

**Terms of Reference:**

## **Defence Expert Committee**

**Effective date:**

21 April 2026

**NB: In the event of any doubt or need for interpretation, the Danish version of these Terms of Reference shall apply.**

## **Terms of Reference for the Defence Expert Committee**

A central part of the activities of Innovation Fund Denmark (hereinafter the “Fund”) is that, in relation to decisions on investments in projects, the Fund has access to relevant professional expertise and resources. A distinguishing feature of the Fund's strategic programme for defence is the aim to strengthen capacity-building and accelerate the development of defence and security technologies with potential for direct application. The initiative shall contribute to consolidating and expanding existing environments within defence technology as well as critical technology in areas where Danish research strongholds can support the operational needs of the Danish defence and contribute to safeguarding Danish security of supply. The Fund therefore wishes applications to the programme to be assessed and decided upon by both persons able to assess the commercial and societal impact for Danish defence and security, and by internationally recognized researchers able to assess the research-related excellence on an international scale.

The Board of Directors of the Innovation Fund Denmark therefore establishes, pursuant to § 12 of the Act on Innovation Fund Denmark, cf. Consolidation Act no. 156 of 13 February 2025 (hereinafter the “Act”), a committee whose task is to conduct professional assessments and formulate recommendations to the Board of Directors in connection with the Fund's investments within the establishment of defence- and innovation centres (hereinafter the “Theme”): the Defence Expert Committee (hereinafter the “Committee”). The Theme is further defined in the applicable call texts that apply to the Committee.

The function of the Committee is to rank and assess applications within the Theme with a view to recommending the most qualified applications for final decision on funding by the Board of Directors, cf. the process set outlined in the latest version of the guidelines relating to the programme.

The Committee shall consist of 5-10 members, adjusted to the need in relation to the professional breadth of the Theme and the expected application workload, among whom a chair and a deputy chair shall be appointed (hereinafter the “Chairmanship”).

The members and the Chairmanship are appointed in their personal capacity and may not be represented by another person. No alternates shall be appointed.

Members, including the Chairmanship, may be affiliated with several committees for the Fund's programmes. However, committee members, including the Chairmanship, may not simultaneously sit on the Fund's Board of Directors.

The Board of Directors' ongoing supervision of the Committee shall be carried out by the Programme Supervision Committee on behalf of the Board of Directors

### **1. Process and criteria for appointment of chair and members**

The Committee shall be composed such that the members' competencies reflect the Committee's professional and functional tasks. The members of the Committee shall collectively possess the competencies required to assess the quality, effect and relevance of the applications, including research activities, as described in the annual calls with guidelines and the applications received,

cf. § 18 section 2 of the Act. The Committee shall be able to conduct research-related assessments. In cases where appointed members do not possess the relevant competencies to a sufficient degree, external experts shall be used to conduct the research-related assessment.

The Board of Directors appoints the members, including the Chairmanship, of the Committee, cf. § 13 section 2 of the Act. The Programme Supervision Committee may decide on the appointments on behalf of the full Board of Directors. In connection with the appointment, the members enter into an appointment agreement with the Fund.

The Board of Directors and the Programme Supervision Committee may decide on a revocation of appointment with the notice set out in the appointment agreement. The Board of Directors and the Programme Supervision Committee may at any time appoint new members to the Committee.

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

- I. possess solid and extensive knowledge and recent experience within one or more specific professional areas relating to the Theme
- II. master a high degree of English-language, including in relation to technical terms within the Theme
- III. be able to obtain security clearance.

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

- IV. have been actively engaged in research at a scientific level for a number of years and be at least at associate professor or senior researcher level, so that the person meets the requirements for a recognised researcher as described in § 18 section 2 of the Act with reference to part 2, no. 2.1, of the Act on the Danish Council for Research and Innovation Policy and Independent Research Fund Denmark
- V. in the above-mentioned capacity, be or recently have been affiliated with a foreign research institution
- VI. represent a country or organisation that may be characterised as an alliance partner of Denmark.

or satisfy all of the following conditions:

- VII. have significant experience with commercialisation and implementation of research results from the private or public sector in Denmark, and preferably also internationally
- VIII. be or recently have been employed in the private or public sector within a domain considered to fall within the Theme
- IX. be able to assess the commercial and societal impact of project applications and project portfolios as well as the strategic relevance for Denmark

The Committee as a whole shall be established with a focus on ensuring the necessary breadth in competency level in relation to the professional domains that characterise the Theme. In addition, the Committee shall be composed with regard to diversity, for example in terms of sector background, gender and geographical affiliation.

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

## **2. Term of appointment**

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

The members of the Committee, including the Chairmanship, are appointed for a period of up to 3 years. Reappointment is possible until a member has been appointed for a total of 6 years. After resignation, reappointment may take place no earlier than after the expiry of 3 years, after which the person in question may again be appointed to the same committee for one or more periods of up to a total of 6 years.

The Board of Directors may continuously replace members of the Committee with a view to continuously maintaining the necessary composition of competencies.

## **3. Assignments of the Committee**

Each member of the Committee shall contribute to the Committee's assessments of applications to the strategic programme for defence through preliminary review of material before meetings and participation in the Committee's meetings.

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

- a) Participation in onboarding activities where members are qualified to assess applications to the programme in accordance with the guidelines and to perform the Committee's tasks in accordance with good assessment practice, rules on conflicts of interest, security considerations, public administration, etc.
- b) Preparation for committee meetings in the form of written assessments of applications based on the guidelines for the programme applicable to the relevant call.
- c) Participation in committee meetings at which the Committee convenes to discuss and qualify the professional assessment of the applications received partly to invite applicants to phase 2 and partly to substantiate the recommendation of a number of applications as the most qualified for the Board of Directors' final investment decision.
- d) As documentation for the Committee's recommendations to the Board of Directors, the Committee's overall ranking of all applications shall be provided, together with reasons for the applications that the Committee assesses as the most qualified in relation to the criteria of the call. In addition, the Board of Directors shall be ensured access to the Committee's written assessments of all applications, so that it can both formally and formally assess the basis for the Committee's recommendations.
- e) Preparation of individual reasons for rejection in cooperation with the other committee members.
- f) Review of any memoranda containing formal and administrative comments from the Fund's secretariat.
- g) Participation in the dialogue process leading up to phase 2, where the Committee gives applicants targeted feedback with a view to qualifying and further developing the model and project portfolio of the centre applications and ensuring clear alignment with the programme's objectives and priorities.
- h) Participation in annual dialogue meetings with the centres with a view to discussing the quality of the updated roadmap, including progress, challenges and plan for further

development, in order to be able to formulate a recommendation to the Board of Directors as to whether there is sufficient progress to trigger a tranche payment, potentially conditional upon adjustments to the roadmap.

- i) At the request of the secretariat, contribute with knowledge to support the Fund in relation to updates in line with the Fund's strategic objectives and the call texts and guidelines for the programme.
- j) Assistance, at the request of the secretariat, in relation to supervision by the Board of Directors.

In addition to the above tasks, the chair and deputy chair of the Committee are expected to perform the following tasks:

- i. Participation in status and dialogue meetings with the Fund's Board of Directors and secretariat.

The chair shall additionally, with assistance from the Fund's secretariat, perform the following tasks:

- ii. Management and structuring of the committee meetings and ensuring that minutes are prepared.
- iii. Quality assurance of reasons for rejection for applications that are rejected in phase 1.
- iv. Handling of members' conflicts of interest. If the Fund's secretariat - for example by a member of the Committee - are made aware of circumstances that may give rise to doubt of a member's impartiality, the secretariat shall inform the chair, who is responsible for ensuring that the matter is sufficiently clarified. The secretariat assists with the clarification at the chair's request. The Committee decides, in accordance with the rules and principles of the Danish Public Administration Act and the supplementary rules on conflicts of interest published on the Fund's website, on the impartiality of the individual member.
- v. Assessment, at the request of the secretariat, of whether the composition of the Committee reflects the Theme, and description of which competencies and experiences the Committee should potentially be supplemented with.
- vi. Presentation of the Committee's recommendations and reasons at a meeting of the Board of Directors.

In the event of the chair's absence, the deputy chair shall take over the chair's tasks. In the event of the absence of both the chair and the deputy chair, the chair (or, in the chair's absence, the deputy chair) may appoint one of the other members of the Committee to perform the chair's tasks.

#### **4. Assessment process**

The overall assessment process is described in the applicable guidelines for the programme in force from time to time. The Committee has authority to conduct professional assessments of the applications, invite applicants from phase 1 to phase 2 and formulate recommendations to the Board of Directors on the basis of the Committee's assessments of phase 2 applications, but not to make investment decisions. The Board of Directors makes the final investment decision. Only applications that meet the formal requirements shall be considered by the Committee.

In connection with each call, the Committee operates and assesses in two phases, cf. the applicable guidelines for the programme in force from time to time: in phase 1, the Committee decides which applications shall be invited to submit an application for assessment in phase 2. In phase 2, the Committee recommends and provides reasons for centres to be funded by the Fund's Board of Directors.

The assessments shall be prepared in accordance with the instructions for the Committee and the applicable guidelines for the programme in force from time to time.

At the committee meetings, all applications are reviewed and prioritised with a view to making recommendations to the Board of Directors for its final decision. The Fund's secretariat shall then prepare decision minutes, which shall be submitted to the Committee for approval.

The secretariat assists, at the Committee's request, with preparation and practical conduct of the meetings. Employees of the secretariat participate in the Committee's meetings in order to advise on and monitor compliance with the programme's guidelines and relevant legislation, but the secretariat does not participate in the professional assessments. Meeting management is, as a general rule, carried out by the chair.

The Committee has a quorum when at least half of the members are present.

One or more members of the Board of Directors may, at the request of the Board of Directors, participate in the Committee's meetings as observers - including in relation to ensuring dialogue and sparring concerning the Board of Directors' decisions on allocation of grants, cf. § 27 section 7 of the Board of Directors' rules of procedure.

The Committee's assessments shall be documented in writing that enable the Fund to assess, both formally and substantively, the basis for the Committee's assessments.

The Committee shall seek consensus by working, to the widest extent possible, to reach agreement on decisions concerning rejection and invitation to phase 2 for submitted applications. In the event of disagreement, the Committee shall make its decision by vote, with each member present at the meeting having one vote. In the event of a tie, the chair's vote - or, in the chair's absence, the deputy chair's vote - shall be decisive. Once the Committee has made a decision on the recommendation of centres to the Fund's Board of Directors and communicated this to the Fund's secretariat, the final decision is taken over by the Fund's Board of Directors, after which execution of, and follow-up on, the grant shall be carried out by the secretariat.

## **5. Duty of confidentiality**

The members of the Committee are subject to a duty of confidentiality under the Danish Public Administration Act and the Danish Criminal Code with respect to information of which they become aware in their capacity as members of the Committee.

## **6. Disqualification due to conflicts of interest**

In their work for the Fund, the members of the Committee are subject to the general rules and principles of administrative law concerning conflicts of interest as well as the supplementary rules on conflicts of interest published on the Fund's website.

If, during the consideration of a case, a member of the Committee identifies circumstances that may give rise to doubt as to the member's impartiality, the member shall notify the chair and the Fund's secretariat and suspend assessment of the case. With assistance from the secretariat, the chair shall assess the potential conflict-of-interest issues, and the matter shall be submitted to the Committee, which shall make the final decision on the member's impartiality. If the member is declared disqualified by the Committee, the member may not resume or participate in the Committee's consideration of the specific application.

The chair shall ensure that the conflict-of-interest issue, the reasons and the conclusion are recorded in the minutes, and that a new member is appointed to assess the application. Where consideration of the case so requires, the chair may provisionally exclude the committee member in question from consideration of the specific application and potentially substitute that person with another member within the framework above, without awaiting the Committee's decision.

## **7. Entry into force etc.**

All members of the Committee shall receive a copy of these Terms of Reference. These Terms of Reference enter into force on 21 April 2026. The Board of Directors may at any time amend these Terms of Reference.