

SV&MHS
Terms of Reference
Intellectual Property Committee

Application

1. St Vincent's Hospital Sydney Limited has ratified previous editions and the current edition of the SV&MHS Intellectual Property Policy (**Policy**), and these Terms of Reference for the Intellectual Property Committee (**IPC**). Each of the following St Vincents & Mater Health Sydney (**SV&MHS**) health service entities is eligible to ratify the Policy, and these Terms of Reference for the IPC:

St Vincent's Private Hospital Sydney
St Vincents & Mater Health Sydney Limited
Sacred Heart Hospice Limited
St Joseph's Hospital Limited
St Joseph's Village Limited,

(each an **Entity**, and all together **Entities**).

Scope of responsibility

2. As part of the Sisters of Charity Health Service (**SCHS**), St Vincent's Hospital Sydney Ltd and the health service entities of SV&MHS work with communities to bring the healing ministry of Christ to all served. The IPC is to work within the values of the SCHS and SV&MHS, using the framework of the Policy, to facilitate the protection, ownership and commercialisation of intellectual property rights in health researchⁱ owned by Entities.
3. The IPC is also to work with representatives of third parties involved in health research, such as the Garvan Institute of Medical Research, the Victor Chang Cardiac Research Institute and the University of NSW, in protecting and maximising the value of intellectual property rights in health research created within the Entity.
4. The IPC is responsible for facilitating the protection, ownership and commercialisation of intellectual property rights in health research by:
 - Developing, promoting and maintaining appropriate intellectual property policy and effective research commercialisation processes.
 - * Developing procedures to ensure staff understand the commercial value of intellectual property and know how to go about protecting its value.
 - * Assessing potential commercial opportunities notified to the IPC
 - Identifying steps to protect intellectual property
 - Advising on whether to lodge a patent application in a particular case, and on the administration of patent applications and patents generally
 - * Advising the board, on a case by case basis, whether invention commercialisation is warranted, bearing in mind the risks and benefits involved
 - Identifying and if needed, managing potential risks of commercialisation in particular cases.
 - Advising on relative sharing of rewards by inventor(s) in accordance with the Policy
 - Identify what contracts or other documents are appropriate to implement the Policy or commercialisation stemming from it, in particular cases, or in general
 - Assess and advise on understandings and arrangements with third parties

involved in health research, with potential collaborators in particular projects, and with visitors.

- Minimising the costs of protecting intellectual property and its commercialisation.

Accountability

5. The IPC reports to the Chief Executive Officer of SV&MHS (**CEO**), who reports to the SV&MHS Board and operates within delegations approved by that Board and contained in the SV&MHS Governance Manual.
6. The CEO will:
 - ensure the Research Office reviews all potential commercial opportunities notified in accordance with the Policy before forwarding them to the IPC;
 - report regularly to the SV&MHS Board on intellectual property matters considered by the IPC;
 - refer relevant matters to the SV&MHS Board as required by applicable delegations in the SV&MHS Governance Manual.
7. After any review of the Policy, the IPC will notify the CEO of any recommended changes, which will be reviewed and approved by the SV&MHS Board and then ratified by each Entity.
8. Promptly after an Entity ratifies the Policy, the IPC must review and report to the CEO whether any issues arise as a result of the ratification, such as issues with MOUs with third parties and sharing of resources.

Membership

9. The IPC includes (but is not limited to):
 - CEO SV&MHS
 - Chief Financial Officer SV&MHS or designee
 - General Manager, Strategy & Business Development Unit, SV&MHS
 - Executive Director –SVH and SHH or designee
 - Director of Research –SVH or designee
 - Technical Experts – at least 3 people involved in intellectual property commercialisation or medical research, one of whom must be a staff member and chair of the IPC
 - Executive Officer to the Research Office .Secretary
 - A member co-opted by an Entity for a relevant meeting.
10. The CEO will appoint the experts and the chair of the IPC, and may co-opt additional individual experts from time to time but they will not have voting rights.

Conduct of business

11. The Research Office will provide secretarial support for the IPC, including taking and circulating minutes of all meetings. The Research Office will circulate separately any confidential minutes or information about matters arising.
12. The IPC will meet quarterly, or as required, to consider all potential commercial opportunities notified to the IPC by the Research Office. Inventor(s) are entitled to

present or submit written submissions to the IPC about their opportunities, before their matters are considered by the IPC.

13. If the Research Office is required to provide significant administrative support in relation to potential commercial opportunities or intellectual property referred by an Entity other than St Vincents Hospital Sydney Ltd, but which support is not within the IPC's scope of responsibility, that Entity must bear a fair and reasonable proportion of the associated costs.
14. The Research Office may provide support services direct to an Entity if appropriate financial arrangements are agreed before the services start.

ⁱ **Health Research** means laboratory, pre-clinical and clinical research and development in all its forms, including:

- Development of epidemiological and research methods
- Development of treatment procedures and methods
- Development of equipment or other goods for use in clinical or public health setting
- Biomedical research
- Pharmaceutical research.