

# **Execution of Innovation Partnerships - Tips to develop**

## **Legal Guidance**

The objective of these guidelines is to provide some practical tips on how to develop legal guidance on executing innovation partnerships within the UN system.

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## **Objective**

The guidelines aim to address various legal considerations related to innovation partnership execution. Yet, specific legal pathways will ultimately depend on the individual UN entity executing the innovation partnership.

## **Legal Agreement Selection for Innovation Partnerships**

- Provide guidance on selecting the appropriate legal agreement for innovation partnerships, considering factors such as joint development of innovative solutions, intellectual property rights, and technology transfer.
- Consult with legal experts to determine the most suitable form of agreement, such as collaborative research agreements, technology licensing agreements, or co-development contracts.
- Address specific clauses and provisions related to innovation partnerships, including ownership and use of intellectual property, confidentiality, dispute resolution, and termination clauses.

## **Due Diligence Process for Innovation Partners**

- Establish a specialized due diligence process for assessing potential innovation partners, focusing on their technological capabilities, track record in innovation, and alignment with sustainable development goals.

- Define the scope of due diligence to include aspects such as technical expertise, research and development capabilities, data privacy and security measures, and ethical considerations in the use of emerging technologies.
- Outline procedures for conducting due diligence, including technical evaluations, assessments of innovation capacity, and review of relevant certifications or patents.

## Procurement Procedures for Innovation Partnerships

- Clarify the role of procurement in the execution of innovation partnerships, especially when procuring innovative products or services from external partners.
- Define procurement processes that foster innovation, such as innovation challenges, proof-of-concept funding mechanisms, or innovation-focused requests for proposals.
- Highlight the importance of flexibility in procurement procedures to accommodate the unique characteristics and fast-paced nature of innovation partnerships.

## Intellectual Property Rights and Technology Transfer

- Address legal considerations regarding intellectual property rights and technology transfer in innovation partnerships.
- Provide guidance on licensing agreements, ownership and sharing of intellectual property, confidentiality obligations, and mechanisms for protecting and commercializing innovative solutions.
- Consider provisions for open innovation, open-source licensing, or other approaches that promote the dissemination and accessibility of innovative technologies and knowledge.

## Compliance with Data Protection and Privacy Laws

- Highlight the importance of compliance with data protection and privacy laws in innovation partnerships that involve the collection, use, or sharing of personal or sensitive data.
- Provide guidance on data sharing agreements, data anonymization techniques, data access and use restrictions, and mechanisms for obtaining informed consent.
- Address the need for data protection impact assessments and adherence to relevant data protection regulations, such as the General Data Protection Regulation (GDPR).

## Risk Management and Liability Considerations

- Outline legal considerations for risk management and liability in innovation partnerships, including provisions for risk allocation, indemnification, and limitation of liability.
- Address potential risks associated with emerging technologies, experimental solutions, and collaborative research activities.

- Recommend the inclusion of risk mitigation measures, insurance requirements, and provisions for addressing unforeseen circumstances or adverse events.

## Dispute Resolution Mechanisms

- Provide guidance on dispute resolution mechanisms for innovation partnerships, including mediation, arbitration, or other alternative dispute resolution methods.
- Recommend the inclusion of clear procedures and mechanisms for resolving disputes, protecting intellectual property rights, and ensuring fair and equitable resolution of conflicts.
- Highlight the importance of addressing dispute resolution in the partnership agreement to mitigate potential legal conflicts and foster collaborative problem-solving.

### *Example: UNGP Due diligence process*

*PL- Partnership Lead*

*PCS- Partnership Contracts Specialist*

## ***Due Diligence Process***

