

ORSO Guideline 23

Material Transfer Agreements

WASHINGTON STATE UNIVERSITY

Office of Research Support and Operations (ORSO)

February 2023

Process and Approval:

A Material Transfer Agreement (MTA) is an agreement between WSU and one or more outside entities, (e.g. another university, a commercial provider, a non-profit organization, or industry).

A Material Transfer Agreements (MTA) request will follow different approval processes depending upon the direction of the transfer. An agreement to transfer material to Washington State University (WSU) is referred to by ORSO as a “Material Transfer Agreement – In” (MTA-In). An agreement to transfer material from WSU is referred to by ORSO as a “Material Transfer Agreement – Out” (MTA-Out). Because of the unique set of considerations surrounding each type of transfer, it is important for the researcher to identify at the threshold which type of agreement is required and to follow the corresponding process identified below.

If there are questions about who or what departments are responsible for the MTA process, please review the Roles and Responsibilities page for the Research Administration Process is available at: <https://orso.wsu.edu/research-administration-process/>.

MTA – In Process:

WSU policy does not mandate an MTA for all incoming materials. It is important to know whether the material coming into WSU is coming from an university, commercial provider, a non-profit organization, or industry. Not all commercial providers require an MTA before transferring the material. If a commercial provider states than an MTA is not required, please contact ORSO@wsu.edu before arranging transfer to confirm that no MTA is required (as some providers may try to force WSU to enter into an MTA even after the material has been transferred).

Nothing in this Guideline is intended to contradict BPPM Chapter 70. If a purchase of commercially available materials is being contemplated, please consult Procurement and Contract Services by email at purchasing@wsu.edu.

If the provider does require an MTA before transferring the materials, please complete a “Material Transfer Agreement Information Sheet for Incoming Materials” and provide it to ORSO@wsu.edu (a copy of the incoming information sheet is available at: <https://orso.wsu.edu/documents/2018/03/mta-info.pdf/>). If the provider has already provided a copy of their MTA template, please include it with the information sheet in a single email to ORSO@wsu.edu.

ORSO will: 1) review the proposed MTA for compliance with WSU policies; 2) negotiate (or arrange the negotiation of) changes when necessary; and 3) arrange for proper approvals and signatures when appropriate.

MTA – Out Process:

WSU policy requires an MTA for nearly all outgoing materials. Before WSU transfers material to a recipient, please complete a “Material Transfer Agreement Information Sheet for Outgoing Materials” and provide it to ORSO@wsu.edu (a copy of the outgoing information sheet is available at: <https://commercialization.wsu.edu/documents/2020/02/wsu-out-going-mta-checklist2-2020.pdf/>). If the transfer involves live vertebrate animals, please include a copy of the “Animal Protocol Checklist” with the information sheet in a single email to ORSO@wsu.edu (a copy of the checklist is available here: <https://commercialization.wsu.edu/documents/2017/02/out-going-material-animal-protocol.pdf/>). If the transfer involves international shipping or shipment to a non-US entity or individual the “Application for Review” required by the Office of Research Assurances (ORA) will be completed by ORSO (a copy of the export control “Application for Review” is available here: <https://ora.wsu.edu/application-for-review/>). Authorization for the outgoing MTA may be delayed while the export control review process is completed.

If a Principal Investigator is leaving WSU for another institution, a MTA-out is required to transfer materials to the Principal Investigator’s new institution.

ORSO will: 1) review the proposed MTA for compliance with WSU policies; 2) coordinate with the Office of Commercialization (OC) to determine appropriate terms on Intellectual Property; 3) coordinate with other compliance offices as necessary; 4) negotiate (or arrange the negotiation of) changes when necessary; and 4) arrange for proper approvals and signatures when appropriate.

Shipping Procedures and Export Control:

Before any transfer of material occurs, researchers must ensure that all appropriate shipping procedures are being followed. Applicable shipping procedures when transferring material from WSU may include export control licenses and hazardous materials designations. For additional information on shipping procedures, please visit the Office of Research Assurances webpage at the following address: <https://ora.wsu.edu/shipping-procedures/>.

Background and Policy:

Material Transfer Agreements are mechanisms to promote further research, enhance discovery, support a robust research enterprise, and improve public health. Frequently, material requested by WSU researchers come from other investigators in both private and public labs. To ensure appropriate intellectual property rights for both providers and recipients of material, an MTA must be reviewed by ORSO prior to signing or acceptance (if the signature of an authorized organizational representative is not required).

In December of 1999, the National Institutes of Health (NIH) presented a policy on sharing biomedical research resources entitled “Principles and Guidelines for Recipients of NIH Research Grants and Contracts on Obtaining and Disseminating Biomedical Research Resources.” It is important that WSU comply with the principles outlines in this policy, which are to:

1. Ensure Academic Freedom and Publication
2. Ensure Appropriate Implementation of the Bayh-Dole Act
3. Minimize Administrative Impediments to Academic Research
4. Ensure Dissemination of Research Resources Developed with NIH Funds

These guidelines apply to all WSU investigators and researchers, even those whose research is not currently sponsored by an NIH grant or contract. These guidelines are necessitated by the fact that even though the material may have been obtained at a time when NIH funding was not present for the project for which the material was intended, there is a strong possibility that once a material is in a laboratory, it might be used in a future NIH funded project. ORSO recommends that all WSU investigators and researchers become familiar with the terms of the guidelines and carefully compare the terms and conditions of any MTA they receive with the terms of these guidelines.

When WSU investigators and researchers receive an MTA from industry or other academic institutions which contains terms and conditions incompatible with this policy or any other university policy, ORSO will make a reasonable effort to negotiate compatible terms with the provider. If it is not possible to negotiate compatible terms, alternative sources for the material must be sought. In every case, if the material can be purchased from a commercial source, it should be purchased rather than obtained with an MTA.

Important Areas of Concern in a Material Transfer Agreement:

In most instances, an MTA will require some negotiation of one or more of the following issues to obtain terms that appropriately protect the rights of WSU and the researcher:

- a) Publication
- b) Confidentiality
- c) Intellectual property rights to new inventions (which involve the material transferred)
- d) Data rights and ownership
- e) Governing law
- f) Indemnification
- g) Term of the material transfer

As WSU is a signatory to the Uniform Biological Material Transfer Agreement (UBMTA) Master Agreement, transfers to or from other signatories may be significantly expedited. If you are unsure whether the other party is a signatory to the UBMTA, please review the list of signatories located here:

<https://autm.net/surveys-and-tools/agreements/material-transfer-agreements/mta-toolkit/uniform-biological-material-transfer-agreement/ubmta-signatories/>