INTELLECTUAL PROPERTY POLICY
1. Status and Purpose
City, University of London (City) is committed to encouraging the protection and exploitation of intellectual property (IP) developed using its resources, where appropriate and for the benefit of society. Accordingly, the purpose of this Policy is to outline City's position on the ownership and management of such IP in line with its charitable objectives, which concentrate on publication and wider dissemination and also on commercialisation with the aim of benefiting society.

This Policy is effective as of 22nd November 2019 and supersedes all previous versions and arrangements concerning the ownership and management of IP that City may have adopted.

This Policy sets out the principles that City expects all individuals who fall within its scope (as described in section 2 below) to follow. City reserves the right to amend and replace this Policy at any time at its discretion. In addition, City reserves the right not to follow the principles set out in this Policy in any given case, if, in its opinion, its charitable objectives might be better achieved by other means.

2. Scope
This Policy applies to all full-time and part-time employees, affiliate staff, and students of City, irrespective of whether or not those individuals have any other arrangements (e.g. employment, student, consultancy, etc.) with any other organisation.

City requires all of the individuals described in the previous paragraph to comply with this Policy and to ensure that any other arrangements they may have with any other organisations allow them to do so.

3. Definition
Intellectual property – or IP - is a collective name for the various types of property, recognised by law, that protect creations of the mind. The main types of IP include patents, confidential information, copyright, database rights, trademarks and (registered and unregistered) designs. A more extensive description can be found in the IP User Guide.

4. Communication and Awareness
It is important that City staff and students have an awareness of IP and an understanding of its implications in order to ensure that difficult situations do not arise and exploitation opportunities are not lost. Information about IP is available through a variety of external and internal sources, such as City’s IP User Guide which accompanies this Policy and in seminars and intranet resources provided by City, or via guides published on the UK’s Intellectual Property Office website.

5. Ownership

Employees
In simple terms, under the various pieces of IP legislation in the UK, where IP is generated by an employee in the course of their employment, it belongs to their employer first.

Accordingly, to the maximum extent permitted by applicable law, City will be the first owner of all IP generated by its employees in an employment context (and irrespective of whether the IP is generated during or outside normal working hours, within or away from City’s facilities, or in association with any other IP, person or entity).
The words “to the maximum extent permitted by applicable law” appear in the previous sentence in recognition of the fact that the legislation is more nuanced than as stated above (particularly in relation to patents) and City does not seek to overreach what the legislation provides.

**Undergraduate and Postgraduate Students**

When undergraduate and postgraduate students (whether research or taught) generate IP during their studies or research at City, the student will generally be the first owner of that IP. However, there may be circumstances in which this position needs to change and City should instead be the owner of that IP. For example, if a student generates IP and:

(a) the IP is generated under contract terms with a third party that require the IP to be owned by City or a third party (e.g. under a funded studentship); and/or

(b) the IP is generated together with City employees, or the IP builds on IP previously generated by City employees;

the student will be required to assign their IP to City, so that City will be the owner of such IP. All students will be automatically deemed to have accepted this requirement to assign their IP to City in the above circumstances as a condition of being accepted for admission to their degree programme.

Where a student is required to assign their IP to City in the above circumstances, City may require the student to sign an agreement to record formally that the above IP ownership position applies. A template example of such an agreement can be found in the IP User Guide. In return, the student will be treated in the same way as an employee of City solely for revenue sharing purposes under this Policy.

For the avoidance of doubt, where IP is generated by an individual who has a dual role at City as both a student and an employee (e.g. where a student is employed by City as a graduate teaching assistant or/and as a research assistant on a project), the context in which the IP was generated will be considered in order to determine whether City or the individual should be the owner of that IP. In general, City will be the owner of any IP that individual generates in the course of their role as a City employee, and the individual will be the owner of any IP they generate in the course of their role as a City student (unless one of the circumstances set out above applies and the student is required to assign the IP to City).

**Affiliate Staff**

Affiliate staff whose research is primarily focused at City (e.g. including visiting academics, honorary staff, retired members of staff, and emeritus professors) will be automatically deemed to have accepted that they will be treated as if they were employees of City (solely for the purposes of this Policy) as a condition of being granted access to any of City’s premises or facilities. Accordingly, such individuals will be required to assign any IP that they may generate whilst engaged in research at City, so that City will be the owner of such IP.

City may require affiliate staff (and/or their home institution as appropriate) to sign an agreement to give effect to the IP ownership position set out in the preceding paragraph. A template example of such an agreement can be found in the IP User Guide.

**6. Involvement of Third Parties**

For all research projects supported in any way, or commissioned in full or in part, by any third
parties, City requires the principal investigators on those projects to inform all other City staff and students involved in those projects of any contractual terms and issues prior to the start of the research.

7. Intellectual Property of Third Parties
This Policy sets out City's position on the ownership and management of IP generated with its resources. However, City staff and students should also be alert to IP owned by third parties (e.g. other universities, companies or funding bodies). City expects its staff and students to respect third-party IP and to take care not to infringe third-party IP rights.

Accordingly, any City staff and students intending to use any materials or IP provided or owned by third parties must ensure that they and City are authorised to do so. Whilst in some cases research or teaching use may come within exceptions to the relevant IP law, this should not be assumed, as the law in this area is complex. If third-party materials or IP are to be used, then care must be taken that appropriate permissions or rights exist for the intended use. If not, approval should be sought and obtained from the provider or owner for the envisaged use before going ahead.

City staff and students are not permitted to enter into any agreements with third parties that purport to bind City to contractual obligations. Whilst this may seem obvious, it is increasingly common to see software and other IP and materials being obtained online (e.g. by clicking on a simple “I accept” button). Individuals do not have authority to do this in City's name.

8. Academic Publications
City waives its ownership rights to any literary copyright that may subsist in any academic publications produced by its staff and students in the furtherance of an academic career. This includes books, articles in journals, papers for conferences, study notes, dissertations, and theses produced for such purpose; provided in each case that (a) the publication does not form part of a course or teaching materials, (b) the publication has not been commissioned by City, and/or (c) another ownership position is not required by a contract that City has concluded.

The authors of such academic publications each grant to City an irrevocable, perpetual, worldwide, royalty-free, fully paid-up, non-exclusive licence under such literary copyright to carry out all acts restricted by such copyright for research, teaching and publication purposes. The authors are responsible for making any publishers and other relevant third parties aware of this licence granted to City.

9. Teaching Materials
IP in any course or teaching materials produced by any individual to whom this Policy applies will be owned by City (unless City specifically agrees another position with the relevant individual in writing).

10. Commercialisation of Intellectual Property
City is committed to finding practical applications for the outputs of research carried out using its resources with the aim of realising economic and social benefit. An important way of
achieving this is through the commercialisation of IP. Two of the most common methods of IP commercialisation are entering into licence agreements with third parties or ‘spinning out’ IP into a new company in which City may be a shareholder.

City will decide the best route of commercialisation on a case-by-case basis. Individuals are not permitted to use City’s IP for commercial purposes or otherwise engage in any commercialisation activities with City’s IP, without in each case prior written consent from Research & Enterprise.

Where an individual believes that they have created an invention or generated any other type of IP with potential commercial value, they must contact Research & Enterprise as soon as possible.

Further information about the commercialisation process can be found in the IP User Guide.

11. Revenue Sharing
When IP that is owned by City in accordance with this Policy is commercialised by City, revenue sharing arrangements will normally apply. Details of City’s usual revenue sharing arrangements can be found in the Schedule attached to this Policy.

However, where an individual has received equity in a spin-out company, they will not be entitled to benefit under the revenue sharing arrangements in addition to their equity.

12. Record Keeping
City staff and students are required to keep a record of their work related to IP generation. This is not only a crucial part of good research practice, but is also crucial for the evidencing of any claims associated with IP ownership.

13. Related Polices & Guides
This Policy should be read in conjunction with the following other policies of City:

<table>
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<tr>
<th>IP User Guide</th>
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<tr>
<td>Copyright Policy</td>
<td>Grievances Procedure</td>
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<tr>
<td>Conflict of Interest Policy</td>
<td>Ordinances</td>
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<td>Consultancy Policy</td>
<td>Framework for Good Practice in Research</td>
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<td>Financial Regulations</td>
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Schedule – Revenue Sharing Principles

General Principles

1. If any IP owned by City in accordance with this Policy is exploited by City and City generates income from that exploitation, City will typically distribute that income as described in this Schedule.

2. Two types of income are referred to in this Schedule, namely Gross Income and Net Income. Detailed definitions of these terms can be found in the template revenue sharing agreement included in the IP User Guide. However, in short, these terms typically mean as follows:

   a. Gross Income means all income received by City from City’s exploitation of IP owned by City in accordance with this Policy; and

   b. Net Income means Gross Income minus any amount first distributed to the inventor(s) (typically £10,000, as described below) and then minus all costs, fees and expenses incurred in the development and/or exploitation of the IP in question (including, for example, all legal, patent and other third-party costs).

3. Gross Income and Net Income typically will be calculated by City annually and, if applicable, distributed annually, conditional upon the inventor(s) having executed a confirmatory assignment agreement and a revenue sharing agreement with City. As mentioned above, a template revenue sharing agreement can be found in the IP User Guide. A template confirmatory assignment agreement can be found in the IP User Guide as well.

4. City will typically distribute all of the first £10,000 of Gross Income received by City from the exploitation of IP owned by City in accordance with this Policy to the inventor(s) of that IP.

5. Where there is more than one inventor of the IP in question, any income attributable to the inventors typically will be distributed by City in equal proportions to the inventors named in the Invention Disclosure Form submitted to Research & Enterprise for the IP in question, unless the inventors agree a different percentage and specify that percentage in that Invention Disclosure Form. A template Invention Disclosure Form can be found in the IP User Guide.

6. Once the first £10,000 of Gross Income received by City has been distributed to the inventor(s), City will then typically apply any further Gross Income it receives to the recovery of costs, fees and expenses incurred in the development and/or exploitation of the IP in question. If City then receives any surplus Gross Income (i.e. Net Income), City will typically distribute that Net Income between the inventor(s), the academic school(s) to which the inventor(s) is/are affiliated, and the university as follows:

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<th>Net Income (accumulated over all Payment Periods as defined in the template revenue sharing agreement)</th>
<th>Percentage of Net Income to be paid to the inventor(s) (jointly)</th>
<th>Percentage of Net Income to be paid to the school(s) (jointly)</th>
<th>Percentage of Net Income to be paid to the university</th>
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<td>Up to and including £100,000</td>
<td>60%</td>
<td>20%</td>
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<tr>
<td>Over £100,000</td>
<td>33.3%</td>
<td>33.35%</td>
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7. These thresholds may be varied by City on a case-by-case basis, for example:
   a. Where there has been substantial financial support or infrastructure investment by City; or
   b. Depending on the extent of external funding drawn upon; or
   c. Depending on the extent to which work preparatory to the IP has been carried out elsewhere; or
   d. Where IP owned by City in accordance with this Policy is commercialised by City with other IP not generated by the inventor(s).

8. In the case of the death of an inventor who is due to be paid a share of Gross Income or Net Income, that share will be payable to the estate of the deceased instead.

9. Where advised to do so by its accountants or tax advisers, City may deduct income tax and/or National Insurance contributions from any amount to be paid to any inventor, whether or not they are employed by City at the time of the payment.

Worked Examples

1. City generates a total Gross Income of £10,000 from its exploitation of certain IP owned by City in accordance with this Policy. There are two inventors of the IP in question and the Invention Disclosure Form submitted to Research & Enterprise for that IP does not specify how the inventors intend to share income between them. City incurs £4,000 of costs, fees and expenses in connection with the development and exploitation of the IP in question.
   a. Typically, City will distribute all of that Gross Income to the inventors (without recovery of any costs, fees and expenses incurred) in equal proportions. Accordingly, in this scenario, City will typically distribute £5,000 to each of the inventors, subject to any tax and National Insurance deductions that City is required to make.

2. City generates a total Gross Income of £100,000 from its exploitation of certain IP owned by City in accordance with this Policy. There are three inventors of the IP in question, they are all affiliated to the same school at City, and they specify in the Invention Disclosure Form submitted to Research & Enterprise for that IP that they should share income attributed to the inventors in the following proportion: 50%: 25%: 25%. City incurs £30,000 of costs, fees and expenses in connection with the development and exploitation of the IP in question and decides to apply the “typical” revenue sharing percentages set out in the above table to any Net Income.
   a. Typically, City will distribute all of the first £10,000 of Gross Income to the inventors (without recovery of any costs, fees and expenses incurred) in the proportion specified in the Invention Disclosure Form. Accordingly, in this scenario, City will typically distribute £5,000, £2,500 and £2,500 to the inventors respectively of that first £10,000, subject to any tax and National Insurance deductions that City is required to make.
   b. City will then typically deduct all costs, fees and expenses incurred in connection with the development and/or exploitation of the IP in question (i.e. £30,000), leaving a total (Net Income) of £60,000. Accordingly, in this scenario, City will then typically make the following distributions:
      i. £18,000, £9,000 and £9,000 to the inventors respectively (i.e. totalling £36,000 or 60% of £60,000), subject to any tax and National Insurance deductions that City is required to make;
      ii. £12,000 to the school to which the inventors are affiliated (i.e. 20% of £60,000); and
      iii. £12,000 to the university (i.e. 20% of £60,000).
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| *RESEARCH & ENTERPRISE*  
**Mariah.Loukou@city.ac.uk** |  |