

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.

Faculty or administrator sponsors for each proposed international partnership are necessary for UC Davis international agreements (IA). The sponsor should become familiar with the following IA proposal form and approval process before engaging in any negotiations with potential partners or committing to any form of international partnership.

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

IA Proposal Form and Approval

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

STEP 1

- Contact GA 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 (GA) 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 contact Global Affairs at globalaffairs@ucdavis.edu.
- Incomplete agreement proposals will be returned to the agreement sponsor for completion. GA 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, GA will provide additional instructions to the agreement sponsor.

STEP 3

- GA 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 GA, in coordination with Office of the Campus Counsel, 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 GA at globalaffairs@ucdavis.edu. GA will add the document to the central agreements database.

Types of International Agreements

Memorandums of Understanding (MOUs)

MOUs can take the form of either non-binding general statements of mutual interest to explore opportunities for collaboration or binding contractual agreements. UC Davis MOUs must explicitly state whether they are intended to be binding or non-binding; an agreement becomes binding when it provides for commitment of university funds, staff, facilities, or other university resources. A general agreement that lists areas of possible joint activities, without creating financial obligations or committing resources is generally a non-binding agreement.

Generally speaking, non-binding MOUs are signed on behalf of a college, school, department, center, or unit. The content of the MOU and the profile of its activity will assist in determining the level of delegated authority needed to sign an MOU.

Only authorized individuals may enter into and execute a MOU pursuant to a specific delegated authority.

Agreements of Cooperation (AOC's)

One type of non-binding MOU our campus uses is the Agreement of Cooperation (AOC). AOCs are signed on behalf of the campus. The Chancellor and the Associate Chancellor/Vice Provost for Global Affairs are the institutional signing authorities for an AOC.

An AOC is a non-binding **campus level agreement** wherein the parties express their intent to cooperate with the understanding that they will implement the cooperative partnership with further agreements in the form of binding agreements (see below) regarding specific collaborations. UC Davis uses a pre-approved [AOC template](#) which **may not be modified without approval** from GA and Office of the Campus Counsel.

An AOC is ordinarily a **pre-requisite** to a College/School/Unit level binding agreement, so unless there is the intent to develop specific MOUs or contractual agreements, there may be no need for an AOC. Multiple MOUs or contractual agreements from different units may be developed under a single AOC.

Contractual Agreements

Contractual agreements are formal contracts detailing the terms and conditions of specific projects or collaborations and contain terms that are legal and binding on both parties. These contracts can be called by a variety of names, including MOU, but it is the content of the agreement that controls whether or not it is legally binding, not the name. UC Davis international contractual agreements are necessary whenever there is a specific commitment of university resources including funds, staff, facilities, or other UC Davis assets.

Depending on the type of agreement, university resources being committed, and the funding source, only individuals delegated a specific authority from the Chancellor may execute such binding agreements.

FAQs

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, or the Chancellor's designee, 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?

The UC Davis MOU template is explicitly non-binding. Nevertheless, 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 GA. 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 GA for guidance: globalaffairs@ucdavis.edu.

For research agreements, should I work with the Global Affairs or the Sponsored Programs Office?

Agreements between UC Davis and international entities expressing intent and goodwill to work together in broadly described areas of research and academia are handled by GA in coordination with the Office of Research. Agreements should not include terms that purport to bind UC Davis to commitment of deliverables, specific measurable effort of faculty or other UC Davis staff, space, or detailed statements of work.

If any of the following appear in an agreement, it should be routed to the [Office of Research](#) or the [Sponsored Programs Office \(SPO\)](#), with a copy provided to GA for coordination purposes only:

- Intellectual Property ownership or licensing terms
- Confidentiality terms which infers there is sharing of information, data, technology, business proprietary, human subjects or other sensitive data
- Risk Management clauses, related to insurance, indemnification or warranties: This represents a liability and responsibility that the University may be taking on, which infers some type of activity or specific project is being carried out
- Pricing or payment terms
- Deliverables required, including technical reports
- A specific scope of work is included
- Publication limitations
- Extramural funded research

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.

UC Davis

International Agreement Proposal Form

I. AGREEMENT SPONSORSHIP

UC Davis faculty/administrator proposing this agreement:

Name: [Click here to enter text.](#)
Position/Title: [Click here to enter text.](#)
College/ School: [Click here to enter text.](#)
Department/Division: [Click here to enter text.](#)
UC Davis Email: [Click here to enter text.](#)
Office Phone: [Click here to enter text.](#)

UC Davis point of contact for questions regarding this proposal if different from individual named above:

Name: [Click here to enter text.](#)
Position/Title: [Click here to enter text.](#)
College/ School: [Click here to enter text.](#)
Department/Division: [Click here to enter text.](#)
UC Davis Email: [Click here to enter text.](#)
Office Phone: [Click here to enter text.](#)

II. ACTIVITY DESCRIPTION:

Is this a new agreement or renewal of an existing agreement?

- New agreement or activity
- Renewal, modification, or addendum to an existing agreement
 - All required reports have been sent to Global Affairs and justify renewal
- Follow-on agreement to an initial agreement (e.g. pursuant to an umbrella AOC)

Indicate the general form(s) of cooperation contemplated by this agreement (mark all that apply):

- Joint research activities, publications and library exchanges;
- Exchange of invitations to scholars for lectures, talks, and sharing of experience;
- Exchange of invitations to scholars to participate in conferences, colloquia and symposia;
- Exchange of information in fields of interest to both parties
- Exchange of faculty for teaching
- Exchange of students for study
- Exchange of faculty for research
- Exchange of students for research
- Exchange of materials, data, or patents/inventions/technologies
- Other (please describe) [Click here to enter text.](#)

Will activities contemplated by this agreement require any of the following (mark all that apply):

- Intellectual property or licensing terms
- Sharing of information, data, technology, business proprietary, human subjects or other sensitive data
- Hiring foreign nationals to perform work outside the US
- Establishing a legal presence outside the US
- Clinical work - observation and treatment of patients
- Shipment/transmission (e.g. via email) of research materials, equipment, or technical data outside the U.S.
- Construction or leasing of office space
- Do not know or not yet determined
- None of the above

Indicate the desired outcome of this proposal:

- General MOU (no intent to legally bind either party to any terms of agreement)

- Student Exchange Agreement
- Faculty/Staff Exchange Agreement
- Research Agreement
- Exchange of materials, data, or potentially patentable ideas
- Other (please describe) [Click here to enter text.](#)

Anticipated Term of Activity (standard term for AOC's is 4 years)

Start date: [Click here to enter a date.](#)

End date: [Click here to enter a date.](#)

III. COLLABORATING INSTITUTION OR ENTITY

Name of Institution/Entity: [Click here to enter text.](#)

Sponsoring Division/Unit: [Click here to enter text.](#)

City: [Click here to enter text.](#)

Country: [Click here to enter text.](#)

Website: [Click here to enter text.](#)

Contact Person: [Click here to enter text.](#)

Position/Title: [Click here to enter text.](#)

Email: [Click here to enter text.](#)

Office Phone: [Click here to enter text.](#)

IV. DETAILS OF COLLABORATION

1. Briefly describe why this institution/entity was selected for collaboration and its specific strengths. How will this agreement benefit the UC Davis and your unit?
[Click here to enter text.](#)
2. Briefly describe any previous and/or current collaboration(s) or agreement(s) between your unit and this institution and outcomes achieved per this linkage.
[Click here to enter text.](#)
3. Provide a brief summary of the proposed activity including expected outcomes and potential participants. Describe the current status/stage of these discussions.
[Click here to enter text.](#)
4. What university resources and/or specific funding will be required to carry out the proposed activity?
[Click here to enter text.](#)
5. If this is a renewal of an existing partnership, briefly discuss the outcomes achieved over the term of the agreement and evaluate the extent to which the purpose of the agreement was met.
[Click here to enter text.](#)
6. Is there any other relevant information that you believe will be helpful for assessing the IA proposal? [Click here to enter text.](#)

V. AGREEMENT ENDORSEMENTS (Required) – please print form and obtain written signatures

Faculty/Administrator Sponsor _____ Date: _____

Chair/Director/Associate Dean _____ Date: _____

Dean _____ Date: _____

Submit the completed proposal to GA with required signatures to:

Global Affairs at globalaffairs@ucdavis.edu or call (530) 754-9707