COMPLETING SECTION 17B – AGREEMENT TERMS & CONDITIONS

The OSP Contract Officer (“CO”) will enter the following information into the OSP Proposal & Award Acceptance Workflow (“Proposal Workflow”).

1. Confidentiality Terms

Identify whether the confidentiality terms in the award are acceptable. If so, choose “Yes.” If there are no confidentiality terms in the award, choose “N/A.” Provide any additional information, such as page numbers to applicable information in the award, in the Comments field.

Confidentiality terms are acceptable?
○ Yes ○ No ○ N/A

Comments:

2. Nondisclosure Agreements, Etc.

Identify whether personnel handling confidential information will be required to sign Nondisclosure Agreements (“NDAs”) or similar agreements. If so, choose “Yes.” If not, choose “No” or “N/A” depending on the situation. The CO should make a significant effort to negotiate out of the award this requirement because it is generally against policy for Boise State employees to be required to sign individual NDAs. If the CO cannot negotiate this requirement out of the award, the CO must coordinate with the Principal Investigator (“PI”), Office of the General Counsel (“OGC”) and Office of Technology Transfer (“OTT”) to determine how to proceed. Provide any additional information, such as page numbers to applicable information in the award, in the Comments field.

Non-disclosure form required for personnel handling confidential information/materials?
○ Yes ○ No ○ N/A

Comments:
3. Intellectual Property

Identify whether the **intellectual property terms are acceptable**. If so, choose “Yes.” If there are no intellectual property terms in the award, choose “N/A.” The CO will never choose “No” to identify unacceptable intellectual property terms because they must be negotiated out of the award. If the CO cannot negotiate the unacceptable terms out of the award, the CO must coordinate with the PI, OGC and OTT to determine how to proceed. Intellectual property terms may be explicitly stated in the award or may be incorporated by reference from an applicable regulation (see, e.g., 2 CFR § 200.315 (referring to “Intangible Property”)). Provide any additional information, such as page numbers to applicable information in the award, in the Comments field.

After adding the above information to the Comments field, add either: “[PBU: Yes]” or “[PBU: No].” The vast majority of awards should be labeled as “[PBU: No].” If we automatically grant the sponsor more than a non-exclusive, royalty-free, paid up license (e.g., “work for hire”), the answer would be “[PBU: Yes].” This information is used by Treasury for bonding issues.

Finally, after adding the above information to the Comments field, provide details about any applicable **OFC Deliverables** for OSP Post-Award. OFC Deliverables are found in Section 3.1.8.8, Update the Contract & Create Deliverables, of the **OSP Post-Award Services Procedures Manual**. Common Deliverables here include: “D16 – Intellectual Property Disclosure” and “D17 – Intellectual Property Report Reminder.” Make sure to add the due dates for these Deliverables. An example follows:

***OSP Financial Tech Use Only***

D16 – Intellectual Property Disclosure
D17 – Intellectual Property Report Reminder

![Intellectual property language is acceptable?](image)

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
</table>

Comments:

4. Publishing Restrictions

Identify whether any publishing restrictions are **limited to the sponsor’s review and comment** (i.e., not the sponsor’s “approval” which is unacceptable in almost all cases to Boise State). If so, choose “Yes.” If there are no publishing restrictions in the award, choose “N/A.” The CO will never choose “No” to identify publishing restrictions that go beyond the sponsor’s non-binding review and comment because these restrictions must be negotiated out of the award. If the CO is unsuccessful negotiating out these terms, the CO must coordinate with the PI and OGC to determine how to proceed. Provide any additional information, such as page numbers to applicable information in the award, in the Comments field.
5. **“Work for Hire” or Similar Clauses**

Identify whether any “work for hire” or similar clauses are included in the award terms and conditions. If not, choose “No” or “N/A” depending on the situation. If so, choose “Yes.” However, the CO should make every effort to remove such clauses from the award because they are generally against Idaho State Board of Education intellectual property policy (Section V, Subsection M). If the CO is unsuccessful negotiating out these terms, the CO must coordinate with the PI, OGC and OTT to determine the best path forward. Provide any additional information, such as page numbers to applicable information in the award, in the Comments field.

6. **Warranties or Guarantees**

Identify whether any warranties, guarantees and/or similar clauses are included in the award terms and conditions. If not, choose “No” or “N/A” depending on the situation. If so, choose “Yes.” However, the CO should make every effort to remove such clauses from the award because they are generally against Boise State policy. If the CO is unsuccessful negotiating out these terms, the CO must coordinate with the PI and OGC to determine the best path forward. Provide any additional information, such as page numbers to applicable information in the award, in the Comments field.