

# **INNOVATION AND TECHNOLOGY MANAGEMENT POLICY**

## **PART A: GENERAL INTRODUCTION**

### **1.0 Introduction**

The University of Lagos innovation ecosystem is rapidly expanding with the establishment of additional platforms to deepen innovation with the desire and mandate to turn its campuses into innovation workspace that accelerates the University's societal impact. Notwithstanding this expansion, industry uptake of the outcomes of these inventions is low. Consequently, the University and its community members have not maximized and benefited substantially from these inventions. Many reasons have been adduced for these difficulties, principal amongst these is the lack of the appropriate governance and policy framework for institutionalizing academia-industry engagements for the uptake of innovation outcomes to create an economic value chain for prosperity. Thus, it has become imperative to promulgate policy guidelines and governance structure to deepen and consolidate the innovation ecosystem at the University of Lagos. This policy covers the innovation ecosystem, the vision, mission and philosophy of the innovation and technology management office as well as organization mandates. The policy equally encapsulates the frameworks for governance and pathways to intellectual property rights and commercialization of innovation outcomes in the university. It also contains guidelines for dispute resolution, royalty management and funding models for a sustainable innovation ecosystem, including those for driving innovation education and emplacing affirmative actions to support diversity and inclusion for creating equal opportunities for all members of the community. Additionally, the policy provides pathways for external actors in the innovation space to partner with the University. In essence, this policy is geared towards transforming the university into an innovation workspace.

### **2.0 Declaration**

University of Lagos is committed to disclosing and utilizing ideas and discoveries for the greatest possible public good; to protecting the rights of the University faculty, staff, and student body, as well as those of the institution itself; and abiding by the global best practices in innovation and technology management.

### **3.0 Objectives (purpose of the policy)**

The UNILAG Innovation and Technology Management Policy seeks to provide framework and governance guidelines for harnessing and coordinating campus-wide innovation for greater societal impact. In addition, it seeks to provide frameworks to create a conducive, stable and

sustainable environment that transforms the University of Lagos into a vibrant innovation workspace. Other specific objectives of the policy include to

1. Provide pathways for engagements and collaboration between the university and external audiences (entrepreneur, industry, venture capitalist, alumni, etc.).
2. Provide the organizational flow path amongst the various elements within the University of Lagos Innovation ecosystem
3. Provide guidelines on intellectual property ownership, commercialization pathways, royalty distribution and conflict resolution.
4. Provide guidelines for funding models for the Innovation and Technology Management Office.

## **4.0 Philosophy/Vision/Mission**

### **4.1 Philosophy**

This policy is anchored on harnessing the resources of the university towards sustaining it as an innovation workspace for accelerated societal benefits.

### **4.2 Vision Statement**

Sustaining University of Lagos as an academic institution of reference in innovation and technology transfer for sustainable wealth creation and societal development.

Encouraging innovation among faculty and students of the University, alumni, business enterprise, organizations and interested members of the public towards facilitating societal economic development through the transfer of scalable intellectual property.

### **4.3 Mission Statements**

Providing an institutional platform for the galvanization of the innovative ideas of members of the university community for commercial uptake for the benefit of society; and in the process, serving as the contact space for coordinating "*town and gown*" engagement for symbiotic relationships.

Maintaining a consistent culture of providing competitive cost-effective technology transfer services to business enterprises with an effect on societal well-being.

## **5.0 Purpose**

The purpose of this policy document is to set forth the general policies and guidelines that define the rights and obligations of University of Lagos faculty members, staff, and students, external partners with regard to inventions, technology transfer and management that result from their activities.

## 6.0 Scope

This Innovation and Technology Management Policy protects and advances the interest of the University of Lagos, its staff, students and external partners. For the purpose of this policy, University innovation shall include all inventions curated through innovation challenges, hackathons, and/or third-party funded innovation incubated in the course of the inventors' employment in the university which is funded through the University or using University facilities or resources.

## 7.0 Definition of terms

1. **Breach of Contract:** A violation of any of the agreed-upon terms and conditions binding on disclosure, materials transfer, licensing and commercialization agreements.
2. **Creative Work:** Describes creative efforts manifested in writing, filmmaking, dancing, fine artwork and composition.
3. **Copyright:** A copyright is an exclusive right granted by a government to an author for a fixed period of time in an original work. Under the federal copyright law, copyright subsists in "original works of authorship" which have been fixed in any tangible medium of expression from which they can be perceived, reproduced, or otherwise communicated, either directly or with the aid of a machine or device.
4. **Discovery:** One or more facts or conditions describing nature that may or may not be patentable under the patent laws of the U.S. or a foreign jurisdiction.
5. **Dispute:** Any disagreement between two or more parties that are collectively involved with innovation or its processes within the University of Lagos Innovation ecosystem or that involving external audiences.
6. **External Audience:** non-members of the university community not limited to individuals, alumni, entrepreneurs, corporate entities, innovation investors, development partners, governments (national and sub-national) and their agencies, and external funding agencies.
7. **Individual:** One or more members of the University of Lagos Community or the general public.
8. **ITMO:** The University of Lagos Innovation and Technology Management Office
9. **Innovation:** A machine, method, process, manufacture, materials, composition of matter, or design with utility that may or may not be patentable under the patent laws of Nigeria, and/or foreign jurisdictions.
10. **Intellectual Property:** The term "Intellectual Property" as used herein is broadly defined to include inventions, tangible research property, copyrightable works, trademarks, industrial designs, trade secrets, geographical indications, and appellations of origin.
11. **Invention:** A patent is an exclusive right granted by a government to an inventor or assignee for a fixed period of time in exchange for the full public disclosure of details of an invention. The inventor is granted the right to exclude others from making, using, or selling the claimed invention for a specific time period.

12. **Technology:** is defined in this document to include technical innovations, inventions, and discoveries, as well as creative works and other information in various forms, including computer software with potential for derivative benefits.
13. **Innovator:** An Individual that made an Innovation.
14. **Innovation Hub:** Physical space with facilities dedicated to enabling inventors, innovators and creators to nurture ideas into industry-changing products and services.
15. **Policy Implementation:** Preamble Patentable inventions or discoveries may result from research or educational activities performed by members of the academic community.
16. **Tangible Research Property (TRP):** Includes, but is not limited to, materials, computer software, computer databases, prototype devices or equipment, engineering designs or drawings, integrated computer chips, audiovisual works, antibodies, genetically modified animals, and cell lines.
17. **University of Lagos Community:** Includes all University of Lagos employees (including but not limited to full-time, part-time, contract service, and Health Service Clinician faculty, and all staff), all students, and all appointees or visitors funded by the University and/or who use University facilities or materials in the process of Innovation.
18. **University of Lagos Resources:** Includes private or governmental funds administered by the University; or the use of University space, materials, or facilities. Northwestern University Resources does not include the use of the library.
19. **UNILAG Innovation Ecosystem:** The university of Lagos communities, her students, staff and affiliates including the infrastructure and supporting facilities that are collectively connected physically and electronically to define the UNILAG dynamic innovation workspace.

## **PART B: INNOVATION & TECHNOLOGY MANAGEMENT OFFICE**

### **1.0 Mandate**

The Innovation and Technology Management Office (ITMO) of the University of Lagos shall be responsible for the administration, coordination and management of all innovation activities in the university including Intellectual Property (IP) assets, and shall equally be responsible for the protection and commercial development of creative works and inventions.

1. ITMO shall provide guidance and resources to assist members of the University community in identifying, protecting, and commercializing innovations as well as engaging the wider enterprise community in identifying innovations that address their concerns and are of interest. In identifying problems for Innovative Solutions ITMO shall:

- i. Scout for and receive inventions from members of the University community that will solve society's problems.
  - ii. Conduct a periodic sectorial survey to identify industry and society problems as well as proffer solutions.
  - iii. Conduct industry-specific innovation challenge competitions (e.g. Hackathon).
  - iv. Facilitate translation of research/development to innovation and linking Research & Development of members of the University community to entrepreneurship and commercialization.
2. ITMO shall manage and coordinate Intellectual Property (IP) Rights in the University such as patenting, trademarks, industrial design, geographical indications, trade secrets and copyrights, including all activities relating to patentability, invention disclosures, patent search, filing of appropriate patent application as well as obtaining patent protection.
  3. ITMO shall be charged with creating awareness about IP, Technology Transfer as well as capacity building in the innovation value chain through regular innovation education and pursuing outreach towards technology transfer partnership.
  4. ITMO shall implement frameworks to enhance academia-industry collaboration to grow innovation for greater societal impact.
  5. ITMO shall promote and support the technology transfer ecosystem within the University, Nigeria and across the world.
  6. ITMO shall facilitate with the Entrepreneurship and Skill Development Centre (ESDC), the development of appropriate commercialisation models for Innovation.
  7. ITMO shall offer patent drafting and filing services to members of the public at regulated fees.
  8. ITMO shall develop linkages with incubators, industries, government agencies and other elements in the innovation-commercialisation ecosystem for building a community of connected stakeholders.
  9. ITMO shall process and safeguard relevant IP licensing agreements.
  10. ITMO shall coordinate the activities of all the Innovation centres in the university

In addition to the above, the University shall be positioned to promote transformative, high-impact Innovation to meet current-day challenges through Innovation and Technology Management Office and its Innovation centres by speedily pursuing:

- I. Deployment of physical, virtual and computational resources shall be deployed to set up Innovation centres to leapfrog creativity, and harness talents for startups in the Information Communication and Technology (ICT) space. Open labs shall be established to accelerate innovation for learning and entrepreneurship, thereby using the power of human organization to deliver useful innovation to the world.
- II. Partnerships with private and public sector groups and institutions/organizations Nationally and internationally such as Risk Capitalists, Venture Capital Investors, Angel Investors, Foundations, etc. to accelerate new ideas through start-ups for Development to deliver tangible real-world benefits.

- III. Advance innovation research and policy through systematic analysis of the factors shaping innovative outcomes through research and policy advocacy with diverse stakeholders and thought leaders.
- IV. Deployment of the next generation of innovators through Innovation Education using formal curriculum and classes that integrate expertise in innovation with existing disciplines-based training. Therefore, certificate, undergraduate, postgraduate, and postdoctoral innovation programs in addition to Faculty-based innovation research support shall be established. A talent hunt shall be organized periodically to stimulate ideas and solutions for high impact.
- V. Mentorship, Intellectual Property Rights administration, and legal, and business development support shall be provided to facilitate the translation of ideas into solutions.

## **2.0 Administration**

1. Deputy Vice-Chancellor (Development Services) shall oversee the Innovation and Technology Management Office through the Director of the office. In doing this, the DVC (DS) shall provide leadership on behalf of the university management for the coordination of all innovation activities in the university. The Office provides leadership on behalf of the University Management for the coordination of the innovation activities in the University.
2. The Innovation and Technology Management Office (ITMO) shall be charged with the responsibility of managing all issues relating to Innovation and commercialization. The ITMO shall be headed by a Director appointed by the Management.
3. Innovation Centres: The University of Lagos as an Innovation workspace shall deploy its innovation centres to enhance faculty/student/public experiences in nurturing ideas into products and services for greater societal impact.

### **2.1 Composition of Intellectual Property Committee (IPC)**

The Committees comprise the following:

- |       |  |           |
|-------|--|-----------|
| I.    | Deputy Vice-Chancellor (Development Services)                            | -Chairman |
| II.   | Provost of the College of Medicine                                       | - Member  |
| III.  | Director, Innovation & Technology Management Office                      | - Member  |
| IV.   | Director, Research Management Office                                     | - Member  |
| V.    | Director, Entrepreneurship & Skills Development Centre (ESDC)            | - Member  |
| VI.   | Head, Legal unit   | - Member  |
| VII.  | Representative of the Central Research Committee                         | - Member  |
| VIII. | Two External Members (Industry Experts) appointed by the Vice Chancellor | - Member  |
| IX.   | A Non-Teaching Staff of Innovation & Technology Management Office        | - Member  |

## 2.2 Terms of Reference

- I. To consider and approve submissions to external organizations on the University's Intellectual Property Strategy and related policies.
- II. To consider and approve all proposals, not of material value, relating to the intellectual property which constitutes exceptions to the policies of the University whilst ensuring compliance with University Regulations.
- III. To advise the University Management of the implications and risks of any relevant legislative change on the innovation ecosystem of the University.
- IV. To provide regular monitoring reports to the University Management on the implementation of relevant policies across the University.
- V. To recommend to the University Management such policies as may be required on intellectual property, as it applies to all members of the University.
- VI. To recommend to the University Management an Intellectual Property Strategy for the management of intellectual property ownership, accrued benefits and risks arising from the development, use and commercialisation of the University's IP, and to report on the ongoing review of the Strategy on a 3-year basis.

## PART C: INTELLECTUAL PROPERTY POLICY

The material set forth in this section covers the ownership, commercial development of the technology developed by University of Lagos faculty, staff, and students and others participating in University of Lagos programs, and royalty distribution. The principal rights governing the ownership and disposition of technology are known as “intellectual property” rights, which are derived primarily from legislation granting a patent, copyright, trademark and integrated circuit mask work protection.

In some instances, the distribution and commercialization of technology may be accomplished by the transfer or licensing of the intellectual property rights, such as patents and copyrights. In other instances, distribution and commercialization of technology may be aided by or depend upon access to the physical or tangible embodiment of the technology, as in the case of biological organisms, plant varieties or computer software.

Therefore, this policy will define not only the ownership, distribution, and commercialization rights associated with the technology in the form of intellectual property, but will also define policies and procedures which govern the use and distribution of the technology in its tangible form.

### 1.0 Objectives

The University of Lagos has adopted this *Intellectual Property Policy* for the management of intellectual property to:

- I. Ensure compliance with applicable laws and regulations governing intellectual property rights
- II. Promote, preserve, encourage and aid innovation in the University.
- III. Uphold and entrench the principles of integrity and ethics to ensure honesty and responsible conduct in Scholarship, Innovation and Research.
- IV. Provide an organizational structure and procedure through which innovations, inventions, and discoveries made in the course of University research may be made readily available to the public.
- V. Establish standards for determining the rights and obligations of the University, inventors and other creators of intellectual property and where applicable, external sponsors with respect to inventions, discoveries and works created at the University.
- VI. Encourage the provision of mutually beneficial rewards to the University and its members who generate outcomes from research and facilitate its development into useful processes, products, and services that are beneficial to the public.
- VII. Provide guidelines for intellectual property right ownership in innovation activities involving external collaboration.

## **2.0 Persons Covered by the Policy**

This policy applies to members of the university community who use facilities or resources of the University of Lagos or who participate in University research to develop intellectual property. Specifically included are all full-time and part-time faculty and non-faculty members of staff, students not excluding individual or external collaborators regardless of their obligations to other organizations who participate in research or non-procedural activities that lead to inventions in which the facilities including labs, and innovation centres in the university are used.

## **3.0 Subject Matter of the Policy**

This policy covers all intellectual property including but not limited to patents, trade and service marks (including the logo and insignia of the University of Lagos), industrial designs, copyright, utility models, geographical indications, an appellation of origin, new plant varieties, trade secrets (confidential data or information, patterns, compilations, programmes, devices, methods, techniques, or processes used in research, creative works, innovations and business), technology-based materials in online courses and distance learning, research proposal, indigenous and traditional knowledge as well as any other intellectual property, related assets that may be created by persons covered under this policy.

## **4.0 Ownership of Intellectual Policy**

### **4.1 University Ownership**



The University owns all rights on intellectual property developed by any person covered by this Policy in the course of his/her employment or engagement with and/or enrolment in the University and developed as a result of University support. Where research has been funded by a sponsor under a grant or sponsored research agreement with the University, or is subject to a material transfer agreement, confidentiality and non-disclosure agreement, or other legal obligations restricting ownership of the intellectual property, ownership shall be mutually agreed upon by all parties with guidance from this Policy.

## **4.2 Conflicts of Interest**

For the purpose of avoiding conflict of interest, the following shall apply:

- I. Where there are significant contributions including Background Intellectual Property (BIP) from another legal entity in partnership with a member of staff, to a proposed activity (innovations, creative works or research), the Innovators shall duly inform the University about the existence of such contributions.
- II. It is the responsibility of the Innovators to clearly document and present the share of contribution from all participatory institutions and collaborators to the University.
- III. The University shall have the sole right to ownership arising from the use of University resources towards the creation of intellectual property.
- IV. It is a conflict of interest for persons covered by this Policy to accept sponsorship from a company in which they have significant financial interest without full prior written disclosure of such interest.

## **5.0 Use of University Name and Insignia**

The name "University of Lagos", and University insignia, marks and symbols including, but not limited to the official seal and logo, have significant value.

1. The University and its members have a responsibility to ensure that any implied association with the University is accurate and that the activities with which it is accurately associated maintain standards consistent with its educational, research, and related purposes.
2. The University and its members have a responsibility to protect its assets by seeking a fair share of the economic value that the use of the University name or insignia produces.
3. The use of regulation in this article/paragraph refers to the identification, statement, or display of the University name or insignia in any way that may reasonably be interpreted as implying endorsement, approval, or sponsorship by the University or one of its faculties, departments or units.
4. The University, a department, or a unit may authorize outside individuals or entities to use its name only with the necessary prior approval, taking into account the general criteria of accuracy and appropriateness.
5. In granting approval for the use of the name and insignia of the University, the following factors shall be taken into consideration:

- a) Whether the association between the University and the activity, product, or publication is accurately represented.
- b) Whether the activity, product, or publication and the manner in which it is associated with the University's name are appropriate to the University's educational and research mission.
- c) Whether satisfactory arrangements have been made concerning the interest (if any) to be held by the University in intellectual property and income resulting from the proposed activity.

## 6.0 Disclosure Principles

The importance of the Disclosure Principle includes the following:

1. In order to ensure maximum protection and utilization of an invention or creation, the inventor/creator must disclose such invention by submitting a duly completed *Invention Disclosure Form* at the Innovation and Technology Management Office within ninety (90) days of the identification of the IP.
2. The invention disclosure form shall be accompanied by a *memorandum of invention* stating a brief description of the inventions, a statement of claim(s), explanatory drawings (where applicable), a summary, and other data disclosing the nature and purpose of the invention.
3. Submission of the duly completed *memorandum of the invention* within the period prescribed above shall form the basis for determining the patentability of such invention. ITMO shall within the shortest possible time communicate the outcome of its patentability search to the inventor.
4. Invention disclosure shall constitute official notice of the invention to the University for the purpose of Clause 3.7(3) above.

## 6.1 Premature Disclosure in Case of Patents

The cases itemised below constitute premature disclosure

1. In order to preserve the novelty of IP developed at the University, no such IP shall be made public in any way through submission for publication or presentation to others prior to its disclosure to the Innovation and Technology Management Office and its appropriate filing at the Patent registry.
2. Such IP shall seek and obtain clearance from ITMO for publication or presentation as the case may be.
3. An invention disclosed prematurely shall not be patentable. The following, without limitation, shall constitute premature disclosure:
  - a) Disclosure to the public through abstracts
  - b) Disclosure through poster sessions
  - c) Shelved thesis

- d) Journal or other publications, public lectures seminars, workshops, interview sessions and other public oral or written presentations or demonstrations.
  - e) Other descriptions of an invention in any manner which renders it accessible to the public; and
  - f) Any other dealings, which in the opinion of the Innovation and Technology Management Office constitute a premature disclosure.
4. Filing of the Invention Disclosure Form at the Innovation and Technology Management Office shall not constitute premature disclosure for the purpose of protection.

## **7.0 Obligations of the Parties**

The following constitute the obligations of the parties involved in Intellectual Property:

1. In all cases where intellectual property is disclosed in the manner prescribed under this Policy, the Innovation and Technology Management Office shall consider the submission. If the decision is to pursue the protection of IP, the Office shall take steps to file relevant applications for the registration of IP.
2. Where the Innovation and Technology Management Office cannot, or decides not to pursue the patent protection, it shall within sixty (60) days notify the inventor accordingly, and ownership of intellectual property shall thereupon revert to its inventor.
3. An inventor shall ensure thorough and timely disclosure of all inventions, discoveries, and other works of intellectual property to the Innovation and Technology Management Office.
4. An inventor shall provide all necessary assistance to the Innovation and Technology Management Office for the purpose of registration of the IP.
5. An inventor shall abide by all commitments made in sponsored research and other agreements as well as obligations contained in this Policy and other relevant laws.
6. The University will facilitate the filing of patents where it involves the results or outcomes of scholarly and creative work, and innovations to avoid delays in commercial uptake and publication of such work.

## **8.0 Confidential disclosures**

All *confidential* information received in the Invention disclosure form, report of the invention. *Memorandum of the invention* and other means relevant thereto shall be kept confidential and may be disclosed only to authorized agencies, or on the order of a court of competent jurisdiction.

## PART D: TECHNOLOGY TRANSFER POLICY

The following form part of the Technology Transfer Policy of the University:

1. Technology shall be transferred through an agreement between the University and a third party that is granted a license to use the University's intellectual property rights in the defined technology. The licensee may be an established company or a new business startup.
2. Licenses approved by the University for commercial uptake of inventions or creative works shall include terms that require the licensee to meet certain performance requirements and to make financial payments to the University of Lagos. The payments shall be shared among the inventors, the Department of the inventors, or research centres, the Innovation and Technology Management Office (ITMO), and the University according to an agreed sharing formula stated in Part D (3.2)
3. Technology can only be transferred through the formal licensing of technology to third parties, managed and administered by the Innovation and Technology Management Office (ITMO). This seeks to:
4. **Ensure** that emerging IPs from scientific and technological outcomes from students and faculty members are used for the overall good of the University, its immediate communities, industries as well as society at large.
5. **Help** students and faculty members to generate problem-specific solutions that shall endear the University to its industry partners and other external stakeholders.
6. **Mobilize** scientific and technological outcomes from students and faculty members to the private sector for further development and commercialization
7. **Translate** research discoveries from the University of Lagos into new technologies
8. **Create** incentives for the practical application of research discoveries
9. **Negotiate** licensing agreements for promising scientific and technological outcomes

The process of technology transfer in the University is summarized in three steps as follows:

- I. Licensing
- II. Commercialisation
- III. Revenue

### 1.0 Licensing

A License agreement shall be a contract between the University of Lagos and a third party for the commercial uptake of an invention in which the University's rights to a technology are licensed for financial returns and other benefits.

## **2.0 Commercialization**

1. For the purpose of commercialization of the IP, the following should be considered:
2. Commercialization of intellectual property shall include licensing, joint ventures, start-up or spin-off companies and assignment.
3. Remuneration for licenses, assignments or other forms of exploitation shall be by way of lump sum payments, royalties, license fees, milestones, or other forms as may be agreed between the parties.
4. Decision as to commercialization of intellectual property shall take into account the interests of the University, the public and the inventor.

## **2.1 Evaluation and Commercial Development**

The Innovation and Technology Management Office (ITMO) shall evaluate and determine the most appropriate commercialization model for the selected innovation. The University of Lagos, through the Innovation and Technology Management Office (ITMO) and the inventor, shall have collective responsibility for the commercial development of selected technology. Acting within its broad discretion and in good faith, the University will seek to maximize the value of the intellectual property. To this end, the Innovation and Technology Management Office (ITMO), in consultation with the inventor, may:

- (a) Publish and advertise the technology as its deems appropriate;
- (b) Assist in finding a partner for the University or a sponsor for the inventor;
- (c) Negotiate and manage agreements that are consistent with this policy; and
- (d) Prepare legal instruments necessary to realize the technology transfer objective;

## **2.2 Inventor, Creator and Author's Responsibilities**

1. The inventor, creator or author of any intellectual property is required to disclose inventions, discoveries and other new intellectual property to the Innovation and Technology Management Office (ITMO) in a thorough and timely manner;
2. The inventor, creator, or author shall abide by all commitments made in the license, sponsored research and other agreement in compliance with all laws and regulations related to the research and its exploitation;

3. The inventor, creator, or author shall also provide such assistance as may be necessary throughout the technology transfer process to realize the goals and objectives set forth in this Policy;
4. The inventor, creator or author has the further responsibility to work with the Innovation and Technology Management Office (ITMO) to properly consider, disclose, manage and resolve any possible conflicts of interest arising from agreements to commercialize intellectual property.

### **3.0 Revenue Sharing**

The revenue received by the University of Lagos from licensees and commercialized inventions shall be shared among the inventors, the Department of the inventors/research centres, College/Faculty, Innovation and Technology Management Office (ITMO), and the University according to an agreed sharing formula for the purpose of funding and sustaining, innovation and research in the university.

### **3.1 Costing**

Costs of expenses incurred in the creation and commercialization of intellectual property shall be determined professionally in accordance with best practices, University of Lagos's extant regulations on financial matters, relevant laws and the agreement between the parties.

### **3.2 Royalty Sharing**

The University shall share royalties and other incomes derived from the licensing, assignment or other exploitation of intellectual property including transfers of technology involving licensing of non-patented technology and material transfer agreements with the inventor unless prohibited or restricted by a third party agreement. Royalty sharing shall be based on net income as follows:

- I. 50% shall be allocated to the Researcher(s) in their personal capacity;
- II. 25% shall be allocated pro rata to the environment(s) of the Innovators, inventors, creators, authors, and researchers as follows:
  - A. 8% shall be allocated to the University Research accounts of the researchers for use in their research work.
  - B. 7% shall be allocated to the Department/Unit/Research Centre of the Researchers;
  - C. 10% shall be allocated to the Researchers' Faculty. Those funds shall be applied for research only and shall not be allocated to any individual for personal gains;

- D. 25% shall be allocated to the Central Account of the University of Lagos for general research purposes out of which 50% shall be dedicated to sustaining UNILAG as an Innovation workspace.
  - I. In cases of multiple innovators, inventors, creators, authors and researchers, each shall share the 50% net income accruing to them in proportion to their contributions as mutually agreed upon among themselves as indicated in the IP contribution forms.
  - II. If the joint innovators, inventors, creators, authors and researchers fail to reach an agreement, the income shall be distributed among them based on their contribution as determined by the IP dispute resolution committee and the decision of the committee conveyed to disputing innovators by the Innovation and Technology Management Office (ITMO).
  - III. Approval of payment based on an agreed formula for sharing intellectual property income shall be made by the Vice-chancellor on the recommendation of the ITMO.
  - IV. Royalties received by departments, interdisciplinary/multidisciplinary laboratories and research centres, and by the University General Fund shall be used only for educational, innovation and research purposes.

#### **4.0 Protection of University Interest**

In the event of a transfer of interest by license or assignment, the Innovation and Technology Management Office (ITMO) shall ensure that the interest of the University, the academic freedom of its members of staff, students and external collaborators are retained through the following:

- 1. An irrevocable, non-exclusive license for innovation, research and education purposes that includes the right to grant sublicenses to non-profit bodies for collaborative research purposes;
- 2. Guaranteed protection of the University, its members of staff and students and external collaborators or partners from the costs of disputes among the inventors or otherwise arising from any reassignment of the IP;
- 3. An assurance that the IP is taken “as it is” and without warranties, including those of validity, enforceability and freedom to operate;
- 4. A guaranteed protection of the University; its members of staff and students and external collaborators or partners from the costs of product liability and other lawsuits arising from future commercialization of the IP and;
- 5. A commitment that revenue from future commercialization, if any; ensures the reimbursement of the expenses incurred prior to reassignment.

## **PART E: DISPUTE RESOLUTION**

Any dispute (contractual or otherwise) however arising from or in connection with the interpretation and implementation of the Policy or incidental matters pertaining thereto shall, in the first instance, be referred for mediation by the Dispute Resolution Committee (DRC).

A Notice of Mediation shall be delivered at the University of Lagos Innovation and Technology Management Office and the DVC (DS) shall within fourteen (14) days of receipt thereof constitute the dispute resolution Committee which shall comprise members of the IP committee with additional members of faculty/research centres/departments to represent the interest of the faculty/research centres/departments that affected in the dispute:

- I. The Deputy Vice-Chancellor (Development Services) as Chairperson.
- II. The Director, Innovation and Technology Management Office (ITMO).
- III. The Director, Research Management Office (RMO).
- IV. The Provost of the College/Dean of Faculty of the member(s)Centre Director of staff, student, inventor or author.
- V. The Head of the Department of the members of staff/student author inventor.
- VI. Head, Legal Services Unit of the University.
- VII. Two members from the industries will be coopted as members of the Committee if one of the aggrieved parties is a non-member of the University community.
- VIII. A member of staff with experience and/or expertise in the Innovation and Technology Management Office matters from the department of Public Law;
- IX. The Secretary of the Dispute Resolution Committee (DRC) shall be a member of the staff of the Innovation and Technology Management Office.

Where a party is not satisfied with the decision of the DRC or the DVC (DS) is, for whatever reason is unable to constitute the DRC within the time specified above, the dispute shall be referred to arbitration by a Sole Arbitrator, under the Arbitration and Conciliation act cap A18 Laws of the Federation of Nigeria 2010 or as amended from time to time.

- a) The aggrieved party shall cause to be issued a Notice of dispute.
- b) The parties shall within fourteen (14) days of the issuance and delivery of the Notice of Dispute to the other party or parties appoint a Sole Arbitrator to determine the dispute.
- c) In the event that the parties are unable to agree on a Sole arbitrator, any party may, after the expiration of fourteen (14) days thereof, apply to the Chairman or President, for the time being of the Chartered Institute of Arbitrators (CI Arb), Nigeria to appoint a Sole Arbitrator.
- d) An ensuring award shall be final and binding between the parties.
- e) The Sole Arbitrator shall have the power to grant all remedies known to law and equity and shall have the power to award interest thereon.



## **PART F: BREACH OF CONTRACTS**

The following constitute breach of contracts:

1. Any act in breach of the terms and conditions stated in non-disclosure, materials transfer, licensing and commercialization agreements of this Innovation and Technology Management Policy including failure to comply, disclose or submit other information required by this policy, or failure to comply with licensing and commercialization terms shall be handled as specified in the section under Dispute Resolution as may be considered necessary and appropriate.
2. Breach of any terms and conditions in the agreements involving members of the university community (faculty, students) after being dispensed by the Dispute Resolution Committee shall be further processed to the appropriate organ of the University for administrative adjudication and necessary disciplinary proceedings.
3. Any breach of the terms and conditions relating to any agreements under this innovation and technology management policy by external partners or collaborators in innovation, invention and creative works shall be subjected to the provision in this policy as stated in Part E, Sections a) and b)

## **PART G: SUSTAINABILITY**

For the purpose of ensuring the sustainability of the University as an Innovation Workspace for its staff, students and external collaborators for greater societal impact, this policy shall ensure the establishment of an institutional framework for financial stability. The University innovation ecosystem shall pursue sustainable funding through the following sources:

1. Budgetary allocation from the University.
2. Innovation and patenting line charge on every research proposal approved for CRC grant.
3. A fixed percentage on the F/A charge on externally funded research.
4. Income from patent drafting/filing services offered to members of the public.
5. A fixed percentage of levies charged for the Entrepreneurship, Innovation and Business Incubation Certification (EIBIC) program
6. A fixed percentage of Income is generated from licensing, commercialization and technology transfer services on university-generated innovations and creative works.
7. Income from syndicated training and education programs on innovation and technology management.
8. Sponsorship support from external partners.
9. Solicit, secure and administer partnership funding for prototype development. Such funding shall not be deployed to offset personnel costs, honoraria and any other incidental cost not directly related to prototyping.

Parts of the income receipt by ITMO shall be directed to the capacity building to grow and sustain the innovation ecosystem in the University.

## **PART H: MISCELLANEOUS**

The following constitute special considerations:

1. For inventions that are not patentable due to novelty constraints yet possess some utility such shall only be packaged to the market in conjunction with ESDC in the form of start-up, spin-off or industry uptake.
2. Notwithstanding the provisions in this policy, the exchange of materials arising from innovation activities between the university of Lagos staff and their partners shall promote collegiality and sharing over commercial considerations.
3. That a specific Materials Transfer Agreement (MTA) may not be required when UNILAG innovators or inventors are jointly exploiting technology transfer for further development of specific innovation or range of innovations provided that the exploiting partners shall regularly update their UNILAG counterparts.
4. This policy affirms that if materials are transferred without a specific MTA, the transfer shall be presumed to be made under the terms stated in the UNILAG MTA document,

## **PART I: REVIEW OF POLICY**

This policy shall be due for review every three years except if there are compelling mitigating circumstances that make urgent review necessary.