

Intellectual Property Policy

Dated: 29 August 2014

FOREWORD

1. The purpose of this policy is to make sure that the Lloyd's Register Foundation (**the Foundation**) maximises the benefit to society from the intellectual property (IP) arising from the research work it funds.

INTRODUCTION

2. The charitable objects of the Foundation are:-
 - a. To secure for the benefit of the community high technical standards of design, manufacture, construction, maintenance, operation and performance for the purpose of enhancing the safety of life and property at sea and on land and in the air; and
 - b. The advancement of public education, including within the transportation industries and any other engineering and technological disciplines
3. Through its charitable funding activities, the Foundation supports leading-edge scientific research from which IP will be created. Rights in such IP (**IPR**) are a valuable asset and consequently the Foundation has an obligation to ensure that it is suitably protected and applied for the public good. In developing this intellectual property policy (**Policy**), the Foundation has considered a wide range of issues relating to the appropriate protection and use of IP, including its role in creating the best conditions for research to flourish and in translating useful research results into tangible public benefits.
4. The Foundation recognises that management of IP is a sensitive issue that needs to be considered on a case-by-case basis. The aim of this Policy is to provide clear guidance for Foundation-funded researchers on the Foundation's position and expectations concerning the appropriate protection and use of IP arising from its charitable grant-giving.
5. This document sets out the Foundation's Policy in respect of:
 - a. Ownership of IP and IPR created or funded by the Foundation;
 - b. Appropriate protection of such IP and IPR; and
 - c. Sharing of revenue and rights arising from its commercial exploitation.

DEFINITION OF INTELLECTUAL PROPERTY

6. In the context of this Policy, IP refers to patents, rights to inventions, copyrighted materials, design rights, database rights, rights in confidential information (including know-how and trade secrets), trademarks, business names, domain names, goodwill and all other intellectual property rights, whether registered or unregistered, and all similar or equivalent rights or forms of protection which subsist now or will subsist in the future in any part of the world.
7. Exploitation of IPR is taken to mean any sale, transfer, assignment or licensing of the IPR and/or the supply, sale or licensing of goods or services involving the use of the IPR.

KEY ISSUES

8. As a starting point, the Foundation will assert ownership of all IP arising from its grant funding. If the Foundation is not the sole funder of that IP then it will claim joint ownership or an appropriate pro-rata share in agreement with the other funding parties and researchers-
9. However, in those situations where a Foundation-funded institution seeks to have IP ownership vested in it then the Foundation-funded institution must obtain the written consent of the Foundation before claiming ownership in or granting any rights over Foundation-funded IP. This is required by the Foundation's standard Grant Conditions in order to ensure that the research funded by the Foundation is exploited in a way that achieves its charitable aims and maximises the impact for public benefit.
10. Conditional consent will usually be given by the Foundation based on:
 - a. Satisfaction of normal legal and due diligence criteria;
 - b. The institution becoming a commercialisation agent for filing, and maintaining Foundation-funded IP;
 - c. The institution entering into a revenue and equity sharing agreement in line with charity law which will ensure that the return is not obviously disproportionate (in either direction) to the institution's contribution;
 - d. The agreement of 'step-in' rights whereby the Foundation (who, for example, may have delegated the IP custodianship and exploitation to a spin-out company) can retain the right to take back the ownership and exploitation of Foundation-funded IP at its own cost. This might arise in cases, for example, where there has been a failure to adequately file, or maintain Foundation-funded IP, or the commercialisation agent has decided to abandon a piece of registered IP, or the agent may want to limit the IP protection to certain geographies which the Foundation may wish to see broadened for wider public benefit reasons;
 - e. The Foundation retaining the right of a royalty-free, irrevocable licence to Foundation-funded IP if the IP has been registered by a commercialisation agent, with the freedom for the Foundation to sub-licence such IP at its discretion to any third party including its trading organisation, the Lloyd's Register Group and any of its subsidiaries and
 - f. The Foundation will permit the institution or its researchers to utilise Foundation-funded IP for academic research and teaching for wider public benefit. This should be sub-licensable/transferable if the researcher changes institution.

11. It is the responsibility of each individual who acts on behalf of LRF to ensure that IP arrangements with third parties comply fully with the content and spirit of this Policy, for example in collaborative research activity, contract research or consultancy work.
12. This Policy shall be reviewed and amended from time to time as considered necessary by the Foundation.

END.