

Paper 6.2: ORE Catapult Project Sub-Committee

Terms of Reference

OVERVIEW

The Project Sub-Committee is responsible for strategy and process for project prioritisation and selection and the Catapult's objective is to ensure formal and transparent arrangements are in place. Accordingly, the board has established the following terms of reference, including the delegation of authority documentation, for the Project Sub-Committee.

TERMS OF REFERENCE

1. MEMBERSHIP

- 1.1. The committee shall comprise at least three members. Members of the committee shall be nonexecutive directors and members of the Executive Management Team, appointed by the board, in consultation with the chairman of the Committee.
- 1.2. The chairman of the board shall not be a member of the committee.
- 1.3. Only members of the committee have the right to attend committee meetings. However, other individuals such as the chairman of the board, or senior managers from the organisation may be invited to attend all or part of any meeting as and when appropriate and necessary.
- 1.4. Appointments to the committee shall be for a period of up to three years, which may be extended for further periods of up to three years, provided the director still meets the criteria for membership of the committee.
- 1.5. The board shall appoint the committee chairman who shall be an independent non-executive director. In the absence of the committee chairman and/or an appointed deputy, the remaining members present shall elect one of themselves to chair the meeting.

2. SECRETARY

- 2.1. The company secretary or his or her nominee shall act as the secretary of the committee.

3. FREQUENCY OF MEETINGS

- 3.1. The committee shall meet at least four times a year at appropriate times or otherwise as required.

4. NOTICE OF MEETINGS

- 4.1. Meetings of the committee shall be called by the secretary of the committee at the request of any of its members.
- 4.2. Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the committee, any other person required to attend, no later than five working days before the date of the meeting. Supporting papers shall be sent to committee members and to other attendees as appropriate, at the same time.

5. MINUTES OF MEETINGS

- 5.1. The secretary shall minute the proceedings and decisions of all meetings of the committee, including recording the names of those present and in attendance.
- 5.2. Draft minutes of committee meetings shall be circulated promptly to all members of the

committee and to all other members of the board unless it would be inappropriate to do so.

6. DUTIES

6.1. The committee should carry out the duties below for the ORE Catapult, any subsidiary undertakings, and the group as a whole, as appropriate.

6.2. Project Pipeline

6.2.1. The committee shall review and monitor the pipeline of proposed projects (Collaborative R&D, testing and capital) against agreed objectives.

6.2.2. In particular, the committee shall review and challenge where necessary the agreed selection criteria objectives:

6.2.2.1. Reducing the Lifetime Cost of Energy (LCOE) for offshore renewable energy and demonstrating that the portfolio of projects should reduce the LCOE over short, medium and long term with greatest focus on the short term.

6.2.2.2. Delivering UK benefit, with focus on supporting SME's.

6.2.2.3. Applying technology innovation across agreed Knowledge Areas and that the Catapult provides additionality

6.2.2.4. Demonstrate progress toward financial objectives, in line with Business Plan and budget

6.2.2.5. Demonstrate "buy in" from industry, academia and/or other stakeholders as appropriate

6.2.2.6. Expected project costs and revenues and likelihood of success

6.2.2.7. Potential to create "spin out" business' in line with Business Plan

6.3. Project Selection

6.3.1. The committee shall ensure investment in the project portfolio is in line with Catapult objectives as laid out in the approved Business Plan:

6.3.1.1. Review process for project prioritisation and selection e.g. project scoring, taking into account any constraints such as financial and resource

6.3.1.2. Review project mix across agreed Knowledge Areas

6.3.1.3. Oversee project selection processes and procedures

6.4. Project Management and Delivery

6.4.1. The committee shall ensure project management and delivery is in line with plan:

6.4.1.1. Review management reports of portfolio progress against KPIs and Business Plan

6.4.1.2. Monitor performance of agreed Knowledge Areas

6.4.1.3. Oversee project management processes and procedures