

**The De La Salle University
Knowledge and Technology Transfer Policy**

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The De La Salle University Knowledge and Technology Transfer Policy

1. Introduction

University Knowledge and Technology Transfer is the process by which academic research outputs, technologies, creative works, skills, and knowledge are translated into products and services to make them more accessible to the general public so that they can directly benefit society. With the enactment of the Philippine Technology Transfer Act of 2009 (RA 10055, 2009), the Innovative Startup Act (RA 11337, 2019), and the Philippine Innovation Act (RA 11293, 2019), the Philippine ecosystem for technology transfer and entrepreneurship has encouraged the transfer of research outputs, knowledge, and skills into commercializable products and services. Aside from publication, universities now have an opportunity to utilize their research results via the different modes of commercialization such as sale, licensing, and the creation of new ventures (i.e., spinoffs and startup companies). Moreover, as recipients of public funding for research, all universities and Research and Development Institutions are mandated to exert efforts to commercialize their research outputs to positively impact the Philippine economy.

2. Purpose and Interpretation


- 2.1. The purpose of this policy is to provide a process for transferring knowledge and technology from the University to society through the different modes of commercialization, such as sale, licensing, or creation of new ventures that would lead to economic and social impact, while remaining consistent with the mission-vision of the University. This policy shall provide structures and procedures to manage relationships among researchers, the University, and third parties to ensure that their respective interests are protected. It shall also provide a mechanism to ensure compliance with relevant laws and to manage risks and potential conflicts of interest.
- 2.2. To the extent possible, this policy shall be read as a whole and in context to give effect to every word in the policy. The provisions of this policy should be harmonized together with the DLSU Intellectual Property (IP) Policies and its Implementing Rules and Regulations (IRR) and not read to create a conflict.
- 2.3. The DLSU IP Office (DIPO) was established to facilitate the protection and management of University- and technology transfer activities. The DLSU Innovation and Technology Office (DITO) shall support the DIPO by providing IP protection and technology transfer services. The DITO can provide services to third parties outside the University to realize of serving society.

3. Objectives

The DLSU Knowledge and Technology Transfer Policy shall have the following Objectives:

- 3.1. Facilitate the utilization of knowledge and research outputs for positive socioeconomic impact.
- 3.2. Provide rules for different commercialization strategies for the transfer of knowledge and technology by the University.

- 3.3. Manage ownership issues, risks, conflicts of interest, and conflicts of commitment arising from the practice of knowledge and technology transfer.
- 3.4. Establish knowledge and technology transfer agreements among the University, University employees, and third parties.
- 3.5. Clarify the duties and responsibilities of the University, University employees, and third parties in relation to knowledge and technology transfer.
- 3.6.

- 4.10. New Venture a legal entity¹ established for the purpose of commercializing University-owned Intellectual Property.
- 4.11. Revenues all monetary benefits derived as a result of the development, production, transfer, use, and/or commercialization of intellectual property rights, including income from assignments, and royalties from licenses.
- 4.12. Spinoff an independent business technology taker with a separate legal personality from the Government Funding Agency, Research and Development Institution and researcher, and created through the initiative of the researcher-employee who generated the technology.
- 4.13. Startup any person, team, or registered entity in the Philippines which aims to develop an innovative product, process, business, or service model.
- 4.14. University Employee teaching and/or research faculty, academic service faculty, academic service personnel, and co-academic personnel whether part-time, full-time, contractual, or casual employees, including project staff of the De La Salle University. It shall also refer to visiting professors or other persons who have official teaching, research, or other academic engagement with the University.
- 4.15. University-owned Intellectual Property, or University-owned IP intellectual property that is owned or has been assigned to the University pursuant to the University's intellectual property policies. Such University-owned IP include but are not limited to, patents, utility models, software, copyrighted materials, and trademarks.
- 4.16. University Knowledge and Technology Transfer transfer of rights to use new discoveries and innovations resulting from university research to another party in order to transform the research into products/services to be utilized by society. University Knowledge and Technology Transfer activities include, but are not limited to: licensing, assignment, donation, 474assi u Tf1 0 0 1 141.05 330.1 

6.1. Protection and Management of Intellectual Property

- 6.1.1. Secure and manage the protection of University-owned IP and advise faculty, students, and staff in the protection of their own Intellectual Property, which may include registration for protection with the Intellectual Property Office of the Philippines (IPOP HL).
- 6.1.2. When appropriate, procure services of Intellectual Property service providers for the protection of University-owned IP.
- 6.1.3. Lead efforts in implementing the DLSU Intellectual Property policies and in drafting strategies, guidelines, and procedures concerning management of University-owned IP.
- 6.1.4. Recommend to the Vice-Chancellor for Research and Innovation (VCRI) appropriate actions for enforcement of Intellectual Property rights and coordinate with the Office of the University Legal Counsel (OULC) for the filing of appropriate actions and other measures to protect the Intellectual Property rights of the University.
- 6.1.5. Review documents that involve Intellectual Property matters, which include among others IP ownership in third-party agreements, pursuant to the University Policy on the Legal Review of Contracts.
- 6.1.6. Perform other functions analogous to the foregoing.

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- 6.3.2. Answer queries from faculty, students, and staff, on matters relating to Intellectual Property, and Knowledge and Technology Transfer.
- 6.3.3. Organize awareness activities on Intellectual Property and Knowledge and Technology Transfer.
- 6.3.4. Supervise and manage the activities of the student organization for Intellectual Property (Intellectual Property Advocates).
- 6.3.5. Establish partnerships with industry and other external stakeholders to fulfill its mandate.
- 6.3.6. Co-represent the University in events, organizations, and societies relating to Intellectual Property, and Knowledge and Technology Transfer.

6.4. Management of Office Operations

- 6.4.1. Prepare and execute its own document management system for recording its transactions.
- 6.4.2. Coordinate internally with other functional units in the University to achieve its objectives.
- 6.4.3. Communicate periodically the performance of the office to stakeholders.
- 6.4.4. Manage budget for activities related to its functions.

7. Functions of the DLSU Innovation and Technology Office

The DLSU Innovation and Technology Office (DITO), a unit under the OVCRI, is headed by a Manager and shall have the following functions³:

7.1. Support for University Knowledge and Technology Transfer

- 7.1.1. Support the DIPO in implementing the Knowledge and Technology Transfer Policy and in drafting strategies, guidelines, and procedures concerning knowledge and technology transfer in the University.
- 7.1.2. Support the DIPO in managing the utilization and commercialization of University-owned Intellectual Property.
- 7.1.3. Create and execute marketing strategies for University researchers and their innovations.
- 7.1.4. Take the lead in the negotiation of licensing agreements and other licensing-related contracts, on behalf of the University.

³ The functions of the DITO listed in this DLSU Knowledge and Technology Transfer Policy are the same as those listed in Section 12 of the DLSU IP Policies.

- 7.1.5. Monitor the progress of licensees and ensure that the Parties comply with their contractual obligations under a licensing agreement.
- 7.1.6. Receive royalty payments from licensees on behalf of the University and assist the OVCRI in the computation of royalty payments from Intellectual Property licensing agreements.
- 7.1.7. Perform other functions analogous to the foregoing.

7.2. Engagement with Internal and External

8. Functions of the Knowledge and Technology Transfer Committee

8.1. The Knowledge and Technology Transfer Committee (KTTC) is established and shall have the following purposes:

8.1.1. Recommend to the University Chancellor whether an application for licensing University-

Business Incubator; (2) the University Legal Counsel; and (3) an Industry Advisor nominated by the committee.

8.3. The KTTC may make decisions via email referendum or an online meeting.

8.4. Creation of the DLSU Innovation Group

The DLSU Innovation Group (DIG) is created to serve as a venue for members of the University to discuss all matters pertaining to technology transfer, commercialization, and innovation. It shall be presided by the Manager of the DLSU Innovation and Technology Office as Chair (as delegated by the Vice-Chancellor for Research and Innovation) and the Director of the DLSU Intellectual Property Office as Vice-Chair, and the following as members de officio: (1) Deans of all the Colleges of the University or their authorized representatives; (2) Research Center Directors under the VCRI or their authorized representatives; and (3) Executive Director of the DLSU Animo Labs Business Incubator. Other members of the academic community may be invited as resource persons or guests. It shall meet at times agreed upon by the members of the DIG, which shall be at least once per term. It shall be an attached group and supported by the budget of the OVCR.

9. Modes of Transfer

9.1. Licensing

9.1.1. Licensing to a third party

9.1.1.1. A third party interested in licensing a University-ow5(h)-11(e)-10*ⁿBT/F1 11 .5

specifically identify the University-owned IP that the new venture intends to license.

- 9.1.2.2. After an evaluation of the letter of intent, the DIPO Director endorses the letter to the DITO Manager. The DITO Manager shall discuss with the University employee the process of licensing the University-owned IP, including the signing of a confidentiality agreement, and the terms of a draft licensing agreement.
- 9.1.2.3. Upon agreement, the University and the University employee or an authorized representative of the new venture, as the case may be, shall sign a licensing term sheet, which shall contain the key terms of the licensing agreement.
- 9.1.2.4. After the signing of the licensing term sheet, the University employee or the new venture shall submit the University IP Licensing Form (UIPLF) to the DITO Manager. The University employee or the new venture must enclose a Business Plan for the proposed new venture with the UIPLF. In addition to the Business Plan, other documents that can support the request may be included with the UIPLF. Non-limiting examples of these additional documents are:
 - a. Financial documents
 - b. Financial projections
 - c. Documents to support legal, social, environmental, or other impacts of the proposed transaction
 - d. Background documents of the University employee
 - e. Documents relating to regulatory requirements or exemptions
- 9.1.2.5. Upon the complete submission of the requested documents, the DITO Manager shall endorse the request to the KTTC. The University employee or the new venture shall be required to make an oral presentation of their request to the KTTC unless waived by the DITO Manager or the KTTC.
- 9.1.2.6. The KTTC shall evaluate the application based on the criteria provided in Chapter 9.1.5 of this Knowledge and Technology Transfer Policy and shall submit to the University Chancellor a recommendation on the IP licensing request.
- 9.1.2.7. Prior to the issuance of a recommendation to the University Chancellor, the KTTC may recommend to the University Chancellor the grant of a provisional license, the validity of which shall not exceed six (6) months.

stated in the IRR of the University Intellectual Property Policies for consideration by the KTTC.

9.1.3.3. The KTTC may recommend whether the condition of taking a leave of absence as stipulated in Article VI, Section 12 of R.A. 10055 is applicable for the concerned university employee.

9.1.3.4. The new venture may be required to engage the services of a business incubator for business incubation if such a requirement is stipulated in an agreement with a funding agency or is part of the licensing agreement. The DITO may refer business incubators (such as the Animo Labs Business Incubator) to a new venture when deemed necessary by the DITO to help improve the chances of success of the new venture.

9.1.4. **Relationship between a University employee, who intends to establish or participate in a Company undertaking commercialization of University-owned IP, and the University; Relationship between the University and the Company; and Relationship between the University employee and the Company**

9.1.4.1. The relationship between a University employee and the University is an employer-employee relationship. As part of the University, the University employee is responsible for complying with the applicable University employment manuals and contracts,

- 9.1.5.1. Market relevance of the product and/or service
- 9.1.5.2. Commercial viability and business model
- 9.1.5.3. Benefits of venture formation to the University and the new venture company
- 9.1.5.4. Business plan feasibility
- 9.1.5.5. Competitive advantage
- 9.1.5.6. Proposed management of the new venture company
- 9.1.5.7. How Conflict of interest and Conflict of commitment will be managed
- 9.1.5.8. Capitalization, or financial arrangements
- 9.1.5.9. Current status, accomplishments to date, timeline, and use of funds
- 9.1.5.10. Future company plans
- 9.1.5.11. Compliance with other University policies and procedures

9.2. Sale, Assignment, and Donation of University Intellectual Property

9.4. **Other Modes of University Knowledge and Technology Transfer**

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10.3.4.

and Technology Transfer Policy made in one case shall not serve as a precedent to any future or subsequent case.

16. Preservation of Existing Rights