

INSTRUCTIONS Non-Funded Agreement (NFA) Form

Form Version 2.0 03/30/2017

The University of Virginia's Non-Funded Agreement (NFA) Form, developed and issued by the Office of Sponsored Programs in collaboration with UVA schools, as well as the Office of the Vice President for Research, serves a critical purpose in the administration of research related NFAs at the University. This form collects demographic information of strategic and compliance importance regarding proposed research related agreements. The integrity of NFA information thus greatly contributes to the quality and efficiency of transactions related to research, as well as the quality and efficiency of reporting on research-related activities. Ensuring this integrity is a shared responsibility.

GENERAL INSTRUCTIONS

The NFA form is to be used when there is a request for an agreement related to research; however, that agreement itself does not involve the transfer of funds.

Note that a term that states a party will pay *de minimis* costs, for example in the case of a Material Transfer Agreement for the shipping, would not be considered "funding" for the purposes of this form. An NFA form (rather than a PRF) should be used when there is a term for payment of *de minimis* costs.

IMPORTANT NOTE: For each NFA to be submitted, download the NFA Form from the OSP website (<https://www.virginia.edu/sponsoredprograms/>). Please do not use previously downloaded NFA forms.

The NFA Form is a "smart" form. Accordingly, the sections that must be completed in the body of the form depend on the NFA type selected at the top of the form. Visual indicators guide which sections of the form are (or are not) required/available.

Please request a draft agreement or template from the outside entity you are working with and complete the form **in its entirety**. Availability of a draft or template may reduce the negotiation time of the agreement. If a question on the form does not apply to your NFA request and an answer is required, please check 'No'. If you are the PI or senior person, please sign the NFA Form. Contact your School's Research Administrator for appropriate school-level approval and signatures. Your School's Research Administrator will forward the form with the draft agreement or template to OSP, and the receipt and tracking of the negotiation process will appear in ResearchUVA.

NFA TYPE

Choose the type of NFA that you are requesting. You may select only one.

Academic Program Agreement: Any contract or expression of intent between the University and another institution or organization to establish a joint educational program, a collaborative academic relationship, or a research activity unrelated to approved sponsored research. OSP may or may not be the appropriate signatory. If a request is submitted to OSP, we will coordinate and/or communicate with other offices as appropriate.

(See <http://uvapolicy.virginia.edu/policy/fin-035>; See also <http://provost.virginia.edu/guidelines-developing-some-common-types-academic-program-agreements>)

Collaboration Agreement: An agreement to conduct research, where both parties bear their own costs.

Data Security Plan Agreement: An agreement that identifies data UVA will be receiving and the plan to safeguard that data; typically, the agreement is with a governmental agency.

Data Use Agreement (DUA) (Incoming): An agreement to receive data *from* another party.

Data Use Agreement (DUA) (Outgoing): An agreement to send data *to* another party.

License Agreement: An agreement to provide or obtain the right to use certain software or other proprietary assets for research purposes without any charge (\$0). (Note: License Agreements where payment is required will be handled by the UVA Licensing and Ventures Group or Procurement Services.)

Loan Agreement: An agreement to provide or obtain physical assets for research purposes without any charge (\$0). (Note: Loan Agreements where payment is required will be handled by Procurement Services.)

Material Transfer Agreement (MTA) (Incoming): An agreement to receive materials *from* another party.

Material Transfer Agreement (MTA) (Outgoing): An agreement to send materials *to* another party.

Memorandum of Understanding (MOU): An agreement, generally, to work together toward an overarching objective. These types of agreements typically do not contain many (if any) binding obligations or deliverables.

Non-Disclosure Agreement/Confidential Disclosure Agreement/Proprietary Information Agreement (NDA/CDA/PIA): An agreement to keep certain information confidential. These can apply confidentiality obligations only to one party (unilateral) or can apply the obligations to both parties to the contract (bilateral).

Teaming Agreement (TA): An agreement to work together for a specific purpose; typically, the parties agree to work together to respond to a Request For Proposal (RFP) issued by a government agency.

Other: An agreement that does not fit any of the above categories.

NOTE: While Master Agreements themselves are “non-funded,” please contact your contract negotiator or Kristy Hall (kjh4c@virginia.edu), Director of Contracts, to discuss a request for a Master Agreement.

KEY INFORMATION

New: This indicates an entirely new NFA.

Amendment/Modification: This indicates that an amendment or modification needs to be executed to amend an existing NFA.

- If the request is for a Amendment/Modification, then please provide the ResearchUVA NFA Contract Number.

Information Disclosure (for all contracts:

- One Way (Incoming or Outgoing): One party will be sharing information related to this activity.
- Two Way: Both (or multiple) parties will be sharing information related to this activity.
- Not Applicable: Choose this option if no information will be exchanged related to this activity.

Outside Entity: This is the entity with whom we would enter into a NFA.

Outside Entity Type: Select the appropriate option from the drop down list that describes the outside party –

- Federal: The entity is a U.S. government agency.
- Foreign/International: The entity is in a country other than the U.S.
- Foundation: The entity is a foundation located in the U.S.
- Industry: The entity is a company, firm, or private industry located in the U.S.
- State: The entity is a Virginia state agency.
- Other: The entity does not fit any of the above categories (Example: city or municipal governments, etc.)

Originating Entity: In situations in which the materials, data, etc. initially came to the “Outside Entity” from another entity (similar to a “pass-through” situation), please enter the name of the entity providing the original materials, data, etc. This does not mean the person or entity that created the material or data at UVA. Note that in some cases, this field would be left blank, as it would not apply.

Listed below are a few examples of when there would be an “Originating Entity.”

Example 1: Investigator X from Harvard agreed to send mice that she originally received from a Swedish University. The Swedish University would be the Originating Entity.

Example 2: A Research Institute wants to send a compound to UVA for tests to be run as a part of its research protocol. The compound for research purposes was given to the Research Institute by Biogen. Biogen is the Originating Entity.

Example 3: The Department of Education sent certain data to Stanford for analysis as part of a funded research project. Stanford wants Investigator Y at UVA to perform some analysis. The Department of Education is the Originating Entity.

Originating Entity Type: Select the appropriate option from the drop down list that describes the originating party.

- Federal: The entity is a U.S. government agency.
- Foreign/International: The entity is in a country other than the U.S.
- Foundation: The entity is a foundation located in the U.S.
- Industry: The entity is a company, firm, or private industry located in the U.S.
- State: The entity is a Virginia state agency.
- Other: The entity does not fit any of the above categories (Example: city or municipal governments, etc.)

Contact Information: Please enter the name, phone number, address and email address of the **Outside Entity contact**. If not all of the information is available, please provide what is available. Note that incomplete information in this section likely will slow the progress of negotiations.

Note that this is NOT the UVA contact.

Note: The Outside Entity Contact may not be a person affiliated with the Outside Entity, but the person with whom the negotiation of the agreement is performed.

Is there a third party involved in the agreement: Other than the primary party with whom we will contract, is there another entity that should also be included as a party to the contract? For example, if three research institutions agree to collaborate on a study where each funds its own portion, then they may want a “3-party Collaboration Agreement,” where one institution is the “Outside Entity” listed above, and another institution is the “third party.”

Contact Information for third party: Please enter the name, phone number, address and email address of the Third Party. If not all of the information is available, please provide what is available. Note that incomplete information in this section likely will slow the progress of negotiations.

Did any of the data, materials, intellectual property or information involved originate outside of the University? Does this agreement impact or relate to any data, materials, intellectual property, or rights of anyone other than UVA and the outside entity named above? Identify any data, materials, intellectual property or information that will be involved in the activity under this NFA and possibly subject to the rights of someone else. For example, if you are requesting an MTA to send mice to the University of Michigan, and you originally received the mice from Jackson Labs, then you would indicate that in this space.

PROJECT TITLE & START/END DATES

Project Title: Please enter the title of the project related to this NFA. If the project is being performed by the Outside Entity and you do not have a project related to this NFA, please enter the project title of the Outside Entity.

Note: If a project title does not apply, please enter the reason for the NFA request.

Expected Start Date/End Date: Please enter the proposed start and end dates for the project.

KEY/SENIOR PERSONNEL

Key/Senior Personnel may be defined as individuals who contribute to the scientific development or execution of a project in a substantive, measurable way, whether or not they receive salary or compensation under a project, and whose absence from the project would be expected to impact the scope of work. “Key Personnel” tends to be an NIH-specific term; “Senior Personnel” tends to be an NSF-specific term. While NFAs do not necessarily tie to federally-funded programs, we are using the same terminology for consistency to determine individuals who will be involved in the activities related to the NFA.

If your project includes more than four Key/Senior Personnel, you may attach a separate sheet to record their information as required by the form.

For each Key Personnel or Senior Personnel identified, please choose a role from the drop down list and enter Name, Org/Department Number, Computing ID (**Note: Please do not use an alias. This field should contain the actual UVA Computing ID**), and Phone Number. If you have more Key/Senior Personnel on your project than the form allows, please attach a separate page with the required information for each additional Key/Senior Personnel.

The roles available are:

- Principal Investigator: The Principal Investigator (PI) is the individual deemed by UVA to have the appropriate level of skill, authority and responsibility to direct the project. An individual not automatically eligible to be a PI at UVA via their University appointment must request permission (on a project-by-project basis) in accordance with UVA policy.
- PI (Multiple PI Submission): This option should be chosen only in situations in which there is more than one Investigator. There should nonetheless be a “Contact PI” on record in these situations, designated as the PI with whom formal communication regarding the project should be directed. The Contact PI’s information should be entered in the Principal Investigator field on this form, and the other PI(s) on the project should be entered as “PI (Multiple PI Submission).”
- Co-PI: A Co-Principal Investigator (Co-PI) is recognized as an individual who shares with the PI the responsibility for the conduct of a sponsored program, including meeting reporting requirements.

- Co-Investigator: A Co-Investigator is an individual recognized as making a significant programmatic contribution to a project. The Co-Investigator is an individual that the PI relies on to assume responsibilities above those of other personnel.
- Students: An undergraduate or graduate student at UVA.
- Other: This role includes individuals for whom the other role definitions may not be appropriate but whom are appropriately deemed Key/Senior Personnel.

Name: Please enter the name of the individual whose project effort is being cost shared.

Org. Number: Please enter the Org Number with which the individual listed is associated.

Computing ID: Please enter the UVA computing ID. Remember, do not use an alias in this field.

Significant Financial Interest: Please indicate whether or not the individual has a “Significant Financial Interest” as defined in UVA Policy RES-005: Financial Conflict of Interest for Research Investigators (more information view <http://uvapolicy.virginia.edu/policy/RES-005>) by selecting “Yes” or “No.”

IMPORTANT: ANSWERING THIS QUESTION DOES NOT RELIEVE THE FACULTY MEMBER FROM COMPLYING WITH UVA POLICIES AND DISCLOSING THROUGH THE FCOI SYSTEM OF RECORD. For information on disclosures and requirements, please contact the Vice President for Research’s Office.

This section also collects information about the administrative personnel for the proposed project.

- Fiscal Contact: Please enter the name, Org/Department Number, Computing ID, and Phone Number of the individual who will be responsible for the fiscal administration of the project.
- Administrative Contact: Please enter the name, Org/Department Number, Computing ID, and Phone Number of the individual who should be contacted during the negotiation process if there are questions about the information provided.

If multiple departments are involved, list the administering organization:

Update: Regardless of whether there are multiple departments, please enter the administering org number. This should represent the org or department responsible for the project and ensuring compliance with the agreement.

Note: The administering organization number determines the contract negotiator assigned to the NFA. If this information is missing, there may be delay in processing the NFA.

PROJECT DESCRIPTION/SCOPE OF WORK

Note that OSP relies on this information verbatim to define the scope of the legal rights within the agreement. Thus, to the extent the scope is extremely broad, then an outside party may have extremely broad rights.

Project/SOW: Please enter a description of your project or a Scope of Work (SOW). This should include a description of expected deliverables, and expected collaboration, to the extent those apply. A separate document may be attached – please note that in the text box in this section if you

are attaching a separate document.

Data and/or Materials: Please provide detailed descriptions of the data and/or material applicable to the project or requested NFA. A separate document may be attached – please note that in the text box in this section if you are attaching a separate document.

TYPE OF RESEARCH

Note that Basic Research, Applied Research and Development are definitions used in reporting to the NSF Higher Education Research and Development Survey (<http://www.nsf.gov/statistics/srvyherd/>).

Check all that apply: This series of options allows you to record other information about the proposed project. Choose all that apply.

- Basic Research: Research undertaken primarily to acquire new knowledge without any particular application or use in mind.
- Clinical Research: Clinical Research is research conducted with human subjects (or on material of human origin such as tissues, specimens and cognitive phenomena) for which an investigator directly interacts with human subjects. More information is available from NIH at <https://www.nichd.nih.gov/health/clinicalresearch/Pages/index.aspx> and FDA at <http://www.fda.gov/ForPatients/ClinicalTrials/Types/default.htm>
- Applied Research: Research conducted to gain the knowledge or understanding to meet a specific, recognized need.
- Computational: Research that has a need for computational infrastructure.
- Development: The systematic use of the knowledge or understanding gained from research directed toward the production of useful materials, devices, systems, or methods, including the design and development of prototypes and processes.
- Clinical Study: A Clinical Study is a research study in which human subjects are prospectively assigned to one or more interventions (which may include placebo or other control) to evaluate the effects of those interventions on health-related biomedical or behavioral outcomes.

EXPORT CONTROLS

A. Are there any export controls indicated in the discussions with the outside entity or does the research relate directly to a military technology? Please check “Yes” or “No.”

Example: If the data or materials to be received for the project have been ‘customized’ for this project which involves a military application or technology, check “Yes”.

B. Does the scope of work involve fabrication of a prototype that meets given specifications or requirements? Please check “Yes” or “No.”

C. Will your project involve the shipment of data or equipment outside of the US? Please check “Yes” or “No.”

D. Will your project involve collaboration with a foreign entity (including travel outside of the US)? Please check “Yes” or “No.”

E. Will the researchers need to receive or generate any data that will be considered confidential or proprietary to the outside entity or a third party? Please check “Yes” or “No.”

Will performance of this project require access to or result in the production of information subject to proprietary or government access or dissemination restrictions?: Please check “Yes” or “No.” You would likely answer “Yes” if the agreement or your discussions with the outside entity indicate that restrictions or limitations will be applied, including prior approval for dissemination or publication, export control restrictions (ITAR, EAR, or nuclear regulations), restriction on access or participation of foreign nationals, the need for a U.S. government security clearance, or certain IT security requirements. Access or dissemination restrictions may include the following:

- “For official use only” (FOUO) is used by the Department of Defense and other federal agencies to identify information which is unclassified but may not be appropriate for public release.
- Controlled Unclassified Technical Information (CTI) is technical information with military or space application that is subject to controls on the access, use, reproduction, modification, performance, display, release, disclosure, or dissemination (DFARS 252.204-7012).

For more information about the UVA Office of Export Controls, please see <http://export.virginia.edu/>. Please check “Yes” or “No.”

HUMAN SUBJECTS

Will this research project include human subjects?: Please check “Yes” or “No.” For more information, including definitions, please see

http://www.virginia.edu/vpr/irb/hsr/activities_require_review.html and <http://www.virginia.edu/vpr/irb/sbs/about.html>.

If no, then attach documentation confirming that no IRB approval is required. This can be in the form of an email from the IRB or an explanation referring to certain policies that exempt the research from requiring IRB approval.

If yes, has an IRB application been submitted to the IRB office? Please check “Yes” or “No.” Please provide the title used on the IRB application and the IRB protocol approval number.

ANIMAL SUBJECTS

Will this research include using vertebrate animals?: Please check “Yes” or “No.” For more information including definitions, please see <http://www.virginia.edu/vpr/iacuc/regs.html>.

If Yes please provide the title used in the IACUC application and the IACUC approval number.

CONFLICT OF INTEREST

Do any participants in this activity have a Significant Financial Interest as defined in UVA Policy RES-005: Financial Conflict of Interest for Research Investigators (more information view <http://uvapolicy.virginia.edu/policy/RES-005>)?

Please indicate whether or not any individual involved in the project has a “Significant Financial Interest” as defined in UVA Policy RES-005: Financial Conflict of Interest for Research Investigators (more information view <http://uvapolicy.virginia.edu/policy/RES-005>) by selecting “Yes” or “No.”

IMPORTANT: ANSWERING THIS QUESTION DOES NOT RELIEVE THE FACULTY MEMBER FROM COMPLYING WITH UVA POLICIES AND DISCLOSING THROUGH THE FCOI SYSTEM OF RECORD. For information on disclosures and requirements, please contact the Vice President for Research’s Office.

If yes, then please provide some brief notes so that OSP or the VPR’s office can follow up with the participants.

RESTRICTIONS ON USE/PUBLICATION

Should there be any specific restrictions (publication or otherwise) on the Outside Entity's use of material, information or data related to the project? Please check “Yes” or “No.”

You should choose “yes” if you want to ensure that the outside entity uses material, information or data only in a certain way or only for specific purposes, or if the outside entity must comply with certain requirements (i.e. specific citation format) when publishing.
If Yes, please explain:

Do you expect requirements or restrictions on any UVA PI regarding a publication? Please check “Yes” or “No.”

Generally, we do not agree to restrictions on publication; however, there are times when we will agree to certain requirements, such as acknowledging another researcher in a certain way or collaborating on a publication.

If Yes, please explain:

Do you expect restrictions on UVA's disclosure of results? Please check “Yes” or “No.”

Examples of when you might choose “Yes”:

- The agreement is with the Department of Defense, and you know that the research is subject to FAR/DFAR restrictions on the dissemination of information.
- The agreement is with a commercial entity, who has a patent pending on the material that they will send you under this agreement.

If Yes, please explain:

Update: If one question is not required for the NFA type requested, please complete the remaining questions in this section.

COSTS

Will there be costs for the preparation or shipment of material or data for which the University should be reimbursed? Please check “Yes” or “No.”

If Yes, please indicate specifically what they are and the amount.

For Collaboration Agreements, MOUs, Incoming MTAs & Incoming DUAs, and Loan Agreements, please provide the PTAO that will be billed to support the project:

Please enter an active PTAO that will support the identified costs

INTELLECTUAL PROPERTY

Does the information, material or project constitute or relate to any invention for which you contemplate making or have made any disclosures to the University of Virginia Licensing and Ventures Group? Please check “Yes” or “No.” For more information about LVG, please visit <http://lvg.virginia.edu/>

CERTIFICATIONS/SIGNATURES

Please read the certifications required and agree to them via signing, and obtain appropriate additional certification agreements/signatures. Use the “Other Approval (if applicable)” fields to obtain signatures for collaborating faculty and their associated department(s) and/or school(s).

The signatures required on this form vary by School. Please contact your School’s Research Administrator to determine the required signatures.

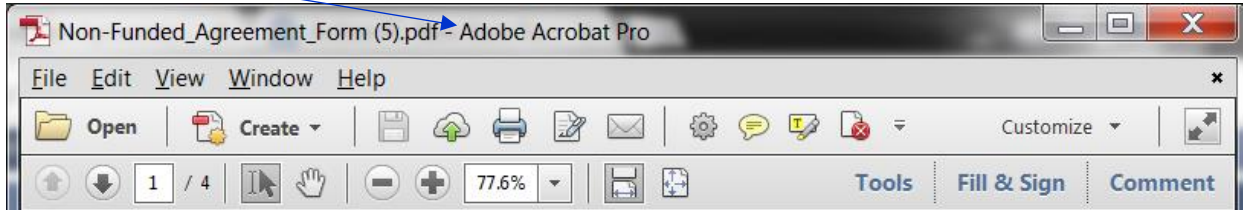
INSTRUCTIONS FOR APPLYING SIGNATURE

Opening the NFA Form: Please note that the Non-Funded Agreement Form (NFA Form) must be opened in Adobe Acrobat in order to apply signatures and save entered information. If this is not done, the saved form will NOT retain entries and the form will be blank when saved and/or forwarded. If Adobe Acrobat is used, the version name will appear on the top left of the screen to the right of the filename. See examples below.

Adobe Acrobat Reader DC



Adobe Acrobat Pro



If when opening the NFA Form from the Office of Sponsored Programs (OSP) website, the Adobe version name does not appear as in the examples above,

1. Download the form following the prompts.
2. Double click the Adobe icon on your desktop and use the browse feature to open the downloaded form.
3. To prevent delay in the processing of the NFA and to access the current version of the NFA form, always open the NFA Form from the OSP website.
4. OSP Website Address: <https://www.virginia.edu/sponsoredprograms/>
5. To utilize the full 'smart form' features of the NFA Form, it is recommended that Adobe Acrobat Pro be used to complete and sign the NFA form.

Signing the NFA Form with a Digital Certificate:

Example of a digital certificate:




Select **Tools** or **Fill & Sign** from the menu bar.

1. A screen with icons or a drop down menu will appear. Select either **Certificates** or **Work with Certificates**.
2. Select **Digitally Sign** or **Sign with Certificate** and follow the instructions for signing.
3. The date should be automatically added to your digital signature.
4. If you are not prompted to save the document, save the document to retain entered information and your digital signature with the form.

Applying a Signature and Date to the NFA Form:

If you are unable to sign using a digital certificate, you may type, draw, or insert an image of your handwritten signature onto the form. You may also add text, such as your name, company, title, or the date. When you save the form, the signature and text are saved with the form.

1. Place your cursor where you wish to add your signature.
2. Choose **Tools > Fill & Sign** or **Fill & Sign** from the menu bar.
3. Click the **Sign** icon  in the toolbar, and then choose whether you wish to add (place) your signature or initials.

If you have already added signatures or initials, they are displayed as options.

4. If you have already added your signature or initials, select either option. Skip to step 7 below.
5. If you are signing for the first time, you will see the Signature or Initials panel.

You may choose to type, draw, or import a signature image.

Added signatures and initials are saved for future use.

Type: Type your name in the field. You can choose from a small selection of signature styles.

Draw: Draw your signature in the field.

Image: Browse and select (or accept) an image of your signature. See **Note** below.

6. Click at the place in the form where you wish to place the signature or initial.
7. To move the placed signature or initial, click the field to highlight and drag and place. To resize, click the field to highlight, place the cursor on the bottom right hand corner of the field and drag in and out.
8. To add the date to the form, select the **Type** option or the previously entered 'typed in' signature or initials and delete. Reselect one of these options and type today's date. Follow steps 6 placing the date in the form where you wish the date to appear.
9. If you are not prompted to save the document, save the document to retain entered information and your digital signature with the form.

Note: If you want to use an image as your signature. Sign your name in black ink on a clean, blank sheet of white paper. Sign in the middle of the paper to avoid scanning the edges. Scan your signature. Transfer the scan to your computer. Acrobat/Reader should accept JPG, JPEG, PNG, GIF, TIFF, TIF, and BMP files. You do not need to crop the image. Acrobat/Reader imports just the signature if the scan is fairly clean.

TIPS

Software considerations: This form has been configured to work with the free Adobe Reader software as well as Adobe Professional. We recommend upgrading to the latest version of Adobe Reader (11) for best results, as problems have been reported with some earlier versions. Problems have also been reported when using the free PDF reader from Mac (Preview), but the form is compatible with the free Adobe Reader software for Mac. If the most current version of Adobe Reader is not used, the

name of the Outside Entity and Project Title as entered may be truncated. Please provide the full information in the email sent to OSPNOA from your school's research administrator.

Updates: The NFA form will be updated periodically as needed. To ensure you have the latest version of the form, always download the PDF from the OSP website. Also, note the "Revised XX/XX/XX" date on the form's footer to be sure you are using the latest version.

NFA Form Requirements: This NFA form will be required for all requests for Non-Funded Agreements submitted 3/1/2017 or thereafter.