

ICO Newsletter

Signatures Without Authority Are Just Names

Who exactly gave ICO the right to sign agreements?

Those with inquiring minds may want to know that signature authority for research-related agreements is delegated from the Stanford Board of Trustees to the President to the Dean of Research and thence to the Office of Sponsored Research (OSR) and the Office of Technology Licensing (OTL). ICO receives its authority through OTL's Executive Director. At each level, authority is expressly limited to agreement type and dollar value (if any), which means that ICO officers have differing authority. For purposes of the ICO delegation, research-related agreements include for example MTAs, collaborations, and sponsored research agreements.

Delegation means that only individuals with written signature authority can bind Stanford to the obligations of an agreement (which may commit resources, license IP, incur expenses, or assume liability). Faculty, students, and other administrators do not have authority to obligate Stanford, no matter how inconsequential the commitment.

So who signs other agreements?

As mentioned above, ICO's signature authority only extends to research-related agreements with industry. Other agreements related to research are handled and signed by other departments. OSR signs all non-industry (federal, non-profit) research agreements. OSR also generally handles subcontracts related to research projects, under which Stanford pays outside parties for their efforts. RMG signs most grant agreements and CT-RMG signs clinical trial agreements. Corporate donations are handled by Stanford Corporate Relations (<http://corporate.stanford.edu/contact/>). All expenditures, including those related to research activities, are handled by Stanford Procurement (<http://web.stanford.edu/group/fms/fingate/contact/>).

What about confidentiality agreements?

During preliminary discussions with Stanford researchers, many companies believe it necessary to disclose confidential information, and they require that the use of such information is controlled by a stand-alone confidentiality agreement. Because such discussions are generally in anticipation of research, and may not necessarily lead to a formal research agreement, Stanford doesn't sign such agreements. As a result, researchers may sign for themselves (not for Stanford) based on their own judgment. ICO is available to review these agreements for reasonable terms and consistency with Stanford policy, but the researcher should be aware that, by signing, he or she is obligated to comply with the terms of the agreement.

And data agreements?

HOT HOT HOT! A memo just released by the Office of the Dean of Research (entitled "Faculty Guidance for Data Agreements") is the most current word on review and signing of such agreements. Stanford recognizes the proliferation of data agreements, and the importance of big data to research, and hopes to streamline access to data without creating unreasonable liability for the researchers or the University. Of particular interest to researchers is the ability—under limited circumstances—to sign a data agreement on their own behalf. The memo can be found on the DoResearch website at: <http://doresearch.stanford.edu/research-scholarship/manage-your-research-data>

Finally, a word about consulting agreements...

Since consulting agreements are strictly between the researcher and an outside party, Stanford neither reviews nor signs such agreements. ICO reminds researchers that any consulting they perform must comply with Stanford policies regarding conflict of interest and allowable outside activities. A summary of Stanford requirements for faculty consulting activities is available at: http://doresearch.stanford.edu/sites/default/files/documents/consulting_requirements_3.pdf



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