



December 10, 2012

Jack Johnson, Chief of Staff  
Office of the President  
University of Washington - 351230

Dear Mr. Johnson:

Please find attached the Faculty Senate's response to your request to review and provide input on the November 12, 2012, draft of proposed changes to the Request for Approval of Outside Professional Work for Compensation. I'd be happy to discuss the committee's recommendations with you.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read 'J. Gregory'.

James Gregory  
Professor, History  
Chair, Faculty Senate

/nlb

Attachment

cc: Susan Astley, Chair, SCIPC  
Marcia Killien, Secretary of the Faculty

## Special Committee on Intellectual Property & Commercialization (SCIPC)

Review of the November 2012 draft of the revised  
“Request for Approval of Outside Professional Work for Compensation” form

December 1, 2012

Dear Jack Johnson:

Thank you for the opportunity to review the November 2012 draft of the revised “*Request for Approval of Outside Professional Work for Compensation*” form. The newly established SCIPC held its first meeting on November 27<sup>th</sup>. The focus of the meeting was the review of this form

The group as a whole felt the revised form was an improvement over the current (Rev. Oct 2011) form. We felt the work group succeeded in creating a form that was clearer, more informative, more focused, and easier to complete.

Our discussion of the form centered primarily on Section D. Intellectual Property.

We felt the three bulleted paragraphs in Section D were clear.

Regarding the assignment of intellectual property, we considered three alternatives:

1. No assignment (consistent with the Compensation Form prior to the Oct 2011 revision)
2. Narrow assignment (as conceptually described in the Nov 2012 draft)
3. Broad assignment (as conceptually described in the Nov 2012 draft)

After considerable deliberation, SCIPC unanimously concluded that assignment language should not be included in the *Request for Approval of Outside Professional Work for Compensation* form. Assignment of an invention prior to its invention cannot take into consideration the unique and complex issues that may be inherent in an invention. For example, what if this outside work activity is to be conducted by a group of faculty from different departments/schools? Who is the inventor? Who has the authority to assign rights? How can these questions be answered if the invention has not yet been invented?

The committee felt a more appropriate approach for dealing with assignment of inventions at this very early stage in an outside work effort is the approach conveyed in the Notice paragraph on page 2 and copied below.

**NOTICE:** You should carefully review any agreements with the outside organization to be certain you make no promises that are inconsistent with this assignment or your other UW obligations. Your agreement with the outside organization should contain the provision “To the extent the consulting agreement is inconsistent with any of the UW employee's obligations to the UW, the employee's obligations to the UW shall prevail.”

If the statement “*To the extent the consulting agreement is inconsistent with any of the UW employee's obligations to the UW, the employee's obligations to the UW shall prevail.*” is not sufficient to legally protect/prevent a faculty member from entering into an agreement

inconsistent with the faculty member's obligations to the UW, then we suggest this language be further refined to ensure such protection.

It is imperative faculty are in compliance with Administrative Policy Statement 59.4 (Technology Transfer) and EO57 (Outside Professional Work Policy) when engaged in outside professional work. We feel the best way to ensure this is to derive language that legally notifies the outside organization that the faculty member cannot engage in an agreement that is inconsistent with the UW employee's obligations. This notice should be shared with the outside organization prior to the signing of any contracts or agreements with the faculty member. And any signed contract/agreement that fails to honor this prior notification would be considered legally not binding.

Once again, thank you for the opportunity to review this draft and provide comment. Please do not hesitate to contact us if you have any questions regarding our comments.

Sincerely,



Susan Astley Ph.D. Chair SCIPC  
Professor of Epidemiology and Pediatrics

Enclosure

cc: Secretary of the Faculty

## REQUEST FOR APPROVAL OF OUTSIDE PROFESSIONAL WORK FOR COMPENSATION

The UW's [Outside Professional Work Policy](#) requires faculty members, librarians, and all other academic personnel to obtain University approval before engaging in outside professional activities *for any type of compensation*. Purely voluntary work for which no financial payment, property rights, or other tangible benefit of any sort will be received does not require approval. Approval of each outside work activity for compensation must be obtained each academic year before you engage in the requested activity.

**NOTICE:** Your compliance with the [Outside Professional Work Policy](#) provides you significant protection from potential complaints under the Washington State Ethics Act, [RCW 42.52](#).

### Submitting the Request

1. Fill in the blanks below and print and sign the request form.
2. Send the request to your department chair or program director for review and recommendation.
3. The department chair or program director will evaluate the request, make a recommendation, and submit the request and recommendation to the appropriate dean, chancellor, or vice provost, for further action. Under some circumstances, review by the Provost's Office may also be necessary.

### A. Applicant Information

Name \_\_\_\_\_ Employee ID No. \_\_\_\_\_

Campus Box \_\_\_\_\_ College/School/Department \_\_\_\_\_

Job Title \_\_\_\_\_ % FTE \_\_\_\_\_ Service Period (e.g., 9 or 12 months) \_\_\_\_\_

Are you here on a work visa? no  yes  (type \_\_\_\_\_)

Have you read the [Outside Professional Work Policy](#) within the past year? yes  no

***If not, please do so before continuing, since failure to comply with the Policy puts you at individual risk. The Policy contains specific exemptions, conditions, and limitations.***

### B. Information About the Outside Organization

Name of Organization \_\_\_\_\_

Type of Organization (e.g., For-Profit, Not-For-Profit; Public (Federal, State, Regional, or Local agency)) \_\_\_\_\_

- Do you or a member of your immediate family (including any significant other) have ownership, management, day-to-day participation, or other significant or continuous involvement with the outside organization that is deeper than a usual consulting relationship? yes  no

If so, please describe the involvement \_\_\_\_\_  
\_\_\_\_\_

### C. Information about the Outside Work

Brief description of the activities to be performed  
\_\_\_\_\_  
\_\_\_\_\_

Period of Work during the Academic Year (July 1 – June 30) \_\_\_\_\_

Number of Days Requested for Activity \_\_\_\_\_

- Will other UW employees or students be involved in this work? yes  no
- Are you receiving or do you anticipate receiving any UW research funding from the organization? yes  no

**If the answer to either question in this Section C is "yes," please explain here, including any eGC1 numbers for any existing research funding:**  
\_\_\_\_\_

**D. Intellectual Property** (Please refer to Administrative Policy Statement [59.4.7](#))

- Is there any possibility that this work will result in the transfer or use of information that is not publicly-available or any technology or invention or software of commercial value developed at the UW that is not in the public domain? yes  no

If the answer is “yes,” please describe the non-public information, technology, or invention, or software:  
\_\_\_\_\_

- Is there any possibility that you will make more than *de minimis* use of any UW equipment, supplies, facilities, or non-public information while performing this outside work? yes  no

If the answer is “yes,” please describe the equipment, supplies, facilities, or non-public information:  
\_\_\_\_\_

- In this outside work, will you be participating in activities that are likely to result in inventions, novel technologies, or software of commercial value? yes  no

VERSION 1: NARROW ASSIGNMENT [Conceptually described below]

[This version would provide that if the answer to any question in this Section D is “yes,” the applicant would please initial a paragraph that assigned to the UW all the applicant’s rights to any inventions developed as a consequence of, or in any way related to this outside work, the rights to which the UW would be entitled under the UW Patent, Invention, and Copyright Policy]

OR

VERSION 2: BROAD ASSIGNMENT [Conceptually described below]

[This version would provide that if the answer to any question in this Section D is “yes,” the applicant would please initial a paragraph that assigned to the UW all the applicant’s rights to any inventions to which the UW would be entitled under the UW Patent, Invention, and Copyright Policy.]

NOTICE: You should carefully review any agreements with the outside organization to be certain you make no promises that are inconsistent with this assignment or your other UW obligations. Your agreement with the outside organization should contain the provision “To the extent the consulting agreement is inconsistent with any of the UW employee’s obligations to the UW, the employee’s obligations to the UW shall prevail.”

**Applicant’s Signature**

In submitting this request, I certify that the Statements above are truthful to the best of my knowledge.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

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**Chair/Director and Dean/Vice Provost Approval**

I am confident on the basis of the information provided that the proposed outside work:

- Is not within, or a duplication of, the UW duties of the Applicant or under the Applicant’s supervision;
- Does not fall within the scope of the Applicant’s grant or contract funding at the UW;
- Will not interfere with the Applicant’s primary obligations to the UW;
- If it involves consulting with another state entity, RCW 42.12.120 has been followed;
- If applicable, a conflict management plan has been prepared and implemented; and
- If applicable, a deeper involvement review has been completed pursuant to Executive Order 57, Section 6.C.

I  approve  do not approve this request.

I  approve  do not approve this request.

\_\_\_\_\_

\_\_\_\_\_

Chair/Director Signature                      Date

Dean/Vice Provost Signature                      Date

**Provost Approval (where needed)**

I  approve  do not approve this request.

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