



UNIVERSITY of MASSACHUSETTS
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Materials Transfer Agreement (MTA) Guidelines for Researchers - (December 2004)

These guidelines establish the principals and procedures to be followed whenever the University provides tangible materials to, or receives tangible materials from an outside source. The full Policy, DOC.T96-040, can be reviewed on the Board of Trustees website.

(<http://www.umassp.edu/policy/academic/intellecTab.html> , see Section 4, Administrative Procedures - Tangible Research Materials.)

Our goal with this outline of new procedures for MTAs is to expedite the MTA process for you, the researcher, as well as establish compliance with University policy.

Please use the **MTA Request Form**, filling out as much information as possible, and return it to CVIP, either via hard copy, email or FAX (see contact above). An **MTA Request Form** is attached to these Guidelines, and an electronic copy in Microsoft Word is available for your convenience.

Please contact CVIP at (413) 545-3606 or email at cvip@research.umass.edu when you i) need an MTA, ii) if you receive an MTA request from another party or, iii) if you have concerns, at any point in the MTA process.

Materials Transfer Agreements (MTA) - Definition

A Materials Transfer Agreement is a legal contract that governs the transfer of materials to and from the University for research purposes. It must be used whenever the University provides tangible materials to, or receives tangible materials from an outside source. CVIP manages and negotiates Materials Transfer Agreements between the University, other research institutions and commercial organizations to ensure that the research interests of the University and its researchers are protected. Most universities and organizations require that an MTA be in place between the supplier and the recipient prior to releasing or receiving any materials. The University of Massachusetts is no exception.

Key personnel from CVIP are the **only** authorized signatories who can execute MTAs on behalf of the University. Please do not sign a Materials Transfer Agreement by yourself. These documents will not be considered legally binding if you do so, and you run the risk of losing rights to your intellectual property.

It is important that CVIP review all MTAs to ensure that the University does not agree to terms that may be in conflict with the requirements of sponsored research grants, fellowships, etc. Some of the important issues to be negotiated are intellectual property rights, indemnity clauses and publication rights.

Materials may include, but are not limited to: cultures, cell lines, proteins, bacteria, transgenic animals, nucleotides, pharmaceuticals and other chemicals.

MTA Out - Providing materials to another institution

When the University is the **supplier of materials**, the MTA provides the following information:

- Defines what material is being provided to the recipient;
- Defines how the material will be used and disposed of by the recipient;
- Defines ownership of the material provided to the recipient;
- Assigns intellectual property rights jointly to the University and the recipient on modified materials;
- Assigns intellectual property rights to the recipient for new substances and uses;
- Grants the recipient first option to obtain an exclusive worldwide license from the University on modified materials, substances, or developments;
- Protects the University **and the researcher** from litigation arising from the use, storage or disposal of the materials.

An MTA is important when you are supplying materials to an outside researcher because the MTA protects the supplier of materials by restricting use of the materials to academic research. It can also prevent commercial exploitation of your material, control release of the materials to a third party, and ensure you are appropriately acknowledged in publications.

1. As soon as you receive a request for materials obtain and fill out an MTA Request Form and send it to CVIP. Please contact CVIP at 545-3606 if you need assistance.
2. Using the information on the MTA Request Form, CVIP will draft an MTA and send you a copy via email for your review.
3. CVIP will send the MTA to the other party for review. Once details are settled, you will be asked to sign 2 duplicate original MTA forms. CVIP will mail the MTA to the other party from our office.
4. Fees for materials, shipping and handling should be billed through the researcher's department.
5. When a fully executed original MTA returns to the CVIP office, you will be notified and a photocopy will be sent to you. You are then free to send the materials to the requesting party.

MTA In - Obtaining an MTA for receiving materials from another party

When the University of Massachusetts is the recipient of materials, the MTA provides the following information:

- Defines what material is being received;
- Defines how the material will be used and disposed of;
- Defines ownership of the material received;
- Grants the supplier first option to obtain an exclusive worldwide license from the University on modified materials, substances, or developments;
- Protects the supplier from litigation arising from the use, storage or disposal of the materials.

1. As soon as you know that you will be requesting materials from another institution or company, please obtain and fill out an **MTA Request Form**, then send it to CVIP via hard copy or electronically. We will assist you.

The researcher is asked to provide information via an MTA request form such as: description and use of the material, and whether or not your work may result in a patentable invention or a copyrightable work. This information will be kept on file in the CVIP office.

2. CVIP will draft an MTA and communicate with the provider. CVIP and most other institutions require two duplicate original MTA agreement forms to be submitted, whether we are using the UMass agreement form or an agreement form provided by the other party.

4. If you have either a hard copy or electronic MTA form from a provider, please send it to CVIP for a review of language and conditions **before** you sign it. The electronic form may be sent to cvip@research.umass.edu - or - FAX to 545-3632.

The Director of CVIP will review the provider's form and communicate with the provider. In some cases we may ask the other party to change wording or a condition to better accommodate UMass' policies. So, please provide CVIP a viable contact that we may communicate with at the other institution (including name, address, phone number, and email address).

5. The Director of CVIP and the researcher will sign the duplicate MTAs. Forms will then be sent directly from the CVIP office to the provider of the materials. If necessary, we can FAX it ahead. The originals will be sent via express delivery or postal mail, whichever is appropriate. We enclose a letter which requests that both MTAs be signed by an authorized party and that one fully executed original be returned to CVIP. Materials will be directed to your laboratory. At that point, the provider is free to send the materials. **Fees for materials and handling** should be paid by the researcher's department.

6. Once the executed MTA returns to CVIP, we will send you a photocopy for your records. If your materials do not arrive within a reasonable time, you or CVIP can refer to the MTA when contacting the provider to inquire about the materials.

7. If the provider includes the duplicate original MTA with your materials instead of directing it to CVIP, please photocopy it for your records, and **return the original MTA to CVIP. Please do not discard the original MTA form!**

8. If at any time in the MTA process you have concerns, please contact CVIP (Phone: 545-3606 or email cvip@research.umass.edu). We are here to negotiate the papertrail for you, while you do research.



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Materials Transfer Agreement (MTA) Request Form – please return to CVIP

This form is to be used when requesting an MTA. An MTA is needed whenever the University will be transferring tangible materials to or from an outside source. Please provide as much information as you can below. Call CVIP for assistance if necessary. See also, the “MTA Guidelines for Researchers.”

Indicate one: MTA in (receiving) _____ MTA out (providing) _____ Date: _____

Name of UMass Requesting Party: _____

Name of UMass Principal Investigator: _____

Dept. _____ Building & Room _____

Phone: _____ FAX : _____ Email: _____

Name of Outside Party/Institution: _____

Name of Primary Contact: _____

Postal Address: _____

Phone: _____ FAX: _____ Email: _____

If the outside party has provided an MTA form please provide a hard copy (FAX 545-3632 or campus mail) or email it to cvip@research.umass.edu

Description of material being provided or received (attach additional sheets if necessary):

Quantity: _____

Is the Provider the sole source of this material? YES _____ NO _____

Materials will be used for this purpose: _____

This transfer represents: Exchange of materials only _____ Formal Research collaboration _____

Will the material be used only for academic and publishing purposes? YES _____ NO _____

Provide a short explanation of research/publication goal: _____

Please provide a short statement that addresses whether or not work using the requested material may result in Intellectual Property which is patentable, commercializable, or copyrightable, and what the nature of the result might be. (If you wish to discuss whether your research has this potential, call the CVIP Director at 545-3606.)

