

16. Legal Agreements

There are various legal contracts that will need to be in place during the lifetime of a research project. The main ones are funding contracts, collaboration agreements, and contract research contracts.

All contracts relating to research are dealt with by the Legal Services Team within the Vice-Chancellors Department and Research and Innovation Services will work with Principal Investigators to ensure that Legal Services are instructed in respect to contractual arrangements.

Principal Investigators do not have authority under the University's Financial Regulations to sign and enter into contracts on behalf of the University, hence ALL contracts must be reviewed by Legal Services and once finalised, Legal Services will arrange for an authorised signatory within the appropriate Faculty to approve and sign off the contract.

From a research governance perspective, specific reference has been given to the following types of contracts and the process for each that must be followed:

Student Placement /Student Project Non-Disclosure Agreements

The purpose of the Non-Disclosure Agreement ('NDA' – sometimes also referred to as confidentiality agreement) on a student placement or student project is primarily for the protection of the placement/project provider to allow it to confidently expose the student to confidential information about its business.

This may also improve the quality of the placement or project and the learning experience for the student if he/she is not restricted from exposure to confidential information.

The Faculty may issue the NDA document (after completing outstanding details e.g. placement provider and student names and addresses) to the placement or project provider and student. The Faculty should also normally arrange for all the necessary signatures to be obtained. Ideally three identical copies should be signed by all the parties in order that each may retain an original version signed by all. No negotiations or substantive changes must be carried out without the involvement of Legal Services.

Template agreements and guidance notes can be accessed from here.

Material Transfer Agreements

Material Transfer Agreements (MTAs) govern the transfer of one or more materials from the owner (or authorised licensee) ('the provider') to a third party ('the recipient') who may wish to use the material for research purposes. Materials can include cultures, cell lines, plasmids, nucleotides, proteins, bacteria, transgenic animals, pharmaceuticals, other chemicals, alloys and other materials with scientific or commercial value.

Most commercial organisations, and an increasing number of academic institutions, will only release materials if there is an MTA in place between the provider and the recipient. For the provider, this agreement provides control over the distribution of the material, enables them to restrict the use of the material to non-commercial research, and reduces the legal liability of the provider for the recipient's use of the material. In addition, the terms of the MTA can help the provider to gain access to the results of the research, both for information purposes and for commercial exploitation.

Current Procedure

Legal Services is responsible for approving and negotiating terms for both incoming and outgoing MTAs, on behalf of Northumbria University. The MTA must be signed by an authorised signatory in the Faculty in accordance with the University's Financial Regulations.

It is important that Legal Services reviews all MTAs to make sure that Northumbria University does not agree to terms that may be in conflict with the provisions of research grants, fellowships, consultancies etc. Among the important issues to be negotiated are publication rights, Intellectual Property (IP) rights, governing law, warranties and indemnities.

For further information, please contact [Katrina Hopkin](#) in Legal Services.