



***REGULATIONS FOR THE CREATION OF
INDUSTRY-UNIVERSITY CHAIRS AND AULAS***

UNIVERSIDAD POLITÉCNICA DE MADRID

Vicerectorate for Research

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PREAMBLE

The rising importance of collaboration between Universities and other public and private entities for the access and generation of scientific and technological knowledge and its transference to industry, is forcing Universities to establish different forms for cooperation adapted to the objectives sought in each case and the institutions involved.

UPM's Industry-University Chairs (IU Chairs) establish a long term relationship in a specific scientific-technological area between the University and institutions/companies as well as other non-business entities such as social organizations, foundations, public administrations, etc.

IU Chairs may undertake diverse activities on the areas of education, research support, technology watch, technology transfer, including the support for the creation of university technology based firms. Each IU chair focuses on those activities more related to a thematic specific area. In some cases, activities relate exclusively to the implementation of courses and seminars on a concrete thematic, similar to a permanent lecture room or "Aula".

There are diverse types of University Industry collaboration mechanisms such as the "research contract" (*investigación bajo contrato, based on the Article 83 of the Organic law on universities*) or specific agreements for the development of a government funded project (Framework Programmes for Research and Technological Development of EU or Regional and National R&D Programmes). In comparison to other forms of collaboration, IU Chairs are not limited to working on a specific project; rather they enable a long term support of a broader scientific-technological area in an aligned symbiosis known as "the knowledge triangle". In some cases, when IU Chairs are promoted by the University's government team and when their activities affect the whole university (all Schools and Faculties), they are considered institutional Chairs.

IU Chairs provide companies with direct access to the Universities' human resources and infrastructures, and support the implementation of diverse activities (scholarship/fellowship programs for students doing their Master Thesis, exploratory studies, technology watch, promotion of events, scientific outreach, etc). For the UPM, IU Chairs represent an opportunity to create an environment of innovation. They attract stable funding to support research in industry-driven areas, are educational tools for students and researchers, encourage mobility of researchers, and commercial exploitation of research results.

Chairs' long-term nature procures an excellent framework to promote activities aimed at further promotion of exploratory R & D not related to obtaining a specific result. Thus, the activity of a Chair differs from the development of a specific R & D project that requires the determination of responsibilities, rights and obligations, including intellectual property, and others that must be dealt with by the signature of specific agreements.

The above mentioned considerations would explain why UPM's Industry-University Chairs are attracting increased interest with the number of Chairs reaching over 76 in recent years. More than 30 of these Chairs were created in the last 4 years.

This high level of interest has taken place in a situation whereby there are quite different situations included under the term "Chair" with diverse levels of compromise by the UPM and, in some cases conducting activities not related to the above mentioned issues. The lack of regulation has led to differences in the process for creating a Chair, its visibility within the University, the appointment of its members, its location and use of UPM's buildings, the relationship with the University departments, or its duration.

Therefore, assuming as UPMs objectives the promotion of stable agreements with other entities, the present regulation is set forth in order to establish a regulatory framework to promote their creation, establish procedures for the use of resources and UPMs compromises and facilitate their operation.

The new regulations will establish two types of agreements, one for the creation of "Aulas UPM-Empresa" (UPM-Industry Aula) and two for the creation of "Cátedras UPM-Empresa" (IU Chairs). "Aulas" are collaboration agreements to develop educational activities, with access to UPM's educational facilities and having low financial resources and limited temporal commitments. "Chairs" have a larger budget to develop their activities including R&D actions that require the use of their own resources and facilities, and require collaborating parties to assume intense and lasting commitments.

By making this distinction, the present regulations will establish the procedures for approval and performance for both types of agreements. These regulations seek to maintain maximum flexibility while establishing clear procedures in order to focus on on goals set between the collaborating entities and the UPM.

I CHAPTER

THE CREATION OF INDUSTRY-UNIVERSITY CHAIRS AND INDUSTRY-UNIVERSITY AULAS

ARTICLE 1. Definition and purpose of Industry-University Chair and Industry-University Aula

1. An Industry-University Chair and an Aula is a form of collaboration between University and industries, foundations, associations, research centres, public administrations and other public and private entities created with the objective to carry out educational activities, knowledge generation, and dissemination and transfer activities in a scientific or technological area of interest for a certain period of time.
2. In order to define commitments resulting from agreements between University and Industry, under the framework described at the preamble of the normative, two types of units have been established: Industry-University Chair and Aulas.
3. The basic differences between an Industry-University Chairs and an Aulas are summarized in the following points:
 - a. The financial contribution by the industry/company to set up an Aula can be lower than that needed by a Chair.
 - b. The Chairs must have their own facilities to develop activities whilst Aulas can share or use facilities assigned to them in schools or faculties.
 - c. The minimum period of duration for Aulas is less than for Chairs.
 - d. The mechanisms of regulation, creation and performance of Aulas are not as strict as for Chairs.
 - e. Aulas are not involved in R&D activities.
4. The initiative to create an Industry-University Chair or an Aula corresponds to professors and researchers (PDI), belonging to University Departments, Research Institutes, our own and joint Centres of R&D&I or Research Groups of the UPM, who may present a proposal.
 - a. Industry-University Chairs can also be proposed by the Rectorate's government team, or that of the Schools and Faculties of the UPM. In

this case, and if their scope affects all the UPM, they may be considered “Institutional Chairs”.

- b. The Institutional Chairs are not governed by this regulation but by their specific contract agreement of creation.

ARTICLE 2. Creation procedure

1. The proposal will be presented by a professor of the UPM who will act as “proposer” during the proposal’s processing and will be responsible before its formal creation. The proposer might not be the same person who assumes leadership once the Chair or Aula is created.
2. Chairs and Aulas can be created with one or more public or private entities (national and international) external to the UPM, as long as these entities do not belong to or participate in the UPM, or in which it holds a minority sharehold.
3. In both cases, the approval of the director of the School or Faculty where the Chair or Aula is located is required.
4. The proposer should contact either the Vicerectorate for Research or the Vicerectorate for PhD and Postgraduate Studies.
 - a. When an agreement is proposed as an Industry-University Chair, the proposal must be analyzed by the Vicerectorate for Research.
 - b. When an agreement is proposed as an Industry-University Aula, the proposal must be analyzed by the Vicerectorate for PhD and Postgraduate Studies.
5. The request to create an Industry-University Chair or an Aula is formalized through the signature of a collaboration agreement between the University and one or more external entities.

ARTICLE 3. Approval for the creation of an Industry-University Chair or Aula

1. Under proposal of the Vice-Rector for Research and after consultation with the Research Commission, the Rector will escalate the approval of the Chair to the Permanent Committee of the Governing Council.
2. Under proposal of the Vice-Rector for PhD and Postgraduate Studies and after consultation with the PhD and Postgraduate Studies Commission, the Rector will escalate the approval of an Aula to the Permanent Committee of the Governing Council.

ARTICLE 4. Creation Agreement

1. Prior approval is required before signing the collaboration agreement for the creation of the Industry-University Chair or Aula
2. The proposed collaboration agreement among the participating entities should include, at least, the following:
 - a. A description of activities to be performed within the framework of the Chair or Aula as indicated in Article 7 of the present regulations.
 - b. A description of the use of facilities and equipment by the participating parties
 - c. Duration of the agreement, according to Article 8 of the present regulations.
 - d. Location of the Chair or Aula as described in Article 10 of the present regulations.
 - e. Financial conditions according to Article 15 of the present regulations.
 - f. Proposal of the members and responsibilities of the Monitoring Committee according to the points established in Article 12 of the present regulations.
 - g. Proposal of the head of the Chair or Aula according to the points established in Article 14 of the present regulations.
 - h. Participants' commitment to promote and publish its existence and activities undertaken.
3. Signatories of the creation agreement
 - a. An Industry-University Chair is signed by the Rector on behalf of the University.
 - b. An Industry-University Aula is signed by either the Rector or the Director of Centre where the Aula is located on behalf of the University.
 - c. The signatory of the external entities must be a person designated by the entity and with the legal authority to sign this agreement.

ARTICLE 5. Management of the agreement

The Vicerectorate for Research is the administrative unit responsible for the management of the creation of the Industry-University Chairs. Its staff is committed to provide information and advice on this subject to the University Community.

The Vicerectorate for PhD and Postgraduate Studies is the administrative unit responsible for the management of the creation of the Industry-University Aula. Its staff is committed to provide information and advice on this subject to the University Community.

ARTICLE 6. Applicable regulations

The Laws contained in Title 3 of the Statutes of the UPM and *the Regulations for Contracting Persons, Universities or Public and Private Entities for the carrying out of a scientific, technological or artistic character, as well as the development of the Teaching of Specializations or Specific Educational Activities* (which were approved by the Governing Body of the UPM on 27th February 2003) apply to Industry-University Chairs and Aulas. These Regulations cover the conditions and procedure of authorization applied at the UPM according to the Constitutional Law 6/2001 of 21st December (BOE 24th) for Universities and the Royal Decree 1930/1984, of 10th October (BOE 5th November)

ARTICLE 7. Activities

1. The activities to be carried out are established in the collaboration agreement for the creation of the Industry-University Chair or Aula and are decided by Monitoring Committee as referred to in Article 12.
2. In addition to activities of common interest, the following may be considered:
 - a. Educational activities for Chairs and Aulas:
 - Collaboration in the design and implementation of elective subjects.
 - Collaboration in the design and implementation of PhD programmes.
 - Predoctoral and postdoctoral grants award.
 - Support for the development of final year projects (Proyectos fin de carrera).
 - Awards for final year projects and works, ideas competitions.
 - Lectures and Seminars.
 - Promotion of educational cooperation experiences.
 - Collaboration in business plans for firms

- Promotion of expert meetings in the area of interest for the Chair.
- b. Outreach activities and transfer knowledge activities for Chairs and Aulas.
- Organisation of technical and technological conferences.
 - Publications on issues of interest to the area of Chairs or Aulas.
 - Dissemination of the activities of the Chair of Aulas.
 - Promotion of technical and scientific events.
- c. Research and development activities for Chairs
- Promotion of development of areas of research in the field of interest.
 - Support for doctoral theses in the area of knowledge of the Chair.
 - Support for research activities.
3. Chairs and Aulas activities must be mostly performed in the UPM facilities.
 4. Chairs must submit an Annual Activities Report to the Vicerectorate for Research during the first semester following to the period covered by the corresponding report, which must be a calendar year.
 5. Chairs must submit an Annual Activities Report to the Vicerectorate for PhD and Postgraduate Studies during the first semester following to the period covered by the corresponding report, which must be a calendar year.

ARTICLE 8. Duration

1. The duration of an Industry-University Chair or Aula will be agreed upon by both parties and will be fixed in the creation agreement.
2. In the case of a Chair:
 - a. The minimum duration must be 3 years, and it may be extended.
 - b. The extension of time can be tacit or explicit depending on the duration of the agreement:
 - i. If duration is less than 5 years, it will be tacitly renewed until the end of the fifth year.
 - ii. If the length of the agreement is longer than 5 years, it will be renewed by an explicit extension agreed among parties.
3. In the case of an Aula:
 - a. The minimum duration must be a year, and it may be extended.
 - b. The extension of time can be tacit or explicit depending on the duration of the agreement:

- i. If the agreement length is less than 3 years, it will be tacitly renewed until the end of the fifth year.
 - ii. If the agreement length is longer than 3 years, it will be renewed by an explicit extension agreed among parties.
4. The Monitoring Committee will be responsible for presenting the extension of time proposal of the Chair or Aula. If there is not a Monitoring Committee for an Aula, the director of the Aula will present the extension proposal.
 - a. In the case of a Chair, the extension proposal will be approved by the Vicerectorate for Research.
 - b. In the case of an Aula, the extension proposal will be approved by the Vicerectorate for PhD and Postgraduate Studies.
5. In the case of extension
 - a. The two parties will put into writing the extension by signing an addendum to the agreement if required.
 - b. In any case, both parties can terminate the agreement at any moment by giving a minimum of 3 months notice.

ARTICLE 9. Recognition

1. A Chair or Aula that reports inactivity in its annual reports may be cancelled:
 - a. If an Industry-University Chair declares no activity for two consecutive years, the Vicerectorate for Research will propose the Vice-Rector the cancellation of the agreement, notifying the collaborating entity of UPM's intention.
 - b. If an Industry-University Aula declares no activity for two consecutive years, the Vicerectorate for PhD and Postgraduate Studies will propose the Vice-Rector the cancellation of the agreement notifying the collaborating entity of UPM's intention.

ARTICLE 10. Location

1. Industry-University Chairs must have a physical location at the University in spaces assigned for this purpose (Schools, Faculties, R&D Centres, or University Research Institutes).
2. The assignment of spaces must be agreed on and approved by the Director of the centre where the Chair is located.
 - a. If spaces belong to a Department, it must also be approved by the Department's Director.

3. The Chair's main office will be located in above mentioned spaces and that may be used for the development of activities.
 - a. Spaces for Industry-University Chairs must be visible.
 - b. Spaces for Industry-University Chairs can be shared with other chairs if their directors agree to do so. This agreement must be reported to the Director of the Centre and the Vicerectorate for Research.
4. Industry-University Aulas can perform activities in a centre of the UPM assigned by the University; there is no need for an exclusive space for their activities.
5. In addition, Chairs and Aulas can use the general facilities of the Centre where they are located. For this, if it is required, they must have authorization of the Centre's Director.

II CHAPTER

STRUCTURES AND GOVERNMENT

ARTICLE 11. Governance structure of the Industry-University Chairs

1. The Governance Structure of the Industry-University Chairs will be collegial and individual.
 - a. The collegial structure is the Monitoring Committee.
 - b. The individual structure is the Director of the Chair.
2. Other governance structures can be set up as long as their need is justified. In this case, the agreement should indicate its composition, its functions, its relations with the other structures, and the decision-making process.
3. Chairs can appoint technical and administrative assistants in accordance to its financial resources.

ARTICLE 12. Monitoring Committee of an Industry-University Chair

1. The Monitoring Committee is the collegial structure for the management of Industry-University Chairs.
2. The Monitoring Committee must have equal number of representatives from the University and the collaborating institutions and should be formed by:
 - a. Representatives of the University.
 - b. Representatives of the collaborating institutions

3. The Rector will designate University's representatives at the Monitoring Committee; one of which must be the Director of the Chair.
4. All members of the Monitoring Committee will have the right to speak and vote in the deliberations.
5. The tasks to be carried out by the Monitoring Committee are:
 - a. Annual approval for Activities Planning.
 - b. Annual budget approval.
 - c. Monitoring and controlling of the activities planning and budget.
 - d. Implementation of internal rules for the Monitoring Committee, in accordance with the statutes and regulations of the signatory institutions.
 - e. Escalating to the Governance Structure the proposals, reports, agreements and decisions. In particular, actions that affect a School or Faculty must have the approval of the Director.
 - f. Ensuring the fulfillment and execution of the terms and conditions of the contract agreement.
 - g. Promoting scientific-technological collaboration in areas of common interest.
 - h. Any task that allows the achievement of the proposed goals and as long as both parties agree to it.
 - i. Approval of the annual report which will be presented by the Chair's Director.
6. The monitoring Committee will celebrate an ordinary meeting at least once a year and, if required, extraordinary meetings can be called by its Director
7. The Monitoring Committee, through its Director, must submit the annual report of activities when requested by the Vicerectorate for Research.

ARTICLE 13. Governance structure of the Industry-University Aula

1. The Governance Structure of the Industry-University Aula will be its Director.
2. If required, they can also appoint a Monitoring Committee as long as its performance and participation in the decision making process is specified in the creation agreement.

ARTICLE 14. The Director of the Industry-University Chair or Aula

1. The Director of the Industry-University Chair or Aula will be a Professor of the UPM and will have a recognized technical and scientific standing in the area of interest of the Chair or Aula.

2. The Director will be appointed by the Rector of the UPM from amongst the representatives of the UPM participating in the Monitoring Committee
3. The activities of the Director:
 - a. In the case of an Industry-University Chair:
 - i. Call the Monitoring Committee.
 - ii. Planning, monitoring and execution of the activities entrusted to him/her by the Monitoring Committee.
 - iii. Submitting the Technical and financial annual report to the Vicerectorate for Research.
 - b. In the case of an Industry-University Aula:
 - i. The activities indicated in the creation agreement.
 - ii. Planning, monitoring and execution of the activities entrusted to him/her by the Monitoring Committee, in cases where a committee exists.
 - iii. Submitting the Technical and financial annual report to the Vicerectorate for PhD and Postgraduate Studies.

III CHAPTER

FINANCIAL CONDITIONS

ARTICLE 15. Economic endowment

1. In order to execute the activities of the Chair or Aula, the collaborating entity will provide the Industry-University Chair or Aula, during the term of the creation agreement, a fixed amount per year.
2. In the case of Chairs, the financial contribution will be at least € 30,000 per year.
3. In the case of Aulas, the financial contribution will be at least € 10,000 per year.
4. Industry-University Chairs or Aulas can establish a payment calendar for the financial contribution of the collaborating entities, and the possible variations for annual contributions.

ARTICLE 16. Financial management office

1. The Office of Technology Transfer (OTT) will be the administrative unit at the UPM responsible for the financial management of Chairs, including registration, billing, payment and tax obligations derived from the development of activities.

ARTICLE 17. University's Canon

2. The UPM will detract from incomes of Chairs and Aulas the established canon applied to research contracts under Article 83 of the LOU.
3. The percentage of the canon that corresponds to the University's Department will be assigned to the Department or Research Centre of the Chair's Director.
4. The percentage of the Canon that corresponds to the University's Centre will be assigned to the Centre where the Chair or Aula's main office is located.
5. The percentage of the Canon that corresponds to the University's department may be assigned to the Centre. This might be the case if the space where the Chair is located does not belong to a particular department but is part of the Centre's common spaces. If this is the case, it should be made explicit in the creation agreement.

ARTICLE 18. Additional income

1. Industry-University Chairs might obtain additional incomes from associated entities or derived from the activities undertaken. In this last case, these activities will be regulated by the Rules of the UPM that apply.
2. The Monitoring Committee will decide if an entity is considered associated and it will require the signature of a specific agreement.

IV CHAPTER

OWNERSHIP OF INTELLECTUAL PROPERTY RIGHTS

ARTICLE 19. Ownership rights of Chairs

1. The creation agreement of Chairs must establish the distribution of the intellectual property (IP) generated.
2. By default, ownership will correspond to the entity that has generated research results. When it is not possible to distinguish the contribution of each entity, ownership will be shared.

3. In cases of joint ownership, the parties will agree on the entity responsible for IP registration and commercialization conditions and will sign a specific contract for this purpose.

ARTICLE 20. Ownership of intellectual property rights of Aulas

The UPM will own intellectual property rights of the results generated by an Aula.

ARTICLE 21. Commitments of outreach of the UPM

1. The UPM will disseminate information all activities carried out by the Industry-University Chair or Aula. Particularly, the UPM will undertake to:
 - a. Publicly presentation the Chair.
 - b. Including information of the Chair on the UPM website.
2. The annual reports of Chairs will be public and available electronically at UPM's website.

V CHAPTER

TRANSITIONAL PROVISIONS

ARTICLE 22. Regulatory compliance

1. The current Industry-University Chairs must adapt to these regulations when renewing the agreement.
2. Once the regulations are approved, the existing Industry-University Chairs must submit an annual report of their activities to the Vicerectorate for Research if they have not already done so. They must also submit the corresponding annual report of 2007 two months after the approval of these regulations.
3. If any Industry-University Chair created before the approval of the regulations does not report any activity for two consecutive years after the approval of the regulations, the Vicerectorate for Research can propose the Rector the termination of the Chair.

ARTICLE 23. Conversion of Chairs into Industry-University Aula

1. The Director of a Chair can request its conversion to an Aula, if agreed upon with the collaborating entity.

2. The conversion may be proposed by the Vicerectorate for Research if the conditions set up by these regulations are not met.

VI CHAPTER

FINAL PROVISION

These regulations will come into force on the day following its approval by the Governing Council of the Universidad Politécnica de Madrid.