

COLLECTION OF DECISIONS AND ORDINANCES OF THE UNIVERSITY OF SOUTH BOHEMIA IN ČESKÉ BUDĚJOVICE

Number: R 483

Date: 15 December 2021

Rector's Ordinance on the establishment and activities of the Commercialisation Board at the University of South Bohemia in České Budějovice

1. Subject of modification

The subject matter of this ordinance is the establishment of the Commercialisation Board at the University of South Bohemia in České Budějovice (hereinafter referred to as 'USB'), its composition, the scope of its competence and the manner in which it makes decisions.

2. Introductory provisions

- 2.1 The Commercialisation Board (hereinafter referred to as the 'Board') is established as an expert advisory body to the Rector and the Vice-Rector for Research in relation to the commercialisation of the results of science and research (hereinafter referred to as 'S&R').
- 2.2 The Board's primary mission is to propose the USB strategy in the area of commercialisation of S&R results.
- 2.3 All USB constituent parts and staff shall provide the necessary assistance to the Board in the performance of its functions.
- 2.4 The Board is also the judging body for the internal competition for the best USB innovation called 'USB INNOvation'.

3. Composition of the Board, appointment and dismissal of its members

- 3.1 The Board shall have a minimum of nine members (including the Chair of the Board), of which two thirds shall be representatives of the application or financial sphere and the others shall be representatives of the academic sphere.
- 3.2 The USB Vice-Rector for Research is the Chair of the Board by virtue of his/her position. The other members of the Board are appointed by the USB Rector on the proposal of the USB Technology Transfer Office. The Technology Transfer Office (hereinafter referred to as 'TTO') shall nominate a new member whenever a vacancy occurs on the Board or the USB Rector decides to increase the number of Board members. If the Rector declines to appoint the proposed member or if for any other reason he/she does not appoint the proposed member within 2 months of receipt of the proposal, the TTO shall propose another candidate without undue delay.
- 3.3 The term of office of the Board shall be four years, beginning on the date on which at least nine members of the Board are appointed. If new members of the Board are appointed during the term of office, either to replace existing members or to increase the number of Board members, they shall be appointed only for the remainder of the term of office



3.4 Membership of the Board shall cease

- a) at the end of the term of office,
- b) by resigning as a member of the Board
- c) by dismissal by the Rector,
- d) death or the date on which a court decision declaring the person dead or missing enters into force.

3.5 Dismissal shall be proposed by the Chair of the Board. A member of the Board may be dismissed if they:

- a) fail to attend 3 consecutive Board meetings without submitting an apology,
- b) would be in a conflict of interest and would make a clearly biased decision.

3.6 The administrative and technical activities necessary for the work of the Board shall be carried out by the Secretary. The person responsible for the performance of the functions of the Secretary shall be the Head of the TTO. The Secretary shall not be a member of the Board but shall have the right to attend meetings of the Board.

3.7 The basic duties of a Board member include:

- a) to actively and responsibly fulfil the mission of the Board as an advisory body to the Rector and Vice-Rector for Research at USB;
- b) participate in the discussion, approval and comment on the matters submitted;
- c) to act in the interest of USB;
- d) to vote consistently on the basis of personal responsibility and clarity of expression;
- e) maintain confidentiality of matters under discussion so that information cannot be misused;
- f) declare in advance any conflict of interest that may arise at any time in connection with membership of the Board.

4. Scope of competence of the Board

4.1 The Board decides on the approval of proof-of-concept sub-projects to support the transfer and commercialisation of S&R (hereinafter referred to as 'sub-project') and approves, modifies or rejects the proposed method of financing in relation to the projects under consideration.

4.2 The Board discusses interim reports, final reports and implementation plans, decides on substantial changes to sub-projects and on possible early termination of sub-projects.

4.3 The Board shall make a decision pursuant to paragraph 4.1 and shall consider the commercial potential of the S&R result to be the subject of the approved project and other economic benefits to the creative potential of USB, its employees and collaborators, and the benefits of commercialisation to both USB employees and USB itself, as well as to society, including the commercial sphere. In doing so, the Board shall take into account the commercialisation plan for the result, the TTO's opinion on the question of the possibility of securing protection for the result and the recommended form of protection, and any other submissions made to it by the TTO. The Board shall take a decision within two months of receiving the submissions from the TTO. It shall inform the TTO of its decision without delay

4.4 If the commercialisation plan envisages the establishment of a spin-off company or the contribution to such a company by the USB, and if the Board decides to approve the sub-project,





the prior written consent of the USB Board of Trustees upon the opinion of the USB Academic Senate to the establishment, dissolution or transformation of the company or to the contribution to such a company is not required (Section 15(1)(d) of the Higher Education Act).

- 4.5 The Board shall make the decision in accordance with paragraph 4.2 and shall assess the implementation of the approved project and the use and expenditure of funds in terms of the approved method of financing, based on the reports on project implementation and implementation of financing submitted to it by the TTO for each year of the project. The Board shall take a decision within two months of receipt of the project implementation report. It shall inform the TTO of its decision without delay.
- 4.6 For the needs of USB participation in projects funded from public sources, the Rector may further extend or further specifically adjust the Board's scope of competence in relation to a specific S&R support project.
- 4.7 The Board assesses and evaluates the proposals received in the framework of the internal competition 'USB INNOvation'.
- 4.8 The Board shall consider and make its recommendation on proposals submitted for the establishment of spin-off companies with USB participation beyond paragraph 4.4, if requested to do so by the Rector.

5. Method of decision making

- 5.1 The Board shall meet as required, but at least once a year. Meetings of the Board shall be convened by its Chair, who shall also chair the meeting. In the absence of the Chair of the Board, a member of the Board authorised by the Chair of the Board shall chair the meeting.
- 5.2 The Board meetings are closed to the public and are held in the form of an in-person or videoconference meeting or a hybrid meeting. All options are equivalent.
- 5.3 Between meetings, a matter falling within the competence of the Board may be discussed and decisions taken per rollam, by means of remote communication.
- 5.4 A quorum of the Board shall consist of the presence of a supermajority of the members at any of the above-mentioned types of meetings. The Board shall act by a majority vote of the members present at the meeting. In the case of a per roll call vote, the Board shall act by a majority vote of all its members. Each member of the Board shall have one vote. In the event of a tie, the vote of the Chair of the Board shall prevail.
- 5.5 Attendance of a Board member at a meeting is non-transferable.
- 5.6 If necessary, the Board may invite other participants (non-voting guests) to its meetings. If relevant to the topic under discussion, a declaration of confidentiality must be signed by the participant present.
- 5.7 The details of the proceedings, voting and taking of minutes of the Board's meetings are regulated by the Rules of Procedure of the USB Commercialisation Board in České Budějovice.

6. Conflict of interests



- 6.1 A member of the Board may not participate in a meeting of the Board (or exercise his/her right to vote) if, in view of his/her relationship to the sub-project under consideration, there is reason to doubt his/her impartiality.
- 6.2 Conflicts of interest for members of the Board shall be deemed to arise in particular in situations where a member of the Board:
- a) is the proposer or a member of the project team of the project under discussion,
 - b) has such personal or professional ties to the proposer or other members of the project team of the project under consideration that could affect his/her independence in the consideration of such project.
- 6.3 Each member of the Board, after being made aware of all information about a particular S&R Result under consideration, or at any time thereafter, shall always consider whether he or she has a conflict of interest and is able to act as an independent and unbiased member of the Board.
- 6.4 In the event that any member of the Board believes that he/she has a conflict of interest, he/she shall immediately notify the other members of the Board.

7. Checking the implementation of Board resolutions and their documentation

The Secretary of the Board is responsible for the implementation and documentation of Board resolutions. The Vice-Rector for Research shall monitor the implementation of the resolution.

8. Final provisions

This ordinance is valid and effective on the date of its issue and fully replaces the Rector's Ordinance No R 273 of 28 February 2014 on the establishment and activities of the Commercialisation Board at the University of South Bohemia in České Budějovice.

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Rector

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