

**Managing Interests Policy -
Council Members and Independent Governance Associates**

Owner	Governance Team
Author	Head of Governance
Reviewed by Council	17 December 2020
Effective from	17 December 2020
Review Date	December 2022

1. Policy Statement

- 1.1. This policy applies to:
 - Members of the Council
 - Independent Governance Associates of the GDC which, in this case, include:
 - Members of the Statutory Panellists Assurance Committee ('SPC') and
 - Independent Members of the non-statutory Committees of the Council, such as the Audit and Risk Committee, Remuneration and Nomination Committee or Finance and Performance Committee.
- 1.2. References to 'Members' in this policy includes Council Members and Independent Governance Associates.
- 1.3. The policy is designed to provide guidance as to:
 - How to identify a potential or perceived conflict of interest.
 - How the organisation will manage a conflict of interest; and
 - How declared conflicts of interest will be recorded, reviewed and monitored.
- 1.4. The purpose of the GDC's Managing Interests Policies is to encourage transparency, accountability and probity, in line with the principles of right-touch regulation. In requiring regular and considered declarations of any conflicts, or perceived conflicts of interest, the GDC seeks to promote public confidence in the regulatory process.
- 1.5. The GDC subscribes to the Nolan Committee's report on 'Standards in Public Life' ('the Nolan Principles') which sets out the seven principles of public life. These are set out at **Appendix 2**.
- 1.6. Conflicts of interest are a normal and unavoidable part of decision-making and seeking to eliminate them is unlikely to be feasible or desirable. At the same time, for all public bodies, it is essential to maintain public trust and confidence in the organisation and individuals associated with it. Where a conflict of interest does arise, the principles of transparency and integrity apply, and the GDC requires disclosure of such conflicts to allow the organisation to manage the conflict accordingly.
- 1.7. The policy aims to ensure that conflicts of interests are managed consistently to: protect the integrity of decision making in the organisation, limit the risk of successful challenge to GDC decision and ensure that Council Members and Independent Governance Associates are able to act consistently with their responsibility to act in the public interest.
- 1.8. There are separate policies in place in the relation to managing the interests of GDC staff and the wider Associates group.
- 1.9. Making appropriate declarations, in relation to actual or potential conflicts of interest, is vital given the roles that GDC staff members, Council Members, Independent Governance Associates and the wider Associates group play in administering the GDC's statutory functions.
- 1.10. The table below illustrates the functions that are delivered by the organisation and the types of groups or individuals who deliver them. For each group, it is imperative that they adhere to the principles set out in their respective policies to ensure that the decisions they take or advise on are robust, transparent and accountable.

Function or role	Examples of Individuals or groups that fulfil this role
Strategic decision making for the organisation as a regulator	<ul style="list-style-type: none"> • Council Members • Independent Governance Associates • Chief Executive and EMT Members
Operational Management of the organisation	<ul style="list-style-type: none"> • Chief Executive and EMT Members • Senior Leadership • GDC Managers
Exercising a statutory discretion or taking statutory decisions for the organisation	<ul style="list-style-type: none"> • The Registrar (and his delegates) • Fitness to Practise Panellists • Case Examiners
Providing expert advice to the statutory decision makers for the organisation	<ul style="list-style-type: none"> • Education Associates • Registration Assessment Panellists
Operational delivery of the GDC as a public sector regulator	<ul style="list-style-type: none"> • Staff • Associates

2. Definitions

- 2.1. A '**conflict of interest**' is defined by the International Standards for the Professional Practice of Internal Auditing as '*any relationship that is or appears to be not in the best interests of the organisation. A conflict of interest would prejudice an individual's ability to perform his or her duties and responsibilities objectively*'. A conflict of interest could relate to any professional, personal or business activity.
- 2.2. A '**connected person**' is a person with whom you have a personal or business relationship which could be perceived as influencing your decision making for or on behalf of the organisation.
- 2.3. An '**irreconcilable conflict of interest**' will be interests which are significant, ongoing and would impede the ability of the individual to carry out the duties of their role in the organisation in line with their obligations. These interests will not be able to be managed by the organisation without action to remove the conflict. One example of an irreconcilable conflict of interest would be for a Council Member to hold a Board position at a representative body, such as the British Dental Association. In these circumstances, the Council Member would be expected to resign from one of the posts held in order to manage the conflict.
- 2.4. A '**prejudicial interest**' will be those interests which may affect a Member's ability to fairly and objectively consider the subject at hand. This might be a perceived or apparent. Members should not be involved in decisions which directly affect them or those connected to them or which benefit or may appear to benefit them or those connected to them. This is because these external factors could be seen to impact the integrity of the decision-making process.
- 2.5. A '**perceived conflict of interest**' will be present if a member of the public, with knowledge of the relevant facts, would reasonably regard the interest or connection as sufficiently significant that it would be likely to prejudice the Member's judgement. This member of the public might interpret the actions of the Member as serving their own purposes, those of a person or organisation connected to them and not serving the interests of the GDC.

- 2.6. An '**indirect conflict of interest**' will be present where the decision-making in question might confer an indirect benefit on the Member but this benefit will be universal to all relevant groups, or only a minimal benefit will arise. Members should declare a potential conflict of interest in these circumstances but may participate in these discussions and decisions. An example of this might be where the Council discuss reductions in the Annual Retention Fee charged to its registrants and registrant Council Members are present for this discussion.
- 2.7. **Appendix 3** sets out practical examples of situations which might present conflicts of interest for Council Members or Independent Governance Associates of the GDC.

3. Declaring interests - Periodically

- 3.1. All Members must:
 - On appointment, declare all conflicts of interest or potential conflicts of interest by completing the Declaration of Interest form found at **Appendix 1**.
 - For Council Members: They must update their declaration as soon as they are aware of any change in circumstances, or at least every **three months**.
 - For Independent Governance Associates: They must update their declaration as soon as they are aware of any change in circumstances, or at least every **12 months**.
- 3.2. For all Members, declarations of interest should be submitted by email to the Governance Team, to governance@gdc-uk.org to ensure that they are centrally captured and logged.
- 3.3. These declarations of interest will be reviewed in line with the *Standard Operating Procedure for Managing Interests for Council Members and Associates*.
- 3.4. The Governance team will maintain the registers of interests for Council Members and Independent Governance Associates, ensure that declarations are published appropriately and report on them annually (or by exception if appropriate) to the Audit and Risk Committee.

4. Declaring Interests – As they arise

- 4.1. The Standing Orders make provision for the way in which Council Members and Independent Governance Associates should declare any conflicts of interest or potential conflicts of interest that arise during Board meetings.
- 4.2. Council Members and Independent Members of non-statutory Committees should declare interests arising at meetings as set out in the relevant paragraph of the Standing Orders:
 - For Council meetings, Standing Order 7 of the General Dental Council Standing Orders for the Conduct of Business 2017.
 - For non-statutory Committee meetings, Standing Order 6 of the General Dental Council Standing Orders for the Non-Statutory Committees of the Council 2018.
 - For the Statutory Panellists Assurance Committee (SPC), Standing Order 7 of the General Dental Council Standing Orders for the Appointments Committee 2016.
- 4.3. All conflicts of interest or potential conflicts of interest should be declared at the beginning of the relevant meeting.
- 4.4. If it becomes clear during the meeting that there is or may be a conflict, this must also be declared as soon as the Member becomes aware of it.

- 4.5. If a Member has a prejudicial interest in the agenda item under discussion, they should declare it and withdraw from the discussion and/or the meeting (for that item), in line with the Standing Orders and the decision of the Chair.
- 4.6. All declared conflicts of interest or potential conflicts of interest will be recorded in the minutes for the meeting. Members who have a prejudicial interest in relation to a particular item of business shall not count towards the quorum for that item.

5. Determination of Conflicts of Interest

- 5.1. When a conflict of interest or perceived conflict of interest is declared, the relevant parties below will advise on and determine whether the interest is irreconcilable:
 - For Council Members, Independent Members of non-statutory Committees and the Chair of the SPC – the Chair of Council.
 - For the Chair of Council – that they are notified to the Accounting Officer and reviewed by the Senior Independent Council Member.
 - For SPC members – the Chair of the SPC.
- 5.2. Where a Member is unsure of the effect of an interest or has a prejudicial interest which he or she believes to be significant, to ensure that appropriate action is taken, the member should consult with the relevant party below:
 - For Council Members, Independent Members of non-statutory Committees and the Chair of the SPC– the Chair of Council.
 - For the Chair of Council – the Senior Independent Council Member.
 - For SPC members – the Chair of the SPC.
- 5.3. The decisions of the respective Chairs/SICM on these matters will be final.

6. Monitoring of Conflicts of Interest

- 6.1. The Governance Team will record, maintain and publish (as appropriate) the declarations of interest received in connection from Council Members and Independent Governance Associates. Reviews will take place in line with the table below:

Individual	Reviewer	Frequency	Publish?
Chair of Council	Notified to the Accounting Officer and reviewed by the Senior Independent Council Member	Quarterly, or if position changes.	Yes
Council Member	Chair of Council	Quarterly, or is position changes.	Yes
Independent Member ARC, Remco or FPC	Chair of Council	Annually, or if position changes.	Yes
Chair of the SPC	Chair of Council	Annually, or if position changes.	Yes
SPC Member	Chair of the SPC	Annually, or if position changes.	Yes

- 6.2. When periodic declarations are made by Council Members, the Chair of the SPC and the independent members of the non-statutory Committees, they will be reviewed by the **Chair of the Council** who will review the interests declared to ensure that they are being

managed appropriately. The results of this exercise will be reported to the Audit and Risk Committee annually, or by exception if required.

6.3. When a quarterly declaration is made by the Chair of the Council, it will be reviewed the **Senior Independent Council Member** and the results of this exercise will be reported to the Audit and Risk Committee annually, or by exception if required.

6.4. When annual declarations are made by SPC members, the **Chair of the SPC** will review the interests declared to ensure that all interests are managed appropriately. The results of this exercise will be reported to the Audit and Risk Committee annually, or by exception if required.

7. Register of Interests

7.1. The Governance team will manage declarations of interest in line with this policy and the *Standard Operating Procedure for Managing Interests for Council Members and Associates*.

7.2. The Governance team will maintain the registers of interests for Council Members and Independent Governance Associates, ensure that declarations are published appropriately and report on them annually to the Audit and Risk Committee.

8. Non-Compliance

8.1. Non-compliance with this policy will be dealt with under the Code of Conduct for Council Members and Associates.

9. Review

9.1. This document will be reviewed every two years by the Governance team and any proposed amendments must be approved by the Council.

10. Related Legislation, Standing Orders and Policies

10.1. This policy is drafted with the following items in mind:

- Dentists Act 1984 (as amended).
- General Dental Council Standing Orders for the Conduct of Business 2017.
- General Dental Council Standing Orders for the Appointments Committee 2016;
- General Dental Council Standing Orders and Resolution for the Non-Statutory Committees of Council 2018.
- Code of Conduct for Council Members and Associates.
- Policies on Gifts and Hospitality for Council Members and Associates.

11. Appendices

11.1. Appendix 1 – Register of Interests

11.2. Appendix 2 – Nolan Principles

11.3. Appendix 3 – Practical guidance for managing interests – Council members and Independent Governance Associates

Declaration of Interests Form

Title: (Dr, Mr. Mrs. Ms. Prof)	
Full name:	
Assigned role with the GDC:	

Declaration:
I understand and take responsibility for acting in accordance with the Nolan Principles. I understand that I must not receive any financial or non-financial benefit that is not explicitly authorised in my appointment letter and should not exert any influence to acquire any preferential treatment for myself or other connected persons.

Areas of interest	Details relating to you (Also include any relevant details relating to a connected person)
<p>Please provide details of all paid employment:</p> <ul style="list-style-type: none"> <input type="checkbox"/> Non-Executive positions <input type="checkbox"/> Full/Part-time employment <input type="checkbox"/> Consultancies <input type="checkbox"/> Self-employed/contract work <input type="checkbox"/> Directorships <p>Why? Decisions need to be taken in an open and transparent fashion, therefore Council members and Associates are required to declare positions so that any perceived interest can be easily manage.</p>	

<p>Please give details of all unpaid work, for example:</p> <ul style="list-style-type: none"> <input type="checkbox"/> Roles in organisations associated with healthcare <input type="checkbox"/> Public service offices <input type="checkbox"/> Roles of posts held in local or national organisations <input type="checkbox"/> Trusteeships <p>Why? Decisions need to be taken in an open and transparent fashion, therefore, Council members and Associates are required to declare positions so that any perceived interest can be easily managed.</p>	
<p>Please list all businesses you are involved in which have a direct contract with the GDC or are a potential contractor with the GDC.</p> <p>Why? Council decisions need to be taken in an open and transparent fashion, therefore Council members and Associates are required to declare their interest so that any perceived interests can be easily managed.</p>	
<p>All membership bodies and associations including political parties, pressure groups and professional bodies of which you are a member or are associated.</p> <p>Why? Council members and Associates are free to engage in political activities or to maintain associations with professional organisations. Council members and Associates are required to declare such positions to give assurance that these do not conflict with the Council's statutory functions.</p>	

<p>Do you have close personal ties with the GDC's advisers, directors or employees?</p> <p>Why? Council members or Associates who have close ties with advisors, directors or employees may be perceived as having an undue influence on decisions. This must be declared so that it can be managed in an open and transparent manner.</p>	
<p>Any other conflicts not covered by the above?</p>	

Council Members:

- I will update my register every three months and more frequently if any significant changes occur.
- I will, as soon as practicable but not more than seven working days after, alert the Head of Governance/Executive Director, Legal and Governance or relevant Director if I meet the criteria for disqualification as set out in the GDC (Constitution) Order 2009 or the GDC (Constitution of Committees) Order 2009.

Independent Governance Associates (including independent Members of non-statutory Committees (ARC, FPC, RemNom) and Members of the Appointments Committee - SPC):

- I will update my register every twelve months and more frequently if any significant changes occur.
- I will, as soon as practicable but not more than seven working days after, alert the Head of Governance/Executive Director, Legal and Governance or relevant Director if I meet the criteria for disqualification as set out in the GDC (Constitution) Order 2009 or the GDC (Constitution of Committees) Order 2009.

Other Associates (including Fitness to Practise panellists, Registration panellists, Education Associates etc.):

- I will update my register every twelve months and more frequently if any significant changes occur.
- I will, as soon as practicable but not more than seven working days after, alert the Head of People Services/Director of Organisational Development or relevant Director if I meet the criteria for disqualification as set out in the GDC (Constitution) Order 2009 or the GDC (Constitution of Committees) Order 2009.
- All actual, perceived, apparent and potential conflicts are disclosed above.

Signed- electronically:	Date:
Reviewed by (name):	Date:

Data Protection:

- The information provided will be processed in accordance with the data protection principles as set out in the General Data Protection Regulation 2016 (GDPR) and Data Protection Act 2018. The basis on which the GDC processes the personal information provided is that the processing is necessary for the exercise of the GDC's statutory functions.
- Information about how the GDC will use and share the information you give us, the various rights you have in connection with any personal data about you that is held by the GDC, and how long we will keep that information for can be found in the privacy notice on our website at www.gdc-uk.org/privacy.

Appendix 2 - Nolan Principles

1. Selflessness

Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

- Members of the public and members of the dental profession are entitled to expect that you make decisions based on your conscientious assessment of what is in the public interest, without regard to your own interests or those of other organisations or individuals you are connected to.
- Do not exploit your association with the GDC for your own gain or that of others, and avoid any situation in which you might – even accidentally – give the impression that you are in a position to trade influence or access.
- If you have any involvement with a dental business or organisation whose value, prospects or well-being might be affected by GDC decisions or policies, take responsibility for ensuring that your motivation and actions could not be challenged by managing interests openly.

2. Integrity

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties.

- Do not accept payments, gifts, hospitality or favours where the nature of the person or organisation concerned, or the circumstances of the exchange, could give rise to a concern about your integrity.
- Do not put yourself – or allow others to put you – in a position in which your advancement or personal interests, or those of anyone close to you, could be seen as being linked to any decisions or actions you might take in the course of your GDC work.
- Assess your own behaviour by reference to the Nolan Principles and make sure that you are seen to be following them.

3. Honesty

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

- In all that you do on behalf of the Council, demonstrate the same high standards of professionalism and personal probity which the Council expects of registered dental professionals.
- Answer any questions asked of you about your interests truthfully and in a spirit of openness.
- If you are asked about an interest, or the way in which you have managed it, avoid taking a defensive or narrowly legalistic approach.

4. Objectivity

In carrying out public business holders of public office should make choices on merit such as making appointments, awarding contracts, or recommending individuals for rewards and benefits,

- When making recommendations and decisions, declare and manage any non-GDC interests which would conflict with the decisions in question.
- Consider available options on their merits. Do not allow yourself to confuse the interests of the dental profession, or any other particular sector of society, with the public interest.

- Take full account of all available evidence which is relevant to the decision you have to make in the course of your GDC work. Make sure that you can distinguish clearly between the weight which is properly given to such evidence, and any undue, inappropriate or undeclared influence.

5. Accountability

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

- You have a responsibility to explain your actions when asked. Engage constructively and positively with appropriate opportunities to explain the ways in which you have managed your interests.

6. Openness

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands it.

- Make a full and open declaration of interests when asked to do so. If in doubt about whether or not you need to declare an interest, err on the side of openness and let others make an assessment of relevance. Perceptions vary, and you may not be best placed to make an objective assessment in your own case.
- Complying with the formalities is important but, on its own, is not enough. Take active steps to assure yourself that those who need to know about your interests on any particular occasion are aware of the situation.
- Demonstrate that you are open not only to disclosing any interests you may have but also that you are open to discussing their significance. Reflect on any feedback and advice you receive and act on any learning points that emerge from your experience and the views of others.

7. Leadership

Holders of public office should promote and support these principles by leadership and example.

- Let your approach to managing your interests provide an example of good practice within the Council, enhancing the Council's standing as a model of good practice for the dental professionals we regulate.
- Provide leadership by ensuring that your actions match the words which we have agreed to live up to. Speak and act in ways which promote and encourage a culture of open discussion about issues concerning interests. Help promote a culture of accountability, in keeping with the spirit of this guidance.
- Support others with leadership roles within the Council, so that they are empowered and supported to fulfil their responsibilities on behalf of the whole organisation, in the public interest.

Appendix 3 - Practical guidance for managing interests - Council Members and Independent Governance Associates

Issues	Perceived Conflict	How Managed?
<p>The Member holds an Executive position or non- Executive position of a Registrant association or institution/group</p>	<p>It may be perceived that the GDC is acting in the interest of registrants and not the interests of the public and/or patients; this depends on the nature of office.</p>	<p>Indirect conflict: Membership of a registrant organisation will not ordinarily raise a perceived conflict.</p> <p>Prejudicial interest: Membership would cause a perceived conflict if an item of business specifically relates to the association or institution or group.</p> <p>Irreconcilable conflict: If a senior office or non-executive position is held this may pose an irreconcilable conflict. Members will be asked to address this conflict with the Chair of the Council or the Chair of the SPC (as appropriate) and, where appropriate, may have to step down from one of the positions.</p>
<p>The Member holds a senior office or non-executive position in another organisation which conflicts with the aims and interests of the GDC or which may from time to time conflict</p>	<p>It may be perceived that the GDC is acting in the interest of the other organisation and not in the interests of the public and/or patients.</p>	<p>Irreconcilable conflict: If a senior office or non-executive position is held this may pose an irreconcilable conflict due to perception. Members will be asked to address this conflict with the Chair of the Council or Chair of the SPC (as appropriate) and, where appropriate, may have to step down from one of the positions.</p>

Issues	Perceived Conflict	How Managed?
Member of two healthcare professional regulators ¹	<p>If a matter arises which is relevant to more than one regulator, then someone who is a member of more than one regulatory Council will be conflicted and will not be able to take part in the decision-making of either body.</p> <p>Members, by virtue of their position, become aware of confidential information which may have a bearing on another healthcare professional regulator and issues that have arisen. By the time they become aware of the information, it is too late to remedy it.</p>	<p>Current position</p> <p>Prejudicial interest:</p> <p>Membership would cause a perceived conflict if an item of business specifically relates to an issue where the other healthcare regulators have opposing opinions.</p>
The Member holds a position in another organisation where the GDC performs a quality assurance function.	It may be perceived that there is a conflict in that the Member's position would influence the assurance verdict of the organisation.	<p>Indirect conflict:</p> <p>Inspectors of institutions are independent of Members and therefore should not be influenced by the connections of the Members.</p> <p>Prejudicial interest:</p> <p>This may cause a perceived conflict where a Member reviews information relating to their organisation; in such circumstances the Member should not participate in the discussions.</p>

¹ By this we mean the UK's nine **health and care professional regulatory bodies** which are overseen by the Professional Standards Authority <http://www.psa.org.uk/>

Issues	Perceived Conflict	How Managed?
<p>The Member is drawn into a discussion regarding a Fitness to Practise matter.</p>	<p>It may be perceived that the Member is seeking to influence the outcome of the matter.</p>	<p>Prejudicial interest:</p> <p>The Member must decline to be involved in the discussion. If the approach is by another Council Member or Associate, or member of staff, the Council Member should report the matter to the Chair of Council or the Chair of the SPC, as appropriate.</p>
<p>The Member acts as an adviser to, manages, is responsible for, or is otherwise engaged in local performance management or fitness to practise procedures involving dental registrants, for example:</p> <ul style="list-style-type: none"> • NHS Commissioners • Care Quality Commission (CQC) • National Clinical Assessment Service • Denplan or another private company that carries out an external quality assurance function • Members of the NHS Commissioning Board in England or the equivalents in Wales, Scotland and Northern Ireland • Dental Leads or Dental Clinical Governance Leads • CQC Inspectors 	<p>It may be perceived that</p> <ul style="list-style-type: none"> • the organisation concerned has a representative on the Council of the regulator. • The separation of fitness to practise and regulatory policy will be blurred. 	<p>Irreconcilable conflict:</p> <p>This is an irreconcilable conflict for a Council Member or Independent Governance Associate. Members will be asked to address this conflict with the Chair of Council or Chair of the SPC (as appropriate) and, where appropriate, may have to step down from one of the positions.</p>