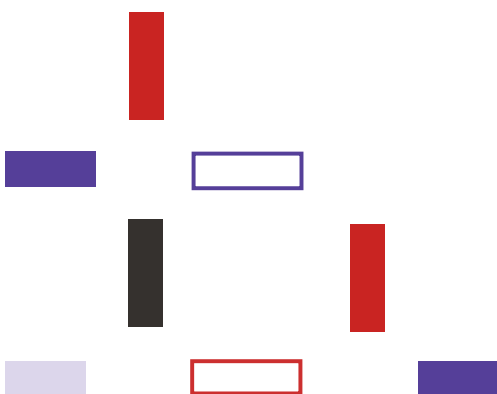


A black and white photograph of two hands shaking in a firm grip, symbolizing agreement or partnership. The hands are wearing dark suit sleeves and white shirt cuffs. The image is partially obscured by a purple rectangular overlay on the left and a light purple rectangular overlay at the bottom right.

**EUROPEAN
INNOVATION
COUNCIL
BOARD**

**Code of Conduct for
consultants offering services
to applicants to European
Innovation Council calls**

NOVEMBER 2023



INTRODUCTION

This Code of Conduct aims to establish a set of minimum standards, which individual or corporate consultancies¹ offering services to support European Innovation Council (EIC) applicants, commit to apply in relation to their clients. It has been prepared and endorsed by the EIC Board following exchanges with stakeholders, and takes account of comments received from interested parties in response to a public consultation.

The Code is voluntary, but is expected to be adhered to by those consultancies providing such services.

The code has been developed as the European Innovation Council targets startups, spin outs, small companies, and many of these potential applicants turn to consultants (individual or company) to assist them with their applications and the management of their projects due to time and/or knowledge constraints. The resulting rapid growth in the European consultancy market, makes it is critical to advocate for transparency and to promote professionalism and ethical practices in the innovation consultancy market.

Notwithstanding the fact that Consultants must comply with the letter and the spirit of the law, they must also follow a set of ethical principles for business covering issues such as quality of service, transparency, social and environmental responsibility, fairness of competition. This will support the development of a single market for such services where applicants/clients will have confidence to access relevant consultancy services from providers based in other countries. The EIC Board has designed this Code of Conduct with these principles in mind.

¹ The term 'consultant' includes all types of consultants (individuals) or consultancies (companies) providing consultancy services to their Clients on European Innovation Council calls, projects and initiatives (e.g. EIC Accelerator) in exchange for any type of remuneration or success fee.



GUIDING PRINCIPLES

KNOW-HOW, EXPERIENCE, AND COMPETENCIES

The Consultant shall always use their expertise, network, skills and work capacity to the best of their ability.

The Consultant shall solely accept assignments for which they have referenced know-how and competencies to execute them. The Consultant shall clearly indicate to the potential Client at the offer stage their know-how, experience and track record (number of proposals submitted in previous EIC calls by the respective Consultant vs. number of projects approved or projects' budget approved) regarding the specific European Project Call/Tender (or similar), clearly indicating which parts of the assignment will be subcontracted. e.g. to freelance consultants, scientific consultants or similar third-party service providers. The consultants should always present their updated team on their website so that the client can easily identify the individuals responsible for the assignment without any misinterpretation as to their affiliation.

The Consultants must remain up to date with the official requirements, and thus commit to regularly consult official documentation provided by the European Commission and other European bodies, as well as attend workshops related to Calls/Tenders provided by the European Commission and for which they provide consultancy.

ETHICS

None of the staff members of a consultancy company nor independent contractors supporting the development of an application should act as an evaluator and/or jury member for those funding calls.

The Consultant shall not accept assignments for which they have reason to believe they cannot assist the Client effectively or in a timely manner.

The Consultant shall always maintain the highest ethical standards in the professional work they undertake and act solely in the interests of the Client, avoiding conflicts

of interest. The Consultant shall not use confidential information made available by one Client, to benefit another.

The Consultant shall not at any time or for any purpose misrepresent itself though the use of any title, symbol, logo (e.g. EIC) that could either lend false authority to its representatives or mislead the Client.

Except when the Consultant is hired to develop only a fraction of an application, the Consultant shall not accept assignments that are not financially viable (e.g. consulting costs exceeding the net monetary benefit) for the Client, unless the Client is fully aware and is willing to proceed with the assignment on this basis.

The Consultant shall not accept assignments if the Consultant is not financially viable or there is a high risk that the Consultant will cease activity during the assignment period.

The Consultant shall inform the potential Client, before accepting the assignment, of all documents and data required to prepare and submit an application for a Call/Tender. The Consultant shall inform the client about their data protection policy and standards of handling personal data provided by the Client.

In case the Consultant is aware that the Client will not be able to provide all the mandatory documents, or the Client will not have enough time or staff to assist with the preparation of the application, the Consultant shall not accept the assignment.

TRANSPARENCY

Where the Consultant has economic or other interests in a competitor or other entity that can affect Client's interests, all such relationships shall be disclosed to the Client at the offer stage before receiving relevant information from the Client. If this is not possible for confidentiality reasons, the Consultant should protect confidential information by allocating different teams to the projects (i.e. Chinese walls). In case the Consultant is advising several Clients that are direct market competitors, before receiving any documents/information from the Client, the Consultant must inform the Clients and receive formal approval that Clients are willing to proceed with the

use of their services.

The Consultant shall inform the Client of the official page (URL) where the Call/Tender is published, so the Client is aware that they are able to apply directly if they wish and can also confirm information provided by the Consultant.

The Consultant shall also inform the Client about the existence of the National Contact Points (NCPs) and Enterprise Europe Network (EEN) in the respective country and their role, as well as any exchanges with NCPs regarding the specific Client case. The Consultant shall not prevent the Client from sharing information with NCPs.

The Consultant is obliged to provide the Client with accesses to all accounts (e.g. the Funding and Tenders Portal) related to the Client's application.

In case of subcontracting activities, the Consultant shall inform the potential Client of the activities to be subcontracted and the associated information and documents belonging to the Client that will be shared with the subcontracting party. In case of subcontracting activities or tasks in the proposal development process, the Client shall approve subcontracted tasks and the subcontractors prior to their engagement. The fee structure must be transparent and clearly state the distribution of work including activities performed by any external party, which may represent an additional cost to the Client.

In the scope of service provision to the Client, the Consultant shall inform and seek prior permission from the Client for the use of any Artificial Intelligence-based tools, including generative AI. The Consultant must explain to the Client the purpose of these tools and the type of information and data which will be shared when using the tools. A clear opt-out mechanism should be available to the Clients who do not consent to such use.

In all cases, when using AI based tools, the Consultant must comply with all relevant European and national legal frameworks (e.g. the forthcoming AI regulation, the General Data Protection Regulation, the national legal framework for processing of personal data).

Before accepting the assignment, the Consultant shall inform the potential Client of the success rate (approved applications vs. number of applications) of previous Calls/Tenders if that information is publicly available, so that the Client is aware of

the risks of not getting its application approved, especially in the case of upfront fees. The Consultant should not mislead the Client by providing a track record of funding delivered by third parties outside their organization, such as freelance consultants that are not the part of their core team.

CONFIDENTIALITY

Terms of confidentiality should be agreed in writing and signed by both the Consultant and the client. The Consultant shall not disclose, or permit to be disclosed, confidential information concerning the Client's business and staff, project, innovation activities, technology, products and services, or any other sensitive information without Client's consent.

QUALITY

The Consultant, prior to undertaking an assignment, shall define in writing the scope, extent and the manner in which they will undertake the project, taking into consideration the Client's inputs and wishes when developing the proposal.

Unless agreed with the Client in writing, the Consultant will not knowingly accept an assignment with a scope so limited, that the Client will receive either ineffective or insufficient advice, that will require the Client to seek additional advice to achieve the expected outcome.

Where a Consultant wishes to engage the services of a third party not linked with the Consultant to assist in undertaking the Client's project, they shall inform the Client of the parts to be subcontracted and obtain their acceptance in writing or by formal agreement. The Consultant is (also) required to ensure that third parties involved in the application development act in line to this code of conduct.

The Consultant will ensure that their quality control procedures are adhered to at all times during the assignment. The Consultant shall pay particular attention to

keeping a record of activities performed during the assignment and, if requested by the Client, perform an evaluation analysis together with the Client on the occasion of key milestones.

FEES

The Consultant and the Client shall agree upon the terms of the contract and in particular the methods of calculation of the fees payable in case they are not fixed.

The price must be clear and in case it depends on the success of the application or on other circumstances, the criteria to calculate the final price must be simple and transparent to implement.

The Consultant will not propose to the Client, as the only option for reimbursement, to own, partially or totally, or request long-term rights to, some of the Client's assets, including intellectual property and company shares. In cases where the Client prefers to remunerate the consultancy services through a share of the Client's assets (e.g. IPRs, shares), the Consultant should provide an option to the Client to buy back those assets at a fixed price within a set period (e.g. three years).

If the fees proposed by the Consultant do not include project management costs in case the proposal is successful, the Consultant's proposal must clearly state in writing that such project management costs are not included. Ideally, the Consultant should provide clear guidance in terms of expected fees for the management of the project in advance.

FINAL PROVISIONS

All Consultants that adhere to this Code of Conduct must accept and have in place suitable measures which are designed to monitor the adherence to this Code of Conduct.

Consultancies are invited to state their adherence to the Code on their websites. NCPs, EEN members and Consultants should distribute this code of conduct to all their customers/EIC applicants.

Applicants are advised to use consultancies that adhere to this code and ensure that the terms of support offered by consultants conform with the code before engaging consultancy services.

