



Agricultural Research Service Office of Technology Transfer

Technology Transfer: Partnerships & Agreements

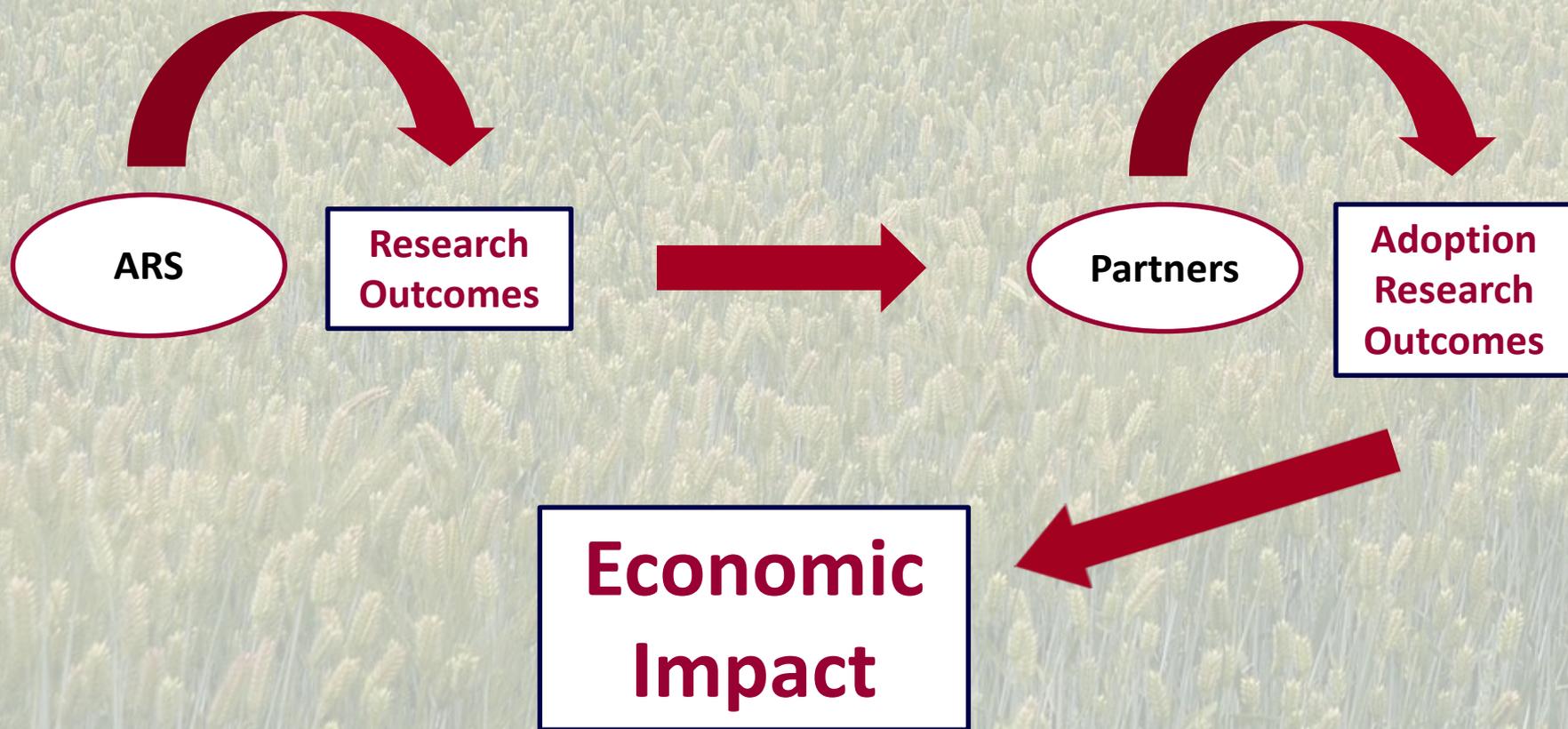
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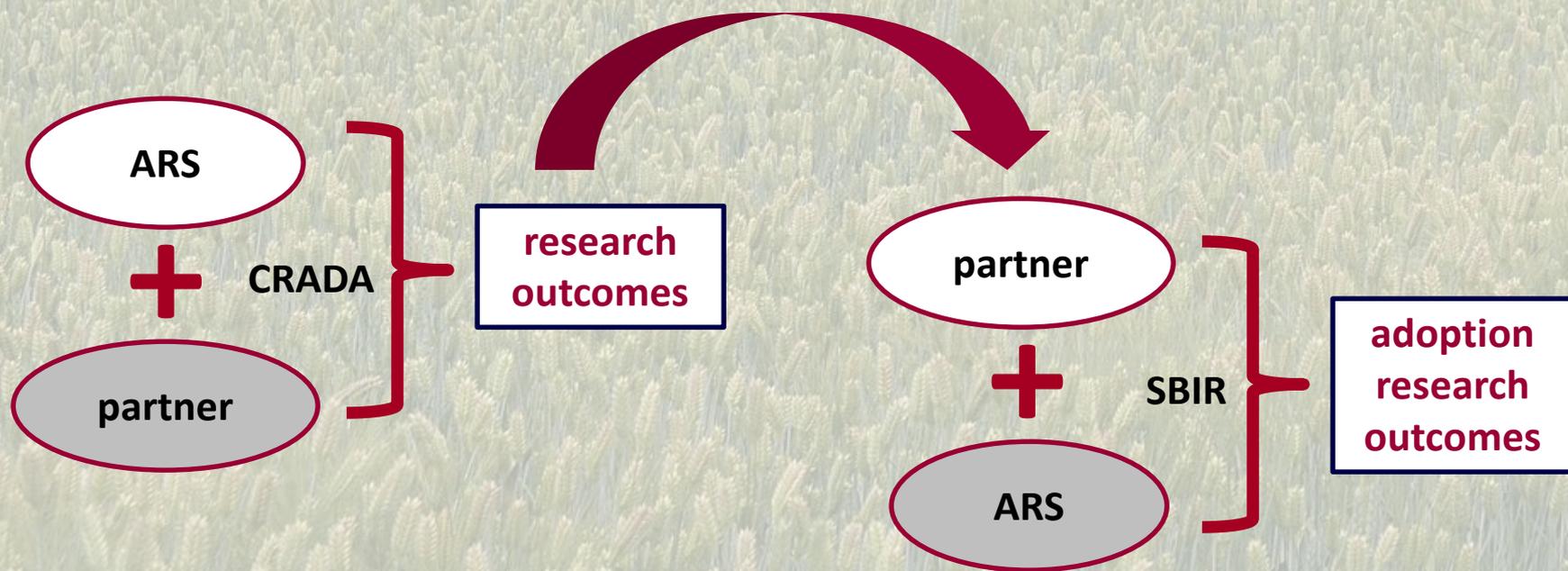
Partners help ARS determine research priorities



Partners play key role



Many types of partnerships



Benefits to ARS from collaboration

- Increases the chances that research outcomes are adopted- **maximize impact**
- Creates a multi-disciplinary research team to increase technical breadth and depth of the lab
- Provides an opportunity for research funding
- Meet mandated technology transfer objectives (15USC§3710(a)(3), Annual Performance, and RPES)

Benefits to partners from collaboration

- **Utilize world renown ARS researchers and state of the art labs**
- **Leverage assets and expertise of both parties**
- **Bring speed and a broader scope to a project**
- **Lower overhead rate than Universities**

Selecting a partner

What complementary assets are needed?

- Does the partner provide unique resources not otherwise available?
 - ✓ Technical expertise
 - ✓ Specialized equipment
 - ✓ Unique facilities
 - ✓ Manufacturing expertise
 - ✓ Registration experience
 - ✓ Fiscal resources?
- Could other ARS locations/scientists provide the necessary expertise, materials, or facilities?

Intellectual Assets of Partnerships

- **What assets does each partner bring to the partnership and are they protected?**
- **What assets are likely to be created by the partnership? Who owns them? Will they be protected? How will rights be allocated?**
- **Does the partner have the capacity to manage co-owned inventions? Sublicensing experience?**

Major Research Agreement Types

- ✓ **Non-Disclosure Agreement (NDA)**
 - ✓ **Material Transfer Agreement (MTA)**
 - ✓ **Agreement for Transferring Data (ATD)**
 - ✓ **Plant Evaluation Agreement (PEA)**
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- ✓ **Trust Fund Cooperative Agreement (TFCA)**
 - ✓ **Material Transfer Research Agreement (MTRA)**
 - ✓ **Cooperative Research & Development Agreement (CRADA)**
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- ✓ **Non-Assistance Cooperative Agreement (NACA)**

Non-Disclosure Agreement (NDA)

An agreement used with partners outside ARS when proprietary information must be disclosed to enable effective technical discussions.

- ✓ The signatories agree not to disclose confidential information received from the other party
- ✓ Confidential information can be:
 - Received by ARS
 - Given by ARS
 - Exchanged by both parties
- ✓ Trade Secret Act: 18 U.S.C. § 1905

Material Transfer Agreement (MTA)

An agreement that governs transfer of tangible research material between ARS and a non-ARS organization.

- ✓ **Used to transfer biological materials, chemicals, data, software, equipment, plants, animals, and insects**
- ✓ **Protects proprietary / patent rights**
- ✓ **Maintains control and restricts the use of material**
- ✓ **Does not transfer ownership**

Agreement for Transferring Data (ATD)

An agreement that governs transfer of data between ARS and a non-ARS organization.

- ✓ **Used to transfer research data that has not yet been used in a publication**
- ✓ **Protects proprietary / patent rights**
- ✓ **Maintains control and restricts the use of data**
- ✓ **Does not transfer ownership**

Plant Evaluation Agreement (PEA)

An agreement that governs transfer of plant selections between ARS and a non-ARS organization.

- ✓ **Used to transfer plant material (i.e., whole plants, seeds, cuttings, etc.) to evaluate for possible introduction and release**
- ✓ **Protects proprietary / patent rights**
- ✓ **Maintains control and restricts the use of plant material**
- ✓ **Does not transfer ownership**

Trust Fund Cooperative Agreement* (TFCA)

An agreement between ARS and another party to perform collaborative & mutually beneficial R&D.

Funds may only flow from the collaborator to ARS.

- ✓ **Research outcome(s) is expected to be placed in the public domain**
- ✓ **Patenting **NOT** expected**
- ✓ **No confidentiality provisions**

***If there are no funds exchanged, then the agreement is a Non-Funded Cooperative Agreement**

Cooperative Research and Development Agreement (CRADA)

An agreement between ARS and another party to perform collaborative & mutually beneficial R&D.

Funds may only flow from collaborator to ARS.

- ✓ **The research outcome(s) is expected to be patented**
- ✓ **Partner is expected to be the potential licensee**
- ✓ **Confidentiality provisions**

CRADA vs. TFCA

CRADA

- ✓ One ARS project with one agreement
- ✓ Freedom of Information Act (FOIA) protection
- ✓ IP is expected to be protected
- ✓ Partner is granted an option to negotiate exclusive license

TFCA

- ✓ One ARS project with multiple agreements each having a different partner
- ✓ No Freedom of Information Act (FOIA) protection
- ✓ IP is expected to be in the public domain

Material Transfer Research Agreement (MTRA)

Combination of Cooperative Agreement authority & MTA authority.

Funds may only flow from collaborator to ARS.

- ✓ **Research outcome(s) from using the material is **NOT** expected to be patented**
- ✓ **Funds can flow from partner to ARS**

Cooperative Research & Development Agreement + Material Transfer Agreement (CRADA-MTA)

Combination of CRADA authority & MTA authority

- ✓ **Research outcome(s) from using the material is expected to be protected**
- ✓ **Funds can flow from partner to ARS**

Non-Assistance Cooperative Agreement (NACA)

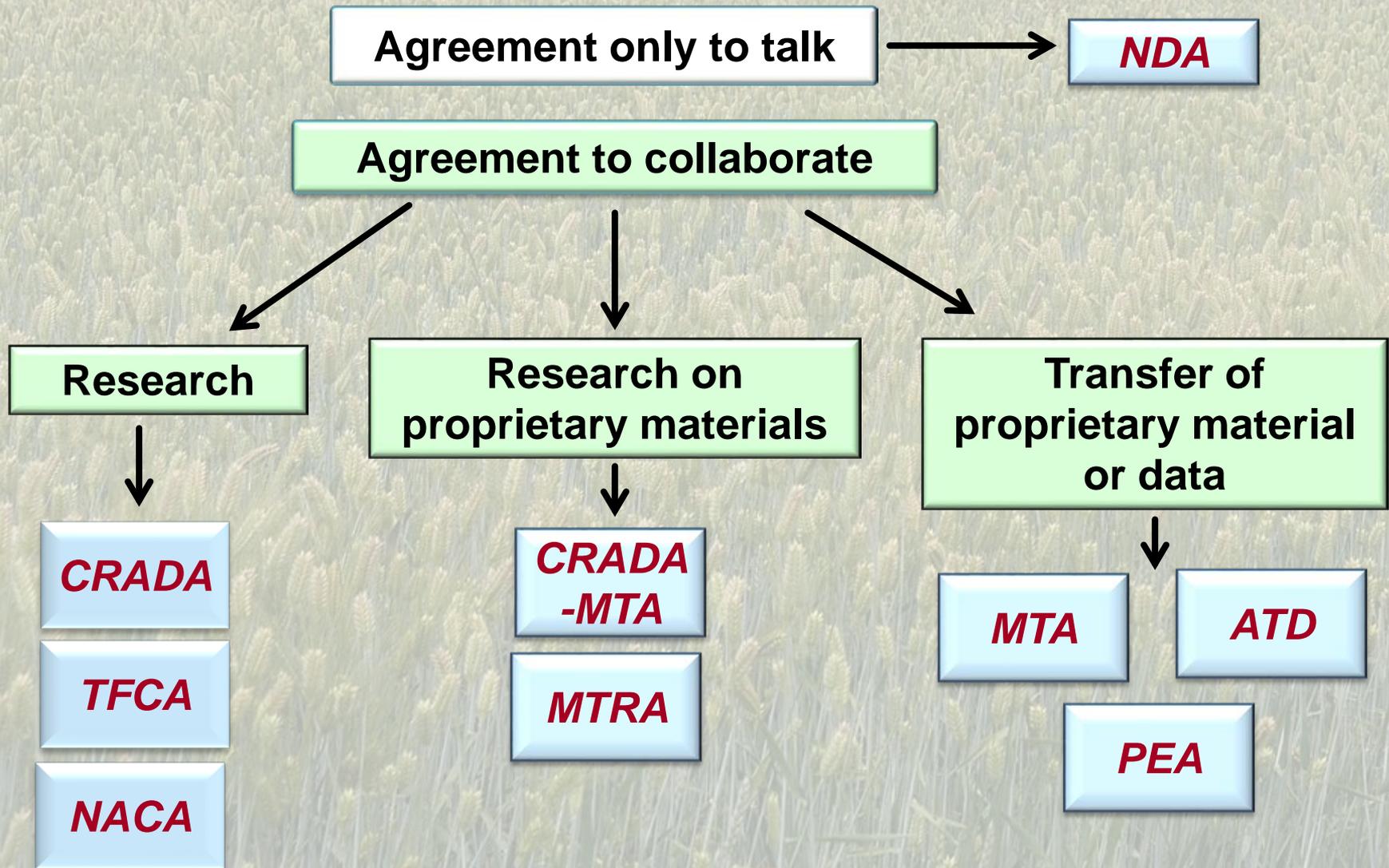
An agreement between ARS and another party to perform collaborative & mutually beneficial R&D.

Funds flow from ARS to collaborator

- ✓ The **ONLY** mechanism for ARS to transfer funds to another party
- ✓ It must be for conducting research work that **CANNOT** be done in-house

Agreement Templates on the OTT Website:

<http://www.ars.usda.gov/AboutUs/Docs.htm?docid=24747>



Thank you!

To learn more about partnering with ARS:

<http://www.ars.usda.gov/business/Docs.htm?docid=24715>