

Intellectual Property: Procedures for Commercialisation and Income Sharing

1. Introduction

The intellectual property (IP) which its members create is one of SOAS's most valuable assets, in financial and reputational terms. This procedure, which supports SOAS's [Intellectual Property Policy](#), is intended to ensure that the commercial potential of SOAS's IP is realised to the maximum benefit of the SOAS community. It specifies how commercialisation proposals should be reported, and how the income from the commercial exploitation of IP will be shared between the staff member who created IP, the faculties and the School.

2. Why commercialise IP?

The most obvious reason for commercially exploiting IP is financial. The income generated will support SOAS's goal of being a financially viable and sustainable institution, and will bring direct, tangible benefits to the staff who create IP, through the income sharing scheme outlined in [section 5](#). However, commercialisation can also bring many non-monetary benefits, including enhanced prestige, experience, new contacts and opportunities for collaboration.

SOAS believes that the commercial potential of its IP will be most effectively realised through a partnership with its staff, in which staff play an active role in identifying IP with commercial potential, and help the School to bring it to market. Cooperating with SOAS in commercialisation ventures will bring a number of benefits to the staff members who are the creators of IP:

- Use of the expertise of the Research and Enterprise Office (REO) in identifying business opportunities, marketing, contractual and legal work (e.g. patent applications, formation of spin-off companies), and identifying suitable partnerships.
- Assumption of legal risk by SOAS: e.g. legal liability and the risk of business failure.
- A generous share of the net income arising from the commercialisation of the IP (see [section 5](#)).

3. What this procedure covers

This procedure applies to the commercialisation of any IP created by staff in the course of their employment by SOAS. SOAS owns this IP as result of provisions in intellectual property legislation and staff contracts of employment (see section 4 of the [Intellectual Property Policy](#)). The School has waived its IP rights, or granted limited rights to staff, in certain situations which are set down in the [Intellectual Property Policy](#). However, the commercial exploitation of any IP created by staff in the course of working for SOAS may only be undertaken by SOAS or with SOAS's

permission. If it chooses to commercialise IP, the School will do so in a way which ensures a fair benefit to the staff member concerned (see [section 5](#)).

This procedure also covers the commercialisation of IP created by students, in the limited number of situations where SOAS may require students to assign their IP to the School (see section 14 of the [Intellectual Property Policy](#)). In such cases, students will be treated in the same way as staff members, in terms of the distribution of any income arising from commercialisation (see [section 5](#)). Students may also voluntarily use the services of the REO to commercialise IP which they have created and own, subject to terms which will be negotiated between the REO and the student concerned.

For the purposes of this procedure, "commercialisation" and "commercialise" refer to:

- Any use or exploitation of IP owned by SOAS to generate a revenue stream, other than use in the course of a staff member's normal duties of employment for SOAS.
- Any application for a patent, registration of a design or other legal registration process which is necessary for the exploitation of IP rights (in the UK, copyright does not require any formal registration process).

"Commercialisation" and "commercialise" do not include:

- The normal publication of academic research, such as the publication of books, textbooks, journal articles and conference papers, even if it generates fees or royalties for the author. SOAS's [Intellectual Property Policy](#) permits academic staff to enter into negotiations with publishers, sign publication agreements and receive the benefit of those agreements, subject to certain rights to the School (see section 5 of the [Intellectual Property Policy](#)).
- Non-commercial academic work outside SOAS, where this involves the use of learning, teaching or course materials solely authored by a staff member during their time at SOAS, for their own non-commercial teaching or research purposes. Any logos or other marks or text which might suggest an endorsement by SOAS must be removed (see section 8 of the [Intellectual Property Policy](#)).

4. Reporting and assessing commercialisation opportunities

Staff are strongly encouraged to consider the possible commercial benefits which might arise from the IP which they generate, and to bring forward proposals for its commercialisation at the earliest opportunity. Prompt reporting can be essential for the effective exploitation of IP, especially inventions, where early filing of a patent application may be necessary to pre-empt competitive applications.

The commercialisation of staff-created IP should be carried out in an open and transparent way, with sufficient time for a thorough consideration of the proposal by the affected parts of the School. To ensure this, the following procedures will apply to the submission of proposals:

- Staff who have created IP which they believe is capable of commercialisation (including proposals for a patent application, or registration of a design) should report this to the Director of Research and Enterprise, or the person designated by the Director to receive commercialisation proposals. Staff are encouraged to report any IP which they think may have commercial value, even if they do not have a fully worked out proposal for its use. The REO can help to develop commercialisation proposals which have potential.
- Decisions on commercialisation proposals will be made jointly by the Director of the REO, the dean of the staff member's faculty (or the Registrar and Secretary, in the case of non-academic staff), and the staff member's line manager. Agreement of all three parties will be required before the venture can be taken forward by the School. SOAS reserves the right to modify the proposal (e.g. by adding, removing or changing elements) to produce the most feasible business plan, and may proceed to commercialise the IP on the basis of the modified proposal. The School's decision on the proposal will be communicated to the staff member by the REO as soon as possible, and no later than four months after the receipt of the proposal.
- Disclosure of information about commercialisation proposals may undermine the viability of the business proposition, and (in the case of inventions) may reduce the likelihood of a patent being granted. Proposals for the commercialisation of IP should therefore be treated by the proposer and other staff concerned as confidential, at least until the School confirms whether it wishes to proceed with the proposal. If the School does proceed with the venture, the staff member who brought forward the proposal and other parties may be required to sign a confidentiality undertaking, as appropriate.
- If the School decides not to pursue the venture, the staff member who created the IP will usually be granted a non-exclusive, revocable licence to proceed with the commercialisation themselves, if they choose to do so, and to retain the benefits of the commercialisation. Permission will be granted subject to any conditions which are necessary to protect SOAS's rights and interests, such as the right of SOAS to use the IP on a royalty-free basis, no direct competition between the venture and the School, and other conditions which may be appropriate to the situation. **Staff must not proceed to commercialise IP themselves until approval has been granted by the REO and any associated conditions have been met.**
- If SOAS decides to proceed with commercialising the IP, the net income from the commercialisation will be divided between the staff member, the faculty and School according to the scheme set down in [section 5](#), where the IP being

commercialised relates to patented inventions, registered designs, research, and learning, teaching and course materials.

SOAS may also identify commercial opportunities for IP and proceed to its exploitation in cases where no proposal has been brought forward by a staff member. SOAS will normally consult with the staff member(s) who created the IP, and will do so in all instances where the IP being commercialised is academic research. IP commercialised by SOAS on its own initiative will also be subject to income sharing where it falls into the categories covered by [section 5](#).

To secure the most effective exploitation of its IP, SOAS may enter into partnerships with other organisations (commercial and non-commercial) to commercialize IP, and may grant licences to other parties for them to use IP.

5. Income sharing

To encourage staff to create commercially valuable IP, and reward staff for bringing forward proposals for its commercialisation, SOAS will share the income arising from the commercial exploitation of the following types of IP:

- Patents.
- Registered designs.
- Research.
- Learning, teaching and course materials.
- Other materials, at the discretion of the Director of Research and Enterprise.

Income sharing will apply to net income, after all the costs associated with the commercialisation have been met: e.g. costs associated with creating spin-off companies, legal costs (e.g. patent applications, legal advice), marketing and publicity, etc. After these costs have been covered, income will be divided between the staff member who created the IP, their faculty (or department, for staff not based in a faculty), and the School, according to the proportions set out in the table below.

Net income (£)	Staff creator	Faculty	School
Up to £10,000	95%	5%	0%
£10,001-£50,000	60%	20%	20%
£50,001+	40%	30%	30%

This recognises that most IP which staff generate will have only modest commercial potential. Incentivizing creators requires that the staff member should receive the bulk of the initial share, with the proportions of the School and the faculty increasing at higher levels to compensate for their direct and indirect inputs to the creation of the IP.

Where IP is commercialised by SOAS in partnership with one or more outside partners or through licensing arrangements, the above proportions shall apply only to the net income received by SOAS from the partnership or licence.

If the IP being commercialised was created by more than one staff member, the employees concerned will be expected to agree among themselves how the staff creator's proportion of the net income should be divided between them. Cases where staff members are unable to agree will be referred to the Intellectual Property Panel for a decision on how the staff creator's share should be divided.

6. Dispute resolution

Disputes between staff and between staff and the School over the commercialisation of IP and income sharing will be referred to the Intellectual Property Panel for resolution (see section 16 of the [Intellectual Property Policy](#)).