

Conflict of Interest Policy & Procedure

What you need to know

Our policy

- Proactively manage real or perceived Conflicts of Interest, as committed to our funders, particularly:
 - Conflicts between personal and official interests.
 - Competing duties conflicts, such as conflicts between organisational and Hub interests.
 - Confidentiality of commercially sensitive information; abusing access to information and networks for personal/organisational gain.
 - Gifts and hospitality above £25.
- We control individual conflict of interest and protect against organisational conflicts.
- We are pragmatic, human, and take case by case approaches.

Our procedure

- All Directors and Consortium Members Forum Members prepare a bi-annual [declaration of interest](#) (including declaring no interests, a 'Nil return').
- All Hub members, advisors, and sub-contractors, including the people mentioned above, declare interests immediately when they arise ([this form is shorter](#)).
- The Head of Operations and Managing Director review declarations of interest, discuss mitigating measures with all the affected people, and/or escalate to the Board or Consortium Member Forum as needed.
- All Hub members implement mitigating measures as agreed, including maintaining ethical walls and data confidentiality.
- The Secretariat coordinates and files declarations, keeps a log of interests with restricted viewing access, and maintains a register for the whole Hub of declared mitigating actions for assessed conflicts.
- Anyone who does not comply with the policy and procedure may be removed from the individual piece of work, or asked to leave the Hub.
- The Secretariat will train the Hub annually, and send out regular reminders.

Policy

Definition

A conflict of interest is defined as a conflict between the private interests and the official or professional responsibilities of a person in a position of trust, or a conflict between competing duties.

Who this applies to

This policy applies to all organisations and their subsidiaries and associated organisations worldwide, including their staff members, subcontractors and agents of the EdTech Hub.

Purpose and contents

This policy protects the integrity of the EdTech Hub, its staff, partners, leadership and member organisations. It is also a donor requirement. It communicates the EdTech Hub's requirements in respect of actual and perceived conflicts of interest and decision making in the best interests of the Hub. The procedures section lays out more detail about how to do this.

Responsibilities

All people involved in the EdTech Hub, including the Core Delivery Team and Consortium Members Forum, are responsible for:

- assuming individual responsibility for understanding and proactively managing actual and perceived conflicts of interests: raising concerns as they arise; declaring interests honestly, and making decisions transparently and consistently.
- maintaining objectivity and impartiality, and avoiding potential allegations of impropriety.
- maintaining the confidentiality of commercially sensitive information, and responsibly managing potential conflicts arising from individual fundraising responsibilities.
- acting in accordance with the law and the legal commitments of the Hub (e.g. commitments under the Consortium Framework Agreement, the FCDO contract and other donor contracts for Ed-Tech Hub).

Line managers are responsible for ensuring that their direct reports or anyone working in their teams have understood the policy and have declared any interests.

The Secretariat takes responsibility for managing the Conflict of Interest (Col) process and maintaining records, on behalf of the Consortium Prime, under the supervision of the Head of Operations. The Head of Operations will follow the guidance of the Managing Director and the relevant governance structures. The Secretariat is responsible for reporting Conflicts of Interest to individual donors as contractually required, and will report to the relevant Hub governance structures via the Managing Director.

Further definitions and scenarios

When competing interests impair our ability to make objective, unbiased business decisions we have a conflict of interest. The three main areas of conflict likely to be experienced in the the Hub are when:

- Our professional duties as a member of the EdTech Hub and our professional duties to our own organisations conflict.
- We personally or professionally benefit (financially or non-financially) from decisions taken in, or information accessed through work with, the EdTech Hub.
- Our close associates (such as family, close friends, or business associates) benefit from decisions made in the Hub.

Various Col scenarios may play out , including but not limited to the below.

- Where EdTech Hub member organisations may be bidding against each other for contracts, or where Hub member organisations are competing against the Hub itself for contracts.
- Where people use EdTech Hub resources and access to fundraise for their individual institutions, to the potential detriment of the Hub.
- Where an EdTech Hub member organisation may bid for work that the Edtech Hub has helped design at an early stage, raising the perception of misuse of commercially sensitive information.
- Where work on projects outside the Hub are in conflict with the interests of the Hub.
- Where a Consortium partner brings a new staff member on board to the EdTech Hub who has worked for one of its funders for the past two years, especially if they are on a funder's procurement framework staff.
- Where the EdTech Hub partners are in general perceived to be at an unfair advantage or have the potential to abuse the EdTech Hub's access to information about upcoming contracts.
- Where an individual involved in EdTech Hub may bid for work funded by the Hub, or where an individual's organisation may bid for work funded by the Hub (whether or not the individual was involved in designing the work).
- Where a person may influence or unfairly facilitate access to contracts to its close external partners, partners it has interests with, or their own organisation.
- Where Hub partners are competing for staff members.

- Where people accept gifts or hospitality.

Mitigation strategies

In general, we will follow the approach used in the Independent Commission for Aid Impact (ICAI) review on conflict of interest, namely, controlling individual conflict of interest and protecting against organisational conflicts, rather than taking an extreme approach of avoiding the involvement of whole organisations who may present conflicts.

We mitigate the possibility of actual and perceived conflicts of interest by:

- Having separate fora to govern decision making about organisational interests, with ones about the direction and management of the Hub- these are the Consortium Members forum and Core Delivery team.
- Ensuring Hub policies, procedures and processes are all aligned with this policy. These include processes for managing advisory groups, sandboxes, procurement of research calls, individual contracting approaches, and gifts and hospitality.
- Separating approval and advisory functions from delivery or management functions within task teams.

In general, mitigation strategies when conflicts or perceived conflicts of interest arise include:

- Recusation of individuals and organisations from certain Hub or organisational decisions (e.g. procurement processes led by the Hub, or bids the Hub or a partner organisation is working on).
- Ethical walls. These limit disclosure of information to anyone who might have conflict with it. They require strict data confidentiality of both written materials and any information shared verbally. A team working on a task will be put behind a metaphorical 'ethical wall', sharing no information beyond it.
- Ethical walls enforced by individual non-disclosure agreements. Everyone in the Hub is already contractually obliged to follow data confidentiality when instructed. Sometimes clients will require an additional individually legal binding measure.

Related policies

This policy should also be read alongside [DFIDs Supplier Code of Conduct](#), [The Hub's Ethical Guidelines](#), [ODI's Statement of Ethics and Professional Conduct](#), [Code of Conduct](#), [Duty of Care Statement](#), [Ethics in Research Policy and Anti-Harassment and Bullying Policy](#), the Hub data protection policy, and our principles as a human learning centred organisation.

Procedure

What this covers

This section outlines how to put the Col policy into practice:

- The Hub's approach
- Declaring and registering interests
- Sanctions for non-compliance
- Process for investigating breaches
- Training and information sharing
- Transparency

Hub approach

The EdTech Hub will take a case by case approach to Col exploring all the measures possible to properly mitigate the risks but also being pragmatic where it is not possible to do so. We keep Conflicts of Interest confidential by default, unless sharing information is vital to mitigating the actual or perceived conflict.

Declaring interests

We ask all Hub members to declare the following interests:

- Any relevant business interests, pecuniary interests or personal interests (direct or indirect, of yourself and of members of your immediate family);
- All governance roles or employment in other educational establishments, funds, or organisations relevant for the work of the Hub; and
- Any material interests arising from relationships of those within the Hub itself (including spouses, partners and/or close relatives)

.Examples of relevant interests are:

- If your organisation, or you, are bidding for work that potentially conflicts with the interests of the Hub
- If your work on the Hub would give you an unfair advantage in a procurement process
- If a family member, or someone who holds a close relationship to you, or their employer, is sub-contracted or is competing for the same funding;
- If you have a pre-existing relationship/affiliation with an employee in a donor/funder organisation or partner organisation (e.g. a government partner we work with);

- If you receive a gift from a work contact worth over £30, or free hospitality from a work contact (e.g. are taken for lunch by a contractor, not simply attending an organised event);
- If you or a family member has an interest in an issue of procurement (e.g. you/they hold shares in an organisation tendering)
- If you have worked with a donor to design, evaluate or advise on a new donor programme or project that the Hub or other Hub organisations then wishes to deliver.
- Close or intimate relationships between Hub members where one individual has influence or control over the other's conditions of employment or where there may be a perceived abuse of power.

The following people will declare interests on the below timeframes:

- **Everyone, ASAP**, when issues arise. The individual discusses the potential conflict with their supervisor or relevant Hub contact and fills in the form (Annex 2).
- **Everyone, when joining the Hub**. The Secretariat will send subcontractor (organisations and individuals) [due diligence forms](#) that capture Col. Team members (joining from within the Hub) will fill the full Col form when they start (Annex 1)..
- **Decision makers, bi-annually**: all Core Delivery Team members, Consortium Members Forum members, other Directors declare their interests, or record a 'nil return', filling in a full Col form.
- **Consortium Members Forum, quarterly**: Col will also be a standing item in the quarterly Consortium Members Forum meetings for verbal updates. If needed, they will use the ad hoc declaration form (Annex 2).

Maintaining confidentiality of initial declarations and of all stored information is the responsibility of the Secretariat and all other parties involved.

When might issues arise? Some examples.

New contract is out to tender: will your organisation go for it? Will you? Will you be on the bid?

New person joining the Hub team: especially if formerly a donor.

Developing/designing a procurement process: for a donor, a partner, or the Hub.

Recording and resolving conflicting interests and defining mitigating actions

The Head of Operations or their delegate will read your form, and the Managing Director will. They will review it and file it confidentially.

If you have raised an actual or perceived conflict of interest, or they judge that you have conflicts of interest, they will:

- Tell you if you need to take any immediate actions temporarily to protect the Hub (such as recuse yourself from discussions about an issue).
- Fill in a confidential Conflicts of Interest register that contains the details of the actual or perceived Conflicts of Interest (and, later, the approach that has been taken to deal with these Conflicts of Interest).
- Discuss the proposed mitigating measures with you and your task manager/supervisor if applicable, and decide either on mitigating actions, or escalation to the Consortium Member Forum or to the Board.
- If relevant, populate a document available to the whole Hub that notes relevant mitigating actions, lists NDAs signed, ethical walls, and relevant documents of staff they apply to.
- Inform the relevant people, such as the donor or team members involved in the activity in question.

They may discuss the conflict with the EdTech Consortium Member Forum, Core Delivery Team or with the Board in order to develop a response to the Conflict of Interest, as appropriate. You or they may escalate the issue to the next highest body for resolution. The objective will be to resolve any conflicts of interest as soon as possible.

Breaches and non-compliance

Any queries relating to this Policy should be raised with the EdTech Hub Head of Operations.

Compliance

Failure to comply with the above policy and procedures may result in disciplinary or legal action. Non compliance may result in, but is not limited to, one or more of the following:

- An individual or organisation being suspended from some or all Hub activities;
- An individual being asked to leave the Hub and any contract(s) may be terminated;
- An organisation being excluded from project(s) or Hub activities and contract(s) may be terminated;
- An individual or organisation being excluded from Ed Tech Hub project discussions; or
- The appointment of an alternative individual or organisation to enable projects to proceed;

Legal action may be against the organisation or the individual concerned, in accordance with the provisions of EdTech Hub contracts. Dispute resolution mechanisms for Col sanctions will follow the process outlined in organisation/individual contracts.

Process for investigating breaches and determining non-compliance

The Head of Operations in the Secretariat is responsible for investigating and resolving breaches of this policy. Upon written or verbal notice of a potential breach, they will:

- determine if it is necessary to initially suspend the individual or organisation to protect the Hub's interests and avoid the appearance or occurrence of any conflict(s) of interest in the Hub's activities pending the investigation.
- assess the alleged conflict and any declarations made by the concerning individual or organisation to determine whether there is or has been an actual or potential conflict of interest and whether this should have been notified in accordance with the above process.

If there is not or has not been an actual or perceived conflict of interest or failure to comply with this policy, they will record the complaint and the outcomes of the investigation and take no further action.

If there is or has been an actual or potential conflict of interest and a failure to comply with this Policy, they will determine the level of current (or past) risk or threat to the Ed Tech Hub and its activities and whether the conflict is significant. They will decide what steps to take to manage or avoid the conflict, including whether to get legal advice.

If the potential or actual conflict of interest is not significant and the Hub doesn't need to take further action, they will record this in the Conflict of Interests log. They will state clearly why this decision has been taken and any mitigating steps taken to manage the low risk.

If the potential or actual conflict of interest is significant or there was a failure to report it in accordance with the procedure above, they record this in the log. They will determine what action to take, taking into account the nature and extent of the conflict of interest and its potential to harm the Ed Tech Hub, and record them in the log. A number of steps can be taken including:

- Apply a sanction as set out above under Compliance;
- Adopt Mitigating Strategies; or
- Escalate the matter to the EdTech Consortium Member Forum, Core Delivery Team or the Board.

If a conflict of interest comes to light in this way, the conflicted individual or organisation must not take part in discussion or decision about the conflict or how to manage it. All meetings regarding the conflict will be minuted and records kept in the Conflict of Interest log with an outline of the discussion and steps taken to manage the conflict.

Training and information sharing

- The Secretariat will deliver a short annual refresher training on the policy, including to gather lessons learned in policy implementation.
- The Secretariat will regularly remind all partners of :
 - our confidentiality commitments under the FCDO contract, other donor contracts and Consortium Framework Agreement
 - That it is the responsibility of each of the Edtech Hub's members to have a dialogue with their immediate partners, suppliers, clients on Col and the handling of sensitive information relating to the EdTech Hub Programme
 - That it is the responsibility of each of the EdTech Hub's member to maintain the confidentiality of documentation before, during and after the Edtech Hub Programme
 - The ethical walls currently in place and the relevant documents and staff they apply to

Transparency

This policy is available to all people and organisations involved in the Hub. The majority of Col information will be kept confidential, however it will be essential to the effective mitigation of Col for some information to be accessible to all Hub members. We will manage the data in accordance with the Hub's data protection policies.

Policy meta-data

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Annex 1 - Annual declaration of interest form

The form is available [here](#). You will be asked to declare:

- any gifts or hospitality offered by external bodies while acting as in your capacity in the Hub or representing the Hub.
- any contracts/tenders offered by you or your organisation for the supply of goods and/or services to the EdTech Hub or to your organisation whilst acting in your EdTech Hub capacity
- any upcoming tenders or contracts/tenders offered by you or your organisation likely to present a conflict of interest with your duties in the EdTech Hub
- any immediate family/close connections within the Hub including the name(s), relationship(s) to you, and their organisation.
- any businesses, company directorships, charity trusteeships or membership of professional bodies you hold with a position of general control or management
- any company directorships or trusteeships of family/close connections including the name(s), relationship(s) to you, and details of the organisation(s).
- If you've been employed by the UK government in the last two years.
- Are there any other potential conflicts of interest?
- Any suggested mitigations for conflicts raised.

The form will ask you to agree to the below:

- To the best of my knowledge the information supplied is correct and complete, and I have declared all interests which I or the members of my immediate family have.
- I understand that it is my responsibility to declare any conflict of interest/loyalty, business or personal that relates directly or indirectly, to myself or any relation where it comes under consideration
- I agree to review and update this declaration annually and give consent for the information provided to be used on the Hub GDrive.
- I will inform the Head of Operations of any change in these interests.
- If a matter arises in which I have an interest, I shall as soon as practicable disclose the fact and withdraw from the consideration or discussion of the matter.

Annex 2- Ad hoc declaration of interest form

This lighter touch [short declaration form](#) asks you to:

- Name the affected person
- Describe the potential, actual or perceived conflict of interest
- Identify the possible ramification
- Suggest mitigation measures to the Hub

You may use the full declaration of interests form at any time.