Material Transfer Agreement OSRA Process

A Material Transfer Agreement (MTA) is a legal contract that governs the transfer of one or more materials from the owner to an institution (for-profit or non-profit) for research purposes. The Office of Sponsored Research Administration (OSRA) is responsible for the review and approval of incoming MTAs for all materials coming into the Weill Cornell Medical College (WCMC) labs. OSRA will work with the provider party to arrive at terms which are consistent with WCMC policy and, for NIH Guidelines if the Principal Investigator (PI) is a NIH grant recipient.

OSRA must carefully review the terms and conditions of MTAs for incoming materials so as not to compromise the institution's academic principles, obligations to funding sponsors, or its financial health.

*Please note:* It is the responsibility of the WCMC investigator to keep track of his/her obligations with regard to materials exchanged via MTAs. In particular, the PI must be mindful of restrictions on use of the materials received from third parties, pre-publication review rights of the material providers and rights in new inventions.

MTA Routing Forms - Information

An MTA Routing Form (MTA-RF) facilitates the transfer of various kinds of materials - biological materials, compounds, equipment, and prototypes - for use in research projects. The MTA Routing Form informs the department through the Laboratory Head Chair and the Associate Dean's office of the kind of materials to be received and the nature of their application. It also ensures that the proposed research will be reviewed for consistency with institutional policies and obligations.

**Principal Investigator's Responsibilities.** An MTA-RF is required and must be completed and submitted with an MTA template for the processing of any material being transferred into the Institution. Please ensure that all fields are completed accurately. An incomplete form will significantly delay the process of your MTA. Please note that the routing form must be signed by the Laboratory Head and PI. The MTA-RF should not be signed by students of postdoctoral researchers or fellows. A brief description of the materials and their intended use should be attached to the MTA-RF. The Scope of Work (SOW) form found on our website may be used to provide this information. This information assists in determining any contractual conditions that need to be modified or removed and WCMC exposure to liabilities.

Faculty or departmental administrators *do not* have the authority to accept nor sign these agreements on behalf of WCMC. Accepting such agreements without an Authorized Official’s signature may result in the assumption of unnecessary personal liability.
Procedure for Receipt of Incoming Materials

Step 1: Notify OSRA of a New Incoming MTA

The process of receiving materials from a providing company starts with receiving a draft MTA from the providing company. OSRA requires the following electronic documents with the agreement:

- An incoming MTA-RF
- A scope of work – a brief description of the research and objectives
- The provider contact information – name, telephone, and email
- Editable version of the agreement

Within the MTA-RF, there are pending items that will place on hold the MTA completion process:

- The IRB protocol has not been approved or is expired
- The IACUC protocol has not been approved or is expired
- The IBC registration has not been approved or is expired

Please Note: MTAs will not be fully executed without having, when applicable, IRB/IACUC/IBC approval.

Once all of the documents and information have been collected along with the agreement, send the files to materialtransfer@med.cornell.edu for processing.

Step 2: Agreement Negotiations

After the documents and information have been properly submitted, the agreement goes to the Contract Specialist (CS) responsible for your department, who will negotiate the terms of the agreement. The CS reviews and modifies the agreement to ensure that all regulatory and institutional requirements are met. The revised draft of the agreement is then submitted to the provider party for review. This process continues back and forth as changes are suggested, and then accepted or rejected, on both sides. This is where delays often occur.

The NIH, as designated lead Public Health Service (PHS), is an agency for technology transfer activities; issued the Uniform Biological Material Transfer Agreement (UBMTA) to be used by participating public and nonprofit organizations, an implementing letter to memorialize individual exchanges of biological material under the UBMTA, and a Simple Letter Agreement (SLA) for transferring nonproprietary biological materials among public and nonprofit organizations. For-profit organizations may also choose to adopt these agreements as well. The SLA also could be used where the organizations have not agreed to the UBMTA. The PHS recommends that the UBMTA be considered for general use in the exchange of biological material for research purposes among public and nonprofit entities. If not modified by the providing party, the UBMTA or SLA, does not require negotiation.
Throughout the MTA negotiation process, the PI and study team will be cc’d on all correspondence and on a weekly basis will receive via email, a contract status report generated from our OctaTrax database, from the CS or CS Administrator.

**Step 3 Signature Process**

There are four phases to the signature process: 1) MTA is considered acceptable to both parties, the final draft agreement is provided to OSRA’s Director or Assistant Director (Authorized Official – “AO”) for final review and approval; 2) Signature approval has been received, the MTA is routed to the PI for review and signature; 3) PI returns the partially executed MTA (via email, when original signatures are not required by the provider party) to be routed to the AO; and 3) partially executed MTA is sent to provider party for final execution.

**Step 4 Full Execution**

The MTA is considered to be fully executed when the mandated internal paperwork has been received, all internal approvals have been met and a final copy of the MTA has been signed by the provider, the PI, and the AO of WCMC.

After the MTA is fully executed, the PI and the Study team are notified via email and sent a copy of the fully executed MTA for their records.