

TERMS OF REFERENCE MOU/MOA TECHNICAL COMMITTEE

1. BACKGROUND

All memoranda listed in Item 3.3.1 need to be deliberated in the University Management Committee (UMC) for the approval. In order to simplify the process, UMC in its meeting no. 15/2019 dated 16th October 2019 has decided that all the memoranda are required to go through Office of the Legal Adviser (OLA) and Deputy Rector (Responsible Research & Innovation) for them to be vetted and reviewed accordingly.

2. MOU/MOA TECHNICAL COMMITTEE

The MOU/MOA Technical Committee members are as follows:

Head in charge Office of the Legal Adviser (“OLA”)	- Chairman
Head in charge Office of Deputy Rector (Responsible Research & Innovation)	- Member
Head in charge Office of the Deputy Rector (Academic and Linkages)	- Member
Director Finance Division	- Member
Head in charge Office of the Rector	- Member
<i>Secretary</i>	- <i>Officer in charge MOU/MOA Unit of OLA</i>

In the event that the Chairman is unable to attend the meeting, any member shall be appointed as the Chairman as agreed by all members.

In the event that any member is unable to attend the meeting, the member shall appoint a representative who has a mandate to decide on behalf of the member.

3. TERM OF REFERENCE

3.1 Frequency of Meeting

Twice a month.

3.2 Task and Responsibility

3.2.1 The MOU/MOA Technical Committee is authorized to recommend to the UMC on the approval of all agreements entered by the University.

3.2.2 Responsibilities of the MOU/MOA Technical Committee are as follows:

- (a) to receive complete documents and draft memorandum from Office of the International Affairs, Office of Industrial Links, Research Management Centre, Office of Deputy Rector (Student Development & Community Engagement) or any office that may be assigned from time to time;
- (b) to evaluate and assess the viability / feasibility etc. of the intended project;
- (c) to conduct due diligence practices and transparency including checking on the nature of the agreements, assessing the business viability, research sustainability and associate risk management on every collaboration and/or project entered by the respective K/C/D/I/O to ensure the University's interest is safeguarded and protected at all times before any decision can be made;
- (d) to conduct due diligence practices and transparency including checking on the obligation of parties under the agreement, assessing the outcome and risk to ensure the University's interest is safeguarded and protected at all times before any decision of termination or revocation of MOU/MOA being made;
- (e) to recommend to the UMC on the approval of all agreements entered by the University; and
- (f) to recommend to the UMC on the termination/revocation of all agreements entered by the University; and
- (g) to notify the BOG on the decision made by the UMC.

3.3 The Memorandum

3.3.1 Memorandum is a document recording the terms of a contract or other legal details. Types of memoranda involved are as follows:

- (a) Memorandum of Understanding;
- (b) Memorandum of Agreement;

- (c) Research Collaboration Agreement;
- (d) Contract Research Agreement;
- (e) Licensing & Commercialisation Agreement;
- (f) Intellectual Property Arrangement Agreement;
- (g) Outright Sales Agreement;
- (h) Student Exchange Agreement;
- (i) Internship Agreement;
- (j) Translation & Publication Agreement;
- (k) Translation Agreement;
- (l) Publication Agreement; and
- (m) Others.

3.3.2 Notwithstanding the above, MOU/MOA Technical Committee does not deliberate the following memoranda:

- (a) Service Level Agreement;
- (b) Non-Disclosure Agreement,
- (c) Letter of Intent;
- (d) Leasing Agreement;
- (e) Any agreement involving procurement process; and
- (f) Any agreement involving IIUM lands.

3.4 Reporting Authority

The MOU/MOA Technical Committee will recommend to the UMC and notify to the BOG on the decision made by the UMC.

3.5 Workflow for MOU/MOA Technical Committee

As per Attachment 1.