

UC Davis International Agreement Proposal and Approval Process

To promote international cooperation in teaching, research, and student and faculty mobility, UC Davis has partnerships with many universities, government agencies, and other organizations operating outside the United States.

This procedure is designed for faculty members interested in embarking on a collaboration with an international university partner, but which do not involve the commitment of university resources or binding contract provisions for purposes of protecting or utilizing intellectual property. Please refer to the Frequently Asked Questions portion of this document for more detailed information regarding the appropriate offices to address different types of international agreements.

Global Affairs intends for this procedure to simplify the process and decrease the time involved for faculty sponsors of proposed international partnerships to go from concept to completion. The proposal form collects all the information needed for Global Affairs to process such an agreement, and this procedure provides a step by step process for interested faculty. By transferring the burdens of ensuring (a) that all relevant campus offices have been consulted, and (b) that the language of the agreement is acceptable to the campus to Global Affairs, and by having a single processing unit for international agreements of collaboration, the campus' process for entering into such agreements becomes much more user-friendly for faculty and more systematic and efficient for campus administration.

If you have any questions or are uncertain about the following procedures, please contact Global Affairs for assistance.

International Agreement Proposal Form and Approval

Follow this process when initiating new agreements to ensure appropriate support for the planned activity.

STEP 1

- Contact Global Affairs at globalaffairs@ucdavis.edu to determine if there are already existing agreements with the proposed international partner(s).
- Discuss the initiative with your Department Chair, Dean, and international/global programs office to learn about any applicable internal departmental, college, and/or school policies for international collaborations and confirm departmental/college/school support for the initiative.

STEP 2

- Submit the draft agreement proposal form to Global Affairs at globalaffairs@ucdavis.edu using the [International Agreement Proposal Form](#).
- Include as attachments any information that will be helpful to the IA reviewer, such as draft agreements or documents provided to you by the proposed international partner. Please note that we strongly encourage the use of the UC Davis agreement templates only. Using alternate formats will significantly increase the amount of time required to conclude the agreement. For copies of UC Davis templates, please [visit the Global Affairs webpage](#) or contact Global Affairs at globalaffairs@ucdavis.edu.
- Incomplete agreement proposals will be returned to the agreement sponsor for completion. Global Affairs will respond within 10 business days. Some forms of agreements have additional requirements and may require input from various campus stakeholders as part of the approval process. In these cases, Global Affairs will provide additional instructions to the agreement sponsor.

STEP 3

- Global Affairs reviews the draft agreement, coordinates agreement content with relevant stakeholders (if necessary), and returns a draft agreement to the UC Davis agreement sponsor using a UC Davis agreement template approved by the Office of the Campus Counsel.
- The UC Davis agreement sponsor may now share the draft agreement with the collaborating institution, which may propose edits. If the proposed edits are not acceptable a negotiation of the relevant terms will occur.
- Changes to the UC Davis agreement templates should be clearly marked in the draft agreement and must be approved by Global Affairs, in coordination with Office of the Campus Counsel as needed, before signing.
- It is strongly encouraged that English be the controlling language for all IA's. For IA's in which English is not the controlling language, a certified translation and back-translation of the IA shall be completed. The initiator of the IA is responsible for procuring the translation and the costs associated with it.

STEP 4

- Following approval of the draft, the institutional authorities named in the agreement print and sign the agreement. Scanned copies of original signatures in PDF or Word document files may be considered originals so long as all signatures appear on a single document, or the partner institution requests otherwise.
- One copy of the fully executed agreement remains with the partner institution; one copy is retained by the UC Davis sponsoring department for its records.

STEP 5

- The agreement sponsor will send a scanned copy of the fully executed agreement via email to Global Affairs at globalaffairs@ucdavis.edu. Global Affairs will add the document to the central agreements database.

Types of International Agreements Subject to this Procedure

Agreements of Cooperation

One type of Memorandum of Understanding used on the UC Davis campus is the Agreement of Cooperation (AOC). AOCs are signed on behalf of the campus and are often ceremonial in nature. At UC Davis, the Chancellor and the Associate Chancellor/Vice Provost of Global Affairs both have delegated authority to enter into Agreements of Cooperation.

The UC Davis AOC is a legally non-binding **campus level agreement** wherein the parties intend to cooperate with the understanding that they will implement the cooperative partnership with further agreements in the form of either additional MOUs (previously referred to on this campus as Working Agreements) or Contractual Agreements (see below) regarding specific collaborations. The UC Davis [AOC template](#) **may not be modified without approval** from Global Affairs and Office of the Campus Counsel.

Whether an AOC is needed or desired is a decision that should be made in consultation with Global Affairs, as indicated in Step 1 of the Procedure. Multiple MOUs or Contractual Agreements from different units at this campus may be developed under a single, or no, AOC.

Memorandums of Understanding

MOUs are general statements of mutual interest to explore opportunities for collaboration. The UC Davis MOU template agreement is explicitly non-binding, meaning that it does not commit university funds, staff, facilities, or other resources.

On this campus, MOUs are typically among a college, school, department, center, or unit and the international partner and most often set forth general plans for collaboration. Global Affairs will determine the appropriate institutional authority to sign the MOU based on the content and the scope of the intended activity.

Other Legally-Binding Agreements

There is a limited set of legally binding international agreements that are subject to this procedure. A binding agreement is appropriate whenever either UC Davis or the international partner is required to undertake specific and identifiable activities, or to expend resources, in support of the partnership. Whereas international agreements involving the expenditure of funds by either party would need to be submitted to Business & Revenue Contracts, where the agreement commits the university to provide other types of resources, such as specific amounts of faculty or staff time, or facilities, the agreement should be processed by Global Affairs according to this procedure.

Once again, Global Affairs will determine the appropriate institutional authority to sign the Contractual Agreement based on the content of the agreement and the scope of the intended activity.

Other UC Davis Contracting Offices With Related, But Distinct, Areas of Responsibility

Sponsored Programs Office

The UC Davis Sponsored Programs Office is an office within the Office of Research responsible for the following types of agreements: ¹

- Proposals for extramural funding
- Extramural awards for research, training, and public service
- Subawards
- Confidentiality agreements in anticipation of research or other sponsored project funding
- Clinical trial agreements funded by government or non-profit sponsors
- Teaming agreements in anticipation of proposal submissions
- Domestic unfunded MOUs for research collaboration

InnovationAccess

InnovationAccess is a second office located within the Office of Research dealing exclusively with intellectual property and related agreements. InnovationAccess handles material transfer agreements, data transfer agreements, confidentiality agreements covering discussions about UC intellectual property, licenses to copyrighted materials not owned by UC Davis, outgoing licenses to UC patent rights and UC owned copyrights, and software non-commercial “beta” license agreements.

Health System Contracts

The Health System Contracts Office is responsible for legally binding bilateral agreements specific to the UC Davis Medical Center, the School of Medicine, and the School of Nursing.

Business & Revenue Contracts

UC Davis Business & Revenue Contracts negotiates and executes all legally binding bilateral agreements for the Davis campus, including:

- Service agreements, including professional services agreements
- Consulting agreements unrelated to research
- Training agreements
- Reimbursement agreements
- Sponsorship agreements
- Facility and land use agreements for a period of less than one year and duration and which do not involve modifications to land or property
- Appraisals for non-real estate transactions
- Confidentiality agreements in anticipation of revenue or professional service agreements

¹For this and each of the following offices, the list of agreements is not intended to be exclusive.

FAOs

Why must this approval process be followed?

International agreements can be complex and often require multiple stakeholders to provide necessary expertise and input. Global Affairs will triage the agreements and route the agreements to the necessary stakeholders for their input. Additionally, input from the Office of the Campus Counsel, Office of Research, and Global Affairs is required for all international agreements provided to the Chancellor for signature.

How long will the agreement negotiation and approval process take?

The time required to conclude an agreement depends on its complexity, whether or not UC Davis templates are used, and the number and significance of changes proposed by the partner institution. In general, the average turnaround time for agreements is:

- UC Davis templates are used with minimal changes to terms: 2-4 weeks
- Other templates are used or significant changes proposed: 6-20 weeks

What if the collaborating institution wants to use its template instead of the UC Davis template?

UC Davis strongly encourages use of its templates for all international agreements. Alternative templates may be proposed, but may or may not be acceptable without significant revision. All non-UC Davis templates must be closely reviewed, commented on, and approved by the Office of the Campus Counsel and other campus stakeholders. This can result in significant delays.

Can a MOU be binding?

Yes. Although the UC Davis MOU template is explicitly non-binding, other MOUs can and often do include binding language which might unknowingly obligate UC Davis and lead to unintended consequences. For this reason, it is imperative that all MOUs receive GA approval prior to signing.

Who is eligible to submit a partnership agreement proposal to GA through this process?

Agreement proposals can be submitted by any UC Davis faculty, departmental administrator, or Center/Institute Director, with the support of their Chair, Dean, Vice Chancellor, or Vice Provost.

How long are agreements valid?

Depending on the agreement type and whether it is a new partnership or extension of an existing partnership, most agreements are valid for 3-5 years. Each agreement should explicitly state how long it is intended to last.

What is the process for renewing or terminating a partnership?

To renew a partnership, complete the agreement proposal form and submit to Global Affairs. The renewal proposal process is the same as that for new agreements. If the partnership has worked well and the terms of the original agreement remain current with limited or no revisions required, the timeline for approval is fairly short.

Each agreement has a termination clause which specifies the process and notification requirements for termination. If there is a decision to terminate an active agreement prior to its natural expiration, contact Global Affairs for guidance at globalaffairs@ucdavis.edu.

What if there is a dispute about the terms of agreement?

If there is a dispute about the terms agreement or a breach of contract, contact the [Office of the Campus Counsel](#) to discuss options for recourse.