

21. Agreements with external organisations

21.1 Background

Agreements with external organisations can take several different forms including but not limited to:

- **Collaborative or Contract Research Agreements** in which the work plan is clearly described and agreed in advance in a project protocol with a predefined deliverable. Such agreements are made with the Dept. of Health, Research Councils, Charities and Industry.
- **Sponsored Post and Programme Agreements** in which research into an area of mutual interest to Barts Health or Queen Mary and an external organisation is to be financed by the external organisation. Such agreements are not bound by a protocol or specify a predefined deliverable and the external organisation could be a company.
- **Site Agreements** in which Queen Mary or Barts Health agrees for a local site to participate in a clinical trial for which the chief investigator is an employee of either organisation. This agreement outlines the delegation of sponsor responsibilities, as stated in the NHS UK policy framework for health and social care research, 2017, between two or more organisations.
- **Other agreements** such as Consultancy Agreements, Material Transfer Agreements, Confidentiality Agreements, Supplier Agreements, Studentships and Sub-Contracts.

21.2 Policy

All significant external collaborations must be covered by an appropriate agreement. The final responsibility for the wording of agreements will be with the JRMO and ultimately the Chief Medical Officer for Barts Health or Queen Mary's Chief Operating Officer.

The Director of Research Development is to be Barts Health's legal signatory for such agreements. Queen Mary's Chief Operating Officer is its Legal Signatory. The Director of Research, Enterprise and Partnership, Operations Manager Pre-Award and Queen Mary Associate Director for Business Development will act upon delegated powers from the two organisation's legal signatories and be an approved signatory within financial limits determined by the two organisations.

Agreements with external organisations must ensure at a minimum that:

- Appropriate costs to Barts Health and Queen Mary (including VAT, if appropriate) are properly recovered
- Queen Mary and Barts Health's intellectual property rights are properly protected
- All risks (e.g. liabilities) are properly considered and minimised
- Time scales and contract milestones are clearly defined
- There is a clear definition of quality
- Any external regulatory, ethical and financial approvals are obtained
- There are clear statements outlining the responsibilities of the different parties involved in the agreement

- There is an agreement to fulfil the obligations of confidentiality for personal information

Whenever possible, model agreements (usually NHS or Brunswick model templates) and standard wording will be used.

Where an External Organisation is unable to accept the standard contract wording, variations will be negotiated on their merits by the JRMO or Queen Mary Business Development. An external organisation's standard agreement cannot be accepted without a full review by the JRMO, to ensure compatibility with standard models. Careful consideration will be given to the use of external organisations' standard agreements and unacceptable clauses will be modified or removed. Should an acceptable compromise to contract wording not be possible in the best interests of Barts Health or Queen Mary, the agreement with the external organisation will not be signed.

Both Barts Health and Queen Mary reserve the right to refuse funding from external organisations on ethical or moral grounds. The JRMO will liaise with Barts Health and Queen Mary Officers to ensure that no contract negotiations are entered into with external funders that, in the opinion of either organisation, do not satisfy the criteria set out in their respective policies in this area or their published standards of business conduct.

Any internal dispute over the terms of an agreement, or its classification as commercial or non-commercial, will be referred to an appropriately qualified senior officer in Barts Health or Queen Mary. Where agreement cannot be reached with an external funder over the content of a contract (including price) the matter will be referred to an appropriately qualified senior officer, in Queen Mary or Barts Health, for a final decision, or made subject to the relevant dispute resolution process as appropriate.

This policy applies to both Barts Health and Queen Mary.