

SOM: Core Facilities

External Customer Terms and Conditions Sheet

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Goals

- Make it easier for Core Directors to engage external customers (industry) in core services
- Foster an environment where Core Directors are ambassadors for biomedical research partnerships in the community
- Enhance resources at hand for Core Directors to grow their facilities

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A core facility wants to provide a service to an Industry Collaborator using available facility capacity

- Current State: Put company's contract negotiators in contact with contract negotiators at CWRU. Pursue a Sponsored Research Agreement or Services Agreement
- Future State: Core Director provides a quote and 1 page terms sheet to company. If company can accept terms, they sign, SOM:ORA reviews quote, counter signs, work can begin

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Background

- Core Directors shared concerns with the Core Steering Committee about the activation energy required to initiate relatively simple service for fee work with external customers.
- CSC, VDR, SOM:ORA drafted a document based on the Sponsored Research Agreement, retaining the basic protections for both core and customer.
- Engaged with Vice President for Research, General Counsel's Office, Controller's Office. Document was edited, revised, and finalized.

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1 Page Terms and Conditions

- Governing Terms and Scope
- Services
- Specimens, Samples, and Data
- Export Controls
- Pricing and Payment
- Warranties
- Damages and Limitation of Liability
- Indemnity
- Governing Law

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1 Page Terms and Conditions

- Silent on:
 - Publishing Rights
 - If a customer chooses to include you as an author on publications, that's great, but this document cannot compel authorship
 - Intellectual Property
 - Licensing of future products based on the data generated

Cores give up legally binding protection of these rights by engaging in relationships of this type

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To Use This Form

- Established Core Facility in SOM
- Standard Published Set of Services
- Rates reviewed and approved by the SOM: ORA and Controller's Office

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External Rates

- Can be no lower than internal service rates
- Can have multiple external rates
 - e.g. – External Academic, External Non-Profit, External For-Profit
- General Guidance, internal rate plus 58.5%, but only the core director can decide what the market will bear. Could be more, could be less.

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Process

- Core Director Provides Quote for Service to external Customer with terms and conditions sheet
- Core Facility provides signed terms sheet, and signed quote to SOM:ORA at somcores@case.edu
- SOM:ORA reviews quote:
 - Is this an established SOM Core?
 - Does the core have rates/services approve by SOM:ORA and Controllers Office?
 - Is the work quoted an approved service(s), is pricing consistent with approved rate?
- SOM:ORA counter signs, returns signed form to Core Facility, Work begins
- Core Facility Business Administrator retains fully executed form with initial quote and final invoice for audit purposes

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Income

- Revenue above the internal rate will remain 100% with the core facility that generates the service.
 - To be used for reinvestment in the Core Facility itself at the discretion of the Core Director
 - Pay service contracts
 - Accumulate to upgrade/replace equipment (if the core is not in deficit)
 - Pay salaries
 - Lower rates
 - Must remain with the core, cannot be used for other department/center needs

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Where Short Terms Sheet Can't be Used

- Customer cannot/will not sign terms sheet as is/unchanged
- Core Director and/or Customer want the Core Director to be a co-author on publications stemming from service
- Core Director wants to retain IP generated from the service
- Core Director/Core Manager has a conflicting interest in the customers company
- Core Facility does not have approved rates with SOM:ORA and CWRU Controllers Office
- Quoted Service isn't on list of approved services/rates

If any of the above apply, contact SOM: Office of Grants and Contracts (medresindustry@case.edu) to negotiate a Sponsored Research Agreement.

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Questions/Discussion