



Policy Title: Intellectual Property - Ownership, Licensing and Assignment

Version: 1	Approved by: Chief Executive Officer
Effective Date: 1 st April 2016	
Review Date: 1 st April 2017	
Administered by: Program Manager - Research	

1. Purpose

This IP Policy has been developed to assist WaterRA and its Members in understanding and implementing their obligations regarding the management and utilisation of intellectual property (IP) generated from any activities undertaken by or for WaterRA (the “Company”).

Effective IP management should be a focus of WaterRA from the outset in consideration of WaterRA’s planned outcomes. Doing so will help ensure that the intellectual outputs of WaterRA’s activities enable and facilitate adoption of these outcomes.

2. Scope

This policy applies to IP developed or expected to be generated by WaterRA.

This policy does not apply to Background Intellectual Property (BIP) made available to a project by a project participant.

This policy does not replace any section of the Members’ Agreement or the WaterRA Constitution; it seeks to clarify the Company negotiating position with respect to intellectual property.

3. Project IP

3.1 Background

Industry, Research and General members of WaterRA joined the Company by signing a ‘Deed of Accession’ to the ‘Members Agreement’. These Members have a conditional licence to use the IP developed/generated by WaterRA activities in their businesses (Members Agreement Section 26 and more particularly subsection 26.6).

3.2 Intent

WaterRA will not normally enter into any agreement which completely prevents IP generated from its activities from being licensed and shared with its members in accordance with the Members Agreement.

Under particular circumstances, however, it may be appropriate to restrict access to the IP generated from a WaterRA managed project to the party or parties directly funding that project. Any such arrangements will be negotiated with the parties involved taking due consideration of establishing a reasonable balance between the needs of those parties and the rights of the broader WaterRA membership.

3.3 Policy Position

WaterRA will, in general, seek to negotiate project contractual arrangements consistent with WaterRA owning any IP developed or expected to be generated by the activities associated with each project it manages.

However, it is recognised that in some circumstances it may not be appropriate for WaterRA to own the IP generated from certain project work and activities managed by the Company, but that it is more appropriate for such IP to be owned by the party or parties directly funding the work. . In such cases, WaterRA will seek the grant of a licence to use the IP to maximise alignment with the Members Agreement (Section 26.6), unless there is a reasonable case that access to the IP should be restricted.

Where the granting of a licence to use the IP is appropriate, the licence will be for the purpose of non-commercial research, education and teaching, or in the case of Industry Members for use in their own operations. Where possible, a non-exclusive, worldwide, royalty-free, assignable licence in perpetuity is preferred.

WaterRA will only be able to enter into an agreement if the grant of a licence is in substantial alignment with the objectives of the Company (WaterRA Constitution Section 4).

4. Assignment of Company Intellectual Property

4.1 Background

The Activities of the Company generate a substantial amount of IP. Where the contractual arrangements provide for the Company to own the IP generated, it is recognised that WaterRA may not always be the best next users of that IP and the Company and Members may benefit from assigning the IP to another third party.

In such cases, the most appropriate form of utilisation will depend on the nature of the relevant research output, and the type of end-users who are best placed to deploy that output and realise benefits.

4.2 Intent

WaterRA will seek to negotiate, as appropriate, IP assignments that are in substantial alignment with the Members Agreement.

In such circumstances, WaterRA will seek to negotiate the grant of a licence to use the assigned IP for commercial and non-commercial purposes. Where possible, an exclusive, worldwide, non-assignable, fixed term licence generating a royalty is preferred.

5. Related Documents

Documentation relevant to this policy includes:

- WaterRA Constitution
- Members Agreement
- RES POL 01 – Application Process for Research Funding

5. Legislation

This policy is underpinned by the following legislation:

Corporations Act 2001
Australian Charities and Not-For-Profits Commission Act 2012

6. Policy Approval History

This policy replaces the following policies and process documents:

None

Approved	
<hr/>	
Paul Preto	Date 1 April 2016
Chief Executive Officer	