



ISTITUTO
ITALIANO DI
TECNOLOGIA

Industrial Liaison Policy

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CONTENTS

1. Overview and definitions	3
1.1 Introduction.	3
1.2 Definitions.	3
1.3 Main persons involved and responsibilities.	5
2. Execution	6
2.1. Sale of prototypes (robots, actuators, robot parts, chemical compounds, etc.).	6
2.2. Consultancy, feasibility studies, service activities in general.	6
2.3. Commissioned Research Projects.	7
2.4. Collaborative Research Agreements (Joint Laboratories).	8
2.5. Summary	9
2.6. Annotated bibliography	10

1. Overview and definitions

1.1 Introduction.

Technology transfer is one of IIT's missions and an important measure of its success. The technology transfer strategy, the general guidelines of which are included in the development of the multiyear activity plans proposed by the Executive Committee and approved by the Board, must be based on a constant refinement of the Institute's level of technical excellence and national and international scientific credibility. This document summarises the strategic guidelines for IIT in terms of Industrial Liaison and the main forms of activity expected in relation to the various markets and partnerships of interest.

The Institute's main opportunities for interaction with companies, in line with other world-class research institutes, can be outlined as follows:

- Sale of prototypes (robots, actuators, robot parts, chemical compounds, etc.).
- Consultancy, feasibility studies, service activities in general.
- Commissioned Research Projects.
- Collaborative Research Agreements (Joint Laboratories).

In addition, the Institute may seek out agreements aimed at technological dissemination and agreements of various kinds such as conventions for the use of space and equipment.

With regard to the management of Intellectual Property and/or Start-up projects arising from interaction agreements with companies, reference is made to the IIT Policies dedicated to these issues:

- **P14 IIT Industrial Property Policy**
- **P15 Start-up management Policy**

1.2 Definitions.

Name	Description
Sale of Prototypes (SA)	This type of technology transfer is almost exclusively aimed at other national or international research organisations that request IIT robotic prototypes or parts of the same, or chemical compounds solely for research purposes.
Consultancy, feasibility studies, service activities (SE)	This type of technology transfer is generally based on small-scale projects, consultancy services, services of various kinds including technology dissemination, feasibility studies for SMEs and large corporations (in general with a duration of less than 6-12 months and a budget of less than €

Name	Description
	60,000) and lastly agreements for the use of IIT premises and equipment, typically with start-up companies. In terms of type, projects are aimed at the study of technological and/or manufacturing problems, with an innovative content and oriented towards solving problems with short-term application effects, which is why projects typically have a duration of no more than 12 months. It is an activity that normally involves tests, measurements and analyses and does not generally lead to patentable results, so there are no particular intellectual property (IP) implications and costs are limited. The service activity requires resources to be concentrated over a short period of time (especially with regards to personnel, who are temporarily seconded from the institutional research activities on which they are evaluated) and covers a particularly diverse and wide range of topics. Precisely because there are very few companies in Italy that invest more than a small percentage of their annual turnover in R&D, and about 70% of these companies are SMEs, it is reasonable to believe that IIT should offer these types of services as part of its institutional mission to support the competitiveness of Italian SMEs.
Commissioned Research Projects (CP)	These are research agreements between a research organisation and a company, aimed at developing prototypes, technology or knowledge of particular interest to the company, and typically last between 12 and 36 months. In general, these are activities with a long application horizon and are of a sufficient level of innovation as to be of interest to the Foundation. They are generally developed at a time and in a manner dictated by the needs of the company, imposing different dynamics than those of a typical institutional research programme. Intellectual property issues should be negotiated on a case-by-case basis. It is possible that, following an inventive contribution by the company, co-ownership of the patents with the company itself is envisaged, or that ownership of the results lies exclusively with IIT; in any case, the company is granted the right to use the results through the concession of relative licences, typically exclusive and paid or non-exclusive and free of charge. Non-shared intellectual property agreements are also acceptable in relation to the resources invested by the parties and the weight of prior knowledge made available for the development of the programme. In some cases, signing of the agreements involves participation in a call for tender regulated by the code of procurement.
Collaborative Research Agreements (Joint	This is a medium- to long-term partnership arrangement with companies that are able to invest resources and personnel in R&D. The company's researchers and IIT researchers work in the same environment, with

Name	Description
Laboratories) (JL)	<p>common targets and agreed roadmaps. These activities require adequate logistical solutions, large laboratories and very advanced management of Intellectual Property. In general, the programmes to be developed must be sufficiently long-term to be of interest to IIT, and strongly target-oriented in order to interest the company. In particular, the Joint Lab, in addition to sharing scientific objectives, allows IIT to allocate its own resources to carry out research activities, co-investing with the partner company to a variable extent, up to 50% of the project requirements. This type of agreement may also call for a contribution from third parties to be paid in monetary terms, or through the provision of human and/or material resources functional to the purpose of the project.</p> <p>A mixed team creates interdisciplinary professionals who are in great demand and, if well managed, it renders excellent results both for the research institute, which can focus its activities on projects with real applications, and to the company, which can develop processes, ideas and products that otherwise could not be developed internally. The possibility of establishing Joint Labs is also maximised by offering expertise and infrastructure on several thematic platforms and by the networked structure across multiple locations that currently characterises IIT.</p> <p>A typical Intellectual Property management scheme provides for co-ownership of patents, an exclusive licence for industry to use them in areas relevant to its core business and the possibility for the institution to exploit the inventions in applications other than the partner company's core business (possibly reserving a first option right).</p>

1.3 Main persons involved and responsibilities.

Name	Responsibilities
Principal Investigator (PI)	Promptly forwards all expressions of interest from industry to the TTD, drafts the technical annex of the contract including a budget proposal, identifies topics of common interest between IIT and industry, drafts the proposal for a Collaborative Research Agreement.
Technological Transfer Directorate (TTD)	Accepts and develops industry requests, negotiates contractual terms including IP issues, submits Joint Lab proposals and cash contribution contracts above € 1,000k to the Executive Committee for approval.
Legal Affairs Directorate	Supports the TTD in drafting, reviewing and negotiating contracts.
Offices in charge	They express opinions in matters within their direct competence if the

Name	Responsibilities
	contract proposal differs significantly from the standard model in use and in all proposals for Joint Collaboration Agreements/Joint Labs.
Chairman of the Scientific Technical Committee (STC)	Expresses their opinion on the alignment of the new Joint Collaboration Agreement/Joint Lab proposals with the Strategic Plan.
Scientific Director (SD)	Approves and signs contracts and joint collaboration/Joint Lab agreements with a cash contribution from the counterpart of up to € 1,000k as well as all joint collaboration agreements without a cash contribution (in-kind only).
Executive Committee (EC)	Approves and delegates for signature the joint collaboration/Joint Lab contracts and agreements with cash contributions from the counterpart of over € 1,000k.

2. Execution

2.1. Sale of prototypes (robots, actuators, robot parts, chemical compounds, etc.).

These are very particular sales, appropriately managed from the contractual point of view in order to clarify that such sales do not concern finished products but rather research prototypes; appropriate protections for the Foundation are therefore included (e.g., provisions excluding commercial use of the prototypes sold by IIT, absence of warranties of any kind, exclusions of liability, indemnities against any damage that the buyer may claim).

For this type of agreement, the guidelines for the Technology Transfer Directorate are as follows:

1. Receive requests for offers from interested companies and elaborate a sales offer in collaboration with the researchers.
2. Negotiate the offer and general terms and conditions of sale with the support of the Legal Affairs Department. Very simple contract templates are adopted which usually do not present any criticality either in drafting or in management.
3. Monitor the progress of the sale, which will end with the delivery of the goods.

2.2. Consultancy, feasibility studies, service activities in general.

For this type of activity, the Foundation must first of all verify the appropriateness of supporting a small-scale project within the framework of global strategies, appropriately filtering requests from the production world while positively assessing the possibility of expanding its operational liaison

network with companies, especially in terms of carrying out consultancy as a possible way of fostering subsequent agreements of greater strategic interest for the Foundation.

To this end, the guidelines to be followed by the Technology Transfer Directorate are:

1. Receive and process requests for services, either from researchers or directly from interested companies.
2. Evaluate the opportunity in terms of internal effort and possible future developments that the project might lead to.
3. Negotiate and define the contract and the management of the intellectual property, with the support of the research group involved and the internal offices in charge (e.g., Legal Affairs Department, Management Control, etc.) for approval by the Scientific Director. Very simple contract templates are adopted which usually do not present any criticality either in drafting or in management.
4. Monitor the progress of the consultancy/feasibility study/service.

2.3. Commissioned Research Projects.

For this type of activity, the Foundation must verify compatibility with the activities carried out and the interest of the PI of the Research Line in the project. As well as being a source of prestige, projects of this kind require a certain amount of flexibility that must be intrinsic to IIT's approach to technology transfer.

To this end, the guidelines to be followed by the Technology Transfer Directorate are:

1. Receive and process requests for services from researchers or directly from interested companies, with a specific focus on intellectual property.
2. Negotiate and define the contract with the involvement of the relative research team, the Legal Affairs Department and any relevant offices, each within its own sphere of competence. Main aspects are analysis of the activity to be carried out, duration and phases of the activity, expected results, cost assessment, definition of the economic proposal.
3. Submit the contract for approval by the Scientific Director (if less than € 1,000k) or the Executive Committee (if more than € 1,000k).
4. Monitor the progress of the project from an administrative point of view (opening the order, monitoring the budget, checking deadlines, periodic invoicing, managing late payments and insolvencies in cooperation with the Legal Affairs Department and the Administrative Department).

5. Support the research team in monitoring the development of the project in relation to patentable results achieved, resources employed, costs incurred, and exploitation of the intellectual property generated.

2.4. Collaborative Research Agreements (Joint Laboratories).

For this type of activity, the Foundation must essentially assess the sustainability of the project in terms of resources invested versus those acquired, its compatibility with the strategic plan and its logistics.

In particular:

1. Once the framework for possible scientific collaboration with industry has been identified, the Principal Investigator and the Technology Transfer Department, assisted by the Legal Affairs Department, draw up a proposal for a contractual agreement with the company containing an assessment of costs and logistical issues. This document is shared with the relevant departments, which are called upon to express their opinion on matters falling within their direct competence, with particular reference to financial sustainability and the availability of space (Management for Research Organisation; Planning and Management Control, Administrative Directorate, Purchasing Directorate, Human Capital and Organisation Directorate, Technical Services and Facilities Directorate, Health & Safety Office, Compliance Directorate).
2. The Joint Lab proposal is submitted by the Technology Transfer Directorate to the Chairman of the Scientific Technical Committee, who is called upon to verify its strategic nature, if necessary requesting to make/negotiate any necessary changes and/or additions with the potential industrial partner.
3. The Joint Lab proposal is then submitted by the Technology Transfer Directorate for final approval by the Scientific Director if the agreement does not require any monetary contribution from the company or if such contribution is less than € 1,000k, or for approval by the Executive Committee if the monetary contribution from the company is higher than € 1,000k.

Please refer to document **IO TTD 01 Procedure for Commercial Projects** for the operational details of the Guidelines set out here.

2.5. Summary

	Researcher/Principal Investigator	Technology Transfer	IIT Offices in charge	President of STC	Scientific Director	Executive Committee
Prototype sales	Transfers requests for quotations from industry to TTD	Accepts and develops industry requirements, negotiates the terms of the quotation and submits them to the SD for approval; monitors the progress of the project in relation to the delivery schedule.			Approves and signs the offer to sell for sums of an equivalent value of up to € 1,000k	For an equivalent value of over € 1,000k, approves the contract and delegates for signature
Consultancy, Feasibility Studies and Services in general	Submits requests for cooperation from industry to TTD and draws up the technical annex	Receives and develops requests from industry, negotiates contractual conditions and IP management and submits them to the SD for approval; monitors the progress of ongoing projects in relation to administration.			Approves and signs the contract	For an equivalent value of over € 1,000k, approves the contract and delegates for signature
Commissioned Research Projects	Submits requests for cooperation from industry to TTD and draws up the technical annex	Receives and develops requests from industry, negotiates contractual conditions and IP management and submits them to the SD/EC for approval; monitors the progress of ongoing projects in relation to administration.			Within an equivalent value of up to € 1,000k, approves and signs the contract	For an equivalent value of over € 1,000k, approves the contract and delegates for signature
Collaborative Research Agreements (Joint Laboratories)	Identifies topics of common interest between IIT and industry. Elaborates the joint workshop proposal.		Evaluate the contract and make comments and/or requests for clarification	Expresses an opinion on the alignment with the Strategic Plan	In the case of an in-kind contribution only or if the cash contribution from the company is less than € 1,000k, approves and signs the contract	For an equivalent value of over € 1,000k cash from the company, approves the contract and delegates for signature

2.6. Annotated bibliography

1. [P14 IIT industrial property policy](#).

Regulates the promotion, development and exploitation of Industrial Property and property deriving from the results of the Institute's research, also describing the use of the same through transfers, licenses and/or other forms of agreement that allow its commercial and/or industrial use.

2. [P15 Start-up management Policy](#).

This policy governs the management of matters regarding IIT start-ups. The stages of the IIT Start-up accreditation process are described; with "accreditation" concerning the granting of IIT Start-up status to the company or business project that applies for it.

3. [TTD 01 Procedure for Commercial Projects](#)

This is the operational procedure that formalises the process of managing commercial projects from proposal to project closure and defines the operational methods and internal rules concerning the management of commercial projects and the definition of their budget.