

## Joint Research Office: Contracts



### **Contracts**

- Tania Palalic, Head of Contracts

# Contracts – Proposal Development Policies

## College Policies

- Investigator Eligibility (applicable if there is no funder policy)
- Costing and Pricing (applicable to all external funding)
- Preferred Terms and Conditions (applicable to commercial and non-commercial agreements)
- Approval and Authorisation (applicable to all proposals for external funding)

# Contracts – Preferred Terms and Conditions

## Aims

- To provide a College framework for the agreement of terms and conditions in research and research related agreements
- To protect the interests of the College and Investigators
- To set out the preferred contractual position for the core elements of a research agreement, whilst retaining flexibility to take account of the context

# Contracts – Preferred Terms and Conditions

## Key contractual principles

- To protect academic freedom to operate in future research projects
- To be able to disseminate research outcomes
- To maximise opportunities in relation to research outcomes
- To minimise financial and reputational risks and the liability of the College
- To ensure activity is capable of being classified as Research – understood as original investigation undertaken in order to gain knowledge and understanding for the public benefit

# Contracts – Preferred Terms and Conditions

## Core Terms and Conditions

- Payment Terms
- Price
- Publication
- Confidentiality
- Intellectual Property – Background IP, Foreground IP, Commercial License
- Liability and Insurance
- Termination
- Law and Jurisdiction
- Warranties

# Contracts – Preferred Terms and Conditions

## Information required for contract negotiations

- Project description – clinical, non-clinical
- College's role in the project – lead, collaborator
- Personnel – employees, students, contractors
- Funding details – commercial, non-commercial, no funding
- Third Party support for the project – cash or in-kind contribution
- Third party involvement in undertaking the project – collaborators, subcontractors, consultants
- Location of the performance of the project – College, Trust, other UK and overseas locations

# Contracts – Preferred Terms and Conditions

## Provisions that take most time to finalise

- Financial reporting, invoicing and auditing
- Intellectual Property
- Publication rights
- Warranties
- Adherence to funder's specific policies
- Governing laws and regulations

# Contracts – Preferred Terms and Conditions

## Examples of complex contracts

- Multi-centre clinical trials
- Co-funded or co-supported projects – e.g. project funded by a charity with in-kind contribution(s) from a commercial party, and which involves collaborators and subcontractors