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Below you will find a template for the Rules of Procedure of the Supervisory group, prepared Flanders Innovation and Entrepreneurship. This template is however not mandatory, the Beneficiary can create a version of his own.

The preamble to the Rules of Procedure refers to a description of the Project concerned. Therefore it is recommended to attach a text with the objectives and work plan of the Project.

The template can be created for members as well as for observers. To this end, the non-applicable sentence must be removed in the paragraph related to the signature. The text in italics must be completed with the relevant data when creating the document.

# Rules of Procedure of the Supervisory group

**PROJECT:** *project title (project number)*

**Programme of subsidy:** *subsidy program name*

Above-mentioned Project fits in a program that requires the institution of a Supervisory group by the receiver of the grant for the duration of the Project. More information concerning the program can be found in the specific manual on our website (in Dutch). More information of the concerned Project can be found in the attached project description. The Supervisory group is one of the involved actors during the execution of the Project, next to the project applicant(s) and -executor(s), and the Fund for Innovation and Entrepreneurship as grant provider. The Fund for Innovation and Entrepreneurship relies on VLAIO for its operational activities.

## Aim of the Supervisory group

The Supervisory group operates as a soundboard towards the industrial and social implementation possibilities of the Project Results. The Supervisory group ensures that the concrete execution of the Project is tailored to the needs of the enterprises of the target-group.

## Members and observers

The Supervisory group is composed of at least:

Members

* enterprises and/or non-profit organisations or professional federations representing relevant economical or social users of the aimed Project Results, with special attention to SMEs and companies with low research capabilities/non-profit organisation.

Observers:

* the project parties who are responsible for the good execution of the Project concerned and therefor receive a grant of the Fund for Innovation and Entrepreneurship (called Beneficiary);
* research groups and scientific partners involved in the Project;
* project advisor from VLAIO.

The members list of the Supervisory group is an attachment of this Rules of Procedure.

Interested EU enterprises can become a member of the Supervisory group at any time.

The members of the Supervisory group have the right to:

* observe the project progress and the realisation of the goals thoroughly. The members can express their appreciation and give input during the scheduled meetings of the Supervisory group.
* provide advice for improvement of the Project, without however changing the finality of the Project, in case this benefits the industrial and/or social implementation of the results. The final decision for the implementation of the suggested adjustments lies with the executive project parties.

The members of the Supervisory group are willing to **(optional)**:

* (only for enterprises and non-for-profit organizations) to engage themselves to contribute to the resources of the Project. The project consortium is entitled to independently decide on the use of these resources in the advantage of the Project, in alignment with the project plan and project budget. In case of early retirement from the Supervisory group, members will not get a refund from their contribution.

The members of the Supervisory group **are obliged to**:

* regularly attend the meetings of the Supervisory group as representative of the target group (economical or social users of the project results).
* (only for enterprises and non-profit organisations) effectively and timely execute their engagement to contribute to the project’s resources.

## Regulations concerning intellectual property

The Beneficiaries obtain property rights of the Project Results (technical know-how, databank, logo, etc.) and can claim intellectual property rights on them. They commit to comply with the European legislation (of rules/instructions) on state aid. This means that each of them receives a fee equivalent to the market price when giving licenses on the Project Results. The Project Results, which consist of general insights, are widely disseminated. The project consortium will disseminate information widely to enterprises and non-profit organisations beyond the project consortium, during the execution of the Project as well as during the commercialization of the Project Results afterwards.

All EU enterprises have access to the results of the project with economical potential, on an equal and non-discriminatory basis and at a market-competitive price. Consequently, the members of the Supervisory group have no preferred access to the Project Results. However, they can deduct their already paid contribution from the price for the users rights.

The members of the Supervisory group are aware of the non-economic nature of the activities of the concerned Project. This applies in particular to the implementation of cases in which the applicability and value of a (recent) technology or (new) knowledge is evaluated or analyzed in a business context. These cases are characterized by sufficient generic aspects relevant for a wider group of target enterprises. The project parties will do this by wide dissemination, respectively, a non-discriminatory offer of the Project Results at market conditions.

To claim the intellectual property rights in an optimized way, the project consortium can execute a (temporary) non-disclosure agreement with the members of the Supervisory group.

The members of the Supervisory group providing company data during the execution of the Project, keep full ownership and can stipulate confidential treatment of it.

## Operation of the Supervisory group

On the first meeting of the Supervisory group, the following matters will be determined:

* members list with indication of concrete representative by member;
* indication of chairman and secretary of the Supervisory group;
* method of follow-up on the execution of the Project, including scheduling of the meetings;
* if necessary, agreements concerning confidential treatment of data.

Unless the Supervisory group decides otherwise, the following regulations concerning the operations of the Supervisory group are valid:

* the organisation who delivers the project leader, presides the Supervisory group;
* the project leader is the secretary of the Supervisory group;
* the project leader guaranties the practical organisation of the meetings, including timely sending of invitations with agenda and preparatory documents, and reporting to the members.

The agenda contains at least a presentation and discussion of the performed research over the past period (project execution, Project Results, effects or valorisation perspectives, suggestions, executed cases), a discussion of the planning of the upcoming period and the planning of the upcoming meeting. Every member of the Supervisory group can add items on the agenda. The documents concerned are sent with the agenda.

During the meeting, the project parties inform the Supervisory group on the progress of the Project. The members can give advice and suggestions concerning the execution of the Project, while aiming at meeting the project targets. During the discussion of the items on the agenda the Supervisory group strives for consensus.

The minutes of the meeting will be delivered to the members of the Supervisory group. Supplementary to the items of the agenda the interaction with the Supervisory group is reproduced and a list of attendees is made.

## Signature

The undersigned, on behalf of *(name of the organization)* at *(address head office)*, takes note of:

* the Project *(title)* executed by *(project parties)*, under the leadership of *(name project leader);*
* the program features are described in the project proposal of the program *(subsidy program name)*;

and declares to the *(project partners*):

* to agree with participation as a member of the Supervisory group following the above document “Rules of Procedure of the Supervisory group”

*or*

* to agree with participation as an observer of the Supervisory group following the above document “Rules of Procedure of the Supervisory group”

**Attachment 1**

*Rules of Procedure of the Supervisory group (mandatory excel template)*