

Regulations for Intellectual Property Rights

University of Groningen
&
University Medical Center Groningen

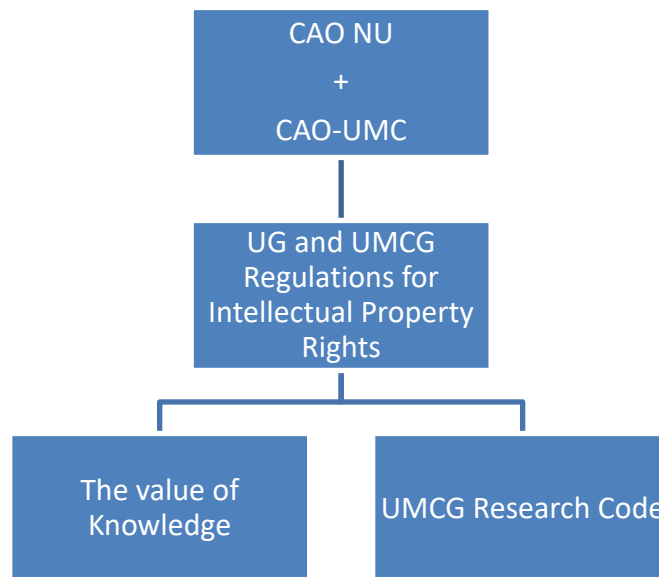
2019

Start date: 27 November 2019

These Regulations have been designed to clearly reflect UG and UMCG policy regarding intellectual property rights. They are a further adaptation of existing agreements that were mainly aimed at patent policy. These Regulations therefore also include other forms of intellectual property rights.

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Background

The University of Groningen (UG) and the University Medical Center Groningen (UMCG, together the UG/UMCG) have an active policy in the area of valorization of knowledge and intellectual property rights following from research, hereafter 'IP' (Intellectual Property). The knowledge may, for instance, consist of software that was developed, important know-how, an invention, a new and unexpected application of an existing invention, a book that was written, a new trademark or a new design.

For quite some time, the UG/UMCG have been pursuing an unambiguous and well-developed policy regarding the valorization of knowledge, in particular regarding patents for technical inventions. Because of technological developments and a rapidly changing market, this policy only directed at patents is no longer adequate. It is therefore necessary for a solid policy including IP that is not included in patents to be adopted. Examples are IP developed by UG/UMCG staff and semi-staff, such as software, know-how, developed trademarks and developed designs.

The UG/UMCG offer their staff the guide 'The Value of Knowledge' as a manual and elaboration on these Regulations. In addition, the UMCG offers its staff the Research Code that also deals with various aspects of IP.

These Regulations contain guidelines for the coordinated handling of all sorts of IP, including the notification of IP to the relevant manager and the distribution of profits from the utilization of IP to those concerned.

The basis: starting points for collaboration with the industry

For research collaboration, the UG/UMCG use the guidelines for public-private collaborations (PPC) and other modes of transfer of technology of the joint Dutch universities (Association of Universities in the Netherlands, VSNU) and university medical centres (Netherlands Federation of University Medical Centres, NFU). In summary, the starting points are:

- Freedom of publication of own results
- Freedom of follow-up research
- Freedom of follow-up research with third parties
- Freedom of use of IP in teaching
- Competitive payment for commercially-used IP

- Permission for use subject to an anti-shelving provision
- No obligation to provide background knowledge outside of the research
- No automatic access to future results/IP rights

The main points of the Regulations

The UG/UMCG intellectual property policy is mainly focused on optimizing knowledge valorization and innovation. The following principles are of paramount importance:

1 Public recognition

The UG/UMCG have the desire to be visible on publications by their staff. This is relevant for the reputation of the UG/UMCG and the staff member involved as it confirms the attention given to valorization and facilitates collaborations, public relations and rankings that are of interest to the University.

2 Fair remuneration

The UG/UMCG expect fair, competitive payment in the case that – a part of – the IP is published under licence, transferred to a company or another third party, or if the IP is used to earn money in another way.

Implementation and monitoring of the Regulations for Intellectual Property Rights

The Northern Knowledge IP Team (NK-IP Team) will implement the Regulations. The NK-IP Team manages all IP rights of the UG and the UMCG, and implements the monitoring of all associated licence agreements and transfer agreements. The NK-IP Team consists of members of the valorization team of the UG and the UMCG, as defined below (Article 1).

For the establishment of start-ups and spin-off companies of the UG/UMCG, the NK-IP Team cooperates with, among others, RUG Houdstermaatschappij (the UG holding company, RHM), the Triade foundation and Hanzepoort B.V. (Triade Investment). With regard to legal matters, such as, but not limited to, the drafting and reviewing of contract research agreements, the drafting and reviewing of licenses arising from IPR and the negotiation and drafting of collaboration agreements, the NK-IP Team cooperates closely with General and Administrative Legal Affairs (*Algemene en Bestuurlijke Juridische Zaken, ABJZ*), Finance & Control (F&C) and the UG Contract Research Working Group (*werkgroep Derde Geldstroom*), as well as with the Center for Development & Innovation (CDI) and the UMCG Loket Contract Research (contract research desk, LCR).

Considering:

- The Collective Labour Agreement for Dutch Universities (CAO NU),
- The Collective Labour Agreement for Dutch Medical Centres (CAO-UMC),
- The agreements as laid down in the staff employment contracts,
- The Patents Act (*Octrooiwet, ROW*),
- The Copyright Act (*Auteurswet, Aw*),
- The Higher Education and Research Act (*Wet op het hoger onderwijs en wetenschappelijk onderzoek, WHW*),
- The needs and interests of UG/UMCG staff in the optimal valorization of knowledge and the intellectual property to be protected,

the UG Board of the University (*College van Bestuur, CvB*) and the UMCG Board of Management (*Raad van Bestuur, RvB*) adopt the following Regulations.

Article 1

Definitions

IDF	The Invention Disclosure Form which is used by the NK-IP Team serves to describe the invention that was made and to determine who the inventors were.
IPR	IPR stands for Intellectual Property Rights. IPR cover all rights to various forms of intellectual property (IP); including, but not limited to, patent rights, copyrights, trademark and design rights, topography rights, plant variety rights and database rights. The definition used in these Regulations also refers to the entitlement to, the application for and the actual granting of the intellectual property rights in question insofar as they do not arise by operation of law.
Know-how	Knowledge suitable for exploitation and generated within the UG/UMCG that is so specialized that it is not generally known or easily accessible to persons with similar expertise outside the organization. To be determined according to the circumstances of the case and, in addition, this definition includes such information or knowledge that deserves protection as referred to in the Trade Secrets Act (<i>Wet bescherming Bedrijfsgeheimen</i>), under Article 1 ff.
Staff	<p>Persons with an employment contract, in the broadest sense of the word, with the UG/UMCG, including fellows and contracted PhD students.</p> <p>The definition of staff excludes:</p> <ul style="list-style-type: none">- PhD scholarship students,- external PhD students,- scholarship PhD students,- students on placement,- visiting researchers, and- students. <p>However, these Regulations also apply to a person of any of the above exceptions who participates in designing, setting up, advising and/or carrying out a UG and/or UMCG research study which may result in IPR, hereinafter referred to as 'semi-staff'. Prior to participation, or if not otherwise possible after the IP has been generated, this person will be asked to sign a statement that they will provide the required cooperation to transfer the IP to the UG and/or the UMCG.</p>
NK-IP Team	<p>The NK-IP Team consists of members of the valorization team of:</p> <ul style="list-style-type: none">• the UG: - IP & Business Development (IP&BD), - General and Administrative Legal Affairs (<i>Algemene en Bestuurlijke Juridische Zaken</i>, ABJZ)• Northern Knowledge: a merger of the – former – Business Generator Groningen (SBGG) foundation and UG Research & Valorization (R&V)• the UMCG: - Center for Development & Innovation (CDI) - Loket Contract Research (LCR)
Patent	A patent is an IPS and, pursuant to Article 2 of the Patents Act 1995, has the following meaning: patentable inventions are all inventions in all fields of technology which are new, involve an inventive step and can be applied in the field of industry, with a few exceptions. In these

Regulations, the definition of patent also covers the application for a patent.

Regulations These University of Groningen & University Medical Center Groningen Regulations for Intellectual Property Rights 2019.

Article 2 Scope of the Regulations

As from the effective date, these Regulations apply to all IP and the IPR equipped for that purpose that arise from the work of a UG/UMCG staff member or semi-staff member.

Article 3 Title-holder

The UG and UMCG are the title-holders of all knowledge contained in IP and all IP related to inventions, copyrighted works, including developed software, source codes, algorithms and serious games, trademarks, drawings and designs, topographies, semiconductors and chips resulting from the activities of its staff and semi-staff, as well as to IPR of third parties who have transferred their IPR to the UG and/or the UMCG.

Whether something can be protected by an IPR will be checked by the NK-IP Team on a case-by-case basis.

These Regulations do not apply to the exploitation of academic books and publications, unless agreed otherwise.

Article 4 Notification and IDF

Each staff member or semi-staff member who carries out activities of which they know or can reasonably be expected to know that exploitable IPR or exploitable know-how may arise must immediately notify the head researcher and the board of the faculty involved as well as send a written notification to the NK-IP Team. UG staff and semi-staff can notify IP & Business Development and UMCG staff and semi-staff can report this to the CDI. If the (semi)staff member has made an invention that may be protected by a patent, they must also complete an IDF for that purpose, to be provided by the NK-IP Team.

Article 5 IP Fund

The UG and UMCG jointly have established an IP Fund (formerly Patent Fund) that will be managed by the NK-IP Team. The IP Fund offer UG and UMCG staff and semi-staff financial support for the protection and valorization of IP.

Article 6 Verification of market value and possibilities of protection of IP

After the NK-IP Team has received the notification from the staff member or semi-staff member, the NK-IP Team will test the developed IP for potential commercial and social value and investigate the corresponding possibility or possibilities for protection.

The NK-IP Team will complete the above verification as soon as possible. If the developed IP qualifies for protection and meets the other conditions set by the NK-IP Team, an application for registration or protection (trademark, design, patent) will subsequently be filed. The staff member or semi-staff member will be closely involved in this process. To this end, if necessary and after approval of the CvB¹, the IP Fund will be called upon for the financial

¹ Mandate RvB

resources needed. In the case of a joint invention with a third party, tailor-made agreements on the actual distribution of the costs will be made.

If the NK-IP Team, in consultation with the staff member(s) or the semi-staff member(s), decides to have a patent application drawn up and submitted, the NK-IP Team will endeavour to license the patent or transfer it to an established market party for commercial exploitation within the next 30 months. The IPR can also be licensed or transferred to a third party such as a start-up or a UG/UMCG start-up, spin-off or spin-out to be (still) established for this purpose. Staff member(s) and semi-staff member(s) must work closely together with the NK-IP Team and support them with their specific expertise.

In all cases, the UG/UMCG reserves the right to continue to use the developed IP for teaching purposes and non-commercial research.

If the developed IP is eligible for protection by any other IPR, the NK-IP Team will discuss the options for protection and valorization with the (semi)staff member and whether resources from the IP fund can be used for this purpose. This also applies to the exploitable know-how. The level of resources available for the valorization of the IP will be determined on a case-by-case basis.

Staff and semi-staff are allowed to refrain from using the financial resources from the IP fund. However, even if a staff member or semi-staff member decides to finance the protection of IP from their own resources, the IP remains the property of the UG/UMCG and must be reported to the NK-IP Team in good time, i.e. before submission (Article 4). In the case of revenues, the standard distribution formula in accordance with Article 8 will apply. The distribution formula of Article 8 equally applies in case of a difference of opinion, especially if a staff member or semi-staff member wishes to keep or maintain the IPR contrary to the advice of the NK-IP Team and with their own financing.

Article 7 Contribution to costs of IP protection

If the IP Fund is called upon, the department in which the staff member or semi-staff member concerned works must contribute 25% of the external costs with a maximum contribution of € 2,500 per instance.

Article 8 IPR revenue distribution formula

The revenues from exploited IPR will be reduced by the investments made by the IP Fund (or otherwise) for the application and maintenance of the protected IP and the IP to be protected.

The net revenue that the UG/UMCG receive from the exploitation of the protected IP will be distributed as follows:

- **25%** of the net income from this exploitation goes to the (former) UG/UMCG staff member(s) or semi-staff member(s) concerned who has/have been designated as the inventor(s) or author(s) of the protected IP privately.
- **50%** of the net income goes to the faculty or department where the (former) UG/UMCG staff member(s) or semi-staff member(s) who has/have been designated as the inventor(s) or author(s) of the protected IP is/are (or was/were) employed.

Of which:

- 50% will benefit the research group of the staff member or semi-staff member within the faculty(s) and/or department(s) involved. If the size of a research group is unclear, the CvB and/or the RvB, either or not in consultation with the head of the faculty or sector concerned, will decide on the size of that research group or department;

- 50% is, in principle, intended for the general faculty/departmental budget of the UG/UMCG staff member or semi-staff member. Faculties and departments are free to decide what this amount is spent on. Faculties and departments may also decide to have this amount benefit the research group concerned or the (former) UG/UMCG staff member(s) or semi-staff member(s) who has/have been designated as the inventor(s) or author(s) of the protected IP privately.
- **25%** will benefit the IP Fund.

The NK-IP Team will be responsible for the payment of the amounts in accordance with the above-mentioned distribution formula.

The staff member or semi-staff member will receive the remuneration in accordance with the distribution formula for the entire period that they have been connected to the UG/UMCG and will retain the right to the remuneration after their departure or retirement or, in the event of death, their heirs, for the duration of the specified period. In addition to revenues, the remuneration may consist of shares in a spin-off company based on the IPR, provided that this also complies with the most recent regulations on additional activities of the UG and/or the UMCG.

The NK-IP Team will submit any proposals for the distribution of incomes from IPR to the CvB. The UG CvB will decide on the final distribution formula, if needed in consultation with the UMCG RvB.

Within the UG and/or the UMCG, administrative decision-making with regard to an alternative distribution will take place on a case-by-case basis. In the case of net income from NWO Applied and Engineering Sciences (formerly Technology Foundation STW) projects, an adjusted distribution formula, aimed at the equal treatment of staff and semi-staff with regard to the 25% inventors' bonus, will apply in any case.

The NK-IP Team will facilitate the UG/UMCG staff and semi-staff free of charge. However, in case of net revenues, the hours of the NK-IP Team specifically intended for the project in question can be reimbursed from (exclusively) the 25% faculty part.

Article 9 Publications

In order to properly protect the generated IP, in each individual situation, a consideration will be made about the timing of publication of all articles and communications, including academic, related to the generated IP. This will be done in close consultation between the staff member(s) and semi-staff member(s) involved and the NK-IP Team. Staff and semi-staff should be prepared to postpone an academic publication until after protection of the related IP has been arranged. An attempt will always be made to find a balance between the academic freedom with regard to publishing knowledge on the one hand and the interests of the UG/UMCG with regard to valorization on the other hand.

In the case of a patent application, the (former) UG/UMCG staff member(s) or semi-staff member(s) who has/have been designated as the inventor(s) or author(s) of the protected IP is/are not permitted to disclose the content of this patent application prematurely, i.e. within the first 18 months after submission of the application. The invention must remain secret until after the official publication of the patent after 18 months. Details of the invention may not be shared with third parties without the consent of the NK-IP Team and a previously signed confidentiality statement drawn up by the NK-IP Team for that purpose. In consultation, these rules may be deviated from in so far as other IPRs are concerned.

How staff and semi-staff specify their IP in databases such as Pure must be done in accordance with a uniform policy. The NK-IP Team checks the data entered and corrects it if needed.

Article 10 Catch-all provision

In all cases not provided for in these Regulations, the UG CvB shall decide, if necessary in consultation with the UMCG RvB, weighing the interests of all parties involved.

Article 11 Official title

These Regulations are entitled 'Regulations for Intellectual Property Rights UG/UMCG' and will enter into force after adoption by the UG CvB and the UMCG RvB. The patent policy to date has been incorporated in its entirety in these Regulations and will therefore lapse as a separate policy document.

Contact details

UG NK-IP Team

IP & Business Development
Kadijk 4
9747 AT Groningen
Attn. Patent Manager UG
ip-info@rug.nl

UMCG NK-IP Team

Center of Development & Innovation (CDI)
Hanzeplein 1, HP: LB43
9713 GZ Groningen
Attn. Patent Manager UMCG
cdi@umcg.nl