

The Texas A&M University System

Health Science Center

Guidelines for the Administration of Materials Transfer Agreements (MTA's)

1. GENERAL

Cooperative transfer of independently developed research materials such as reagents, vectors, genetic lines, and other research tools from one institution to another is an essential aspect of scientific research. These unique materials generally constitute intellectual property that is proprietary in nature as it is owned by the institution though typically is managed by the researcher.

All transfers of proprietary materials between institutions should be accompanied by a written material transfer agreement (MTA), which is the contractual instrument most often used to define the terms and conditions for the exchange of materials. At a minimum, MTA's define and memorialize the exchange and acknowledge that the institution providing the material cannot be held liable for the recipient institution's use of the material. Other issues that MTA's typically address include: fee for transfer (if any), authorship and publication, the intellectual property rights of the provider institution and the recipient institution, and limitations on the use and further distribution of the materials.

The MTA process is further defined by the MTA type, which will be either: (i) "Incoming," which is used when a researcher at the recipient institution (HSC) requests/receives material(s) from a researcher at another institution or other organization; and (ii) "Outgoing," which is used when a researcher at the provider institution (HSC) is requested to provide material(s) to a researcher or other collaborator at another institution or other organization.

2. INCOMING MATERIAL: MTA PROCESS FOR MATERIALS REQUESTED BY HSC RESEARCHERS FROM OUTSIDE INSTITUTIONS

- 2.1. For transfer of tangible research materials to an HSC faculty member, the MTA document should be initiated and proposed by the providing institution and transmitted to the HSC as the recipient institution for use by the requesting researcher.
- 2.2. Upon receipt of the MTA document, the researcher should review the document to ensure the material description is accurate and appropriate for the research needs. The MTA should also be reviewed in order to ensure that any restrictions on use, intellectual property, and any other terms and conditions of the agreement are acceptable. If terms need revision, the researcher or an appropriate member of their component's administration should work directly with the provider to resolve the unacceptable issues. The researcher should confirm the MTA as acceptable with the component administration before acknowledging final acceptance with the provider.
- 2.3. Once deemed acceptable, two originals of the MTA signed by the researcher as the designated recipient scientist should be routed for approval by the department head and dean (or designee) to the Assistant Vice President for Research Administration for further handling. Any relevant correspondence with/from the provider institution should accompany the MTA.
- 2.4. The Assistant Vice President for Research Administration will review the MTA for compliance with HSC rules and System policies.

- 2.5. The MTA may also be reviewed by the Office of Technology Commercialization (OTC) and the Office of General Counsel (OGC). As a result of those reviews, further negotiations with the provider institution on terms and conditions may be required.
- 2.6. Once the OTC and OGC approve the MTA, if necessary, it will be signed by the Vice President for Research (or designee) as the designated official for the HSC and transmitted to the provider institution for final signatures.
- 2.7. Upon approval by the provider institution, the original, fully executed MTA will be returned to the Office of Research. A copy of the fully executed MTA will be forwarded to the OTC, the component dean (or designee), and the researcher.
- 2.8. The material may be transferred to the researcher at the recipient institution only after the MTA has been fully executed.

3. OUTGOING MATERIAL: MTA PROCESS FOR MATERIALS PROVIDED BY HSC RESEARCHERS TO OUTSIDE INSTITUTIONS

- 3.1. It is important to note that unless generated with personal resources and time, all research materials and tools managed by HSC researchers are owned by The Texas A&M University System (System) (TAMUS Policy 17.01 Intellectual Property Management and Commercialization).
- 3.2. The HSC researcher is responsible for preparing the MTA document to be used in the transfer of research materials developed at the HSC to an outside scientist or institution (receiver institution). The researcher will notify their department head, dean, or other HSC member designee for preparation of the appropriate MTA document.
- 3.3. HSC will use the standard HSC MTA (see item 4 below), which is based on the Uniform Biological Material Transfer Agreement (UBMTA), whenever possible to facilitate material exchanges. However, in the event that the material is the subject of a pending patent or the material has unique properties that warrant special consideration, the researcher should contact the Assistant Vice President for Research Administration to discuss creation of a custom MTA. This step will occur in consultation with the OTC and OGC, as necessary.
- 3.3. Once prepared, the proposed MTA must be routed for approval signatures through the department head and dean (or designee) to the Assistant Vice President for Research Administration, who will review the MTA for compliance with HSC rules and System policies and forward it to the receiver institution.
- 3.4. The material may only be transferred once the receiver institution returns the signed and fully executed MTA to the HSC Vice President for Research or designee. The VPR's Office will notify the researcher that transfer may occur.

4. UNIFORM BIOLOGICAL MATERIAL TRANSFER AGREEMENT (UBMTA)

In order to facilitate the exchange of materials among research institutions, the National Institutes of Health developed a standard MTA, referred to as the Uniform Biological Material Transfer Agreement (UBMTA), to be used for material exchanges. University administrators from over 300 institutions of higher education, federal agencies, research institutes, and hospitals, including the HSC, have agreed to use the UBMTA when appropriate. For institutions that have signed the UBMTA Master Agreement, materials may be transferred under the terms

of the UBMTA upon the execution of an Implementing Letter for the specific material transfer without requiring the agreements to go through the more extensive legal review process required for individually custom MTA's.

UBMTA's have the same routing requirements and process as other MTA's, however there is no need for further review by the OGC and OTC at either the provider or recipient institutions, which expedites the process. Both institutions must be signatories to the UBMTA for a simple Implementing Letter to be used. The UBMTA and the list of signatories is available on AUTM's website at www.autm.net. A copy of the UBMTA is also attached to this guideline.

5. SUMMARY AND IMPORTANT REMINDERS

Each time that a researcher desires to send or receive tangible research material(s), an MTA document should be prepared and signed by the institutions involved in the proposed exchange **prior to** the actual transfer of material. MTA's must be signed by the appropriate HSC officials to be considered valid; MTA's should never be signed only by the researcher. When initiating a request for MTA processing, the researcher should provide as much information as possible in order to facilitate the process. The researcher should anticipate that material exchanges involving for-profit entities may involve additional steps and therefore may take more time to process. **When the researcher is going to receive material from another institution, it is imperative that the researcher take all reasonable precautions in handling the material in accordance with the requirements of the MTA.**

For additional information regarding MTA's and the process described here, contact: Dr. Jim Joyce, Assistant Vice President for Research Administration (joyce@tamhsc.edu).