



Title:	Research Grants Committee - Terms of Reference and Code of Conduct
Version	1.4
Date:	May 2025
Last reviewed:	June 2023
Date of next review:	June 2025
Classification:	Public

Terms of Reference

1. Purpose of Committee

- To review grant applications from academic and clinical researchers and make awards in accordance with the Committee's delegated authority (reviewable by the Board from time to time) or recommendations to the Board of Trustees, as appropriate, in line with:
 - the strategic vision and objectives of the Foundation
 - current budget(s)
 - agreed management arrangements
- If any of the above criteria are not met or there are any other concerns – for example, that a proposal has the potential to adversely affect the reputation of the Foundation – the Chair or Vice-Chair are required to refer the proposal to the Board for decision.
- To advise on the ongoing development of the Foundation's grants funding strategy and its implementation.
- To advise on policy matters related to grant making for research grants.
- To act as a reference point in matters relating to the monitoring of grants awarded by the Foundation.

2. Membership

- The Research Grants Committee (RGC) shall consist of at least five members (including the Chair and Vice Chair) to be appointed for a period of three years. Members may offer themselves for re-election at the end of their term of office, to a maximum of two consecutive terms of office (i.e. six consecutive years).
- After a member has served two consecutive terms in office, they shall be eligible for re-election only after three years have elapsed since they retired as a member of the Committee.
- There shall be at least three external advisers with academic and/or clinical expertise relevant to the objectives of the Foundation.

- Expert Panellists may be co-opted to join the Committee for specific meetings, to boost the range of expertise available to review grant applications and to make recommendations for funding from specific themed calls.

3. Chair of the Committee

- The Board of Trustees shall appoint a Chair with relevant academic and/or clinical expertise from one of their number for a period of three years. The Chair may offer themselves for re-appointment at the end of their term of office, to a maximum of two consecutive terms of office (i.e. six consecutive years).

4. Vice Chair of the Committee

- The Board of Trustees shall appoint a Vice Chair with relevant academic and/or clinical expertise from one of its number for a period of three years. The Vice Chair may offer themselves for re-appointment at the end of their term of office, to a maximum of two consecutive terms of office (i.e. six consecutive years).

5. Quorum

- There shall be a quorum when five members (one Trustee and four external advisers, together with the Committee secretary) are present at any meeting.
- The Committee shall meet three times a year, normally in the month prior to Trustees' meetings.

6. Reporting to the Board of Trustees

- Minutes of Committee meetings shall be included on the agenda for Trustees' meetings for information.
- A list of grants awarded by the Committee shall be provided to the Board of Trustees for information, with supporting papers to be available on request.
- A list of grant applications rejected by the Committee shall also be provided to the Board of Trustees for information, with supporting papers to be available on request.
- Other matters considered at Committee meetings shall be reported to the Board of Trustees as appropriate:
 - For decision
 - For ratification
 - For information / noting

7. Voting

- Voting shall be decided by a majority, with the Chair having a casting vote. In cases where no majority decision is possible, the matter will be referred to the Board of Trustees for decision.

8. Conflict of Interest / Code of Conduct

- Members of the Committee and/or Expert Panels shall abide by the Foundation's Conflict of Interest Policy and Code of Conduct for the Committee / Panel, as agreed by the Board of Trustees.

9. Administration of meetings

- Administration of meetings shall be the responsibility of the Chief Executive, delegated to the Director of Research, in liaison with the Chair. The Chief Executive will be in attendance at meetings.
- Papers shall normally be circulated to members two weeks prior to the meeting.
- Draft minutes shall normally be circulated to members, for approval at the next scheduled RGC meeting, within three weeks of a meeting having been held.
- Approved minutes of meetings shall be signed by the Chair. All papers and minutes from the meeting (either circulated or tabled) will be retained in a legally acceptable form and in accordance with the Trust's Document Retention Policy.

Code of Conduct

1. Context

- All members of the Research Grants Committee (RGC) and any Expert Panellists must abide by the principles and procedures set out in the Vivensa Foundation's Conflict of Interest Policy.
- It is, however, recognised that there are times when specific conflict of interest issues can arise in respect of grant applications and other grant-related matters that apply particularly to the Research Grants Committee and/or Expert Panellists. A code of conduct for dealing with these is therefore set out below as an appendix to the main Conflict of Interest Policy. In formulating this code, Charity Commission and Association of Medical Research Charities (AMRC) guidelines have been taken fully into consideration.

It is expected that all members of the RGC and any Expert Panellists should:

- Act within the Articles of Association of the Vivensa Foundation (the Foundation) and the law, and abide by the policies and procedures of the organisation.

- Have a good understanding of, and be sympathetic with, the aims and charitable objects of the Foundation and act in accordance with these at all times.
- Act and make decisions in the best interests of the Foundation, and its present and future beneficiaries.
- Do their best to avoid conflicts of interest, and where they do find themselves conflicted, declare that fact and not take part in any relevant decision-making, in accordance with the Conflict of Interest Policy.
- Accept that decision-making and governance issues should be as transparent as possible, except when confidentiality is required. Where information is of a confidential nature it must remain so outside the confines of the Committee / Expert Panel meeting.
- Where assistance and advice are required to enable the most appropriate decision to be made, seek that assistance / advice from an appropriate source (e.g. a suitably qualified professional adviser, or the Charity Commission) and consider it carefully.
- Play an active role in Committee / Expert Panel meetings, having spent an appropriate amount of time reading and considering paperwork in preparation for the meeting.
- Aim to attend a minimum of 75% of meetings for the calendar year. Where absence from meetings is unavoidable, ensure that apologies are sent with adequate notice, providing written comments on items as required.
- Engage actively in respectful discussion, debate and voting in meetings, contributing positively, listening carefully, challenging sensitively and avoiding conflict.
- Accept the principle of collective responsibility, whereby members are jointly and severally liable for their decisions and do not act unilaterally on behalf of the Foundation unless specifically authorised to do so.
- Accept the principle of majority decisions and support decisions that are made on that basis.
- Work considerately and respectfully with other Committee / Expert Panel members, the Foundation staff and external contacts, respecting diversity, different roles and boundaries.

2. Duties and responsibilities of the Research Grants Committee (RGC)

- The main purpose of the RGC is to make decisions (with the delegated authority of the Board of Trustees) on which grant applications which should be supported and which rejected. The RGC will base its funding decisions solely on quality:
 - using a rigorous internal and external peer review system for judging research and research-related applications; and
 - having regard to the evidence base underpinning applications, as well as the potential of the project to achieve real impact and increase the capacity for research in the Foundation's areas of focus.

- The Trustees have a responsibility to ensure that those who advise them on grant making activities are acting in the best interests of the charity and are not driven (or are not perceived to be driven) by undue influences, or the expectation of personal gain. It is therefore the duty of the Committee to ensure that assessment of grant applications and advice on the development of grant making policy is carried out as impartially and objectively as possible.

3. Grant applications in which members of the Committee and/or Expert Panel have an interest

- Non-Trustee members of the RGC and/or Expert Panel may apply for funding (whether as lead applicant or co-applicant). If successful, they may hold only one grant as Principal Investigator plus a maximum of two as a Co-Investigator or doctoral / fellowship Supervisor. Members of the RGC / Expert Panel who are Trustees may be named as a co-applicant on a grant application, but may not be named as the lead applicant.
- An exception to the above rule applies to the Chair of the Committee, who may not apply for funding during their term of office.
- Any Vice Chair appointed to the Committee may not be affiliated to, or have significant links with, the same institution as the Chair of the Committee¹. The Vice Chair may not apply for funding as the lead applicant, but may be named as a co-applicant.
- Members / Panellists wishing to submit a grant application will abide by the guidelines governing submission of grant applications. Their application will in no way receive any form of preferential consideration and will be judged on merit alone.
- The rules in respect of conflicts of interest relating to meetings set out in the Conflicts of Interest Policy will apply to all grant applications (both research and community) where a Trustee or External Adviser of the Committee has an interest.
- All conflicts of interest arising from grant applications must be declared at or before the relevant meeting(s) where the application will be considered for support, and will be recorded in the minutes of the meeting. A list of all conflicts of interest will be circulated with the papers prior to the meeting. The way in which conflicts of interest will be handled during the Committee / Expert Panel meeting is outlined in section 4 of this document below.

4. Discussion of grant applications

- All discussions at Committee / Expert Panel meetings that relate to grant applications are strictly confidential.

¹ For the purposes of this document, federated institutions (e.g. the University of London) should not be regarded as a single institution.

- Details of grant applications, meeting papers and related correspondence, and the names of external reviewers and contents of reviewers' reports, are strictly confidential and should not be discussed with, or shown to, persons outside the forum of the Committee / Expert Panel.
- With the exception of discussions between the Chair of the Committee and the Chief Executive and members of the Grants Team for administrative purposes, any discussion of a grant application between members of the RGC / Expert Panel which occurs outside of a Committee / Expert Panel meeting should be declared to the Chair and/or Chief Executive.
- If a member is approached by a grant applicant for technical advice on a grant application, then they may provide advice, but must report this to the Chair of the Committee and/or the Chief Executive. If deemed appropriate, they may subsequently be asked by the Chair to absent themselves from a discussion of the application in question.
- If the advice sought by an applicant is in relation to administration, or to seek information on the status of their application, then the member should refer the applicant to a member of the Foundation's Grants Team.
- Individual or general feedback to unsuccessful applicants is normally provided to the applicants in order to help improve their proposal for resubmission elsewhere. Individual feedback will normally be conveyed in writing by the Foundation's Grants Team, in the form of anonymised comments from the Committee / Expert Panel and peer reviewers, which they have agreed can be fed back. When providing general feedback on the news section of our website, this will highlight the common themes that distinguished stronger applications, as well noting areas that could have been improved upon by all applicants.

4.1. Discussion of grant applications: direct interests

- A member will be automatically excluded from participation in both discussion of an application and the funding decision in cases where that individual has a direct interest in the funding proposal under discussion. A direct interest applies to any of the following situations:
 - the member concerned is the named lead applicant on the grant application;
 - the member is a named co-applicant on the grant application;
 - a relative² of the member is the lead applicant or co-applicant;
 - a named applicant is a business partner and/or research collaborator of the member;
 - a named applicant is a colleague within the same department and/or research group as the member concerned;

² For the purposes of this document, the term "relative" includes, but is not limited to, a spouse or partner (current or past), child, sibling and parent.

- the member concerned has a formal relationship with the applicant charity / organisation (e.g. as trustee, professional adviser, patron etc.).
- Where a member is excluded from a funding decision on the basis of a direct interest, they will withdraw from the meeting whilst the application in question is being discussed and will not take part in the funding decision. They will not receive the application itself, or any related papers (including reviewers' reports and the relevant draft minute(s) of the discussion and/or decision).

4.2. Discussion of grant applications: indirect interests

- An indirect interest applies where a funding application is from the same host institution as that of the member, but is from a different department / research group / school and/or the applicant(s) are not known personally to the member.
- In the case of an indirect interest, the member may receive the relevant papers and take part in the discussion if the interest has been declared prior to the meeting and the member's participation is deemed to be appropriate by the Chair.

4.3. Discussion of grant applications: exclusion at the Foundation's discretion

- In certain other situations, a member may be excluded from discussion of a grant application at the Foundation's discretion. Examples of such situations include:
 - the member concerned can be seen as a direct competitor of the applicant(s) (e.g. they are currently being funded, or are currently applying for funding, for a project of a similar nature to the application under discussion);
 - the member has acted as an external reviewer for, or on a funding panel / committee in respect of, the application under discussion at a time when it was being discussed by another funding body;
 - the member has collaborated or published with a named applicant within the past three years;
 - a named applicant is a member and/or employee of the same institution³ as the member concerned;
 - the member is aware of any other issue that might reasonably be expected to give rise to, or give rise to the perception of, a conflict of interest.
- In any of the above cases, the particular situation will be discussed by the Chair and the Chief Executive, who will decide on one of the following options:
 - the member will be allowed to participate fully in the funding decision;
 - the member may comment on the application, but not take part in the funding decision;

³ For the purposes of this document, federated institutions (e.g. the University of London) should not be regarded as a single institution.

- the member will absent themselves from the meeting while the application is being discussed and a decision taken.
- In cases where a member is uncertain as to whether a conflict of interest exists or not, they should report this to the Chief Executive, who will in turn discuss the matter with the Chair, and a decision will be taken based on the provisions set out above.
- If a member is concerned about a possible conflict of interest involving another member of the Committee / Expert Panel, they should raise the matter with either the Chief Executive or the Chair, who will deal with the matter in line with the options set out above.

5. Responsibilities in respect of information security and data protection

- The Vivensa Foundation provides policy statements and guidance for staff, Trustees and Committee / Expert Panel members in relation to compliance with relevant legislation, to help prevent breaches of the Foundation's legal obligations. However, individuals are ultimately responsible for ensuring that they do not breach legal requirements during the course of their work and/or association with the Foundation.
- Users of the Foundation's online or network services are individually responsible for their activity and must be aware of the relevant legal requirements when using such services.
- The Foundation must comply with all relevant legal requirements, whether such requirements are detailed in internal policies or not. Any suspected breach of the Foundation's legal requirements must be reported to the Chief Executive.
- Committee / Expert Panel members must familiarise themselves with the Foundation's Information Security Policy, related sub-policies and its policy on Data Protection.
- Briefing documents, policy documents and papers relating to Committee / Expert Panel meetings are routinely made available via the secure area of the Foundation's website. Committee / Expert Panel members will also be provided with secure access to the Foundation's online Grants Management Portal. Where possible, members should avoid downloading papers, grant applications and other material from these sources onto personal devices and/or external hard drives, or print them in hard copy. It is acknowledged, however, that sometimes it is necessary or practical to do so. In those circumstances, members should ensure they comply with the Information Security Policy on Mobile Computing and Remote Working, ensuring that they retain the information for no longer than is necessary for carrying out the task and ensure that copies are destroyed securely in the manner set out in the Information Handling Policy.
- Members should exercise particular care in transmitting personal data by email. Email is, by its nature, not particularly secure. Therefore, anything with personal data content should be sent via a password-protected attachment, unless end-to-end encryption is used, with the password sent under separate cover.

- On resignation or completion of their terms of office, members should ensure that all Foundation-related documents and email correspondence are deleted from their personal devices or returned to the Head of Communities and Governance for secure destruction.