

National Yang Ming Chiao Tung University

Guidelines on R&D Results and Technology Transfer (Amendment Draft)

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Article 1 In order to effectively manage and utilize the R&D results (hereinafter referred to as R&D results) and to ensure the rights and interests of the University and the creators, these guidelines have been established in accordance with governmental laws and regulations and the University's Regulations Governing the Implementation of Academia and Industry Collaboration.

Article 2 Definition of Terms

1. The term "R&D results" in these guidelines refers to the results of research and development of the creator and the intellectual property rights arising from such results, including but not limited to patents, patent applications, copyrights, integrated circuit layout rights, trade secrets, know-how, computer hardware designs, computer software and its manuals, instructions, genomic database, and other tangible or intangible results.
2. The term "technology transfer" in these guidelines refers to the licensing or transfer of R&D results.
3. The term "creator" in these guidelines refers to a person who participates in the research of R&D results and has the following status:
 - a. A student or faculty member of the University.
 - b. Although not a person as defined in the preceding paragraph, except for those who are contractually or legally bound to the rights and obligations stipulated in the contract, those who have in fact used the University's resources to produce the R&D results are also included.
4. The term "research team" in these guidelines refers to the group of creators who participate in the research of R&D results.
5. The term "representative creator" in these guidelines refers to a person appointed in writing by the research team to represent the research team in the distribution of equity income.
6. The term "equity income" in these guidelines refers to the income from technology transfer and fees received for providing guidance and consulting services for technology transfer or technology commercialization, including but not limited to the accumulated income from contractual fees, licensing fees, royalties, prices, derivative interests, equity or other interests.
7. The term "R&D results completed in the course of duties" in these guidelines includes, but is not limited to, the following types:
 - a. Those obtained from research and development conducted with University endowment funds.
 - b. R&D results obtained from research and development carried out by the University through grants, commissions or funding from government agencies.
 - c. R&D results obtained by the University through research and development entrusted to the University by units other than governmental agencies, and which have been agreed to belong to the University.
 - d. Researchers who use the University's resources, the University's existing

R&D results, or who conduct research and development during their service in the University.

Article 3 Distribution Rights of Creators

1. If the creator is dismissed, removed, suspended, not re-employed, or expelled from the University, he/she will have no distribution rights.
2. The representative creator is the representative of the research team. He/she can decide the proportion of the research team members' distribution of equity income and the management of the equity income internally, and decide the distribution on behalf of the research team externally, and exercise all rights and obligations stipulated in these guidelines. The research team may not request the distribution or assert any rights to the University or any unit of the University without the action of the representative creator. In case of dispute, the representative creator shall be responsible for coordinating and resolving the dispute; if the University is damaged by the dispute, the representative creator shall compensate the University for all losses.
3. If there are more than two creators, the research team shall be the main body for the distribution of the equity income, and after excluding those who are not allowed to be distributed as stipulated in the first paragraph, the distribution shall be made in proportion to the number of creators designated by the representative creator.
If there is no one to be distributed according to the first paragraph of this article, the equity income will go to the University's administrative fees.

Article 4 Responsible Authority

1. The management, maintenance, commercial promotion, income distribution, technology transfer, and other related matters of the R&D results as stipulated in these guidelines shall be coordinated by the Office of Research and Development of the University.
2. The responsible authority for the technology transfer matters in the preceding paragraph may, on a case-by-case basis, send it to the University's Research and Development Results Management Committee for review.

Article 5 Ownership of Rights to R&D Results

1. Unless otherwise agreed in the contract between the University and a third party or otherwise provided by law, the rights to the R&D results completed by the creator in the course of his/her duties shall be vested in the University, except that the creator shall have the right to have his/her name shown and moral right.
2. The rights to R&D results not completed in the course of employment shall be determined in the following manner:
 - a. For R&D results completed by the creator during his/her employment at the University that do not utilize the University's resources or the University's existing R&D results, the creator should attach or explain the process of creation or R&D and request that the college, department or center to which the creator belongs confirm whether the creation or R&D has utilized the University's working hours, resources or the University's existing R&D results, and submit it to the Office of Research and Development for approval by the President.
 - b. If the college, department or center to which the creator belongs confirms that the creation or research has not made use of working hours, the University's resources, or the University's existing R&D results, then, with the consent of the President, the creator will be considered to have produced R&D results that were not accomplished in the course of his/her duties, and the rights to

his/her R&D results will be vested in the creator.

- c. If the creator does not follow the above procedures, any creation or R&D accomplished during his/her employment at the University will be considered as R&D results accomplished in the course of his/her duties.
3. The creator of a research report, article, or other academic work for the purpose of disseminating the results of his/her academic research, even if the R&D results are completed in the course of his/her duties in accordance with the provisions of this Article, may exercise the property rights of the work without the prior written consent of the University. However, if the R&D results are sponsored, commissioned, or funded by government agencies or institutions other than government agencies, the rights shall be governed by the terms of the commissioning contract.
4. If the University funds research and development by a non-University faculty member or student, the University shall sign a written commission contract with him/her before the research is conducted so that the University can have the rights to the R&D results.

Article 6 Protection of R&D Results

1. Regardless of whether the R&D results have been applied for or acquired any intellectual property rights, the creator shall keep them confidential and shall not disclose them to the public, nor shall he/she use them for his/her own benefit or for the benefit of third parties, except for matters that may be disclosed according to law.
2. If the creator publishes the R&D results for the purpose of disseminating the results of his/her academic research, the publication shall not affect the application, acquisition or maintenance of intellectual property rights, and shall not cause a breach of contract between the University and a third party.

Article 7 Technology Transfer

1. The University may transfer technology to government agencies, public and private schools, research institutions, businesses, legal entities, or organizations (hereinafter referred to as "transferee organizations") with respect to the University's R&D results. If authorized, the principles of fairness, openness, compensation, cash consideration, and non-exclusivity shall apply.
2. If there is a risk of violating the principles of conflict of interest avoidance and information disclosure in the management and application of R&D results of the University, the technology transfer shall not be made without the consent of the review process of these principles.
3. The technology transfer contract shall be in writing and shall contain appropriate restrictions on the use, scope, license area, license period, sublicense, subtransfer, or other matters of the technology transfer under the principle of fairness.
4. The University may outsource the promotion of technology transfer, but shall sign a written commission contract with the entrusted promotion organization.
5. The University accepts industrial-academic collaboration cases commissioned by profit-making private organizations. If the contract with the collaborative partner stipulates that all R&D results will belong to the collaborative partner, not less than 15% and in principle not more than 40% of the collaborative research funds shall be allocated to the collaborative partner as an upfront technology transfer payment, and the equity income shall be distributed in accordance with Article 9 of these guidelines.

Article 8 Management of R&D Results

In addition to managing the R&D results in accordance with the provisions of these

guidelines, the Office of Research and Development shall also perform the following management tasks:

1. Supervise the agent who applies for intellectual property rights to make necessary application, defense or payment in a timely manner.
2. Regularly review the effectiveness of technology transfer.
3. The University shall periodically review the R&D results and publish the relevant information in appropriate places every six months, except for matters that should be kept confidential.
If the R&D results are patented, the need for continued maintenance of the patent rights shall be reviewed periodically.
In the event of abandoning the maintenance of the patent rights, the Office of Research and Development shall submit the decision to the Research and Development Results Management Committee.
4. When the research results involving government subsidies are produced, and the equity income is generated, a person shall be assigned to control the schedule and amount of payment of the equity income from the results, and shall pay it to the subsidizing agency in accordance with the ratio stipulated by the government subsidy program.

Article 9 Distribution of Equity Income

1. Equity income distributed to government agencies in advance:
For R&D results obtained through the research and development funded or commissioned by government agencies, the equity income shall be allocated and paid to the funding agency in accordance with the proportion stipulated in the Government Scientific and Technological R&D results Ownership and Utilization Regulation or other laws and regulations.
2. For those who are not subsidized, entrusted or funded by government agencies, the total equity income shall be distributed to the creator after deducting the proportion of the common unit, 20% of the university-level administrative fees and 5% of the administrative fees of the college, department or center.
3. For those who receive subsidies, commissions, or funding from government agencies, after deducting the above-mentioned proportion of the government agency's first allocation of equity income, the proportion of the common unit's share, and 10% of the university-level administrative fees, the remaining proportion shall be redistributed to the creator.
The aforementioned university-level administrative fees shall be used by the Office of Research and Development for the application, maintenance, and promotion of intellectual property rights; 15% of the administrative fees of the college, department, or center shall be used for the administration of the college, and 85% for the administration of the department or center.
4. Equity distribution:
If the income is derived from new business of the University, the equity may be delivered. After the University's equity is disposed of, it will be distributed to colleges, departments, or centers. The University will not be involved in the distribution of income from new business interests to the creator when the income is an equity interest, and the transferee or authorized organization will distribute the equity interest and deliver it to the creator as agreed in the contract. The creator may not claim redistribution of the income that belongs to the University's interest.
5. Distribution of the equity remission from government projects:
 - a. If the National Science and Technology Council (hereinafter referred to as NSTC) approves the percentage of remission for the University and generates

additional income from equity in R&D results, the distribution of the remission is as follows:

- 1) Creator: 50%.
 - 2) The University: 20% (the use of which is limited to the maintenance and promotion of R&D results).
 - 3) The University's college, department or center: 20%, and 15% of the 20% is allocated to the college and 85% to the department or center.
 - 4) The meritorious personnel of technology transfer: 10%, and in accordance with the relevant regulations of the University.
- b. The above qualifications for NSTC remission are retroactive to the beginning of the period when NSTC approves the application for remission of income from R&D results of NSTC projects, and the R&D results originate from NSTC funding to the University, and shall be valid on the date when the University receives the summons for the income from R&D results during the period when the remission is approved by NSTC.
6. When distributing equity income to the creator, the creator may choose one or both of the following income management methods to manage the income:
- a. Included in personal income: The personal income distributed to the creator shall be charged from the personal income of the creator if the employer's supplementary insurance premiums are paid in accordance with the National Health Insurance Act and its implementing regulations.
 - b. Include in the research funds of the research team of the creator's University, the amount will be transferred to the creator's exclusive equity income fund account.
 - c. In accordance with the provisions of item b, the creator's income shall be expended in the following manner if it is included in the research team's subsequent research funding:
 - 1) The income shall not be reimbursed for the creator's own personnel costs.
 - 2) In addition to the restrictions in the preceding item, expenses incurred within the scope of subsequent research by the research team to which the creator belongs may be freely reimbursed if the expenditure items comply with the relevant regulations of the University.
 - 3) For items and property purchased by the creator with the equity income, the ownership of such items and property shall be vested in the University and shall be managed in accordance with the relevant property management regulations of the University.
7. Expenditure of university-level administrative fees
The Office of Research and Development may spend the university-level administrative fees in Paragraphs 2, 3 and 5 of this Article for the management, maintenance, promotion and execution of the University's R&D results and technology transfer-related operations.
8. If a government agency is responsible for the management and application of R&D results in accordance with the Government Scientific and Technological R&D results Ownership and Utilization Regulation or other laws and regulations, and a certain percentage of the income derived from the management or application is distributed to the creator and the University respectively, the creator shall not participate in the distribution of the University's income.
9. If the creator is willing to transfer his/her R&D results and intellectual property rights to the University or to be managed by the University, after the University

has evaluated the commercial value and signed the transfer or management contract with the creator, the application and maintenance costs of the intellectual property rights will be borne by the University and the University will promote the technology transfer. If the technology transfer is successful, the University will calculate and distribute the income from the rights to the creator in accordance with the provisions of this Article.

Article 10 Obligations of the Creator

1. In the process of research and development, the creator shall be careful not to infringe upon the intellectual property rights of others. If the infringement of others' intellectual property rights causes damage to the University, the creator shall return the prize money and proceeds received in accordance with these regulations or the relevant regulations of the University, and compensate the University for any loss suffered as a result.
2. The creator shall assist the University in the promotion of technology transfer.

Article 11 Risk Control

1. The Office of Research and Development shall consult with legal advisors when necessary regarding the R&D process, the right to obtain R&D results, technology transfer, and management of R&D results, and improve legal protection matters when necessary.
2. The Office of Research and Development shall have the University, the transferee organizations, and the firms applying for intellectual property rights who are involved in the acquisition, transfer, and authorization of R&D results sign legal protection documents in order to protect the rights and interests of the University and to prevent damage to the University.
The representative creator shall be responsible for ensuring that all other personnel involved in the creation of the R&D results sign the legal confidentiality document.

Article 12 The Office of Research and Development may be entrusted by other schools or institutions to manage their R&D results. The rights and obligations of both parties shall be governed by a written contract between the two parties.

Article 13 Any matters not covered by these guidelines shall be supplemented by relevant governmental laws and regulations, relevant school regulations, or by resolutions of the Research and Development Results Management Committee in accordance with its authority.

Article 14 These guidelines shall come into effect after consideration and approval by the University's Administrative Meeting and Endowment Fund Management Committee, and shall be amended in the same manner.