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Affiliated Centres and Institutes (Appendix A) Agreement Requirements

Office of Administrative Responsibility:	Office of the Provost and Vice-President (Academic)
Approver:	Provost and Vice-President (Academic)

*NOTE: The critical elements outlined below apply to **affiliated centres and institutes** only. They do not apply to academic centres and institutes, nor shall they apply to research consortia (multi-institutional partnerships) that are created to fulfill the mandate of a research grant.

All agreements must be written and reviewed in accordance with the University of Alberta's Contract Review and Signing Authority Policy.

The affiliation agreement will be written to:

- ensure best practice in the management of the University's interests in an affiliated centre or institute.
- provide clarity of roles and responsibilities of the University and of the centre's or institute's board in terms of human
- resources, leases, ownership of equipment, ownership of research, reporting, etc.
- understand both the potential opportunities and exposures to the University and ensure appropriate steps are taken to mitigate significant risks.
- demonstrate consultation with appropriate University units and departments (e.g. General Counsel must be consulted on legal issues, Risk Management on insurance issues, Academic Staff Administration and/or Employee Relations on employment issues, etc)

All agreements to create an affiliated centre or institute must also contain the following critical elements. In certain circumstances, upon consultation with the University department that has responsibility for the area, it may be determined that one or more of these elements may not be required:

1. Legal Status
 - a. Define the parties within the affiliation.
 - b. Define the legal status of the centre/institute.
2. Reporting/Governance Structure
 - a. Define the representation of each partner within the affiliation agreement on the board of directors or similar governing body and the associated roles and responsibilities of the board.
 - b. Define the powers of the governing board.
 - c. Define the powers that are reserved to parties (for example, the power to amend the affiliation agreement).
 - d. If applicable, define the representation and responsibilities of the advisory council or similar advisory body.
 - e. Define the role and qualifications of the chief officer(s) of the proposed centre/institute.
 - f. Define the timing of and how the annual reporting will be conducted and the intended audience of the report.
 - f. Define how periodic reviews will be conducted, the timing of those reviews, and how the results of the reviews will be reported to each member institution.
3. Employees

Provisions must be included to deal with any employment issues that may arise as a result of the affiliation. This could include issues such as secondments between the parties, applicability of collective agreements and compliance with policies.
4. Space/Lease Agreement

Define the arrangements for the ownership and use of space, with associated liabilities clearly defined.
5. Equipment

Define the agreement regarding the purchase, ownership, and use of equipment.

6. Funding/Budget
Define the monetary and financial reporting obligations, if any, of the University and other party(ies) in the agreement.
7. Research and Intellectual Property
Define the agreement with the member party(ies) in terms of research grants and the ownership of research and other intellectual property.
8. Risk/Insurance
Define the arrangements for insurance and associated liabilities.
9. Termination or Wind Up
 - a. Define the processes for the termination or winding up of the centre/institute, and the obligations of the centre/institute and of the party(ies) should it be terminated or wound down.
 - b. Outline what physical and financial resources will remain following the termination or wind up of an affiliated centre or institute.

DEFINITIONS

Any definitions listed in the following table apply to this document only with no implied or intended institution-wide use. [▲Top](#)

Affiliated Centre or Institute	<p>An Affiliated Centre or Institute is created through a contractual or other legal arrangement with one or more third parties such as a joint venture, a corporation, a society, a partnership or other affiliation type arrangement by which a centre or institute is created which is not under the control of the University.</p> <p>The Centre or Institute reports to a governing board that is external to the University of Alberta and for which the University does not have control. This would include centres and institutes created through an agreement whether located on or off the University's campuses, including national centres of excellence.</p> <p>In all cases, the required governance reviews and approvals must be obtained prior to contract execution.</p>
Academic Centre or Institute	<p>An Academic Centre or Institute may exist solely within the University of Alberta or may be created through a partnership between the university and other entities. Such other entities may include other universities, governments, public authorities (such as health authorities), and non-profit organizations. If an external corporate entity is involved in the Centre or Institute, the process for managing conflict of interest and conflict of commitment must be reviewed. The University attaches the utmost value to academic freedom and scholarly integrity. Accordingly, Academic Centres and Institutes shall not place any limits on these accepted principles of academic freedom and scholarly integrity.</p> <p>Centres or Institutes are not subsidiary companies, spin-off companies, societies created through non-university policies, or groups or corporations that lease University of Alberta space to achieve their own ends.</p> <p>Additionally, if the academic Centre or Institute has a governing board, membership of the board is constituted such that the University of Alberta has control.</p>

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