portal can be accessed through this link, <https://bswicb.mydeclarations.co.uk/home>.
35. ICB employees receive automated notifications to declare interests, and weekly reminders when the 28-day deadline for a declaration has passed.  
When the 28-day deadline has passed, a chaser will be issued within 7 days past the deadline to the individual. If the chaser is not actioned, another chaser will be sent within 7 days following the first chaser, to the individual and their line manager. Failure to make a declaration of interest may result in disciplinary action.
36. Line managers receive automated notifications when their direct reports make a declaration of interest. Line managers must sign off their direct reports' declarations of interest within 7 days of notification. This sign-off is to ensure that line managers have discussed with their direct reports the interest and agreed the actions to manage any conflicts arising from the interest.
37. If individuals do not make declarations despite the two chasers, or line managers do not sign off on declarations, these instances will be reported to the BSW ICB Executive Group who will agree actions to address non-compliance.
38. Notifications to complete a declaration of interests are triggered by the annual anniversary of a declaration, by job changes within the ICB and recorded on ESR, or by onboarding of

new ICB colleagues on ESR.

39. The Civica Declare portal has a 'how to' guide to support individuals when making declarations of interest. The portal allows users to raise 'tickets' with any queries re the use of the portal, and these tickets will be responded to. Individuals can also request support and guidance from the Corporate Affairs team via the dedicated Conflicts of Interest inbox, [bswicb.coisupport@nhs.net](mailto:bswicb.coisupport@nhs.net).

## Register of Interests

40. The ICB's Register of Interests is held and maintained by the ICB Corporate Office. It is the responsibility of the Deputy Director of Corporate Affairs to ensure that the ICB's register is up to date.
41. Interests remain on the register for six months after the interest has expired, or the individual has left. A historic record of interests is retained for a minimum of six years from the date on which it expired or the individual left. The Register of Interests will give the following information:
- Name of individual.
  - Position within, or relationship with, the ICB.
  - Type of interest.
  - Description of interest.
  - Relevant dates relating to the interest (i.e., from when to when the interest existed).
  - Action taken to mitigate risk.
42. The Register of Interests for ICB Board members, committee members and sub-committee members will be reviewed by the ICB Board at least once a year, and will be published on the ICB website as well as in the ICB's Annual Report.
43. In exceptional circumstances, where the public disclosure of information could give rise to a real risk of harm, and where authorised by the Conflicts of Interest Guardian, an individual's name may be redacted from the published register. The individual must believe that substantial damage or distress may be caused to themselves or somebody else by the public disclosure, and a request to withhold from publication, in writing, can be made to the Conflicts of Interest Guardian. Decisions not to publish information are made by the Conflicts of Interest Guardian, who should seek appropriate legal advice where required, and who will inform the ICB's Board of any such decision. The ICB should retain a confidential un-redacted version of the register.
44. The ICB's full register of interests (i.e. interests of all individuals in scope of this policy) will not be published but is available to the public on request.
45. For the ICB Board, committees and sub-committees, the Deputy Director of Corporate Affairs or their nominee, discussing with the Conflicts of Interest Guardian where appropriate, will consider every interest declared on appointment, on refreshed declarations of interest, and any declared new interests. This may identify conflicts of interest that are profound and acute. The Deputy Director of Corporate Affairs will bring this to the attention of the Conflicts of Interest Guardian, and it may be decided that the interest is not manageable. If this is the case, the ICB Chair must be informed as in order to manage such a conflict of interest, an individual may be

required to step down from a particular role or move to another role within the ICB.

### **Managing ICB Board, committee and sub-committee memberships**

46. The Conflicts of Interest Guardian will, with the Deputy Director of Corporate Affairs, ensure that for every interest declared on appointment or declared as a new interest by ICB Board, committee or sub-committee members, arrangements are in place to manage the potential conflicts of interest, to ensure the integrity of the decision-making process, and to protect individuals and the resources and reputation of the NHS.
47. Where an individual declares a significant interest that would prejudice their objective decision-making, the individual should not be a voting member of a committee, in particular of committees, sub-committees or advisory groups that make or inform commissioning and contracting decisions.
48. For previously recorded declarations of interest, steps will be taken to ensure that Committee membership supports decision making as far as is reasonably practicable.

### **Management of meetings and decision making**

49. The Chair of a meeting should consider ahead of each meeting what conflicts are likely to arise and how they should be managed. Through the meeting minutes, the Chair should document management action which could include:
  - Requiring the member not to attend the meeting.
  - Ensuring the member does not receive meeting papers for the relevant item.
  - Requiring the member to not attend all or part of the discussion and decision on the relevant item; In private meetings, this could include requiring the individual to leave the room and in public meetings to either leave the room or join the audience in the public seating area.
  - 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). This may be appropriate where, for example, the conflicted individual has important relevant knowledge and experience of the matter(s) under discussion, which it would be of benefit for the meeting to hear, but this will depend on the nature and extent of the interest which has been declared.
  - Noting the nature and extent of the interest but judging it appropriate to allow the member to remain and participate in both the discussion and in any decision.
  - Removing the member from the group or process altogether.
50. The agenda for all ICB Board, committee, sub-committee, advisory group, programme board meetings will contain a standing item, at the commencement of each meeting, requiring members to declare any interests relating specifically to the agenda items being considered, including those interests already formally declared and recorded in the Register of Interests.
51. The Chair of the meeting will decide whether there is a conflict of interest and ensure that the appropriate course of action is taken. The Chair may consult with the Conflicts of

## Interest Guardian.

52. Failure to disclose an interest may render the individual liable to disciplinary action which could ultimately result in termination of employment or office. Where others at the meeting are aware of facts or circumstances which may give rise to a conflict of interests which has not been declared, this must be brought to the attention of the Chair to take the appropriate course of action.
53. Where the Chair of a meeting has a personal interest, previously declared or otherwise, in relation to the scheduled or likely business of the meeting, they must make a declaration and the Vice Chair (or other nominated individual if the Vice Chair is also conflicted) will act as Chair for the relevant part of the meeting.
54. Should the situation arise that a significant number of individuals (more than 50%) are deemed to be prevented from taking part in a meeting because of conflicts of interests, the Chair of the Board / committee / sub-committee will determine whether the discussion can proceed. In making this decision, the Chair will consider whether the meeting is quorate, in accordance with the number and balance of membership set out in the ICB Standing Orders and approved committee Terms of Reference.
55. Where a quorum cannot be convened from the membership of the meeting, owing to the arrangements for managing conflicts of interest or potential conflicts of interest, the Chair of the meeting shall consult with the Deputy Director of Corporate Affairs on the action to be taken. This may include:
  - requiring another of the ICB's committees which can be quorate to progress the item of business, or if this is not possible a recommendation on decision can still be taken by remaining members and referred to the ICB's Audit Committee for verifying proposed recommendations.
  - inviting on a temporary basis one or more of the following to make up the quorum (where the Constitution permits these to be members of the committee / sub-committee in question) so that the ICB can progress the item of business:
    - a member of a Health and Wellbeing Board.
    - a member of another ICB's Board or Committee.
56. Advisory committees bring together experts from a specific field of practice and often draw from a relatively small pool of individuals. It is likely that these advisors will have interests relevant to the subject matter. The chair should not normally have any specific direct or indirect financial or non-financial interests. Advisors must declare their interests on being invited to participate and, where there are material interests, should be allowed to participate but must not participate in decision making.
57. Minutes of meetings must detail all declarations made along with the course of action taken and any new declarations must be recorded in the Register of Interests. The minute will include:
  - who has the interest?
  - the nature and magnitude of the interest and why it gives rise to a conflict.
  - the item(s) on the agenda to which it relates.
  - how the conflict was agreed to be managed.
  - evidence that the conflict was managed as intended (recording the time/point at which individuals left the room and returned).

## Transparency in procurement and commissioning

### Procurement Policy

58. The ICB recognises the importance in making decisions about the services it procures in a way that does not call into question the motives behind the procurement decision. The ICB will procure services in a manner that is open, transparent, non-discriminatory and fair to all potential providers, and compliant with relevant law.
59. The ICB's [Procurement Policy](#) will ensure the ICB's compliance with relevant procurement legislation, regulation and guidance.
60. With regards to conflicts of interest in procurement, Regulation 6 [National Health Service (Procurement, Patient Choice and Competition) (No.2) Regulations 2013] states "a conflict will arise where an individual's ability to exercise judgement or act in their role in the commissioning of services is impaired or influenced by their interests in the provision of those services".
61. Regulation 6 requires that the ICB does not award a contract for the provision of NHS healthcare services where conflicts, or potential conflicts, affect or appear to affect the integrity of the award of that contract. The ICB is required to publish a record of how it managed any such conflict in relation to NHS commissioning contracts entered into.
62. The ICB will also identify as soon as possible where colleagues might transfer to a provider (or their role may materially change) following the award of a contract. This will be treated as a relevant interest to be managed.
63. Depending on circumstances, there may be ways of managing an actual or potential conflict of interest in order to prevent that conflict affecting or appearing to affect the integrity of the award of the contract, including the exclusion of certain individuals from discussion or removal of voting rights.
64. The ICB is supported through the procurement process by SCW CSU, including the management of conflicts of interests.

### Contractors and people who provide services to the ICB

65. Anyone seeking information in relation to procurement or otherwise engaging with the ICB in relation to the potential provision of services or facilities to the ICB, will be required to make a declaration of any relevant or potential conflict of interest.
66. Anyone contracted to provide services or facilities directly to the ICB will be subject to the same provisions of this policy in relation to managing conflicts of interests. This requirement will be set out in the contract for their services.
67. Bidders should declare any conflicts of interest, to allow commissioners to ensure that they comply with the principles of equal treatment and transparency. When bidders declare an interest, the commissioners must decide how best to deal with it to ensure that no bidder is treated differently to any other.



68. Bidders' interests will not be recorded on the register of procurement decisions in order to protect bidders' anonymity during the procurement process, however, an internal audit trail of how the conflict or perceived conflict was dealt with will be maintained to enable the ICB to provide this information at a later date if required.
69. The ICB's [Procurement Policy](#) applies and must be adhered to.

### Register of Procurement Decisions

70. The ICB will publish a Register of Procurement Decisions including the details of the decision, who was involved in the decision making, a summary of any conflicts of interest and how this was managed. The ICB will ensure that details of all contracts, including the value of the contract are included. The Register will be published on the ICB website and updated as soon as is practicable as contracts are agreed and on at least a six-monthly basis. Where the ICB decides to commission services through AQP, the type of services commissioned and the agreed price for each service will be published on the website. The decision to use a single tender action is a procurement decision and must also be recorded. The Register will also be referenced as part of the Annual Report.

### Contract monitoring

71. The individuals involved in contract monitoring should have no direct or indirect financial, professional, or personal interest in the provider that could be perceived to prevent them from carrying out their role in an impartial, fair and transparent manner.
72. As part of the procurement process and commissioning cycle, contract monitoring meetings need to consider conflicts of interest. The chair of a contract management meeting should invite declarations of interests, record any declared interests in the minutes of the meeting and manage any conflicts appropriately and in line with this policy. This also applies where a contract is held jointly with another organisation such as the Local Authority or with other ICBs under lead commissioner arrangements.

### GIFTS, HOSPITALITY AND SPONSORSHIP

73. The ICB acknowledges that gifts, hospitality, and sponsorship may be offered. The ICB will ensure that individuals do not accept gifts, hospitality or other benefits which might reasonably be seen to compromise their professional judgement or integrity. The following sections outline considerations for each; cf. section 3.1 and the ICB's Anti-fraud, anti-bribery, and anti-corruption policy regarding the prevention of corruption.
74. Colleagues should not ask for or accept gifts, gratuities, or honoraria (such as grants, scholarships) from any individual or organisation that may be capable of being construed as being able to influence any decision or cast doubt on the integrity of such decisions.

75. Where acceptance of gifts, hospitality or sponsorship requires prior approval, the following applies:

<b>Applicant/Recipient</b>	<b>Approval Required from</b>
Integrated Care Board member (excluding Chair & Accountable Officer)	Chair and NED Audit
ICB Chair, ICB Accountable Officer	NED Audit and one other Integrated Care Board NED or Partner Member
All other staff members	Line manager

## Gifts

76. Colleagues should not accept gifts that may affect, or be seen to affect, their professional judgement.
77. Gifts – from suppliers or contractors
- always decline gifts of any nature or value from providers / suppliers (current or potential), and declare the offer within 28 days;
  - you may accept low cost branded promotional aids with a value under £6 in total, and this need not be declared;
78. Gifts from other sources (e.g., patients, families, service users):
- do not ask for any gifts;
  - always decline gifts of cash and vouchers (e.g., vouchers, tokens, offers of remuneration to attend meetings whilst in a capacity working for or representing the ICB), and declare the offer within 28 days;
  - modest gifts under a value of £50, from members of the public to colleagues for work well done (such as flowers or small tokens of appreciation) can be accepted where there is no risk that the gift could be suspected of influencing the ICB's actions, or where the cost of returning the gift would not be warranted. These gifts do not need to be declared;
  - do not accept gifts valued at over £50, declare any offers within 28 days;
  - treat multiple gifts from the same source over a 12-month period and with a cumulative value of over £50 in the same way as a single gift over £50;
  - use a common-sense approach when valuing a gift, i.e., use an actual amount if known, or an estimate that a reasonable person would make as to the gift's value).
79. Declarations of gifts – offers, accepted offers, and declined offers – should be made via the Civica Declare online portal, <https://bswicb.mydeclarations.co.uk/home>.
80. It is not appropriate to give gifts to individuals or organisations at public expense.

## Hospitality

81. Delivery of services across the NHS relies on working with a wide range of partners (including industry and academia) in different places and, sometimes, outside of working hours. As a result, colleagues will sometimes appropriately receive hospitality. Colleagues receiving hospitality should always be prepared to justify why it has been accepted and be mindful that even hospitality of a small value may give rise to perceptions of impropriety, and might influence behaviour.
82. Hospitality means offers of meals, refreshments, travel, accommodation, and other expenses in relation to attendance at meetings, conferences, education, and training events, etc.
83. Modest hospitality is an accepted courtesy of a business relationship. However, the organisation or individual receiving the hospitality should never put themselves in a position where there could be any suspicion that their business decisions could have been influenced by accepting hospitality from others.
84. Particular caution should be exercised when hospitality is offered by actual or potential suppliers or contractors, where it may be accepted but should be modest and reasonable, approved by a director in advance and declared.
85. Hospitality – principles
  - do not ask for or accept hospitality that may affect, or be seen to affect, your professional judgement;
  - only accept hospitality when there is a legitimate business reason and it is proportionate to the nature and purpose of the event, e.g. a buffet lunch at a conference;
  - be cautious when an actual or potential supplier or contractor offers hospitality – you may accept this if it is modest and reasonable, but obtain senior approval and declare the hospitality;
86. Meals and refreshments
  - you may accept these up to value of £25, and need not declare this;
  - you may accept these of a value between £25 and £75, and you must declare this;
  - you should refuse these if they are over the value of £75, and declare the offer; in exceptional circumstances senior approval may be given to accept meals and refreshments of a value over £75; such acceptance and senior approval must be declared, and a clear reason why this was permissible must be recorded.
87. Travel and accommodation
  - you may accept modest offers to pay some or all of the travel and accommodation costs related to attendance at events, and you must declare this;
  - offers beyond 'modest' or that the ICB would not usually offer – e.g. business class / first class travel and accommodation incl. domestic travel, or offers of foreign travel and accommodation – must be approved by senior staff before accepting, and should only be accepted in exceptional circumstances; such acceptance and senior approval must be declared, and a clear reason why this

was permissible must be recorded

88. Declarations of hospitality – offers, accepted offers, senior approval and reasons for acceptance – should be made via the Civica Declare online portal, <https://bswicb.mydeclarations.co.uk/home> .

## **Sponsorship**

89. Sponsorship by commercial companies, including the pharmaceutical sector, is a common practice and reduces NHS expenditure. Individuals in scope of this policy may be offered commercial sponsorship for courses, conferences, events, post/project funding, meetings, and publications in connection with the activities which they carry out for or on behalf of the ICB.
90. Acceptance of commercial sponsorship
- should only be approved if a reasonable person would conclude that the event will result in a clear benefit to the ICB or NHS;
  - must not in any way compromise commissioning decisions of the ICB or be dependent on the purchase or supply of goods or services;
  - does not imply endorsement by the ICB of any product or company, and there should be no promotion of products apart from that agreed in writing in advance;
  - is disclosed in the papers relating to the meeting and in any published proceedings where a meeting is sponsored by external sources;
91. Sponsors will not have access to patient or individual confidential information. No information must be supplied to the sponsor from which they could gain a commercial advantage, or which is not normally in the public domain.
92. Sponsors representatives may attend and take part in events that they sponsor but may not have a dominant influence over the content or main purpose of the event. Involvement of a sponsor will always be transparently identified.

## **Hospitality, gifts, and sponsorship register**

93. The ICB maintains a register of hospitality, gifts, and sponsorships. Declarations of offers – whether declined or accepted, see sections above – must be made within 28 days of offer via the Civica Declare online portal, <https://bswicb.mydeclarations.co.uk/home>.
94. The Register will be presented to the Audit Committee twice a year. The Register will be published on the ICB website and will be referenced as part of the Annual Report.

## **OUTSIDE EMPLOYMENT AND PRIVATE PRACTICE**

95. All individuals in scope of this policy must inform the ICB if they are employed or engaged in, or wish to engage in any employment or consultancy work in addition to their work with the ICB. The purpose of this is to ensure that the ICB is aware of any potential conflicts of interest.

96. Clinical colleagues must declare their general practice, any private practice (giving the name of the private facility, when they practice and what they practice as part of their declarations of interests). Outside employment and private practice must be declared as a potential conflict of interest.
97. Individuals must obtain prior permission to engage in secondary employment, and the ICB reserves the right to refuse permission where it believes a conflict will arise which cannot be effectively managed. All existing outside employment should be declared on appointment.

## **INITIATIVES**

98. As a general principle any financial gain resulting from external work where use of the ICB's time or title is involved (e.g. speaking at events or conferences, writing articles) and/or which is connected with ICB business must be passed to the ICB Chief Finance Officer to pay in to the ICB.
99. Any patent, designs, trademarks, or copyright resulting from the work (e.g. research) of an individual in their contract for services / employment with the ICB shall be the intellectual property of the ICB. Individuals with existing relevant patents will be expected to declare these where they might give rise to a conflict of interest with regard to their primary duty to the NHS.
100. Approval from the appropriate line manager should be sought prior to entering into any obligation to undertake external work connected with the business of the ICB.
101. Where the undertaking of external work benefits or enhances the ICB reputation or results in financial gain for the ICB, consideration will be given to rewarding colleagues, subject to any relevant guidance for the management of Intellectual Property in the NHS issued by the Department of Health.

## **RAISING CONCERNS AND BREACHES**

102. There will be situations when interests will not be identified, declared, or managed appropriately and effectively.  
Where this happens innocently or accidentally, e.g. through an oversight, this is referred to as 'poor practice incident'.  
Where interests are not identified, declared, or managed because of the deliberate actions of colleagues or other organisations, including with fraudulent intent, this is referred to as a 'breach'.

### **Raising concerns**

103. Effective management of conflicts of interest requires an environment and culture where individuals feel supported and confident in declaring relevant information, including notifying any actual or suspected breaches of the rules.
104. It is the duty of every individual in scope of this policy to speak up about genuine

concerns in relation to the declaration of conflicts of interest.

Individuals should not ignore their suspicions or investigate themselves, but rather speak to the Deputy Director of Corporate Affairs and/or the Conflict of Interest Guardian and/or apply the Freedom to Speak Up Policy. All such notifications will be recorded and held in the strictest confidence.

Individuals who wish to notify the ICB that they have accidentally or knowingly breached this policy should contact the Deputy Director of Corporate Affairs.

105. To make such reports of a poor practice incident and / or breach of policy, individuals should complete a non-compliance form (Appendix B) and send it to [bswicb.governance@nhs.net](mailto:bswicb.governance@nhs.net)

106. Anyone from a partner organisation wishing to report should ensure that they comply with their own organisation's relevant policies to obtain appropriate protection. Providers, patients and other third parties can make a complaint under the Procurement Patient Choice and Competition Regulations.

### **Investigating incidents / breaches and reporting**

107. Where individuals have concerns about the administration and application of the ICB's policy on conflicts of interest management, they should report these to the Deputy Director of Corporate Affairs (complete a non-compliance form, Appendix B, and send it to [bswicb.governance@nhs.net](mailto:bswicb.governance@nhs.net)). The Deputy Director of Corporate Affairs will investigate the alleged poor practice incident. In order to investigate an alleged poor practice incident, the Deputy Director of Corporate Affairs may request information from any individuals who may have witnessed the alleged incident and may request any relevant written material such as meeting papers or meeting minutes. Following investigation, the Deputy Director of Corporate Affairs will:

- Assess the severity of the incident.
- Assess what action is required in response.
- Consider who else inside and outside the organisation should be made aware.
- Prepare a report about the incident, including recommendations how to address/remedy the concerns raised.

108. The Conflicts of Interest Guardian will consider the Deputy Director of Corporate Affairs' report and recommendations, and decide which course of action to take, including implementation of recommendations made by the Deputy Director of Corporate Affairs. The Conflicts of Interest Guardian will report to the Audit Committee about the incident and actions taken.

109. Should the Deputy Director of Corporate Affairs and/or the Conflicts of Interest Guardian, in the course of their investigation and consideration of the alleged poor practice incident, conclude that the matter is serious enough to be treated as a breach of the ICB's policy on conflicts of interest, they will refer the matter to the ICB's LCFS, for investigation as a suspected breach. All concerns of poor practice incidents will be treated with appropriate confidentiality at all times in accordance with the ICB's policies and applicable laws, and the person raising a concern can expect an appropriate explanation of any decisions taken as a result of any investigation.

110. Depending on the severity of the incident, actions taken in response to a poor practice incident may include:
- informal action against colleagues including as reprimand, signposting to training and/or guidance.
  - formal disciplinary action such formal warning, requirement for additional training, re- arrangement of duties, re-deployment, demotion, or dismissal.
  - review of ICB policies and procedure to clarify expectations and requirements in regard to ICB colleague's conduct of business.
111. Where individuals suspect a breach of the ICB's policy on conflicts of interest management, i.e., suspect that someone deliberately withheld information about a conflict of interest, including with fraudulent intent, they should report their suspicions to the Conflicts of Interest Guardian. Based on the information given by the individual who raised the suspicion, the Conflicts of Interest Guardian, with the advice of the Deputy Director of Corporate Affairs as appropriate, will form an initial view whether the reported suspicion constitutes a breach or a poor practice incident. If the Conflicts of Interest Guardian concludes that a breach likely occurred, they will instruct the LCFS to formally investigate the suspected breach.
112. All notifications will be logged, and the LCFS will be informed where it is deemed appropriate to do so. Concerns raised via the Freedom to Speak Up Policy will be managed in accordance with that policy with the addition that the LCFS will be informed initially to ensure that the breach does not need to be investigated by the counter fraud service. Appropriate confidentiality will be applied to all notifications. Where a local investigation is required, this will be arranged by the Deputy Director of Corporate Affairs.
113. Depending on the severity of the incident, the Deputy Director of Corporate Affairs and the Conflicts of Interest Guardian may conclude that it must be treated as a breach and LCFS will be advised. Outcomes from an incident or breach might include:
- Review of ICB policies.
  - Informal action against ICB colleague including a reprimand, signposting to training and/or guidance.
  - Formal disciplinary action invoking the Disciplinary Policy.
  - Report to the statutory regulated healthcare professional body.
  - Legal action, including investigation and prosecution under fraud, bribery, and corruption legislation.
  - Contractual actions against other organisations.
  - Report to NHSE and NHSI.
114. Anonymised detail of breaches will be published on the ICB website and reported to the ICB Board. The LCFS will include relevant breaches in their reports to the Audit Committee.

### **Impact of non-compliance**

115. If conflicts of interest are not effectively managed, the ICB could face civil challenges to decisions made. For instance, if breaches occur during a service re-design or procurement exercise, the ICB risks a legal challenge from providers that could

potentially overturn the award of a contract, lead to damages claims against the ICB, and necessitate a repeat of the procurement process. This could delay the development of better services and care for patients, waste public money and damage the ICB's reputation.

116. Individuals who fail to disclose relevant interests, outside employment or receipts of hospitality, gifts, or sponsorship, as required by this policy or the ICB standing orders and financial policies, may be subject to investigation and, where appropriate, to disciplinary action which could ultimately result in the termination of their employment or position with the ICB. In extreme cases, deliberate failures to declare interests could also lead to criminal proceedings including for offences such as fraud, bribery, and corruption.
117. Statutorily regulated healthcare professionals who work for, or are engaged by, the ICB are under professional duties imposed by their relevant regulator to act appropriately with regard to conflicts of interest. The ICB will report statutorily regulated healthcare professionals to their regulator if they believe that they have acted improperly, so that these concerns can be investigated. Consequences for inappropriate action could include fitness to practise proceedings being brought against the individual and possibly being struck off by their professional regulator as a result.

## **ROLES & RESPONSIBILITIES**

### **Accountable Officer**

118. The Accountable Officer has accountability for the ICB's management of conflicts of interests. The Accountable Officer will actively demonstrate leadership in this area and champion the highest standards of business conduct within the ICB.

### **Conflicts of Interest Guardian**

119. This role will be undertaken by the ICB NED Audit, to further strengthen scrutiny and transparency of ICB's decision-making processes and supported by the Deputy Director of Corporate Affairs.
120. The Conflicts of Interest Guardian should, in collaboration with the Deputy Director of Corporate Affairs:
  - Act as a conduit for GP practice staff, members of the public, and health and care professionals who have any concerns with regards to conflicts of interests.
  - Be a safe point of contact for individuals in scope of this policy to raise any concerns in relation to this policy.
  - Consider and approve for acceptance offers of hospitality where applicable.
  - Support the rigorous application of conflict-of-interest principles and associated policies.
  - Undertake investigations into reported breaches, as detailed above.
  - Provide independent advice and judgment (or seek legal advice where necessary) where there is any doubt about how to apply conflicts of interest policies and principles in a particular situation.



- Provide advice on minimising the risks of conflicts of interest.
- Notify NHS England and professional regulatory bodies of breaches where appropriate.

### **ICB Board, committee, and sub-committee members**

121. The ICB Board will role-model good business conduct and lead the ICB's conflict of interest management by example. The Board will formally review the ICB's Register of Interest (Board members) at least twice a year to ensure transparent decision making.
122. The Audit Committee will receive the ICB's Register of Gifts, Hospitality and Sponsorship twice a year, and any detailed reports from LCFS.
123. All ICB Board, committee and sub-committee members will declare all interests on joining the organisation and ensure that their declarations of interest remain complete and up to date at all times. Members will also disclose, at all committee meetings, interests relevant to any agenda items. Members will undertake the required conflicts of interest training and refresher training.
124. Executive members of the ICB Board have an on-going responsibility for ensuring robust management of conflicts of interest and providing leadership in this regard.
125. NEDs provide scrutiny, challenge, and an independent voice in support of robust and transparent decision-making and management of conflicts of interest.

### **Chairs of meetings**

126. Chairs have a responsibility to ensure this policy is robustly applied to all committee, sub-committee, and other meetings, in particular those that make and / or inform commissioning and procurement decisions. Chairs' responsibilities regarding managing conflicts in meetings are detailed in paragraphs above.

### **Deputy Director of Corporate Affairs**

127. This role has responsibility for:
- day-to-day management of conflicts of interest matters, queries, and administration.
  - maintaining the ICB's Register of Interests and the Register of Gifts, Hospitality and Sponsorship.
  - supporting the Conflicts of Interest Guardian to enable them to carry out their role effectively.
  - providing advice, support, and guidance on how conflicts of interest, and offers of gifts, hospitality and sponsorship should be managed.
  - facilitating appropriate training and monitor completion.
  - liaising with LCFS and investigating incidents and breaches.

### **Individuals in scope of this policy**

128. Individuals in scope of this policy are required to familiarise themselves and adhere to this policy. Individuals must declare interests, and offer of gifts, hospitality and sponsorship as described in this policy. In doing so, individuals must ensure that they

discuss these matters with their line manager incl. mitigating actions. Line managers must ensure that they periodically check with their direct reports whether any declarations need to be made or updated and must sign-off declarations before submission. Individuals are expected to undertake and complete training on an annual basis.

## **TRAINING**

129. Training on the management of conflicts of interest will be offered to all individuals in scope of this policy. Individuals' seniority and likely status as decision-makers where procurements and commissioning are concerned determine the respective training requirements, see Appendix C.

## **EQUALITY IMPACT ASSESSMENT**

130. An Equality Impact Assessment (EIA) assesses the impact of services, policies, and changes to existing services on equality. An EIA aims to identify, on the basis of evidence, any impact on the nine protected characteristics, and any adjustments to reduce or eliminate any negative impact.

131. An EIA was undertaken, and no impacts were found.

## **MONITORING EFFECTIVENESS**

132. Internal audits of the ICB's conflicts of interest management will test the effectiveness of this policy. Reports of non-compliance with this policy, and completion rates for declarations of interest and for conflict-of-interest training will be indicators of the effectiveness of this policy.

## **REVIEW**

133. This document is reviewed every three years unless organisational changes, legislation or guidance prompt an earlier review. Recurrent instances of non-compliance will be investigated to ascertain the source of non-compliance. If it is found that the policy itself is a source of non-compliance, e.g. is not sufficiently clear, this will trigger a review also.

## **REFERENCES AND LINKS TO OTHER DOCUMENTS**

### **References**

- Health and Care Act 2022, <https://www.legislation.gov.uk/ukpga/2022/31/contents/enacted>
- NHSE (2017), Managing Conflicts of Interest in the NHS, <https://www.england.nhs.uk/wp-content/uploads/2017/02/guidance-managing-conflicts-of-interest-nhs.pdf>

- Committee on Standards in Public Life (1995), The Seven Principles of Public Life (The Nolan Principles), <https://www.gov.uk/government/publications/the-7-principles-of-public-life>
- Office for Public Management (OPM) and Chartered Institute of Public Finance and Accountancy (CIPFA) (2004), Good Governance Standards for Public Services <https://www.cipfa.org/policy-and-guidance/reports/good-governance-standard-for-public-services>
- Professional Standards Authority (2013), Standards for members of NHS boards in England, [https://www.professionalstandards.org.uk/docs/default-source/publications/standards/standards-for-members-of-nhs-boards-and-ccgs-2013.pdf?sfvrsn=d5f77f20\\_2](https://www.professionalstandards.org.uk/docs/default-source/publications/standards/standards-for-members-of-nhs-boards-and-ccgs-2013.pdf?sfvrsn=d5f77f20_2)
- [NHS Constitution](https://www.gov.uk/government/publications/the-nhs-constitution-for-england/the-nhs-constitution-for-england#principles-that-guide-the-nhs) <https://www.gov.uk/government/publications/the-nhs-constitution-for-england/the-nhs-constitution-for-england#principles-that-guide-the-nhs>
- [ICB Constitution](https://www.england.nhs.uk/wp-content/uploads/2022/06/36-nhs-bath-and-north-east-somerset-swinton-and-wiltshire-icb-constitution-010722.pdf) <https://www.england.nhs.uk/wp-content/uploads/2022/06/36-nhs-bath-and-north-east-somerset-swinton-and-wiltshire-icb-constitution-010722.pdf>
- [Seven Principles of Public Life](https://www.gov.uk/government/publications/the-7-principles-of-public-life) (the Nolan Principles) <https://www.gov.uk/government/publications/the-7-principles-of-public-life>
- [UK Corporate Governance Code](https://www.frc.org.uk/library/standards-codes-policy/corporate-governance/uk-corporate-governance-code/) <https://www.frc.org.uk/library/standards-codes-policy/corporate-governance/uk-corporate-governance-code/>
- [Equality Act 2010](http://www.legislation.gov.uk/ukpga/2010/15/contents) <http://www.legislation.gov.uk/ukpga/2010/15/contents>
- [Bribery Act 2010](https://www.gov.uk/government/publications/bribery-act-2010-post-legislative-scrutiny-memorandum) <https://www.gov.uk/government/publications/bribery-act-2010-post-legislative-scrutiny-memorandum>
- [The Fraud Act 2006](https://www.cps.gov.uk/legal-guidance/fraud-act-2006) <https://www.cps.gov.uk/legal-guidance/fraud-act-2006>
- [NHS Code of Confidentiality](https://www.gov.uk/government/publications/confidentiality-nhs-code-of-practice) <https://www.gov.uk/government/publications/confidentiality-nhs-code-of-practice>

## Other documents

ICB policies / procedures that are relevant to this policy:

- BSW ICB Procurement Policy, <https://intranet.bsw.icb.nhs.uk/tools-and-resources/resource-library/policies-and-guidance/policies-for-staff/1420-cp10-bsw-icb-procurement-policy-v2-1/file>
- BSW ICB Anti-bribery, Anti-fraud, and Anti-corruption Policy, <https://intranet.bsw.icb.nhs.uk/tools-and-resources/resource-library/policies-and-guidance/policies-for-staff/170-anti-fraud-bribery-and-corruption-policy/file>

- BSW ICB Confidentiality and Safe Haven Policy <https://intranet.bsw.icb.nhs.uk/tools-and-resources/resource-library/governance/information-governance/information-governance-policies/301-confidentiality-and-safe-haven-policy-1/file>
- BSW ICB Freedom of Information Policy <https://intranet.bsw.icb.nhs.uk/tools-and-resources/resource-library/governance/information-governance/information-governance-policies/303-freedom-of-information-policy-1/file>
- Standing Financial Instructions <https://bsw.icb.nhs.uk/wp-content/uploads/sites/6/2022/07/Standing-Financial-Instructions.pdf>
- Scheme of Reservations and Delegations <https://bsw.icb.nhs.uk/wp-content/uploads/sites/6/2022/07/BSW-ICB-SoRD.pdf>

## APPENDICES

### A – Definitions

**Financial interests:** where an individual may get direct financial benefits from the consequences of a decision their organisation makes.

This could include:

- A director (including a non-executive director) or senior employee in another organisation which is doing or is likely to do business with a health or social care organisation, including involvement in a new care model.
- A shareholder, partner or owner of an organisation which is doing, or is likely to do business with a health or social care organisation.
- Someone in outside employment.
- Someone in receipt of secondary income.
- Someone in receipt of a grant.
- Someone in receipt of other payments (e.g., honoraria, day allowances, travel, or subsistence).
- Someone in receipt of sponsored research funding.
- Someone who holds a patent

**Non-financial professional interests:** where an individual may obtain a non-financial professional benefit from the consequences of a decision their organisation makes, (for example, increasing their professional reputation or status or promoting their professional career).

This could include situations where the individual is:

- An advocate for a particular group of patients.
- A clinician with a special interest.
- An active member of a particular specialist body.
- An advisor for the Care Quality Commission (CQC) or National Institute of Health and Care Excellence (NICE).
- A research role.

**Non-financial personal interests:** where an individual may benefit personally from a decision their organisation makes in ways which are not directly linked to their professional career and do not give rise to a direct financial benefit.

This could include where the individual is:

- A member of a voluntary sector board or has a position of authority within a voluntary sector organisation.
- A member of a lobbying or pressure group with an interest in health and care.

**Indirect interests:** where an individual has a close association with another 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.

This could include:

- Close family members and relatives.
- Close friends and associates.
- Business partners (including fellow GP partners).

Whether an interest held by another person gives rise to a conflict of interests will depend on the nature of the relationship and the role of the individual within the ICB. If in doubt, the individual should assume that a potential conflict of interest exists and make a declaration.

## Situations to be aware of, as they may give rise to conflicts of interest

### Outside employment

<b>What are the issues?</b>
Outside employment means employment and other engagements, outside of formal employment arrangements. This can include directorships, non-executive roles, self-employment, consultancy work, charitable trustee roles, political roles, and roles within not-for-profit organisations, paid advisory positions and paid honorariums which relate to bodies likely to do business with an organisation.
<b>Principles and rules</b>
<ul style="list-style-type: none"><li>• Declare any existing outside employment on appointment, and any new outside employment when it arises.</li><li>• Where a risk of conflict of interest is identified, the actions outlined in this policy must be considered and applied to mitigate risks.</li><li>• Seek prior approval from the ICB to engage in outside employment.</li></ul>
<b>What should be declared</b>
<ul style="list-style-type: none"><li>• Staff name and role with the ICB.</li><li>• A description of the nature of the outside employment (e.g., who it is with, a description of duties, time commitment).</li><li>• Relevant dates.</li><li>• Action taken to mitigate against a conflict</li></ul>

### Shareholding and other ownership interests

<b>What are the issues?</b>
Holding shares or other ownership interests can be a common way for staff to invest their personal time and money to seek a return on investment. However, conflicts of interest can arise when staff personally benefit from this investment because of their role with the ICB. For instance, if they are involved in the ICB's procurement of products or services which are offered by a company they have shares in then this could give rise to a conflict of interest. In these cases, the existence of such interests should be well known so that they can be effectively managed.
<b>Principles and rules</b>
<ul style="list-style-type: none"><li>• Declare, as a minimum, any shareholdings and other ownership interests in any publicly listed, private or not-for-profit company, business, partnership, or consultancy which is doing, or might be reasonably expected to do, business with their organisation.</li><li>• No need to declare shares or securities held in collective investment or pension funds or units of authorised unit trusts.</li><li>• Where shareholdings or other ownership interests are declared and give rise to risk of conflicts of interest, the actions outlined in this policy must be considered and applied to mitigate risks</li></ul>
<b>What should be declared</b>
<ul style="list-style-type: none"><li>• Staff name and role with the ICB.</li><li>• A description of the nature of the shareholding/other ownership interest.</li><li>• Relevant dates.</li><li>• Action taken to mitigate against a conflict</li></ul>

## Patents

<b>What are the issues?</b>
Conflicts of interest can arise when staff who hold patents and other intellectual property rights are involved in decision making and procurement. In addition, where product development involves use of time, equipment, or resources from the ICB, then this too could create risks of conflicts of interest.
<b>Principles and rules</b>
<ul style="list-style-type: none"><li>• Declare patents and other intellectual property rights you hold (individually, or by virtue of association with a commercial or other organisation), including where applications to protect have started or are ongoing, which are, or might be reasonably expected to be, related to items to be procured or used by their organisation.</li><li>• Seek prior permission from the ICB before entering into any agreement with bodies regarding product development, research, work on pathways, etc, where this impacts on the ICB's own time, or uses its equipment, resources, or intellectual property.</li><li>• Where holding of patents and other intellectual property rights give rise to a conflict of interest the actions outlined in this policy must be considered and applied to mitigate risks.</li></ul>
<b>What should be declared</b>
<ul style="list-style-type: none"><li>• Name and role with the ICB.</li><li>• A description of the patent or other intellectual property right and its ownership.</li><li>• Relevant dates.</li><li>• Action taken to mitigate against a conflict</li></ul>

## Loyalty interests

<b>What are the issues?</b>
As part of their jobs staff 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 in the category of indirect interests. Conflicts of interest can arise when decision making is influenced subjectively through association with colleagues or organisations out of loyalty to the relationship they have, rather than through an objective process. The scope of loyalty interests is potentially huge, so judgement is required for making declarations.
<b>Principles and rules</b>
Declare loyalty interests if you are involved in decision making and: <ul style="list-style-type: none"><li>• Hold a position of authority in another NHS organisation or commercial, charity, voluntary, professional, statutory, or other body which could be seen to influence decisions they take in their NHS role.</li><li>• Sit on advisory groups or other paid or unpaid decision-making forums that can influence how their organisation spends taxpayers' money.</li><li>• Are, or could be, involved in the recruitment or management of close family members and relatives, close friends and associates, and business partners.</li><li>• Are aware that their organisation does business with an organisation with whom close family members and relatives, close friends and associates, and business partners have decision making responsibilities.</li><li>• Where holding loyalty interests gives rise to a conflict of interest the actions outlined in this policy must be considered and applied to mitigate risks.</li></ul>
<b>What should be declared</b>



- Name and role with the ICB.
- A description of the nature of the loyalty interest.
- Relevant dates.
- Action taken to mitigate against a conflict

## Donations

### What are the issues?

A donation is a charitable financial payment, which can be in the form of direct cash payment or through the application of a will or similar directive. Charitable giving and other donations are often used to support the provision of health and care services.

As a major public sector employer, the NHS holds formal and informal partnerships with national and local charities. Staff will, in their private lives, undertake voluntary work or fundraising activities for charity.

Conflicts of interest can arise.

### Principles and rules

- Treat donations by suppliers or by bodies seeking to do business with the ICB treated with caution, do not routinely accept them. In exceptional circumstances a donation from a supplier may be accepted but should always be declared. A clear reason should be recorded as to why it was deemed acceptable, alongside the actual or estimated value.
- Do not actively solicit charitable donations unless this is a prescribed or expected part of your duties for the ICB, or is being pursued on behalf of another charitable body and is not for your own personal gain.
- Obtain permission from the ICB if in their professional role you intend to undertake fundraising activities on behalf of a pre-approved charitable campaign.
- Donations, when received, should be made to a specific charitable fund (never to an individual) and a receipt should be issued.
- You may make a donation to a charitable fund in lieu of a professional fee you receive, subject to ensuring that you take personal responsibility for ensuring that any tax liabilities related to such donations are properly discharged and accounted for.

### What should be declared

- Name and role with the ICB.
- A description of the donation.
- Relevant dates.
- Action taken to mitigate against a conflict

## Sponsored posts

<b>What are the issues?</b>
<p>Sponsored posts are positions with an organisation that are funded, in whole or in part, by organisations external to the NHS. Sponsored posts can offer benefits to the delivery of care, providing expertise, extra capacity and capability that might not otherwise exist if funding was required to be used from the NHS budget.</p> <p>Safeguards are required to ensure that the deployment of sponsored posts does not cause a conflict of interest between the aims of the sponsor and the aims of the organisation, particularly in relation to procurement and competition.</p>
<b>Principles and rules</b>
<ul style="list-style-type: none"><li>• Seek formal prior approval from the ICB before you establish external sponsorship of a post.</li><li>• Avoid rolling sponsorship of posts unless appropriate checkpoints are put in place to review and confirm the appropriateness of arrangements continuing.</li><li>• Record in writing that the sponsorship of a post will have no effect on purchasing decisions or prescribing and dispensing habits; detail the circumstances under which organisations have the ability to exit sponsorship arrangements if conflicts of interest which cannot be managed arise. Auditing arrangements should be established to ensure this is the case.</li><li>• Sponsored post holders must not promote or favour the sponsor's specific products, and information about alternative products and suppliers should be provided.</li><li>• Sponsors should not have any undue influence over the duties of the post or have any preferential access to services, materials or intellectual property relating to or developed in connection with the sponsored posts.</li></ul>
<b>What should be declared</b>
<ul style="list-style-type: none"><li>• Name and role with the ICB.</li><li>• A written record of the sponsored post arrangements.</li><li>• Any other interests arising as a result of the association with the sponsor.</li><li>• Relevant dates.</li><li>• Action taken to mitigate against a conflict</li></ul>

## Sponsored research

<b>What are the issues?</b>
<p>There is potential for conflicts of interest to occur when research funding by external bodies does or could lead to a real or perceived commercial advantage for these bodies. There needs to be transparency and any conflicts of interest should be well managed.</p>
<b>Principles and rules</b>
<ul style="list-style-type: none"><li>• Funding sources for research purposes must be transparent.</li><li>• Any proposed research must go through the relevant approvals process.</li><li>• There must be a written protocol and written contract between staff, the ICB, and/or institutes at which the research will take place and the sponsoring organisation, which specifies the nature of the services to be provided and the payment for those services.</li><li>• The research must not constitute an inducement to prescribe, supply, administer, recommend, buy or sell any medicine, medical device, equipment or service.</li></ul>
<b>What should be declared</b>
<ul style="list-style-type: none"><li>• Name and role with the ICB.</li></ul>

- A written record of the sponsored research arrangements.
- Description of the nature of the nature of their involvement in the sponsored research.
- Relevant dates.
- Action taken to mitigate against a conflict

## Clinical private practice

### What are the issues?

Existing provisions in contractual arrangements make allowances for clinical staff to provide NHS funded care and undertake private practice work either for an external company, or through a corporate vehicle established by themselves. Professional conduct rules apply. However, these arrangements do create the possibility for conflicts of interest arising. The ICB must ensure the existence of private practice is known so that potential conflicts of interest can be managed. These provisions around declarations of activities are equivalent to what is asked of all staff re outside employment.

### Principles and rules

- Clinical colleagues should declare all private practice on appointment, and/or any new private practice when it arises including:
  - where they practise (name of private facility)
  - what they practise (specialty, major procedures).
  - when they practise (identified sessions/time commitment)
- Where clinical private practice gives rise to a conflict of interest then the actions outlined in this policy must be considered and applied to mitigate risks.

### What should be declared

- Name and role with the ICB.
- A written record of the sponsored research arrangements.
- Description of the nature of the nature of their involvement in the sponsored research.
- Relevant dates.
- Action taken to mitigate against a conflict

These [case studies](#) illustrate conflicts of interest, and additional advice can be sought from the ICB Conflicts of Interest Guardian or Deputy Director of Corporate Affairs.

## B – Training requirements

The table sets out training requirements re conflicts of interest for all individuals in scope of this policy.

	<b>Module 1</b> (annually)	<b>Module 2</b> (every 3 years)	<b>Module 3</b> (every 3 years)	<b>Rationale</b>
<b>All ICB staff</b>	x			All colleagues need a basic understanding of what conflicts of interest are, why it is important to recognise and manage them
<b>ICB staff at 8b and above</b>	x	x		Colleagues at 8b and above are likely to be decision-makers and / or in a position to influence decisions, incl. budget holders / commissioning leads / finance leads / procurement leads, and must have a higher awareness and understanding of the risks associated with conflicts of interest and not managing them - e.g., procurement challenges, probity of decisions being challenged etc
<b>Corporate Affairs team</b>				
Dept Director of Corporate Affairs	x	x	x	The team are the advisers to Board, committees, senior decision-makers, and must therefore have in-depth understanding of how to recognise and manage conflicts of interest robustly
Board Secretary	x	x	x	
Assistant Board Secretaries	x	x	x	
Governance Officer	x	x	x	
<b>BSW ICB Board members (all, regardless of Partner / NED / Exec / other member categories)</b>	x	x	x	Board members and ICB Executives are the most senior decision-makers of and for the ICB. Not only must they be guided by a thorough understanding of conflicts of interest and how to manage them. The Board and Executives also must set the tone / culture for the ICB and must be seen to take conflicts of interest serious, incl. perceived conflicts, and conflicts of loyalty.
<b>BSW ICB Executive Directors</b>	x	x	x	

## C – Form to report non-compliance with a policy

This form is used to notify line managers and / or department leads of non-compliance with approved ICB policy and/or associated Standard Operating Procedure (SOP).

This is not an incident report form. Please complete a separate incident report form.

Policy name:	
Policy reference number:	
Date of non-compliance:	
Directorate / department:	
Concerning (staff name, if appropriate)	
Please state the section(s) of the policy which cannot be applied and detail the policy requirements.	
Please detail the reason(s) why compliance cannot be achieved in this instance.	
Is this likely to happen again?	Yes / No
In your opinion, does the policy need to be reconsidered to meet the specific circumstances experienced?	Yes / No
Please detail alternative actions taken; the consequences (already occurred, potential future) of the non-compliance; risk posed by this non-compliance; if consequences and risks of the non-compliance will require monitoring over some time.	
Incident form filed:	Yes / no
Alternative course of action authorised by:	
Name [counts as signature also]:	
Date:	
Form completed by:	
Name [counts as signature also]:	
Date:	

Please send this form to the relevant Line Manager and department lead, also to [bswicb.governance@nhs.net](mailto:bswicb.governance@nhs.net).