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REGULATIONS OF THE EXTERNAL SCIENTIFIC ADVISORY BOARD (ESAB)

The External Scientific Advisory Board (hereinafter ESAB) is a group of national and international experts in the field of biomedical research and innovation, with an advisory function both for the Board of Trustees and the Directorate of the Institute to ensure the scientific quality of the activities carried out at Lleida Biomedical Research Institute, Dr. Pifarré Foundation (hereafter IRBLleida) and actively contribute to its improvement. The Statutes of the IRBLleida define the ESAB as an advisory board with independence of criteria and autonomy of decision, in the fulfilment of its functions, with respect to the Institute. The ESAB does not hold, in any case, executive or representation functions.

FUNCTIONS OF THE ESAB

The main function of the ESAB is to advise the IRBLleida Board of Trustees and Directorate on scientific issues, including:

- Evaluation of the proposals of the IRBLleida Directorate on the integration of new groups to IRBLleida. The quality and strategic value of their research lines will be analyzed to provide a written report on the suitability of the affiliation of new groups to IRBLleida.
- To actively participate in the drafting of the Strategic Plan of the IRBLleida.
- To write an annual report on the activity of the Institute, incorporating the opinion of the ESAB on the progress of IRBLleida's Strategic Plan.
- To give their expert advice and ultimately validate the internal regulations of the Institute, including the training plan, the innovation, tech transfer and spin-off regulations, the shared scientific project of the research programs of the institute, the quality plan, the human resources plan, regulations related to responsible Research and Innovation (RRI), good research practices, and the internal and external communication plan of the Institute.
- To validate the annual scientific report of the Institute.
- Advise the Board of Trustees and the Directorate of the Institute on any other scientific issues that may be submitted for its consideration.



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COMPOSITION OF THE ESAB

- The ESAB of IRBLleida is made up of a minimum of three and a maximum of twenty scientists of recognized scientific and professional prestige in the field of biomedical research and health sciences.
- The members of the ESAB cannot be otherwise associated with the Institute and at least one of them must have his/her residence outside of Spain.
- The composition of ESAB should adhere, as far as possible, to the principles of gender equality.
- Candidate scientists will be invited by the IRBLleida Directorate to be part of the ESAB, after consultation with the Internal Scientific Committee. In case of acceptance, they will be appointed by the Board of Trustees for a period of 4 years, and may be renewed for one additional period of 4 years.
- The president of the ESAB will be proposed by the IRBLleida Directorate and approved by the Board of Trustees of the Institute.
- Members of the ESAB can cease to be part of this advisory board by resigning at any
 time or by failing to attend at least one of the annual meetings, except for reasons
 of force majeure. These changes in the composition of the ESAB will be informed by
 the Directorate of the Institute to the Board of Trustees.

FUNCTIONS OF THE MEMBERS OF THE ESAB

a) Common functions for all members

- Attend the scheduled annual meetings, actively participate in the functions of the External Scientific Advisory Board and make proposals for improvement.
- Participate, when necessary, in evaluations or other specific tasks or meetings of the IRBLleida.



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b) Specific functions of the president

- Propose the agenda of the meetings and send it to the secretary.
- Sign the minutes of the meetings together with the secretary of the ESAB.
- Propose membership terminations, and if necessary, their provisional substitution.

c) Specific functions of the vice-president

- Take the place of the president when he/she cannot assist to the meetings.
- Any tasks delegated by the president of the ESAB

d) Specific functions of the secretary

- Ensure the preparation of the minutes of the meetings and sign them together with the president.
- Distribute the agenda and the minutes of the previous meeting by email at least one week before the next ESAB meeting.
- Take the place of the president of the ESAB if he/she and the vice-president are not attending the meeting.

OBLIGATIONS OF THE MEMBERS OF THE ESAB

- ESAB members have to agree to travel to Lleida at least once a year to attend faceto-face meetings.
- ESAB members will sign a confidentiality agreement and a document stating that they do not have any conflict of interest that may affect their function (Annex I).

RULES OF INTERNAL OPERATION OF THE ESAB

- The ESAB shall meet face-to-face at least once a year. Additional meetings can be scheduled whenever deemed necessary. Exceptionally, the ESAB can meet remotely.
- The ESAB meeting can take place when more than 50% of the members are present.



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- For specific tasks, such as the evaluation of the research groups of the Institute or the assessment of the possibility of incorporating new groups to the institute, the ESAB can operate in smaller workgroups.
- The meetings shall be convened by the President of the ESAB, on the initiative of the
 Director of the Institute. Exceptionally, the Board of Trustees could ask the ESAB
 President to convene a non-ordinary meeting.
- Details of upcoming meetings will be distributed by the secretary of the ESAB at least
 one week before the meetings. The agenda of the meeting will also be distributed,
 and no agreements can be reached by the ESAB on topics not included in the
 meeting agenda.
- The Director of the Institute, and other members of the IRBLleida invited by the Director, will normally attend the meetings.
- The majority of the votes are needed for any decisions reached by the ESAB. When needed, ties shall be settled by the vote of the President of the ESAB.
- Minutes of all meetings will be recorded by the Secretary of the ESAB. The IRBLleida can provide the necessary assistance if required.

FINANCIAL COMPENSATION FOR THE MEMBERS OF THE ESAB

- Travel and accommodation expenses needed to attend the annual face-to-face meetings will be covered by IRBLleida. All flights, when needed, will be economy class.
- The IRBLleida will grant financial compensation to the members of the ESAB who attend the sessions of the ESAB in person. If, for justified reasons, any ESAB member is unable to attend this annual meeting in person and attends remotely, the SAB member will receive a partial compensation. The amount of this remuneration will be approved by the IRBLleida Board of Trustees.
- Participation in evaluation processes or working groups outside the regular meetings
 of the ESAB will be remunerated proportionally to the time of dedication, using as a
 reference an hourly rate that will be approved by the IRBLleida Board of Trustees.



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ANNEX I

RESPONSIBLE DECLARATION OF CONFIDENTIALITY AGREEMENT AND ABSENCE OF CONFLICT OF INTERESTS

[NAME AND SURNAME], of legal age, provided with ID number [INDICATE], for the appropriate legal purposes

I DECLARE

First. - That I have been appointed as a member of the External Scientific Advisory Board (hereinafter, "ESAB") of IRBLleida, as ratified by the Board of Trustees on the date [indicate].

Second. - That, by virtue of such a designation, freely and voluntarily accepted by me, I have been given the responsibility to advise on the scientific activities of the IRBLleida and to ensure their scientific quality by guiding the IRBLleida on its research strategy. Likewise, I will carry out any other function that the Board of Trustees of the IRBLleida assignes to the members of the ESAB.

Third. - That, in relation to the appointment as a member of the ESAB previously described, I expressly state that I have no conflict of interest of any kind regarding the exercise of the functions that have been entrusted to me:

To the best of my knowledge, there are no facts or circumstances, past or present (or that may arise in the foreseeable future), that could call into question my independence with respect to the issues entrusted to me by IRBLleida.

Likewise, I confirm that if I discover or if it becomes apparent in the course of the development of the aforementioned responsibilities that such a conflict exists or has arisen, I will inform the IRBLleida directorate immediately, in writing and with a detailed description of the conflict of interest, accepting in advance that if the IRBLleida

directorate verifies the existence of the aforementioned conflict, I will cease to take part in all activities related to or affected by the conflict in question.



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Charge:

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In the same way, if the IRBLleida directorate finds, by its own means, the existence of a potential conflict of interest, I will accept that I will be separated from the activities related to or affected by the conflict in question.

Fourth. - I hereby agree to treat as strictly confidential all matters entrusted to me. I will not disclose to third parties any confidential information that is communicated to me or that I have discovered. Nor will I misuse the information provided to me.

In particular, I declare that I will maintain the strictest confidentiality over any information or documents that are disclosed to me or that I discover or prepare in the course or as a result of the performance of my duties.

I also declare that any kind of information or documentation of IRBLIeida or third parties to which I have access in the exercise of my functions will only be used according to its purpose and that it will not be disclosed to third parties.

In the same way, I agree not to withhold or make copies of any information provided to me, whether printed or by computer/virtual means.

Fifth. - I have been informed by IRBLLeida of the need to comply with everything that I have previously declared in good faith and with the utmost diligence, being aware that IRBLleida reserves the right to exercise the appropriate actions in case of intentional breach of the functions that have been entrusted to me.

And, in order to prove my commitment to IRBLIeida and the exercise of my functions as a member of the ESAB, I declare the foregoing on the date and place indicated below.

Jigi latai C		
(Date and place)		
Name:		



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VERSION TRACK RECORD

Revision number	Effective date	Autor	Reason for change or revision
1	7/07/2022	DA	Initial document
2		EMM	Remuneration for remote assistance to the sessions