LETTER OF COLLABORATION

The purpose of a “Letter of Collaboration” (LOC) is a document signed by collaborating institutions that reflects a general intent to explore future relationship without any specifically defined areas of collaboration. The LOC is a non-contractual, non-binding statement that may be signed to express the friendship and amity between the two institutions.

MEMORANDA OF UNDERSTANDING

However, if the faculty or department has clearly defined areas of collaboration or project in mind with funding to pursue such project or collaboration, they should pursue a “Memorandum of Understanding” (MOU). The purpose of a MOU is to formalize an affiliation between UMMS and an international institution or organization, providing details of the affiliation’s specific scope of work and describe, in general terms, the relationship that UMMS is seeking with a particular organization; as such, MOUs act as vehicles to generally define and enhance collaborations between international partners.

MOUs are not binding legal contracts or Affiliation Agreements – documents that define the precise legal responsibilities and obligations of the contracting parties. To the contrary, an MOU is a non-contractual, non-binding statement of the Parties’ desire/intent to engage in a certain Program and the related activities outlined therein. An MOU is not binding or enforceable on either Party by the other, and creates no legal responsibilities or obligations.

MOUs also will not be construed to create a relationship of a joint venture, partnership, brokers, employees, servants or agents between the two Parties. The Parties to MOUs are acting as independent contractors from Institutions that are entirely separate and distinct.
Entering into an MOU lays the groundwork for the very specific Affiliation Agreement or contract that you might enter into once the parties to an MOU concur on how they will put their MOU into action.

The UMMS International Agreements Matrix can help clarify the different types of agreements. ([http://www.umassmed.edu/globalhealth/moulocssop.aspx](http://www.umassmed.edu/globalhealth/moulocssop.aspx))

**PROCEDURE FOR LOC**

1. Submit a completed Foreign Project Registration Form to the Office of Global Health for approval when a clear project or collaboration has been discussed with the collaborating institution. The Department Chair must sign off on the FPR to approve of the proposed partnership. The FPR process may take up to 30 days (See UMMS policy for Foreign Project Registration Policy).

2. Once the FPR form has been completed and approved, contact the Office of Global Health for an LOC template. The template LOC contains provision of an LOC in vetted legal language. This language should not be changed.

3. Make changes to the template LOC by inserting the name and logo of the partnering institution where appropriate.

4. Return the amended LOC to the Office of Global Health for a final review.

5. The initiating department/program will send a copy of the UMMS-vetted LOC to the partner institution for approval. Kindly notify OGH Project Coordinator if the partnering institution requests that additional changes be made. Any changes to the document must be approved by UMMS legal counsel.

6. Once both entering parties have approved the LOC, OGH Project Coordinator will arrange for UMMS leadership to sign the document for execution. Dean of the School of Medicine will sign all LOC on behalf of UMMS; if the agreement relates to finances or the exchange of goods, Vice Chancellor for Administration and Finance must also sign the LOC on behalf of UMMS; if the agreement relates to the Medical School and the UMass Memorial Hospitals, the Chancellor must sign on behalf of both institutions. The signed UMMS copies will be returned to the faculty or department.

7. The Faculty or department must obtain 2 copies of signed original from the collaborating institution. One original copy must be returned to the Office of Global Health and one copy will remain with the partnering institution.

**PROCEDURE FOR MOU**

1. Submit a completed Foreign Project Registration Form to the Office of Global Health for approval when a clear project or collaboration has been discussed with the collaborating institution. The Department Chair must sign off on the FPR to approve
of the proposed partnership. The FPR process may take up to 30 days (See UMMS policy for Foreign Project Registration Policy).

2. Once the FPR form has been completed and approved, and the parameters for the MOU are well thought out, fill out an MOU Request Form and contact the appropriate programs and offices to obtain endorsement for activities in the different Areas of Collaboration

   a. Research Involvement – Departmental Approval
   b. School of Medicine involvement – Melissa Fischer
   c. Graduate School of Biomedical Sciences involvement – Anthony Carruthers
   d. Graduate Medical Education involvement – Deborah DeMarco
   e. Graduate School of Nursing involvement – Paulette Seymour-Route
   f. Faculty Exchange and/or Human Resources – Vanessa Paulman

The Project Information section for the MOU request must include a detailed description of the proposed MOU, provide clear rationale for pursuing an MOU, and identify the specific mission areas (research, education, clinical) and areas of collaboration the MOU will address.

3. Once MOU request form has been completed with departmental approval and endorsements, submit the request form to the Office of Global Health to request an MOU template. Make changes to the template MOU by inserting the name and logo of the partnering institution, as well as modifying the MOU provisions to accommodate the needs of the specific relationship.

The template MOU contains all the basic provisions of an MOU in vetted legal language; portions of Section 4 (Areas of Collaboration) may be removed based on the nature of the proposed relationship defined in the MOU request form. **UMMS legal counsel must approve changes to any other sections.** Please contact Office of Global Health if your proposed MOU requires major changes. The MOU draft must be reviewed by the collaborating institution before returning to the Office of Global Health.

4. Return the amended MOU to the Office of Global Health to be disseminated for UMMS internal review. You will receive an electronic copy of the MOU with suggested revisions once the UMMS internal review is completed. UMMS internal review will be conducted at a minimum by OGH (Associate Provost, Co-Director) and Legal. In addition, the following may be asked to review, as appropriate:

   - Dean of Graduate School of Biomedical Sciences
   - Dean of Graduate School of Nursing
   - Senior Associate Dean for Educational Affairs
   - Associate Dean of Graduate Medical Education
   - Director of International Medical Education

UMMSSOP for LOC or MOU Version 2015.09
• Vice Provost for Research or Associate Vice Provost for Research
• Vice Chancellor for Administration and Finance
• Associate Vice Chancellor and Chief Medical Officer for Center of Health Policy and Research Commonwealth Medicine

5. The initiating department/program will send a copy of the UMMS-vetted MOU to the collaborating institution for final approval. Kindly notify OGH Project Coordinator if the collaborating institution requests that additional changes be made. Any changes to the document must be approved by UMMS legal counsel.

8. Once both entering parties have approved the MOU, the OGH Project Coordinator will arrange for UMMS leadership to sign the document for execution. Dean of the School of Medicine will sign all MOUs on behalf of UMMS; if the agreement relates to finances or the exchange of goods, Vice Chancellor for Administration and Finance must also sign the MOU on behalf of UMMS; if the agreement relates to the Medical School and the UMass Memorial Hospitals, the Chancellor must sign on behalf of both institutions. The signed UMMS copies will be returned to the faculty or department.

9. The Faculty or department must obtain 2 copies of signed original from the collaborating institution. One original copy must be returned to the Office of Global Health and one copy will remain with the partnering institution.

The Office of Global Health is located in room AC7-004 and may be contacted by emailing OGH Project Coordinator (globalhealth@umassmed.edu) or calling 508-856-2840.