

National Taiwan Normal University Regulations for R&D Result Spin-offs

November 14, 2018 passed in the 3rd Academic and Administrative Joint Meeting of the 2018 academic year

November 28, 2018 passed in the 362nd Administrative Meeting

Article 1 National Taiwan Normal University (NTNU) established these Regulations in accordance with the Fundamental Science and Technology Act to effectively manage and use the R&D results of faculty, staff, students, and researchers, and also to encourage the development of spin-offs.

Article 2 NTNU faculty, staff, students, and researchers must comply with these Regulations to use NTNU research results for spin-offs.

Article 3 Spin-offs referred to in these Regulations are startup teams formed by NTNU faculty, staff, students, and researchers using NTNU research results; the startup has not yet been registered as a profit-seeking enterprise when the application was submitted; and NTNU and the technology invention team may use technology or labor services as an investment to obtain shares of the startup. When the startup is registered in accordance with the Company Act, the number of shares obtained by NTNU may not exceed 50%.

Article 4 The Office of Research and Development, NTNU shall be responsible for handling matters of spin-offs, and application procedures are as follows (see Appendix 1 for the operational flowchart):

- I. The startup's proposer submits a Spin-off Application Form.
- II. Convene a startup review meeting, review the patent valuation, technology valuation, and the startup's appropriateness, benefits, and feasibility, and verify basic terms for licensing. Review of appropriateness includes compliance with strategy, appropriateness of timing, and suitability of procedures, and also takes into consideration the impact on important stakeholders. Review of benefits includes market analysis, product and marketing, and investment and profits. Review of feasibility includes business model, competition analysis, startup team, and technology and intellectual property rights.
- III. Notify the proposer of startup licensing terms.
- IV. Negotiate with the startup and sign the Spin-off Licensing Agreement.
- V. Startup licensing fee payment and share (rights) transfer.

Article 5 The Startup Review Committee shall have 5-7 members. The University vice president is the convener and the Vice President of R&D is an ex-officio member. Remaining members are nominated by the Office of Research and Development and appointed to two-year terms by the University president.

Article 6 Licensing fees shall include cash or stock. The amount payable to the funding agency shall be deducted from the licensing fee and royalties, and the remaining amount may then be distributed.

- I. The distribution of license fees and royalties does not need to be used to pay for patent and R&D costs, and does not need to be distributed to the college or department/institute.
- II. The licensing fees and royalties may be distributed to the technology invention team after gaining approval from the Startup Review Committee Meeting. The distribution shall in principle be 10% to NTNU, 10% to the college, and 80% to the technology invention team. If the Startup Review Committee meeting decides that the inventor and team will not be distributed licensing fees, the inventor and team may not participate in the distribution of licensing fees paid by the startup to NTNU.
- III. The technology invention team may only be distributed shares and may not request the distribution of cash.

Article 7 If full-time teachers of NTNU are transferred or concurrently hold positions in startups, it shall be handled in accordance with the National Taiwan Normal University Teacher Transfer Guidelines and Concurrent Employment Guidelines for Teachers of National Taiwan Normal University.

When teachers of NTNU are transferred or concurrently hold positions in startups, academic contributions shall be collected in accordance with the National Taiwan Normal University Regulations on Contributions for Full-time Teachers Concurrently Employed by Profit-seeking Enterprises.

Article 8 After the startup proposer obtains the startup terms licensing notice, the proposer shall establish the startup and sign the Spin-off Licensing Agreement with NTNU within six months, and shall handle subsequent matters in accordance with these Regulations and NTNU regulations.

Article 9 The startup proposer shall disclose information on profits in accordance with the Regulations on Concurrent Employment of Researchers and Capital Contribution in the Form of Technology, Government Scientific and Technological Research and Development Results Ownership and Utilization Regulations, Ministry of Education Scientific and Technological Research and Development Results Ownership and Utilization Regulations, and National Taiwan Normal University Avoiding Conflict of Interest When Using R&D Results and Information Disclosure Management Guidelines.

Article 10 If the startup involves trademark application, maintenance, and licensing, it shall be handled in accordance with the National Taiwan Normal University Trademark Policy and National Taiwan Normal University Trademark Licensing Principles.

Article 11 Any matters that are not addressed in the Regulations shall be governed by relevant laws and regulations.

Article 12 This policy has been implemented with approvals sought from an Administrative Meeting. The same applies to all subsequent amendments.

Appendix 1 Operating Procedures

Operational Flowchart

