Lesson 2: Project Management Structure, Grant Agreement (GA) and Consortium Agreement (CA)

Learning outcomes:

LO#8 - The student will map the main internal and external actors' involvement across the project management stages and devise a strategy for their timely contribution for the implementation of the project (i.e. Stakeholder Management)

LO#13 - The student can follow the development of several simultaneous management tasks (e.g. team management, cost management) and prioritize the most relevant ones at different stages of project management.

Project Management and Governance

In coherence with the project management office organization, a project management plan is designed in order to ensure the successful development of a project during its life cycle. On the project management plan, it is defined as the project management governance framework that should provide a logical and robust decision-making methodology that can be replicable in any project or future projects. The project management governance framework provides the project team the structure for making decisions, defines roles and responsibilities and provides tools for the project management, while it supports and controls the successful outcome of the project (PMI, 2013; Alie, S. 2015; Smits, F. 2018; Bernardo M. 2010).

According to the Association for Project Management it's the effective governance of project management that allows the alignment between the project's and the organization's objectives. It's also the project governance that ensures that the project development is sustainable and supports the means through which the board and stakeholders give relevant and reliable feedback on the project development on time (APM, 2011).

Project governance puts into definition to the RMA on how the project should be managed, providing comprehensive and consistent methodologies for the project controlling and ensures the project success by defining and documenting project practices. Project governance is relevant for any project and its management, but it's especially determinant for large and complex projects (PMI, 2013; Alie, S. 2015; Smits, F. 2018).

Even though project management governance is the framework on how the project team should develop the project, the RMA and remaining project team are still responsible for carrying out the project life cycle phases (planning, executing, controlling and closing phases) (PMI, 2013).

Key governance components and project management process groups (project life cycle phases)

During the project life cycle, project management governance has eight major components that are mandatory and must be studied and analysed for the project success. These eight components are divided between the initiation phase and the monitoring phase. There is a need to know the project environment and make sure the project is aligned with the organization's

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governance structure. These alignments must be the focus point "when defining the project governance framework [1], roles and responsibilities [2] and stakeholder engagement and communication [3]". The project manager needs to ensure the governance plan implementation during the project and should assess the effectiveness of the plan implementation. When doing this project governance monitoring the project manager should "ensure that there are adequate meetings [4], reporting [5], evaluate and control the risk [6] and issue management, assurance [7], and project management control processes [8]" (Alie, S. 2015). On figure 3 these eight components are mapped in the project management process groups (project life cycle phases).

Figure 3 – Project Governance eight components in a project life cycle

1) Governance Models - definition of the key elements needed for the project governance. This definition should be based on the project's scope, timeline, complexity, risk, stakeholders and importance to the organisation;
2) Accountability and responsibilities - the definition of these components is one of the core tasks of RMAs. The non-definition of these components may result in negative consequences and lack of effectiveness of meetings, the control processes, the risk assessment and the communication plan. This definition isn't solely based on stating who's accountable of a certain aspect or activity of the project, but it's also stating who's responsible and who's should be consulted/informed for each of the project activities and deliverables;

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3) Stakeholder engagement - definition of all the stakeholders, what are their interests and expectations and how the communication with them should occur. The stakeholder is anyone who can be impacted by the project deliverables (e.g.: the project team - scientific and financial team, funding agency and advisory board);
4) Stakeholder communication - definition of a communication plan based on the identified stakeholders and their interests. A good communication plan with stakeholders must detail the relevant, concise and on time information to the pertinent stakeholders;
5) Meeting and reporting - definition of the right balance of meetings and reporting. The stakeholder must understand the content of the communication and its periodicity. The RMA should assure that the communication with the stakeholders is brief, concise and direct to the point;
6) Risk and issue management - definition of how the risks should be identified, classified and prioritized. The lack of definition of the risks that could arise in the project development may cause some adversities and delay the application of the due adjustments - how you handle the risk it's more important than the risk itself;
7) Assurance - definition of metrics that could give a view of the project performance and ensures that the risks are effectively managed. Some of the metrics are effectiveness of the change control and risk analysis process; the capability to monitor deviations in project scope, time, cost and schedule; and quality assessment of the project plan;
8) Project Management Control Process - It's the simplest component to define, but the most challenging to implement since it demands ongoing checking and balances. The monitoring and controlling process is based on all tasks and project related metrics and measures the project performance by comparison with the baseline scope, budget, time, and resources. This procedure must be done constantly by the RMA to ensure that corrective actions can be made on time.

As previously stated, the project management governance framework can be replicable in different projects, but it's not possible to define a unique framework. An organization should create a framework adjusted to its objectives, culture and own governance model (Bernardo, M. 2010; PMI, 2013), aligned with the organization's own strategies and ethical principles (Bernardo, M. 2010), that cover the following core elements:

1) Roles and responsibilities;
2) Decision making process and levels;
3) Methodologies;
4) Competences;
5) Communication process;
6) Controlling process.

Project management roles and responsibilities

A project can have a different set of governance roles according with its specificity and needs, namely:

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- Principal Investigator (project coordinator) - is the intermediary of the between the project parties and the Funding Agency;
- General Assembly - assembly of all the partners, where it should be included one representative of each partner and is chaired by the principal investigator;
- Executive Board - directs and monitor the project development, normally is constituted by the principal investigator and other project members appointed by the General Assembly (e.g.: task leaders);
- Advisory Board - external stakeholders that have specific expertise regarding the project scope and provide their views and opinions on the project;
- Project Manager (RMA) - assists the principal investigator in all the management and monitoring tasks of the project. Is responsible for the day-to-day management tasks of the project, for the organisation of meetings, coordination of the reporting, serving as helpdesk for queries by the project partners.

This set of roles or governance bodies will have specific ways of interacting within the project and that it's normally detailed on the project management plan. Each project, depending on the needs and specificity, may define certain rules and mechanisms between the governance bodies that aid in the decision-making processes.

Depending on the needs of the project there might be other roles such as: communication manager - that is responsible to manage all the external communication and dissemination activities of the project, innovation manager - that is responsible to manage the project results and promoting their exploitation, laboratory manager - that is responsible to maintain the laboratory organised and with the appropriate conditions and needed material so the project scientific team can develop their activities, etc.

Essentially the project management and the project governance framework will set the pace with which the project should be developed and how all the project participants (research, management team and stakeholders) will intervene.
After the drafting of the project management plan and project governance framework is time to start preparing the legal documents that will bind the project team and the EC/Funding agency. These legal documents are for example the Grant Agreement (GA) and the Consortium Agreement (CA). Regarding the CA, the EC suggests that the CA must be negotiated between all project beneficiaries and concluded before the signature of the GA.

Grant agreement

The GA forms a contract between the EC and the project beneficiaries of an EU funded project. This document defines the rights and obligations of the beneficiaries and includes other information regarding the eligible costs, forms and periodicity of payments, requirements for use and preparation project-results and the requirements for the use of the EC-emblem.

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GA preparation

Following the approval of the proposal de EC sends the 'Evaluation Summary Report' an invitation to prepare the grant agreement on the Funding & Tenders Portal. At this stage the EC essentially requests the beneficiaries to provide some legal and administrative details that weren't included on the proposal.

The EC funded projects must be implemented in accordance with the evaluated proposals, so the GAs mustn't differ from the proposal, with the exception to some needed corrections, namely:

- when, meanwhile the project evaluation to the grant approval, occurred an ethical review or security scrutiny;
- when some details of the project don't conform with the applicable rules (e.g.: legal and financial rules);
- when there is the need to remove clerical errors or clear inconsistencies;
- when, under exceptional circumstances, a participant is removed from a consortium during grant preparation.

Like mentioned above, in this document there isn't a lot of information that can be changed, so the negotiation involved in this procedure is minimal, but you are still able to correct some shortcomings that the experts identified in the 'Evaluation Summary Report', if this situation doesn't delay the grant agreement preparation beyond the deadlines applicable.

The signature of the GA is made exclusively online through the Funding & Tenders Portal and this procedure must be completed until 3 months after the beginning of the grant agreement preparation.

<u>Aim of the GA preparation</u>

Essentially the GA's preparation is needed to:

- gather legal, administrative and financial information from the beneficiaries (project participants - sign the GA) and any third parties linked to any of the beneficiaries;
- ensure the Description of the Action (Annex 1 to the GA) and the estimated budget/estimated lump sum breakdown (Annex 2) match the proposal;
- establish the key points of the GA, namely: project start date; reporting periods; amount of pre-funding payment; need for a consortium agreement (CA); ethical issues, third parties linked to any of the beneficiaries; in-kind contributions provided by third parties; subcontracting - the last four points are detailed only if applicable;
- verify the coordinator organisation financial capacity - verification made when the funded amount is equal or higher than 500 000 EUR, unless the coordinator organisation is: a public body; a higher or secondary education establishment; an international

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organisation; a legal entity whose participation is guaranteed by a Member State or an associated country; a private individual in receipt of a scholarship.

Consortium agreement

A CA is a mandatory document for multi-beneficiary H2020 projects and other national and international projects, unless the call/work programme provides information in contrary. The consortium agreement should set the framework for the project implementation and the interaction between all project partners (coordinator organisation, project coordinator - principal investigator, project manager, partners organisation) by defining all rights and obligations amongst them.

The European Commission (EC) advises on preparing the consortium agreement, or at least a draft version of this document, at the initiation phase, during the proposal preparation. This early draft preparation will enable the discussion and agreement of important project particularities and sensible information.

The EC states that the draft of the consortium agreement should give a first idea on:

1. project implementation and division of tasks between the beneficiaries (coordinator and partners);
2. internal organisation and management of the consortium and user rights on the Funding & Tenders Portal;
3. project budget and distribution of EU funding
4. additional rules on rights and obligations related to background and results;
5. liability, indemnification and confidentiality arrangements between the beneficiaries
6. boilerplate provisions: duration, termination, communication, applicable law, settlement of internal disputes etc.

At the grant preparation phase, the consortium must have reached and agreed on a final version of the consortium agreement that should be concluded before the coordinator organisation signs the grant agreement. The consortium agreement allows the beneficiaries (coordinator and partners) to agree on any specific details that aren't detailed on the grant agreement and the consortium may see fit to have it in writing (e.g.: organisation of work, intellectual property management, liability, and future exploitation and dissemination of results).

As previously stated the EC, per rule, demands the preparation of a CA in almost every project and provides some information on how to draft this document, but doesn't specifically endorse a specific model of CA. Aiming to prepare a model CA specifically designed for H2020 projects a work group was formed between the French National Association for Research and Technology, European Association of Research and Technology Organisations, European Liaison Office of the German Research Organisations, League of European Research Universities, Applied Research Organisation in Finland, Centre for Innovation and Technology in North Rhine Westphalia, Applied Research Organisation in Germany and Helmholtz Association of German Research Centres. This work group, commonly known as Development of a Simplified Consortium

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Agreement (DESCA) core group developed an easy and detailed model CA - the DESCA model, with various options and clauses providing maximum flexibility so the CA could be adapted to the specific project needs. The DESCA model has also several elucidation notes that help the RMAs without legal training and first time participants, and is regularly updated being the last version from 2020 (DESCA, 2021).

The items you normally see on a consortium agreement are:

- **Preamble** - sets the scene and context for the consortium agreement and some agreements previously set between the consortium may be referred to;
- **Parties** - details the official name of each of the project beneficiaries and may be added interested parties that will carry out some tasks during the project (linked third parties);
- **Definitions** - sets a list of specific terms in order to avoid misunderstandings regarding the extent of a specific right or obligation;
- **Internal organisation** - sets how the consortium will be governed and managed, representing most of the content of the consortium agreement. A project consortium normally involves beneficiaries from different Member States with different languages and customs. Facing this diversity, the proper management of the consortium is of extreme importance in order to achieve the project results and efficiently disseminate and exploit them.

The provisions of project governance normally cover the following issues:

- set-up and ways of working of coordination and management bodies (e.g.: project steering committee, project quality committee);
- the powers and responsibilities of these bodies;
- voting rules.

There are some additional provisions that can be detailed in this topic:

- how often project meetings will be held;
- how the parties should communicate and correspond with each other and the management bodies;
- how the project should be followed up and supervised - in this topic it could be proposed an internal scientific and financial report, so the RMA can actively monitor the project develop throughout all partners;
- what rules should be applied if a partner wants to leave the consortium or if a new party wants to join when the project has already started.

Management and maintenance of user rights on the Funding & Tenders Portal

The consortium agreement should detail all the roles and Funding & Tenders Portal user rights for each of the beneficiaries for project information and project management tasks (e.g.: filling in forms, uploading documents, submitting information and signing documents). There should

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be also detailed provisions for when persons leave or change roles in the project or in the organisation, and what happens if applicants/beneficiaries end their involvement with the project.

- **Project implementation** - definition of the task's division per beneficiary:
  - the tasks assigned to each party;
  - the project schedule;
  - how changes can be made to the project;
  - the conditions under which other persons/organisations (e.g. linked third parties, seconded persons or subcontractors) are brought into the project.

- **Project budget**
  - distribution by the coordinator of the payments received by the Commission/Agency - in this topic it could be defined a strategy to distribute the funds to the partners, namely making them available upon delivery of reports or deliverables. If this method is applied, the CA must have a clear definition of what must be submitted or fulfilled by the partners in order to receive the funds and the percentage corresponding to the funds. Also, it's a good practice to define on the CA the bank account details to which the funds must be sent;
  - contributions - in the CA it should be set out in detail the contributions made by each beneficiary and whether these are made in cash or in kind;
  - receipts - in the CA, it should also be considered the potential implications of contributions and income received, since, when these qualify as receipts, they will be considered at project-level. If receipts are expected, in the CA it should be set out how this will be managed, additionally a beneficiary's income may mean that the project grant is reduced because of the non-profit rule.

- **Intellectual property rights (IPR)** - dissemination and exploitation of project results

  In the CA it should be defined flexible and efficient rules to encourage and support cooperation between the beneficiaries as regards intellectual property (IP). Normally on this topic the following points are agreed on:

  - definition of the IP background - IP considered relevant to the project and that are already owned by the beneficiaries on the date of signature of the CA;
  - protection, dissemination and exploitation of results - in the CA it should be set out rules on how to identify, report, protect, disseminate and exploit the project results. Regarding this topic the GA already establishes the need of any beneficiary to notify the other beneficiaries before disseminating the project results, allowing the review of the content and, if appropriate, seek the protection of the results through IPR;
  - how joint ownership will be managed - If two or more beneficiaries jointly produce results in the project and it's not possible to identify each beneficiary's contribution nor it's possible to separate the results to protect them, the beneficiaries will jointly own the results. The GA already states that joint owners

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should agree (in writing) on the terms of their joint ownership, but it's should be included in the CA as well;
- transfers of ownership provisions;
- any additional rules on access rights;
- how third party involvement will be managed - If the involvement of other parties (non-beneficiaries of the project; including linked third parties) is needed to carry out the project or to exploit its results, the CA should explicitly mention this, especially if these other parties play a significant role.

- **Confidentiality obligations** - definition of the conditions under which the beneficiaries may disclose or use confidential information. For this effect on the CA it should be detailed the following:
  - a definition of what constitutes confidential information;
  - the confidentiality obligations (including their scope and duration);
  - penalties for breach of confidentiality obligations (if necessary).

- **Liability, warranties & penalties** - definition of each beneficiaries' liability for actions or omissions in the project. For this effect, the CA should cover the following:
  - the procedure to be followed (e.g. for serving the party with a warning, giving them the opportunity to object to the charge or to rectify the situation within a given period);
  - liability for damage caused and the related indemnification (and possible limitations of liability, including force majeure);
  - possible penalties for non-compliance (stipulating clearly the terms of the penalties, e.g. the amounts, the procedure for imposing a penalty and the interest due in cases of late payment).

Rejection of costs, reduction of the grant and recoveries and Damages

The Commission/Agency may reject some of the costs declared by the consortium or even reduce the grant. In these situations, the GA defines the way the financial responsibility is normally shared between the beneficiaries. But the financial responsibilities to be shared in the consortium may differ from the ones defined on the GA, in this case, the financial responsibilities to be applicable should be clearly defined on the CA.

The same situation should be applied to the damages each beneficiary is liable to cause to the Commission/Agency.

- **Boilerplate provision** - standard contractual provisions included in agreements of all kinds, such as:
  - its start and duration (i.e. entry into force and end (including early termination);
  - methods for resolving disputes (in court, via arbitration or via mediation) ;
  - the procedure for amendments (and the types of changes that require one);
  - contact points for any correspondence;
  - the law applicable to the agreement.

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Project management and Decision-making

Defining the project management plan or the governance structure with the research team, advising on the grant agreement or acting as facilitator in the consortium agreement, RMAs are involved (and a lot of the times are the key players) in decision-making processes crucial for the development of a research project. RMAs are then often called to choose (or help to choose) from a set of alternatives, resulting in an action, a recommendation, or an opinion. To do so, RMAs must follow a series of sequential steps, from understanding the alternatives to implementing the decision. In this regards, different authors propose different rationales, as for example:

1. GOFER (model developed by the psychologist Leon Mann and colleagues in 1980s):
    - Goals clarification: Survey values and objectives.
    - Options generation: Consider a wide range of alternative actions.
    - Facts-finding: Search for information.
    - Consideration of Effects: Weigh the positive and negative consequences of the options.
    - Review and implementation: Plan how to review the options and implement them.
2. DECIDE (proposed by Kristina Guo in 2008)
    - Define the problem
    - Establish or Enumerate all the criteria (constraints)
    - Consider or Collect all the alternatives
    - Identify the best alternative
    - Develop and implement a plan of action
    - Evaluate and monitor the solution and examine feedback when necessary

We can recognize these steps also as key activities and key skills of an RMAs, and here specifically as project managers.

There are several theories and models about decision-making that we summarise in three main research perspectives:

- Psychological: This perspective examines individual decisions in the context of a set of needs, bibliographic references and values the individual has or seeks.
- Cognitive: This is an integrated feedback system between the individual/organization deciding, and the broader environment reactions to those decisions.
- Normative: It analyses the decision, decision making based on the ability to communicate and share logic, using firm premises and conclusions to drive behaviour.

According to that, we can also categorize different styles of decision making:

1. **Optimizing vs. Satisficing**

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As Herbert A. Simon acknowledges, decision-making is limited to the finite amount of information an individual has access to and thus the decision-making is constrained by the limited available information, available time and the mind's information-processing ability. Two main styles were identified: the *satisfier* who recognizes this necessary imperfection, and prefers faster but less perfect decisions, and the *maximizer* who takes a longer time trying to find the optimal choice. For more information about the application of such perspective in the management context, the following article can be explored: The contribution of Herbert Simon in management and decision making.

2. Intuitive vs. Rational

Daniel Kahneman proposed that there are two separate minds that compete for influence within each of us: the *System 1* that is automatic and intuitive, rapidly consolidating data and producing a decision almost immediately and the *System 2* that requires more effort and input, utilizing logic and rationale to make an explicit choice.
An article published by the authors at MIT magazine can provide for insights about the this Approach to Strategic Decisions https://sloanreview.mit.edu/article/a-structured-approach-to-strategic-decisions/

3. Combinatorial vs. Positional

Proposed by Aron Katsenelinboigen based on how the game of chess is played, and an individual's relationship with uncertainty and defines two main styles: the *combinational* style is characterized by a very narrow, clearly defined, primarily material goal and the positional that performs semi-complete linkages between the initial step and final outcome (as opposed to pursuing a concrete object). Each move from this type of player would maximize options as opposed to pursue an outcome.
For more information see The concept of indeterminism and its applications: economics, social systems, ethics, artificial intelligence, and aesthetics

Regarding the application of such perspectives in the tasks and roles of an RMA, we can emphasize the following studies:

- In the 2004 article Decision-making: Theory and practice we can find a literature review of the main theoretical models of decision-making and specially applied to the way in which senior managers make decisions in practice. This study shows that "attention to aspects such as the decision-making context, the nature of the decision-making processes, people's personal styles, the agendas of decision-makers, as well as the presentation of results, may significantly improve the impact of a decision support project".
- In the 2012 article Becoming Aware of the Unknown: Decision Making During the Implementation of a Strategic Initiative discuss the relevance of become aware of the uncertainties for the performance of decision-making from managers

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- In the 2019 PLOS article Ten simple rules for providing optimal administrative support to research teams emphasize the importance of being decisive.

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