

MEDICAL RESEARCH SCOTLAND ("the Trust")

Scottish Hospital Endowments Research Trust (SHERT)
Scottish Charity No. SC014959

PROCEDURES

These procedures are supplementary to the Trust's Standing Orders.

1. Chairman and Vice Chairman

The appointment and election of the Chairman and Vice Chairman are dealt with in the Standing Orders. If possible the Chairman should be one of the Scientific/Medical Members.

2. Appointment of Members

The formal procedure for appointing Members is set down in the Standing Orders. It is paramount that there is a breadth of expertise and a balance of disciplines represented among the Members. The precise steps in appointing Members may depend on whether the Member to be appointed is Scientific/Medical or lay and on many other matters but issues to be taken into consideration include:-

- Advertisement - some form of publicising of posts will probably be necessary. In most cases vacancies will be detailed on the Trust's website and it may also be appropriate to notify for example the Health and Biomedical Divisions of the research Universities for Scientific/Medical Members. In all cases it will be made clear which areas of expertise are sought.
- Interview procedure - there will be an interview process but the make up of the interview panel will depend on the individual being interviewed to take account of areas of expertise and any conflicts. It may be felt appropriate, but will not be a requirement, to have a "non-Member" on the interview panel.
- Periods of appointment - in most cases appointments will be for four years with one renewal (i.e. the maximum allowed in terms of the legislation). However, the precise period of appointment will be decided on a case by case basis. One issue to take into consideration is the periods of appointment of other Members and everything possible should be done to avoid a large number of Members all having to retire at the same time. If the Membership is full (i.e. 15) the aim should be to have one quarter of the Membership either retiring or coming up for re-appointment each year.
- Scientific/Medical Members - where possible a majority of the Members should be Scientific/Medical Members.

3. **Meetings**

The Trust's year end is 31st March and there will be two full Trust meetings a year, one in August to approve the Annual Report and Accounts and review grant applications (and other matters) and one in February to review grant applications (and other matters)

There will be an Audit and Investment Committee which will normally meet twice a year, in June (to review investments and also consider a draft of the Annual Report and Accounts) and in November to review investments. The make up of the Audit and Investment Committee will be the Chairman of the Trust (who will not be the Chairman of the Audit and Investment Committee) and up to four of the other (principally lay) Members.

There will also be such other *ad hoc* Committees as may be required and it is likely that a Marketing Committee will be established.

4. **Appointment of Officers and Advisers**

The Trust will appoint:-

- Trust Secretaries
- Accountants and Auditors (who may or may not be the same Firm)
- Investment Managers
- A Scientific Adviser
- A PR and Marketing Adviser (and possibly also a separate Fundraising Adviser)

All of the appointments in place when the provisions of Section 32 of the Smoking, Health and Social Care (Scotland) Act 2005 came into force on 1st November 2005 will be reviewed within the first four years of independence and, thereafter, these appointments will all be reviewed at least every four years.

5. **Conflicts**

Any conflict must be declared and where a Member declares a conflict they shall not be involved in any decision which requires to be taken by the Members on that matter. Where there is a conflict in relation to a grant application the Member declaring the conflict shall not be party to any discussions in relation to that application and shall leave the room during any such discussion. A similar procedure will be adopted as appropriate in the case of other conflict situations.

6. **Statements of Corporate Governance and Internal Controls and Operational Procedures**

As a matter of good governance the Trust will maintain statements on Corporate Governance and on internal controls and operational procedures and these will be reviewed annually by the Audit and Investment Committee and approved at a full meeting of the Trust.

7. **Annual Plan**

The Trust will produce an annual plan each year to set out the aims for the coming year and monitor the performance for the preceding year.

8. **Grant Applications**

There is an outline application procedure before selecting those to submit full applications. The Scientific Adviser will obtain references from at least two independent referees, preferably more and preferably referees with directly relevant experience for the application being made. The Members will score the outline applications individually before a final discussion on those to be invited to submit a full application is taken.

The Members will subsequently score the full applications individually after further referee reports have been sought and then consider the full applications at the following full Trust meeting. In advance of the meetings two Scientific/Medical Members will be nominated to speak to each application before the application is discussed by all of the Members and a decision taken as to whether or not to fund it. Where possible the Members nominated to speak to an application will be so nominated because of their experience in and/or knowledge about the subject of the application.

Applications for Fellowships will be similarly refereed and scored individually by the Members (or those Members on a sub-committee for Fellowships) who will choose a short list to be interviewed before final decisions are made.