



The Royal College of Radiologists

# RCR Trustee Conflicts of Interests policy

<b>Audience</b>	Trustees
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# 1. Purpose and Scope

- 1.1 Trustees have a legal obligation to act in the best interests of the RCR and in accordance with the RCR's governing document, and to avoid situations where there may be a potential conflict of interest. Staff and volunteer contributors have similar obligations.
- 1.2 A conflict of interest is any situation in which a trustee's personal interests or loyalties could, or could be seen to, prevent them from making a decision only in the best interests of the charity.
- 1.3 Conflicts of interests may arise where an individual's personal or family interests and/or loyalties conflict with those of the RCR. Such conflicts may create problems that:
  - 1.3.1 inhibit free discussion;
  - 1.3.2 result in decisions or actions that are not in the interests of the RCR; or
  - 1.3.3 risk the impression that the RCR has acted improperly.
- 1.4 The aim of this policy is to protect both the RCR, and the individuals involved from any appearance of impropriety.
- 1.5 This policy does not prohibit trustees from receiving payment for out-of-pocket expenses or travel and subsistence payments while carrying out RCR business, in line with the Travel and Expenses Policy.

# 2. Handling conflicts of interest

- 2.1 Trustees have a legal duty to act only in the best interests of their charity. They must not put themselves in any position where their duties as trustee may conflict with any personal interest they may have.
- 2.2 The RCR will handle conflicts of interest using the following steps:
  - 2.2.1 Identify the conflict of interest
  - 2.2.2 Prevent the conflict of interest from affecting the decision
  - 2.2.3 Record the conflict of interest

# 3. Identify the conflict of interest

- 3.1 Trustees have a personal responsibility to identify and declare conflicts of interest if they are to fulfil their legal duty to act only in the best interests of the charity.
- 3.2 Accordingly, trustees must declare their interests as well as gifts or hospitality offered and received in connection with their role in the RCR.
- 3.3 Both real and perceived conflicts of interest must be declared.
- 3.4 Trustees must declare their financial and non-financial interests and those of connected persons where this is relevant. A declaration of interest form is provided for this purpose; although not exhaustive, the form seeks declarations on the following specific areas:
  - 3.4.1 Offices held in a professional body, specialist society, medical Royal College or similar body in the public, private or voluntary sector. Offices include posts such as President, Chair, Chief Executive, Treasurer and Secretary, and also membership of a committee.

- 3.4.2 Consultancies, directorships, or advisory positions if they relate to a medical, healthcare or pharmaceutical company or organisation, public body or political party, or any company that seeks work in the healthcare sector.
- 3.4.3 Financial interests in, or other potential sources of income from medical, healthcare, or pharmaceutical companies or organisations, including the receipt of a payment from an organisation with an interest in the field or shareholdings in a company that operates in the healthcare, pharmaceutical or related sectors.
- 3.4.4 Non-personal financial support from industry i.e. payment which benefits a department for which a member is responsible but is not received by the member personally (for example, a grant towards the running of a unit, a fellowship or other payment to sponsor a post, the commissioning of research or consultancy work etc).
- 3.4.5 Offices held on boards or in senior positions of employment, consultancies, advisory positions with existing or potential suppliers to, or recipients of funds from, the RCR.
- 3.4.6 Any other public appointments.
- 3.4.7 Any other interests which should be declared.
- 3.5 Trustees must make a nil return declaration if they have no relevant interests.
- 3.6 To be effective, the declaration of interests needs to be updated at least annually, and always when any material changes occur.
- 3.7 If trustees are unsure what to declare, or whether/when the declaration needs to be updated, they should err on the side of caution. Confidential guidance can be sought from the Head of Governance or Chief Executive.
- 3.8 The register of interests shall be used to record all gifts of a value over £50 and hospitality over £100 received by the trustees. Interests and gifts will be recorded on the charity's register of interests, which will be maintained by the Governance team. The register will be published on the RCR website. It will be a standing item on all Trustee Board meetings and trustees will be invited to update the register at the start of the meeting.
- 3.9 The information provided will be processed in accordance with data protection principles as set out in the Data Protection Act 2018. Data will be processed only to ensure that trustees act in the best interests of the RCR. The information provided will not be used for any other purpose.

## 4. Management of the conflict of interest

- 4.1 If a trustee has a conflict of interest, they must:
- declare the interest at the earliest opportunity
  - declare the interest at the beginning of each meeting
  - withdraw from discussions and decisions relating to the conflict.
- 4.2 If a trustee fails to declare an interest that is known to the Chair of the board, the Chair will declare that interest. If the Chair fails to declare their interest and it is known to the Chief Executive Officer or Head of Governance, they will declare that interest.
- 4.3 Trustees should not be involved in decisions that directly benefit them or a connected person. Trustees are expected to withdraw from discussion on a conflicted matter.

- 4.4 However, from time-to-time trustees may be expressly invited to remain in a discussion in order to provide information. In such instances the conflicted trustee may not participate in, or influence, the decision or any vote on the matter. They will not be counted in the quorum for that part of the meeting and must withdraw from the meeting during any vote on the conflicted item.
- 4.5 In the event of the board having to decide upon a question in which a trustee has an interest, all decisions will be made by vote, with a simple majority required. A quorum must be attained for the discussion and decision; interested parties will not be counted when deciding whether the meeting is quorate. Interested board members may not vote on matters affecting their own interests.
- 4.6 There are situations where conflicted trustees may participate in discussions from which they could indirectly benefit, for example where the benefits are universal to all users, or where the benefit is minimal. This action will be agreed by the Chair and/or Head of Governance or Chief Executive and minuted accordingly.

## 5. Record conflict of interest

- 5.1 The Chair and the Head of Governance or the meeting secretary will ensure that:
- 5.1.1 the interest is recorded in the register of interests
  - 5.1.2 the interest is declared at the beginning of each meeting
  - 5.1.3 the trustee concerned is removed from the decision-making process
  - 5.1.4 the minutes record the action taken to manage the conflict
- 5.2 All decisions under a conflict of interest will be recorded and reported in the minutes of the meeting. The report will record:
- 5.2.1 the nature and extent of the conflict;
  - 5.2.2 an outline of the discussion; and
  - 5.2.3 the actions taken to manage the conflict.
- 5.3 Where a trustee benefits from a decision, it will be reported in the annual report and accounts in accordance with the current Charities SORP. All payments or benefits in kind to trustees will be reported in the charity's accounts and annual report, with amounts for each trustee listed for the year in question.

## 6. Linked Policies

- 6.1 [Anti-bribery and corporate gifts policy](#)
- 6.2 [Travel and expenses policy](#)
- 6.3 [Contributor code of conduct](#)



## 7. Definition and Terms

Term	Definition
Conflict of interests	a conflict of interest is any situation in which a trustee's personal interests or loyalties could, or could be seen to, prevent them from making a decision only in the best interests of the charity.
Conflict of loyalty	this means a particular type of conflict of interest, in which a trustee's loyalty or duty to another person or organisation could, or could be seen to, prevent the trustee from making a decision only in the best interests of the charity.
Connected person	in broad terms this means family, relatives, or business partners of a trustee, as well as businesses in which a trustee has an interest through ownership or influence. The term includes a trustee's spouse or unmarried or civil partner, children, siblings, grandchildren, and grandparents, as well as businesses where a trustee or family member holds at least one-fifth of the shareholding or voting rights.
Expenses	this means refunds by a charity of legitimate payments which a trustee has had to meet personally in order to carry out their trustee duties. Any reasonable costs that allow trustees to carry out their duties can be classed as legitimate expenses and paid from the charity's funds.
Governing document	this means the legal document setting out a charity's objects and, usually, how it is administered. In the case of the RCR this is its Royal Charter.
Trustee Benefit	this means any instance where money, or other property, goods, or services, which have a monetary value, are received by a trustee from the charity. The law says that trustees cannot receive a benefit from their charity, whether directly or indirectly, unless they have an adequate legal authority to do so. The potential for a trustee to benefit from the charity also creates a conflict of interest which the trustees need to address effectively. The term trustee benefit does not include any payments to trustees which are for their proper out of pocket expenses.

