

UNIQUEST



CREATE CHANGE

**Memorandum of Understanding (MoU):
The University of Queensland and UniQuest Pty Limited**

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1. Not legally binding

This MOU is not intended to be legally binding on the parties or to give rise to any legal rights or obligations.

2. UniQuest Purpose

Through commercialisation of intellectual property, in partnership with UQ researchers, we create societal and economic impact.

3. Purpose building blocks – definitions and measures



	Financial	Impact	Economic contribution	Stakeholder engagement	Efficiency
Definition	<ul style="list-style-type: none"> Financially sustainable over the longer term in line with current funding arrangements and splits pursuant to the UQ IP Policy 	<ul style="list-style-type: none"> Broad focus on commercialisation opportunities across all research areas of the University. Research impact is defined by the Australian Research Council's Research Impact Principles and Framework as "the contribution that research makes to the economy, society, environment or culture, beyond the contribution to academic research." 	<ul style="list-style-type: none"> Playing a role in supporting the University's contributions towards the economic growth of Queensland and Australia 	<ul style="list-style-type: none"> Being customer centric, ethical fair, transparent and inclusive in the commercialisation process Building productive and strategic relationships externally and internally 	<ul style="list-style-type: none"> Making decisions and pursuing opportunities that are within UniQuest's control, in an efficient manner
Indicative key measures of success	<ul style="list-style-type: none"> Net financial position over a five-year period (taking into account operating performance and reserves). Total commercialisation income generated per FTE 	<ul style="list-style-type: none"> % coverage across Faculties and Institutes Number of active commercialisation opportunities under pursuit across each Faculty and Institute Brand and reputational impact (exact measure used TBC) 	<ul style="list-style-type: none"> Number of jobs created in spinouts, including employed by UniQuest Number of "buy-outs" of UQ owned start-ups Number of Australian owned start-ups Equity held in start-ups 	<ul style="list-style-type: none"> Net promotor score (NPS) and qualitative feedback from internal UQ stakeholders External feedback from strategic partners 	<ul style="list-style-type: none"> Average time (days) for UniQuest to make an initial pathway decision (days) Average response time (days) to queries from researchers

4. MoU

Purpose of the	To provide clarity on the key elements of the working relationship between UQ and UniQuest that promotes collaboration, prioritisation, and alignment to support the achievement of the UQ's strategic objectives.			
	Joint Principles			
Operating Principles	<ul style="list-style-type: none"> • UniQuest and the University Senior Executive Leadership team will work in collaboration to achieve UQ's strategic objectives. • UniQuest and UQ will collaborate to pursue new commercialisation funding opportunities. 			
		UniQuest		UQ
	1	UniQuest will manage the commercialisation of University-owned IP as defined under the UQ IP policy. ¹	11	UQ will ensure that the University's Strategic Plan highlights the importance of commercialisation as a pathway for the translation of UQ research.
	2	UniQuest has sole ¹ responsibility for making decisions on commercialisation opportunities in a manner consistent with the UQ IP Procedure.	12	UQ will clarify its risk appetite towards commercialisation funding and investment [via UQH/VC].
	3	UniQuest will support UQ to ensure that UQ researchers involved in commercialisation adhere to the UQ policy and procedures, including Conflicts of Interest and IP.	13	UQ will ensure that activities supporting commercialisation are recognised and rewarded in the academic professional development framework.
	4	UniQuest is responsible for its financial sustainability in line with current funding arrangements and splits pursuant to the UQ IP Policy.	14	UQ researchers will be held accountable for compliance with the UQ policy and procedures, including Conflicts of Interest and IP.
	5	UniQuest will provide regular and timely feedback to UQ researchers on the progress of commercialisation projects.	15	UQ will provide a management process, including UniQuest representation, for ensuring commercialisation issues are dealt with in a timely fashion.
	6	UniQuest will provide visibility and regular reporting of the University's commercialisation pipeline managed by UniQuest at the individual and/or aggregate level.	16	UQ will, in consultation and collaboration with UniQuest, support the pipeline of commercialisation opportunities through reinvestment of its net commercial returns.
	7	UniQuest will ensure all investment and funding decisions are consistent with the University's risk tolerance framework and protect the University's reputation.	17	UQ will support the pipeline of commercialisation opportunities through shared leadership, inclusivity and action across the Faculties, Institutes and the Office of the Deputy Vice-Chancellor (Research and Innovation), advancement and global engagement in collaboration with UniQuest.
	8	UniQuest will provide commercialisation related training for UQ researchers and UQ professional staff.	18	Where UniQuest's expertise may be best applied, UQ will consider inclusion of UniQuest in key committees and strategic initiatives/projects that are related to research commercialisation.
9	UniQuest will actively communicate with stakeholders to enhance UQ's reputation for commercialisation of its research and for the societal and economic benefits that result.	19	Where applicable, UQ will actively communicate with stakeholders, in collaboration with UniQuest, to support UniQuest's leadership in research commercialisation.	
10	UniQuest will coordinate with UQ, UQ's researchers and staff to optimise engagement for industry and government stakeholders.	20	UQ will coordinate with UniQuest, UQ's researchers and staff to optimise engagement for industry and government stakeholders.	

¹ Excluding the commercialisation of IP managed by JKTech, and with exceptions only to be approved by the Vice-Chancellor and President of UQ

MoU (cont.)

<p>Agreed roles</p>	<ul style="list-style-type: none"> • UniQuest: UniQuest is the commercialisation vehicle for UQ IP. UniQuest works collaboratively with the Office of the DVCRI, Faculties, Institutes and researchers to ensure it is in the best position to decide the most suitable commercialisation pathway for research. UniQuest provides both education support and commercial advice in relation to commercialisation. • UQ: UQ generates a broad range of education and research and the Faculties, Institutes and researchers work collaboratively with UniQuest to pursue the most suitable commercialisation pathway to further develop or progress the commercialisation opportunity for the research.
<p>Reporting</p>	<ul style="list-style-type: none"> • The effectiveness and adherence to the agreement will be evaluated by the UniQuest Chair and CEO, together with the Provost and DVCR&I. These will be reported to the UQH Board and the UQ Vice-Chancellor.
<p>Mechanisms for dealing with issues</p>	<ul style="list-style-type: none"> • Commercialisation decisions: Matters relating to commercialisation decisions will progress to the Commercialisation Pathways Advisory Group, with final decision by the DVCR&I. • Operational matters: Issues relating to the operations of UniQuest will initially be escalated to the UniQuest Board. If resolution is not achieved, the matter should be progressed to the UQ Holdings Board. If required, final decision maker to achieve a resolution.
<p>Authorised officials</p>	<ul style="list-style-type: none"> • UniQuest: UniQuest CEO and Chair, UniQuest Board • UQ: Vice-Chancellor and President, Deputy Vice-Chancellor (Research & Innovation) and Provost
<p>Terms of the MoU</p>	<ul style="list-style-type: none"> • This MoU will become effective upon signature by the authorised officials from UQ and UniQuest and will remain in effect for a term of five years and reviewed annually. • This MoU may be modified by mutual consent of the authorised officials from UQ and UniQuest.

5. Examples of collaboration

UQ Stakeholder	Supporting activities by UniQuest
Office of the Deputy Vice-Chancellor (Research and Innovation) (DVCR-I)	<ul style="list-style-type: none"> • UQ Policies and Procedures – assistance as relevant e.g. UQ IP Policy and Procedures • Guidance and support for UQ financial conflict of interest management (PVCR) • Provision of case studies and other supporting data supporting UQ’s Research Impact eg ARC E&I • Support for securing of secondary gains to UQ from industry-funded research • Support for accredited courses • Provision of advice on Inter Institutional Agreements • Participation on UQ Interview panels • Delivery of the annual commercialisation workshop • Stakeholder management and representation on research committees (MRFF advisory committee, CPAG, etc) • Support for Industry Connect • Input to ensure alignment of job titles, roles and responsibilities across UQ to ensure these are consistent and aligned • Input into research strategy development • Assist with large scale deals for the development of transdisciplinary research initiatives • Ensure alignment of roles and responsibilities of RPMs and Innovation Brokers to ensure protection of UQ IP
Global Engagement	<ul style="list-style-type: none"> • Collaboration through entrepreneurship steering committee, senior executive missions/roadshows • Support and engagement with UQ Ventures • Advice and guidance for discussions with third party investors
Advancement	<ul style="list-style-type: none"> • Advice regarding IP rights for funding of UQ research that has potential commercialisation returns
Faculties and Institutes	<ul style="list-style-type: none"> • Participation in Faculty and Institute advisory committees and IP and/or industry engagement committees • Co-location in Faculties and Institutes of UniQuest staff • Coaching and mentoring for commercialisation including early-stage opportunity development • Collaboration on commercialisation pathways for IP opportunities
Legal Services	<ul style="list-style-type: none"> • Provision of specialist, technical and practical IP and conflict of interest advice in commercialisation e.g. input into UQ precedents, secondary employment etc.
Marketing and Communications	<ul style="list-style-type: none"> • Input into relevant external communications which relate to research and related commercialisation outputs

6. Operational governance and accountability summary – RACI

Key ecosystem steps/elements	Details	UniQuest Board	UniQuest Management	UQ Leadership		UQ Faculties & Institutes	UQ Originating Researchers	UQ Research Partnership Managers
				Provost	DVCR-I			
Agree commercialisation priorities through partnership agreements	Work with Faculties and Institutes to agree priorities aligned to research impact areas to drive clarity	A	R	C	C	R	C	C
Set clear researcher commercialisation performance expectations	UQ will ensure that activities supporting commercialisation area recognised and rewarded in the professional development framework	I	C	A	C	R	C	I
Develop commercialisation framework/criteria	Develop a clear decision-making framework and criteria, including rationale for outcomes	I	A R	I	C	C	C	I
Apply commercialisation framework/criteria	Apply agreed framework and criteria to commercialise opportunities	I	A+R	I	C	I	C	I
Commercialisation pathway assessment	Asses the most suitable pathway for commercialisation opportunities	I	A+R	I	C	I	C	I
Review of disputed pathway decision or outcome	Role of Commercialisation Pathways Advisory Group	I	C	A+R	A+R	C	C	I
Reporting of commercialisation pipeline and key outcomes	Standardised periodic reporting of pipeline progress and key outcomes to relevant stakeholders	I	A+R	I	I	I	I	I
Application of IP and COI policies and procedures	Consistent application of relevant policies as they relate to commercialisation	I	C	C	A+R	R	R	I
Awareness and training of researchers in commercialisation	Seminars, Commercialisation Workshop and mentoring to be provided to researchers	I	R	I	A+R	C	C	I
Communication, commercialisation outcomes and achievements	UniQuest will collaborate with UQ to inform internal and external stakeholders regarding commercialisation outcomes and researchers' journeys	I	R	I	A+R	C	C	I

7. RACI definitions

RACI	Explanation	
Responsible	<ul style="list-style-type: none"> The division/individual(s) who perform the task, responsible for the action/implementation The degree of responsibility is defined by the Accountable person “Rs” can be shared 	“THE DOER”
Accountable	<ul style="list-style-type: none"> The division/individual(s) who is ultimately accountable Has Yes/No power, as well as power of veto Ideally, only one “A” can be assigned to a process step/activity 	“THE BUCK STOPS HERE”
Consulted	<ul style="list-style-type: none"> The division/individual(s) to be consulted prior to an action being taken or a final decision made Encourages two-way communication “Cs” can be shared 	“GET ALL THE FACTS”
Informed	<ul style="list-style-type: none"> The division/individual(s) who need to be informed after an action has been taken, or a decision is made “Is” can be shared 	“KEEP IN THE PICTURE”

8. Signature of Parties

DATED

23 AUGUST 2022



Signature

Name: Professor Deborah Terry AO

Title: Vice-Chancellor and President

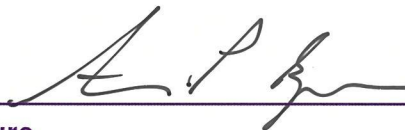
SIGNED on behalf of
The University of Queensland
In the presence of:



Signature

Name: Professor Mark Blows

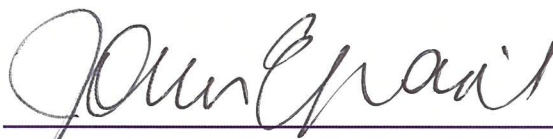
Title: Acting Deputy Vice-Chancellor (Research & Innovation)



Signature

Name: Professor Aidan Byrne

Title: Provost

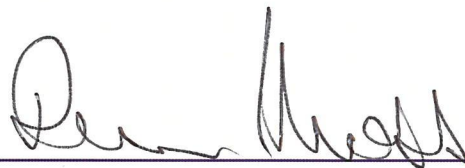


Signature

Name: Mr John Grant

Title: Chair, UniQuest Board

SIGNED on behalf of
UniQuest Pty Limited
In the presence of:



Signature

Name: Dr Dean Moss

Title: Chief Executive Officer

Adjunct Professor in the Office of the

Deputy Vice-Chancellor (Research & Innovation)