



Welcome!

Welcome!

**Today's session will begin shortly.
There will be no audio sound until
the session begins.**



Zoom Meeting Reminders

- Zoom technical support at 1-888-799-9666, option 2
- Audio can be connected through your computer or through a call-in number
- Submit questions at any time in the Chat box at the bottom of your screen
- Zoom recording, slides, and session summaries posted shortly after the event at **thefdp.org**



FEDERAL DEMONSTRATION PARTNERSHIP
Redefining the Government & University Research Partnership

FDP Contracts Subcommittee

Janette Hannam-Hayes, Emory University

Katie Cook, Michigan State University

Elizabeth Peloso, University of Pennsylvania

FDP Meeting – September 2022



Contracts Subcommittee

Heidi Eash, University of Pittsburgh

Elizabeth Eason, Georgia Tech University: State Requirements Workgroup Lead

Gina Hedberg, South Alabama University

Melissa Hodge-Penn, University of Mississippi

Cynthia Hope, Georgia Tech University

Katherine Kissman, Texas A&M University

Brian Lowinger, Duke University

Andrea Lupu, University of California, San Diego: Fundamental Research Model Language Memo Workgroup Lead

Roxana Malene, University of Chicago: TC 2.0 Workgroup co-Lead

Rebecca Musselman, Iowa State University: Federal Lab Review & Negotiation Techniques Workgroup co-Lead

Collin Rich, University of Alabama

Julie Robinson, University of Illinois, Urban-Champaign

Bill Schoelwer, University of Virginia: Federal Lab Review & Negotiation Techniques Workgroup Lead

Elizabeth Slack, University of Maryland, College Park

Dena-Rose Wilson, University of South Florida



Session Goals

Goal: To discuss Workgroup topics and progress. We would like to gauge interest in topics and discuss other membership interests.

Workgroups

- IT Security Clauses/CMMC Workgroup
- Contracts Subcommittee Webpage Redesign Workgroup
- Troublesome Clauses 2.0 Reporting Requirements Workgroup
- Fundamental Research Model Language Memo Workgroup
- State Requirement Flowdowns Workgroup
- Federal Lab review & negotiation techniques (FFRDC) Workgroup



Polling Question

Question:

Do you believe the OTA demonstration should be continued?

- A. Yes
- B. No
- C. Unsure



Webpage Redesign Workgroup

Workgroup members: Katie Cook, Janette Hannam-Hayes

Goals of Workgroup

- Modernization of the User interface/ User experience
- Utilization of the new FDP template
- Removal of all outdated information and materials
- Engage the community at all levels regarding the utility of the website specifically identification of pre-existing tools that might be interesting, or development of new tools through the contract subcommittee for the membership community.

Thought Exchange Reminder!



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Troublesome Clauses 2.0 Workgroup

Elizabeth Peloso

Associate Vice President/Associate Vice Provost Research
Services at University of Pennsylvania

Roxana Malene

Senior Contract Officer at The University of Chicago

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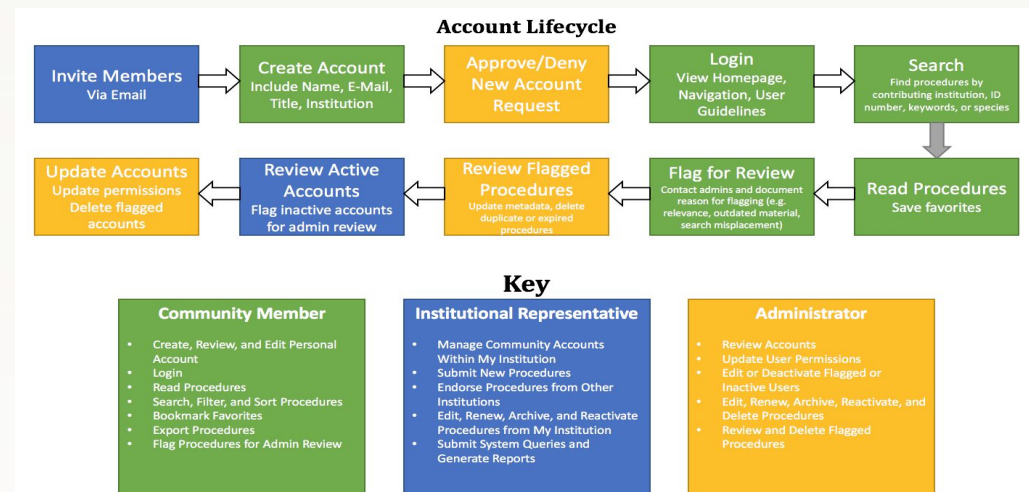


Troublesome Clauses 2.0

Purpose: Replace existing database with searchable dynamic database that readily adapts to emerging issues

Work to Date:

- Use cases (non-members and members)
- Basic workflow and data collection (will include data definitions within system)
 - Funding Agency
 - Instrument Type
 - Specific Clause
 - Area of Concern
 - Reason of Concern
 - Negotiation Strategy
 - Outcome
 - Time for Entire Process





Troublesome Clauses 2.0

Progress: Cleaned previous documents and finalized open items

- Planned reporting capabilities
 - By prime sponsor (e.g. federal agency, PTE)
 - By Pass Through Entity (PTE)
 - OTAs
 - By My Institution
 - Type of file format for downloading
 - All reports to contain date of clause issuance and use in contractual instrument
- Sorting options
 - Funding mechanism (e.g. Grant / OTA / SBIR)
 - Number of incidents reported
 - Reason for reporting
 - Negotiation outcome
 - PTE / flow through sponsor type (e.g. industry, start up, academia)
 - Partial imposition and / or copy and paste
 - Number of incidents
 - Number of clauses



Next Steps

- Work with developer to refine action plan

All feedback, comments, questions or to volunteer, contact

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FEDERAL DEMONSTRATION PARTNERSHIP
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Fundamental Research Model Language Memo Workgroup

Andrea Lupu, University of California San Diego

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Other workgroup members:

Collin Rich, University of Alabama

Bill Schoelwer, University of Virginia



Fundamental Research Request

- Institutions conducting fundamental research ideally will have their ability to freely conduct and publish research explicitly stated in their contracts/ subcontracts/OTAs
- Goal is to communicate this aim clearly to the sponsor at the most appropriate time for that particular project
- Not all sponsors understand what this request is or why it's important to us – templates can provide consistent formatting and language to make this process easier and faster



Different Templates = Flexibility

Depending on the agency, type of project, and funding instrument, the institution might have different preferences on format and timing of the request.

Three memo template options:

1. Option 1: Request incorporated into proposal cover letter
2. Option 2: Request sent separately from proposal cover letter, but at proposal stage
3. Option 3: Request sent to pass-through entity upon notification of award likely containing restrictions



Next Steps

- 1) Continue to refine templates
- 2) Share with Contracts Subcommittee members for input
- 3) Pilot of templates, timing and scope TBD



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State Requirement Flowdowns Workgroup

Elizabeth H. Eason, Georgia Institute of Technology
Office of Sponsored Programs

FDP Meeting – September 2022

Other workgroup members:

Dena-Rose Wilson, University of South Florida



Polling Question

- Polling Question:

Has your Institution had to walk away from a contract or subaward due to State laws you were not able to accept?

- A. Yes
- B. No
- C. Unsure



Workgroup Plan

- Evaluate identified State laws that can be problematic
- Review and discuss negotiation strategies
- Coordinate with Troublesome Clauses 2.0 Reporting Requirements Workgroup



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FEDERAL DEMONSTRATION PARTNERSHIP
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FFRDC Review & Negotiation Techniques

Bill Schoelwer, University of Virginia
FDP Meeting – September 2022

Other workgroup members:

Roxana Malene, The University of Chicago

Becky Musselman & Marva Ruther, Iowa State University

Elizabeth Slack, University of Maryland



Background and Objectives

- Unique contract negotiation challenges with Federally Funded R&D Centers (FFRDCs)
 - Compressed contracting time frames
 - Pre-canned terms and conditions
 - Multiple layers between FFRDC sub-contracting representative and personnel authorized to accept edits
 - Previous acceptance of terms as precedence
- Goals:
 - Provide member institutions with better understanding of the process and framework
 - Highlight instances where terms and conditions are problematic
 - Document key wins where edits have been accepted to facilitate future negotiations



Data Gathering

- Focus has been on 16 DOE funded FFRDCs
- Review latest contracts at working group institutions to look for variety of problematic terms in pre-defined areas
 - Foreign National Participation Issues
 - FAR/ DEARS applicability and flowdowns
 - Export Control/ CUI prior notice language
 - Publication/ Fundamental Research
 - State law related issues
 - Other issues member institutions found problematic



Examples

- Fermi and LANL accepted a revision to narrow a publication clause from language requiring subcontractor to address “any concerns or issues identified by the Contractor” to a limited review for proprietary information/ patentable subject matter.
- Thomas Jefferson National Accelerator Facility accepted silence on federal court jurisdiction.
- Sandia accepted a prior notice requirement for export control issues beyond EAR99.
- Argonne accepted improved “self-deletion” language regarding FAR clause applicability



Next Steps

- Continue gathering data
- Summarize results to contracts subcommittee and gather feedback
- Provide a high-level report on general contracting issues and a detail level analysis of key successes
- Collaborate with Subawards Subcommittee to look at topics of interest for outgoing funds to FFRDCs



Contact Us

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Questions & Discussion





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