

Terms of Reference:

Grand Solutions Committee for New Technologies and Artificial Intelligence

Effective Date:

25 April 2024

In case of any uncertainties or differences between the English and the Danish versions of these Terms of Reference, the Danish version takes precedence over the English version.

Terms of Reference for the Grand Solutions Committee for New Technologies and Artificial Intelligence

A key part of Innovation Fund Denmark's (hereinafter "the Fund") governance model is that the Fund has relevant professional competencies and resources at its disposal when deciding on investments in projects. The Grand Solutions programme is characterised by ambitious and interdisciplinary research and innovation projects with the potential to create significant impact on and new solutions to important politically prioritised societal challenges. The Fund therefore wants the applications for the programme to be assessed and selected by people who can assess the commercial and societal impact for Denmark, as well as by internationally recognised researchers who can assess the research excellence on an international scale.

Since the need for professional competencies can vary depending on e.g. the framework of the current appropriation acts, the priorities of the Board of Directors as well as the submitted applications, there is a need to be able to dynamically appoint and adapt committees that have access to the most relevant knowledge within the domains covered by the politically defined themes under which the Grand Solutions programme allocates funds.

Pursuant to section 12 of the Act on Innovation Fund Denmark, cf. Consolidated Act no. 1660 of 12 August 2021 (hereinafter "the Act"), the Fund's Board of Directors therefore appoints a committee tasked with conducting professional assessments and making decisions on grants¹ in connection with the Fund's investments within the theme New Technologies and Artificial Intelligence (hereinafter "the Theme"): The Grand Solutions Committee for New Technologies and Artificial Intelligence (hereinafter "the Committee"). The Theme is further defined in any current call texts applicable to the Committee.

The function of the Committee is to assess applications for the Grand Solutions programme within the Theme and decide which of these are to be offered grants in accordance with the process described in the Grand Solutions guidelines in force at any given time.

The committee is made up of 10-18 members depending on the Theme's academic breadth and the expected application load, and will appoint a Chairperson and a Deputy Chairperson (hereinafter the Chairmanship).

The members and the Chairmanship are appointed in their own personal capacity and cannot be represented by another person. Substitute members will not be appointed. However, in the event of the Chairperson's absence from the Committee, the Deputy Chairperson shall take over the Chairperson's duties.

It is possible for members, including the Chairmanship, to be associated with more than one of the Fund's programme committees. However, committee members, including the Chairmanship, cannot simultaneously sit on the Fund's Board or in more than one committee under the same programme.

1. Process and criteria for appointment of Chairperson and members

The Committee shall be composed in such a way that the members' competencies reflect the Committee's professional and functional tasks. Together, the committee members must have the competencies to assess the quality, impact and relevance of the applications, including research activities, as described in the

¹ "Grant" is within the Grand Solutions programme to be understood as "invitation to negotiate an investment agreement".

annual calls and guidelines and in the submitted applications. Therefore, at least half of the members must fulfil the requirements as recognised researchers, cf. section 18(2) of the Act.

The Board of Directors appoints the members, including the Chairmanship, of the Committee, cf. section 13(2) of the Act. Appointments will as a rule be made on the basis of a recommendation from the Strategic Research Committee with the involvement of the Fund's secretariat. In connection with the appointment, the members enter into an appointment agreement with the Fund.

The Board may dismiss members with the notice stated in the appointment agreement. The Board may appoint new members to the Committee at any time.

The criteria for being nominated and appointed to the Committee are that the member must:

- I. possess solid and extensive knowledge and recent experience in one or more specific professional fields related to the Theme
- II. have a high level of English language proficiency, including technical concepts within the Committee's theme.

In addition, the member must either fulfil all of the following conditions:

- III. have been actively engaged in research at a scientific level for a number of years and be qualified at at least associate professor or senior researcher level, in order that the member fulfils the requirements as a recognised researcher as described in section 18(2) of the Act with reference to section 2(1) of the Act on the Danish Council for Independent Research and Innovation Policy and the Independent Research Fund Denmark
- IV. be or have recently been affiliated in the above function with a foreign research institution that fulfils the URIS guidelines

or fulfil all of the following conditions:

- V. have significant experience with commercialisation and implementation of research results from the private or public sector in Denmark as well as, if possible, internationally
- VI. be or have recently been employed in the private or public sector (but not actively employed at Danish universities beyond a position as adjunct lecturer/professor or similar) within a domain considered to be within the Theme
- VII. be able to assess the commercial and societal impact of project applications and the strategic relevance for Denmark.

At least half of the members must fulfil conditions III.-IV. The Chairperson must fulfil conditions V.-VII, while the Deputy Chairperson must fulfil conditions III.-IV.

The overall Committee is established with a focus on ensuring the necessary breadth of competence within the scientific, technical and professional domains that characterise Grand Solutions applications within the Theme. In addition, the Committee will be composed with diversity in mind, e.g. in terms of gender identity and geographical affiliation.

The Fund will maintain an updated list of Committee members on the Fund's website.

2. Term of office

The Committee is appointed as a standing committee by the Board of Directors and may also be dissolved by the Board of Directors.

The committee members, Chairperson and Deputy Chairperson are appointed for a period of up to three years with the possibility of extension for a further period of up to three years. A member can thus be appointed for a maximum of six years. The Board of Directors may replace members of the Committee on an ongoing basis in order to maintain the required composition of competences.

3. Tasks of the Committee

Each member of the Committee shall contribute to the Committee's assessments and decisions on applications to the Grand Solutions programme by preparing for and participating in the Committee's meetings.

Each member contributes to the work of the Committee by performing the following tasks:

- (a) Preparation for committee meetings in the form of written assessments of applications based on the guidelines for the Grand Solutions programme in force at any given time.
- (b) Participation in committee meetings where the Committee meets to discuss and qualify the professional assessment of the applications received with a view to making a decision.
- (c) Reading and weighing evaluations from external assessors and any consultation responses received from the applicant parties.
- (d) Reading notes with formal and administrative comments from the Fund's secretariat.
- (e) Participation in sessions where members are qualified to assess applications for the Grand Solutions programme in accordance with the guidelines and to perform the Committee's tasks in accordance with good assessment practice, rules on conflict of interest and eligibility, public administration, etc.
- (f) Elaboration of the member's assessment and the Committee's recommendations in the event of an appeal against a decision on an application.
- (g) Contribution to any follow-up decisions in the investment agreement phase.
- (h) Contributing with knowledge to support the Fund in keeping aligned with the Fund's strategic objectives and the call texts and guidelines for the Grand Solutions programme applicable at any given time.
- (i) Be available for supervision by the Board of Directors and the Board's Strategic Research Committee.

In addition to the above tasks, the Committee's Chairperson and Deputy Chairperson are expected to fulfil the following tasks:

- i. Allocation of applications for written preliminary processing to individual members on the basis of recommendations from and with practical assistance from the Fund's secretariat.
- ii. Allocation of applications for written assessment by external assessors based on recommendations from and with practical assistance from the Fund's secretariat.

With practical assistance from the Fund's secretariat, the Chairperson also performs the following tasks:

- iii. Chairing and framing of the committee meetings and ensuring that minutes are taken.

- iv. Dealing with questions about the members' eligibility. If the Fund's secretariat - for example by a member of the Committee - is made aware of matters that may give rise to doubt a member's eligibility and any potential conflict of interest, the secretariat will inform the Chairmanship that will be responsible for ensuring adequate disclosure of the matter with assistance from the secretariat. In accordance with the rules and principles of the Danish Public Administration Act and the supplementary rules on conflict of interest and eligibility published on the Fund's website, the Committee shall determine the eligibility of the individual member.
- v. Giving, at the Fund's request, an assessment of whether the composition of the Committee reflects the Theme and a description of which competencies and experience the Committee may need to be supplemented with.
- vi. Participate in status and dialogue meetings with the Fund's Board of Directors.

In the event of the Chairperson's absence from the Committee, the Deputy Chairperson will take over the above tasks.

4. Assessment process

The overall assessment process is described in the guidelines for the Grand Solutions programme in force at any time. Only applications that fulfil the formal requirements will be considered by the Committee. The Committee is authorised to make professional assessments and grant decisions.

For each call for which the Committee must make decisions, the Committee operates and assesses in two phases, in accordance with the guidelines for the Grand Solutions programme in force at any time: In the first phase, the Committee decides which applications will be invited to submit an application for assessment in the second phase. In the second phase, the Committee will decide which Grand Solutions projects will receive a grant. The second phase will also include evaluations by external assessors and consultation responses on these from the applicant parties which will be obtained with the assistance of the Fund's secretariat.

With the assistance of the Fund's secretariat, the Chairperson and Deputy Chairperson delegate the individual applications to a number of members defined by the Chairperson for written preliminary processing. The assessments are prepared in accordance with the instructions for the committees and guidelines for the Grand Solutions programme in force at any given time.

At the committee meetings, all applications are reviewed and prioritised, and any assessments from external assessors and consultation responses in this regard are reviewed and weighted in order to make a decision. The Fund's secretariat subsequently prepares a decision summary, which the Committee receives for approval.

At the Committee's request, the secretariat assists with the preparation and organisation of the meetings, including advice on the guidelines and relevant legislation. Secretariat staff participate in the meetings with observer status. Meetings are generally chaired by the Chairperson.

The Committee constitutes a quorum when at least half of the members participate in a committee meeting.

At the request of the Board of Directors, one or more Board members may attend the Committee's meetings with observer status – among other things to ensure dialogue and sparring regarding the Board's decisions on the implementation of grants, cf. section 27(7) of the Board's rules of procedure.

The Committee's assessments and decisions must be documented in written reasons that allow the Fund to formally and actually assess the background for the Committee's decisions. The Committee must also ensure that the reasons are adequate in terms of administrative law so that the Fund can provide the applicant with a correct decision.

The Committee must endeavour to achieve consensus as far as possible and strive to reach agreement in decisions and conclusions on rejections and grant commitments to submitted applications. In case of disagreement, the Committee shall decide by vote, with each member present having one vote. In the event of a tie, the Chairperson or, in his/her absence, the Deputy Chairperson shall have the casting vote.

Once the Committee has made a decision on the grant and sent it on to the Fund's secretariat, the secretariat takes over the execution and follow-up of the grant.

If an applicant before an investment agreement has been concluded, requests material changes to an application that has not been rejected, the secretariat may submit the change request to the Committee for assessment. The Committee must then decide on the eligibility of the amended application in its entirety.

5. Duty of confidentiality

The members of the Committee have a duty of confidentiality under the Public Administration Act and the Penal Code with regard to information that they become aware of in their capacity as members of the Committee.

6. Eligibility and conflict of interest

In their work for the Fund, the members of the Committee are subject to the general rules and principles of administrative law on eligibility and the supplementary rules on eligibility and conflict of interest published on the Fund's website. The Fund ensures that the Committee is familiar with the rules.

If a member of the Committee identifies circumstances that may give rise to doubt the member's eligibility, the member must inform the Chairperson and the Fund's secretariat and discontinue the processing of the case. The Chairperson will, assisted by the secretariat, make an assessment of the potential conflict of interest and the matter will be submitted to the Committee, which will make a final decision on the member's eligibility. If the member is disqualified by the Committee, he/she may not resume or participate in the Committee's consideration of the specific application.

The Chairperson shall ensure that the question of eligibility and conflict of interest, the reasons and conclusion are recorded in the minutes and that a new member is appointed to assess the application. If the interests of the case warrant it, the Chairperson may temporarily exclude the committee member in question from the processing of the specific application and possibly replace him/her with another member within the above framework, without awaiting the Committee's decision.

7. Effective Date etc.

All members of the Committee shall receive a copy of these Terms of Reference. These Terms of Reference shall enter into force on 25 April 2024. The Board of Directors may amend these Terms of Reference at any time.