SOM: Core Facilities

External Customer Terms and Conditions Sheet

Presented By:
Matt DeVries
SOM: Core Facilities

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