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## 2104 NEGOTIATION OF AWARDS

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Effective: Dec. 1986  
Reviewed: May 2018  
Revised: May 2017  
Responsible Office: Research Services  
Approval: Research Services

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### PURPOSE

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To ensure that the terms and conditions of agreements for sponsored projects comply with established University policies and to establish authority for negotiations.

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### POLICY

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1. Sponsored project agreements for awards funded by government sponsors and nonprofit foundations are negotiated by the Office of Research Services. Industry sponsored research agreements other than clinical trial agreements are negotiated by the Penn Center for Innovation. Industry sponsored clinical trial agreements are negotiated by the Office of Clinical Research.
2. Negotiation of the terms and conditions of sponsored project agreements is the joint responsibility of the negotiating office and the principal investigator(s) of the project:
  - a. The Principal Investigator(s) is (are) responsible for the scientific or academic content of the project and must ensure that the agreement reflects his/her understanding of what is proposed to be accomplished. Likewise, any technical or progress reports or other similar deliverables must be acceptable to the principal investigator(s). The budget is negotiated by the principal investigator and business administrator and must be acceptable to the principal investigator, his/her department chairperson and dean/resource center director;
  - b. Research Services, the Penn Center for Innovation and the Office of Clinical Research are responsible for ensuring that the agreement is in compliance with University policies and that from a business perspective it is an equitable arrangement and that the budget is acceptable.
3. If the sponsored research agreement involves the licensing of existing intellectual property, Penn Center for Innovation will assume primary responsibility for negotiation of the license associated with the sponsored research agreement.
4. Research Services, the Penn Center for Innovation, and the Office of Clinical Research shall consult with the Office of the Vice President and General Counsel on agreements which raise novel legal

issues, e.g., by deviating substantially from standard terms and conditions or previously approved agreements.

## **ROLES AND RESPONSIBILITIES:**

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### **PENN CENTER FOR INNOVATION**

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- Ensuring that the agreement is in compliance with University policies, that from a business perspective it is an equitable arrangement and that the final budget is acceptable to Penn
- Consultation with OGC in cases of novel legal issues and other relevant offices on other significant issues as appropriate
- Consultation with other relevant areas, including the Vice Provost for Research, as warranted (e.g., on important or novel subjects)
- Negotiation of terms and conditions of sponsored research agreements involving the license of Penn-owned technology
- Provision of advice and any necessary authority regarding intellectual property issues

### **OFFICE OF CLINICAL RESEARCH**

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- Ensuring that the agreement is in compliance with University policies, that from a business perspective it is an equitable arrangement and that the final budget is acceptable to Penn
- Consultation with Penn Center for Innovation in cases presenting substantial issues under the patent policy
- Consultation with OGC in cases of novel legal issues and other relevant offices on other significant issues as appropriate

### **RESEARCH SERVICES:**

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- Ensuring that the agreement is in compliance with University policies, that from a business perspective it is an equitable arrangement and that the final budget is acceptable
- Consultation with Penn Center for Innovation in cases presenting substantial issues under the patent policy
- Consultation with OGC in cases of novel legal issues and other relevant offices on other significant issues as appropriate
- Consultation with other relevant areas, including the Vice Provost for Research, as warranted (e.g., on important or novel subjects)

### **PRINCIPAL INVESTIGATOR:**

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- Negotiation of terms and conditions of sponsored research projects (shared with negotiating offices as described in (1) ; Principal Investigator primarily responsible for negotiation of the scientific or academic content, deliverables and budget

### **OFFICE OF GENERAL COUNSEL:**

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- Provision of advice regarding novel legal issues;

**VICE PROVOST FOR RESEARCH:**

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- **Provision of guidance as warranted (e.g., on important or novel subjects)**