



INTELLECTUAL PROPERTY RIGHTS POLICY

This Intellectual Property Rights Policy (“Policy”) sets forth the policy of Reed College (“Reed” or the “College”) with respect to ownership and rights in Intellectual Property created by members of the Reed community.

I. POLICY AND PROCEDURE OBJECTIVES

The purposes and objectives of this policy and procedure are to:

- A. enable the College to continue to foster the free and creative expression and exchange of ideas;
- B. preserve traditional College practices and privileges with respect to the creation and dissemination of scholarly works by all members of the College community including faculty, students and staff;
- C. establish principles and procedures for administering Intellectual Property produced at the College;
- D. protect the creative works of authors and the College's assets; and
- E. establish principles governing the equitable allocation of value generated by those creative works.

II. POLICY STATEMENT

A. General Policy

It is the policy of the College to encourage creative works by all members of the Reed community. In keeping with tradition, the College does not claim ownership of faculty authored books, articles and similar works, the intended purpose of which is to disseminate the results of academic research or scholarly study, or of popular nonfiction, novels, poems, musical compositions, or other works of artistic imagination which are not institutional works. Accordingly, all Intellectual Property rights in such creative works are the property of the inventor/creator except as indicated in this Policy.

B. Scope

This Policy applies to all Members of the Reed Community, which includes faculty, emeritus faculty, affiliated scholars, staff, administrators, and students. Each Member of the Reed Community shall be subject to this policy as a condition of his or her continued employment, enrollment, or other association with the College.

C. Definitions

For purposes of this Policy: (1) "Intellectual Property" means all rights in inventions, processes, works of authorship, know-how, trade secrets, trademarks, service marks, rights of publicity, or similar rights, including patent rights, copyrights, and any other form of intellectual property protection; (2) "Invention" means any invention, process, machine, article of manufacture, know-how or concept that may have commercial value, whether or not patentable; (3) "Work" means any original work of authorship eligible for protection under U.S. copyright law; and (4) "Creator" means the inventor of an Invention or the author of a Work, as applicable.

III. COLLEGE RIGHTS

A. Work for Hire

Except as provided in Section IV with respect to faculty and student works, the College shall own all Inventions and Works created in the course of the Creator's employment. For instance, work assigned to staff programmers or website developers is "work for hire" as defined by law (regardless of whether the work is in the course of sponsored research, unsponsored research, or non-research activities), and the College owns all rights in such Works.

B. Commissioned Works of Non-Employee Contractors

Commissioned works of non-employee contractors are owned by the Creator and not by the commissioning party, unless there is a written agreement that specifies other terms of ownership. When the College engages a contractor, therefore, the policy of the College is to require the contractor to agree in writing that ownership is assigned to the College.

Examples of works which the College may commission non-employee contractors to prepare are:

- illustrations or designs
- artistic works
- architectural or engineering drawings

- computer software
- reports by consultants or subcontractors
- online content and design.

C. Video-Capture and Related Distribution Technology

Any use of video-capture or other technology for the purpose of distributing classroom, laboratory, or other instructional content outside of the College must be approved by the Dean of Faculty, who shall, in conjunction with the Vice President/Treasurer, determine the conditions under which such activity may occur and decide matters of ownership and distribution.

D. Projects Commissioned by the College

Research and scholarly projects specifically commissioned by the College shall be owned by the College. All individuals who participate in such projects must sign an agreement with the College under which the Intellectual Property rights resulting from such projects are assigned to the College.

E. Intellectual Property Developed with Substantial College Support

The College shall own all Intellectual Property rights in Inventions or Works developed with substantial College support unless there is a prior written agreement that specifies other terms of ownership. All individuals who participate in such development must sign an agreement with the College under which the Intellectual Property rights resulting from such development are assigned to the College. Examples of substantial support include but are not limited to:

- (1) investment of College funds for technology development;
- (2) use of College release time for technology development;
- (3) material use of pre-existing Intellectual Property owned by the College;
- (4) substantial use and/or the assistance of College support staff; or
- (5) substantial use of computer hardware, software, contracted services, or other technological resources.

F. Patentable Inventions

For any Intellectual Property consisting of a potentially patentable Invention, the rights to which are owned by the College under this Policy, the inventor agrees to: (a) promptly notify the College of the existence of the Invention; (b) maintain the confidentiality of the Invention for a reasonable period of time to enable the College to evaluate the value and patentability of the Invention; (c) provide the College with whatever background information and research may be reasonably necessary for the

College to evaluate the value and patentability of the Invention; and (d) execute such documents and take such actions as the College may reasonably request, at the College's expense, to enable the College to apply for and obtain patent protection for such Invention.

IV. RIGHTS OF OTHERS

A. The rights of faculty and students under this Section IV are subject to the rights of the College under Section III.

B. Faculty Works

The College does not claim ownership of faculty authored books, articles and similar works, the intended purpose of which is to disseminate the results of academic research or scholarly study.

C. Student Works

The College does not claim ownership of student Works created in the course of their education, such as papers, lab reports, theses, software, or other curricular assignments. However, students do not own the Intellectual Property rights in projects developed with substantial College support as described in Section III(E). Software that is jointly developed by students with Reed faculty or staff shall be owned by the College unless a prior agreement between the Creators and the College specifies other terms of ownership.

D. Other Works

The College claims no ownership of popular nonfiction, novels, poems, musical compositions, or other works of artistic imagination created by faculty members or created by students in the course of their education.

V. DISTRIBUTION OF ROYALTIES OR OTHER PROCEEDS

A. College Owned Works

The College shall have sole discretion to decide whether and in what manner it will seek to commercialize or otherwise exploit Intellectual Property owned by the College. In the event the College receives royalty or other income from Inventions or Works created by a member of the Reed Community, the College may, but shall not be required to, share such income with the Creator. In making this determination, the College will be guided by its mission set forth above, and well as the College's interest in prudently managing College assets.

Where the College elects to commercialize Intellectual Property owned by the College, and royalties or other considerations generated will be shared with the Creators, the Creators of the work will receive 2/3 of the net proceeds received by the College unless otherwise agreed. For the purposes of this policy, net proceeds is defined as the total income generated by the sale, licensing, or distribution of the work, less out-of-pocket expenses incurred by the College in registering the copyright, procuring the patent, or otherwise protecting the Intellectual Property, and any administrative expenses in conjunction with the sale or licensing of the work, and the collection of royalties.

Creators of the work may be students, faculty, and staff of the College, or any combination thereof. When more than one Creator is involved, the responsibility for determining the relative distribution among the Creators rests solely with the Creators.

B. Faculty and Student Owned Works

In the case of Inventions or Works owned by faculty members or students, the Creator shall have sole discretion to decide whether and in what manner he or she will seek to commercialize or otherwise exploit the Intellectual Property. When more than one Creator is involved, the responsibility for determining the relative distribution of royalty or other income among the Creators rests solely with the Creators. In the case of a derivative work, the Creator of the derivative work must negotiate an acceptable agreement with the Creator of the original work. In any event, the College assumes no responsibility or liability in disputes among Creators concerning their royalty sharing.

VI. ADMINISTRATION OF POLICY

A. Determination of Ownership and Policy in Unclear Cases

In all cases where the College claims ownership or other rights, questions of ownership or other matters pertaining to Intellectual Property covered by this Policy shall be resolved by the Dean of Faculty in consultation with the Vice President/Treasurer. In cases where the College claims no interest, questions shall be resolved by the Creators in accordance with principles of Intellectual Property law.

B. Commercialization Options

For Inventions or Works owned by a Creator, the Creator has the following options for protection and commercialization.

1. Commercialization by the Creator

A Creator who wishes to protect or commercialize Inventions or Works made in the course of academic research or scholarly study at the College may do so at his or her own expense. The Creator is required to inform (in writing) the Dean of

Faculty and Vice President/Treasurer of the Creator's plan for protection and/or commercialization.

2. Commercialization by the College

If a Creator wishes the College to protect or commercialize Inventions or Works owned by a Creator, the College may, but is not required to, undertake such efforts pursuant to the College's then-current policies and procedures.

C. Protection of Intellectual Property

1. Applications to register Intellectual Property in the name of the College are subject to the College's then-current policies and procedures. No application may be filed in the College's name without prior approval of the Vice President/Treasurer.
2. Any publication of a Work owned by the College shall bear a copyright notice as follows:

Copyright or © (year) The Reed Institute dba Reed College, All Rights Reserved.

The date in the notice should be the year in which the work is first published, i.e., distributed to the public or any sizeable audience.

VII. SPECIAL NOTES

- A. The basic purposes of the College always take precedence over Intellectual Property considerations. While the College recognizes the benefits of Intellectual Property protection and commercialization, it is most important that the direction of College research not be established or unduly influenced by such considerations.
- B. The College in all events shall have the right to perform its obligations with respect to Intellectual Property under any contract, grant or other arrangement with third parties, including sponsored research agreements, license agreements and the like, including any obligation to report Inventions.
- D. College resources are to be used solely for College purposes and not for personal gain or personal commercial advantage, nor for any other non-College purposes.