

The American University in Cairo

I. INTELLECTUAL PROPERTY POLICY

I.1. Introduction

This policy (“Policy”) is intended to provide guidance to faculty, staff and students on the practices and procedures of the American University in Cairo (“AUC” or the “University”), with respect to Intellectual Property. The policy is further intended to protect the respective interests of all concerned by ensuring that the benefits of such property accrue to the public, to the Creator(s), to AUC, and to the sponsors of specific research. This Policy statement includes the nature of Intellectual Property, its ownership, commercialization and specific procedures adopted within the University.

The University is committed to providing an environment where scholarship and innovation can flourish and those participating can be justly rewarded for their efforts. At the same time, recognizing that certain Intellectual Property is developed as a result of the environment provided by the University and the special relationships which exist between the University and its faculty, staff and students, the University itself wishes, where appropriate, to benefit from the creative activity, with the benefits flowing on to future generations of the AUC community. Accordingly, AUC encourages the protection of expressions of knowledge and creative activities through the utilization of appropriate Intellectual Property protection.

In developing this policy, the University has been guided by Intellectual Property policies elsewhere. It acknowledges, in particular, input provided by a significant number of other universities and has adopted some of the wording provided in those documents.

The foregoing considered, the American University in Cairo does hereby establish the following policy with respect to the development, protection, and transfer of rights to Intellectual Property resulting from the work of its faculty, staff or students.

I.2. Definitions

Certain terms as used in this Policy shall have the meanings set forth below.

I.2.1. “Creator” shall refer to any inventor, creator, originator or developer of Intellectual Property.

I.2.2. “Incidental use of university resources” shall refer to resources usually or normally provided or made available to similarly situated faculty, staff or students. They include, for example, ordinary use of resources such as libraries; one’s office, computer and University computer facilities; secretarial and administrative support staff; and supplies. For any given department, unit or individual, what constitutes a usual resource will depend upon the functions and responsibilities of that department, unit, or individual.

I.2.3. “Intellectual Property” shall refer to intellectual property of all types, including but not limited to any invention, discovery, trade secret, technology, scientific or technological

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development, and computer software regardless of whether subject to protection under patent, trademark, copyright or other laws.

I.2.4. “Intellectual Property Rights” shall refer to legally based protection for Intellectual Property, governed by the laws of a particular country, region or jurisdiction.

I.2.5. “Net Revenue” means royalty, licensing and other income received from the assignment, sale or licensing of the rights to Intellectual Property, less legal and other fees incurred directly in the process of establishing and maintaining the legal protection of those rights.

I.2.6. “Trademarks” shall refer to trademarks, service marks, trade names, company names, seals, symbols, designs, slogans, or logotypes.

I.3. Policy Applicability to Faculty, Staff and Students

I.3.1. This Intellectual Property policy applies to all persons employed by AUC including, but not limited to: full-time and part-time faculty and staff and, visiting faculty members and researchers. The policy also applies to students when employed by the university and when Intellectual Property arises directly from activities within the scope of such employment.

I.3.2. This policy does not apply to Intellectual Property created in the course of demonstrably private research unrelated to the Creator’s University functions or in the course of private consulting activities to outside bodies, when such activities do not involve more than incidental use of University facilities or resources. Similarly, Intellectual Property created in the course of extra-curricular activities by students is not subject to this policy.

I.3.3. AUC shall not assert any interest in scholarly or educational materials, artworks, musical compositions, and dramatic and non-dramatic literary works related to the Creator’s academic or professional field, regardless of the medium of expression.

I.4. Disclosure

All Intellectual Property conceived or first reduced to practice in whole or in part by members of the faculty or staff (including student employees) of the University in the course of their University responsibilities or with more than incidental use of University resources, shall be disclosed on a timely basis to the University according to procedures which may be prescribed by the University.

I.5. Determination of Rights and Equities in Intellectual Property

I.5.1. Sponsor-Supported Efforts

The grant or contract between the sponsor and AUC, under which Intellectual Property is produced, may contain specific provisions with respect to disposition of rights to such Intellectual Property. The sponsor (1) may specify that the Intellectual Property be placed in the public domain, in whole or in part, (2) may claim reproduction, license-free use, or other rights, or (3) may assign all rights to AUC. When the terms of the grant or contract either do not specify the disposition of the Intellectual Property arising from that sponsorship, or

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permits the University and/or the Creator(s) to retain or acquire rights to such Intellectual Property, the University will originally retain such rights. In those cases where income is realized by AUC, the Creator may appropriately share in the income.

I.5.2. Institution-Assigned Efforts

Ownership of Intellectual Property, when developed in the course of duties/tasks assigned as part of employment, shall reside with AUC. The general obligation to produce scholarly and creative works does not constitute a specific assignment for this purpose. For example, AUC does not automatically claim ownership of faculty-created instructional materials or courseware merely because it requires faculty members to teach courses as part of their regular responsibilities. Similarly, AUC does not claim ownership of faculty-initiated scholarly works based merely on general expectations that faculty members will publish such works.

I.5.3. Institution-Assisted Individual Effort

When AUC provides support of the efforts of faculty, staff or student employees of AUC through more than the incidental use of University resources in the creation of Intellectual Property, ownership of such Intellectual Property shall be shared by the Creators(s) and the University, with the University having control over the exploitation of such Intellectual Property, subject to the provisions of Section II.6.

I.5.4. Individual Effort

Other than Intellectual Property covered by Sections I.5.1., I.5.2. or I.5.3., ownership of Intellectual Property developed by faculty, staff or student employees of AUC shall reside with the Creator(s).

I.5.5. Other Efforts

Ownership of Intellectual Property developed under any circumstances other than those listed in Section I.5.1. through I.5.4. of this Policy shall be determined on an individual basis and approved by the President or his or her designated representative. The University may also, at its sole discretion, assume ownership of Intellectual Property which is voluntarily assigned to the University by the Creator(s), but which would not otherwise be owned by the University.

I.5.6. Revenue Sharing

In those cases where income is realized by AUC from the ownership and/or exploitation of Intellectual Property, the Creator(s) may appropriately share in the income. The nature and extent of such income sharing is set forth in Section III.

I.5.7. Trademarks

Within the context of the development or promotion of Intellectual Property, there shall be no use of any Trademarks of the University without the express prior written approval of the Office of the Provost or other University office as may be delegated by the Provost from time to time. This restriction applies to the inclusion of the name of the University in the title of any Intellectual Property, regardless of whether such Intellectual Property is the property of the University pursuant to this Policy. This is not intended to limit the use of the AUC name for legitimate purposes that fall within the normal scope of University activities and in a manner customary in the academy.

II. ADMINISTRATIVE PROCEDURES

II.1. Intellectual Property Policy activities shall be under the general cognizance of the Provost who will be advised by an Intellectual Property Committee. The Office of the Provost is responsible for implementation of the University's Intellectual Property Policy, and shall be empowered to negotiate the University's rights under the Policy.

II.2. The Intellectual Property Committee shall be appointed by the Provost after consultation with the Faculty Senate. One representative and the Chair of the Committee shall be the Vice Provost representing the Provost; one representative shall be selected from the Office of the Vice President for Finance; one representative shall be selected from each school, center and other bodies as determined by the Provost; and one representative shall be selected from the student body. Committee appointments (other than that of the student body representative) will be for three years; provided, however, that of the original members of the Committee, three shall be appointed for a term of one year, three shall be appointed for a term of two years, and the remainder shall be appointed for a term of three years. The student representative shall be appointed for a term of one year or until he/she graduates or ceases to be a full-time student, whichever comes first. Members of the Committee may be appointed to serve consecutive terms; but may not serve for more than six consecutive years. In the event any seat on the Committee is vacated prior to expiration of the normal term, the Chair may appoint a successor to fill the unexpired term of the seat vacated.

II.3. Day-to-day management of all Intellectual Property Policy activities shall rest with the Vice provost. The Vice Provost shall implement the decisions of the University Intellectual Property Committee as approved by the Provost.

II.4. Intellectual property subject to this Policy shall be disclosed to the Office of the Vice Provost, which will be responsible for: (i) timely review of all disclosures; (ii) a complete review of the patentability and marketability of the Intellectual Property disclosed; and preparing a report/recommendation to the Intellectual Property Committee. This office shall also be responsible for working with Creators, obtaining patent, copyright, or other protection of Intellectual Property owned by the University, and marketing and licensing of all such Intellectual Property. In concert with the Office of the Vice President, Finance, this office shall also set up and manage expenses and income accounts for AUC's Intellectual Property portfolio.

II.5. The Role of the Intellectual Property Committee is to:

- (a) Advise the Provost on policy matters relating to Intellectual Property and Intellectual Property Rights.
- (b) Propose amendments considered necessary to the Intellectual Property Policy.
- (c) Arbitrate internal disputes relating to Intellectual Property and the administration of this Policy.

II.6. The University undertakes to exercise its ownership over any Intellectual Property which it acquires under this Policy, for the good of the public, the Creator(s) and the University. To this end, the University shall make, or shall cause to be made, efforts which are reasonable in order to promote the commercial development and utilization in appropriate

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jurisdictions of Intellectual Property and obtain commercially significant Intellectual Property protection in such jurisdictions. The University may make such arrangements for the licensing, sale or other disposition of any Intellectual Property in any country as will reasonably serve the interests of the public, the Creator(s) and the University. The interests of the Creator(s) in such matters are recognized and preferences expressed by the Creator(s) will be actively sought and given the strongest consideration. Exclusive licensing agreements by AUC will contain a provision to terminate the license or cause the license to revert to AUC within a reasonable period of time in the event that a licensee does not commercialize the Intellectual Property or otherwise make the Intellectual Property available to the public. The University, in the exercise of its discretion, may take, or delegate others to take, such action as the University deems appropriate in order to enforce or defend any rights associated with any Intellectual Property within the University's control under this Policy, and any such action, including the conduct and any settlement thereof, shall be subject to the University's exclusive control.

II.7. AUC will advise the Creator(s) of its decision to accept particular Intellectual Property for administration under the Policy within ninety (90) days of receipt of a complete Intellectual Property disclosure statement (in a form to be established). Should AUC decide not to accept the particular Intellectual Property for administration, or if it at any future time decides not to take any further action in marketing, or encouraging further developments as a prelude to marketing, such Intellectual Property, AUC shall within thirty (30) days of such decision notify the Creator(s) and, should the Creator(s) so request, release or assign the particular Intellectual Property to the Creator(s), at no cost to AUC.

II.8. Upon acceptance by AUC of any particular Intellectual Property for administration, the Creator(s) of such Intellectual Property shall do all things necessary and comply with reasonable requests by AUC, to assist in obtaining appropriate Intellectual Property protection, securing AUCs' rights and title thereto, and marketing of such Intellectual Property. Such assistance will be at no cost to the Creator(s).

II.9. Appeals and Conflicts University faculty, staff or students shall have the right to appeal from decisions of the Intellectual Property Committee. Appeals from committee decisions shall be made to the Provost. Appeals from decisions by the Provost shall be made to the President.

II.10. Changes in Policy This policy may be changed by the President on the recommendation of the Intellectual Property Committee, with the endorsement of the Faculty Senate, or on his/her own initiative, after consulting with the Intellectual Property Policy Committee and the Faculty Senate.

III. DISTRIBUTION OF INCOME

III.1. Net Revenues received by the University through income or other exploitation of Intellectual Property under this policy shall be distributed in a manner that recognizes the efforts and contributions of the Creator(s). The University will maintain a detailed accounting for all expenditures and receipts associated with each disclosed Intellectual Property and will manage the distribution of income according to this policy under the auspices of the Provost.

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III.2. Net Revenue will be distributed as follows:

Creator(s), Creator’s heirs, successors, and assigns:	collectively	50%
Creator(s) School(s) or Center(s):	collectively	20%
University:		30%

III.3. The above terms of distribution of Net Revenue may be replaced by other terms mutually agreed upon by the Creator(s), the organizational unit, and the University. However, any modification in the terms described above must be approved by the Provost.

III.4. In the case of multiple Creators of Intellectual Policy, the Creators may enter into an agreement among themselves specifying a distribution formula that takes into account the differential contributions of the individual Creators. This Net Revenue distribution agreement should be submitted to the Office of the Vice Provost at the time of filing of the Intellectual Property disclosure to the University. In the absence of such an agreement, the University’s policy will be to divide Net Revenue payments equally to all Creators. Where multiple schools or centers are involved, the University’s policy will be to divide Net Revenue payments equally to all schools and/or centers, however, the Provost may determine if an adjustment in payments is appropriate.

(March 25, 2007)