

Webinar Presentation

Legal Entity/ Team Eligibility:

The Shell Ocean Discovery XPRIZE is open to participation by Teams from around the world. However, Teams from embargoed countries – Cuba, Iran, North Korea, Sudan and Syria are not eligible to participate. An individual from one of those countries with primary residence in a non-embargoed country can participate in the Competition.

Insurance Requirements:

Usually our insurance requirements are imposed by statute, XPRIZE risk assessment, sponsors, test facilities, locations and other circumstances.

Teams may secure a General Liability Policy, Umbrella/Excess Liability policy (to get to the \$2mill limit) first. As they progress in the Competition and the need arises based on the specific Round of the Competition, Teams may *THEN* secure a Watercraft, Drone and Pollution policy.

Insurance requirements for the competition – minimum (Team can always exceed the requirement) in Round 1 and Round 2:

A Two Million Dollars (\$2,000,000.00) per occurrence and Two Million Dollars (\$2,000,000.00) aggregate general liability policy.

Appropriate endorsements or policies should also include: (i) unmanned vehicle or remote – controlled operations and/or autonomous operations coverage (watercraft and/or Drone Coverage, if applicable); (ii) environmental contamination coverage; and (iii) pollution clean-up coverage.

Both the limits of liability and above mentioned coverage may be secured in the form of one policy or multiple policies. If it becomes necessary to secure multiple policies to comply with the above requirements, each policy must have a minimum limit of \$1,000,000 per occurrence.

Team shall obtain, from all liability insurance providers, a certificate of insurance evidencing the above coverage with appropriate endorsements to the policies obtained that name “The XPRIZE Foundation, Inc.” and “Shell International Exploration and Production Inc.” as Additional Insureds with Waivers of Subrogation. Certificates should include a 30-day cancellation clause.

We have looked into getting group rates for participating Teams but our inquiries showed that rather than getting lower rates for the Teams, the premium rates actually increased making it more expensive to procure group rates for the Teams. That is, the group rates were more expensive than the individual rates secured by individual teams through different brokers.

Teams with unique insurance challenges should notify XPRIZE as soon as possible and we will work with you to resolve.

The endorsements for marine-related insurance may be added during the appropriate rounds of the competition.

Intellectual Property:

Team Will Retain Ownership of Team's Intellectual Property.

Sponsor Right to Negotiate Option or License in Team Technology- At the conclusion of (or upon the conclusion of Team's active participation in) the Competition, the Team will promptly disclose to Title Sponsor any and all Team Technology. Title Sponsor will hold such disclosure on a confidential basis and will not disclose the information to any third party without consent of Team. Title Sponsor will advise Team in writing within sixty (60) days of such disclosure to Title Sponsor whether or not it wishes to secure an option or commercial license ("Election Period").

Title Sponsor will have ninety (90) days from the date of election to conclude an option or license agreement with Team ("Negotiation Period"). Team and Title Sponsor shall negotiate in good faith to enter into an option or license agreement and said license will reflect reasonable and equitable terms and fair market value and consideration. If such option or license is not concluded within the Negotiation Period, neither Team nor Title Sponsor will have any further obligations to the other with respect to such Team Technology.

Permits:

The other major issue is permitting of marine activities, specifically the USACE, NOAA and state-level permits, which can take over a year to secure.

Regarding Permits, XPRIZE will secure appropriate permits as they apply for all the Teams participating in the competition, while Teams will have to get Team specific permits where appropriate. Team specific permits are permits that affect only the Team itself and not all Teams.