

Guidelines for Reviewing Licensing and other Transfer Agreements with University or Board Employees and Officers or Entities in which an Employee or Officer has a Substantial Interest

In reviewing a proposed technology transfer transaction as permitted under ABOR Policy 3-809, the university must consider the following issues. Not all issues are present in every transaction. Some issues may arise after the initial transaction and the university should have a process to monitor on an ongoing basis for changing circumstances.

1. The officer or employee must disclose financial and fiduciary interests of the employee or officer for a written determination by the appropriate conflict of interest committee of whether such disclosures present an individual or institutional conflict of interest under state or federal law. When such conflicts of interest are identified, the university will document how such conflicts of interest will be eliminated or managed in a written conflict of interest management plan (e.g., disclosure, non-participation in contracting on behalf of the university, updating disclosures, etc.)
2. If research will be conducted at the university, or by university faculty, post-docs or students, on behalf of the new entity involve human participants, animals, hazardous materials, or other areas subject to compliance obligations? If so, document how appropriate oversight of compliance will be managed and enforced.
3. Impose a duty for the officer/employee to update disclosures that relate to potential conflicts on at least an annual basis and more often if circumstances dictate; and require that such updates occur at any time in which there is a change in the disclosed interests of the employee or officer.
4. Will any university students be involved in research on behalf of the entity? How will each student's academic interests be protected?
5. Is each university employee and student who may be involved appropriately identified for purposes of revenue sharing (or waiver of revenue sharing) under the ABOR intellectual property policy? As the entity hires new employees who may have rights under ABOR policy, which is the process to ensure that this information is updated?
6. How are license fees, assignment fees, options, milestone payments, royalties and other agreement terms justified to the extent that they vary from the university's standard terms?

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7. Identify the members of the university committee that has developed and approved the conflict management plan.
8. Identify which administrators at the university have reviewed the conflict management plan.
9. Identify the university attorney who has reviewed the transfer agreement.
10. Describe the process for monitoring adherence to the conflict management plan once adopted?
11. Provide written communication to the employee or officer stating the consequences for failure to comply with a conflict management plan.
12. If university facilities, equipment, space or other resources will be used by the licensee or transferee, are appropriate agreements with adequate consideration for that use in place?