

## New Challenges for International Study - Partnerships

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## Introduction

1. Key themes
2. Challenges
3. Hypotheticals



## KEY THEMES



### *Key Themes*

- A growth area
- The importance of international strategy
- Assessing risks and opportunities
- Responsibilities and structures



WHAT TO DO  
(AND NOT TO DO!)



*Do Your Groundwork*



**E-MAIL**

**From:** Vice President Corporate Affairs, ABC University  
**To:** General Counsel

**Heading:** PRIVATE COLLEGE in London – branches in Asia and Eastern Europe

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**"Great meeting with CEO of XYZ College in London with network of branches in Asia and Eastern Europe. College is listed with the Education Department here, and is highly profitable. Need to be ready to market next month. Please send usual collaboration agreement..."**



## *Groundwork*

### **Do**

- Think why you would like to collaborate.
- Put the right team or person in place.
- Get the right advice.
- Consider structure and legal entities.



## *Groundwork*

### **Don't**

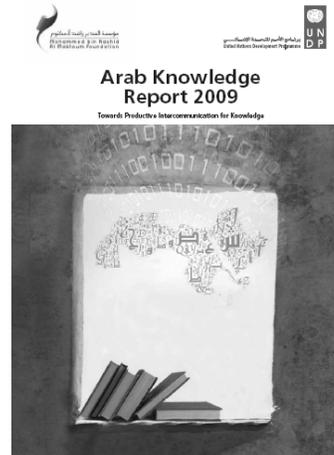
- Allow staff to enter into unapproved collaborations.
- Underestimate the time, commitment and costs.
- Be afraid not to collaborate.



## *Plan Carefully*

Middle East/UEA – our first academic partnership!

Risk Assessment...



## *Planning a partnership*

### **Do**

- Be consistent with strategy then produce a plan.
- Consider if a joint venture is appropriate.
- Be clear as to the outcomes and the timescales.
- Complete an initial risk assessment.

## *Planning a partnership*

### **Don't**

- Accept the assurances of an individual.
- Be swayed by profile.
- Proceed at high speed.



## *Know Your Partner/Due Diligence*

### **E-MAIL**

**From:** Professor Mary Jones, TOKYO campus  
**To:** President of University of ABC

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*" Just entered into mutual student exchange agreement with local XYZ Institute. Will enable our post grad students to spend final year in Tokyo and submit PhD thesis for a dual award."*

### **RESPONSE**

**From:** President of University of ABC  
**To:** Professor Mary Jones, TOKYO campus

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*"I cannot endorse this collaboration, Professor Jones..."*



## *Due diligence*

### **Do**

- Start Due Diligence as soon as possible.
- Reflect Due Diligence in the Agreement.
- Work with your legal advisers.



## *Due diligence*

### **Don't**

- Rely on the word of your potential partner.
- Hesitate to get advisers involved.



*Document the Partnership Carefully*

**Lost in translation...**

**“joint degree”**                      **“共同程度”**

**“dual degree”**                      **“二重程度”**



*Document the Partnership Carefully*

**Governing law...**



**MEMO**

**From: Director of the International Office of ABC University**  
**To: General Counsel**

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**Heading: NEW DELHI – licensing of courseware and know-how**

**“We’ve been asked to sign up an agreement which says that the laws of India and the National Capital Territory of Delhi apply? Is that ok?”**



## *Documenting the partnership*

### **Do**

- Use a Memorandum of Understanding.
- Consider which legal agreements you need.
- Agree who will draft documents.
- Be careful with whom you contract.



## *Documenting the partnership*

### **Don't**

- Rely on a precedent document.
- Lose sight of the basics.
- Assume compliance with US legal requirements.
- Consider legal documents as side issues.



*Look out for faculty/Staff issues*

**MEMO**

**From: Professor Ahmad Badawi**  
**To: General Counsel**

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**"I shall be happy to relocate to Munich, Germany to work with our partners there for the next three years. Since I travel under a Malaysian passport, can you please advise me on how I obtain immigration clearances for me and my family."**



*Staff issues*

**Do**

- Establish contractual issues and statutory rights.
- Consider local laws.
- Consider immigration, tax, pensions & insurance.
- Ensure that data protection compliance.



*Staff issues*

**Don't**

- Assume that the US law will be the relevant law.
- Rely on an existing contract of employment.
- Underestimate employee support required.



*Look out for student issues*

**ABU DHABI**



**Partnership agreement with commercial partner – exchange of Faculty and students.**

**MEMO**

**To: Senior Vice-President of ABC University**

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**“We have been asked to set up a local branch of our LGBT student association...”**



### *Student issues*

#### **Do**

- Identify what obligations each institution owes.
- Identify if a contract with students is necessary.
- Keep students informed from the outset.
- Risk assess the activities and environments.



### *Student issues*

#### **Don't**

- Legally impede your obligations to students.
- Forget about overseas students!



## *Managing the partnership*

### **Good Housekeeping!**

MEMO

**From: President of ABC University**  
**To: General Counsel**



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**"We can't go on like this. I am very concerned about the adverse press reports about our partner in Tel Aviv in relation to its arrangements with XYZ University and from our quality office. We've got to terminate the agreement."**



## *Managing the partnership*

### **Do**

- Review the partnership often & before renewal.
- Share information.
- Extend successful partnerships.



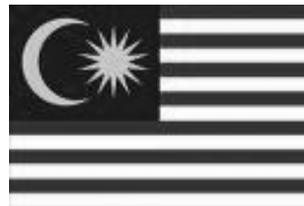
## *Managing the partnership*

### **Don't**

- Leave the partnership to the department.
- Allow agreements to roll on without review.
- Regard involving legal advisers as defensive.



## *If things go wrong*



### **Governing Law and Jurisdiction (again)...**

#### **MALAYSIA**

**Partnering Agreement with Malaysian HE Provider – US law applies**

#### **DISPUTE**

**“Let’s be reasonable and negotiate an exit...”**



*If things go wrong*

**Do**

- Check the contract for obligations & jurisdiction.
- Notify insurers and take legal advice.
- Collate and preserve relevant documentation.
- Consider effects on staff, students & others.



*If things go wrong*

**Don't**

- Act in haste.
- Allow satellite disputes to arise.
- Become entrenched in a particular strategy.



*Ending a partnership and beginning again*

Not a fate worse than death!

A learning experience...



*Ending a partnership and beginning again*

**Do**

- Be clear on grounds & procedure for termination.
- Avoid prejudicial effects on students and staff.
- Consider termination when negotiating.
- Learn lessons.



*Ending a partnership and beginning again*

**Don't**

- Regard termination negatively.
- Squabble.
- Forget quality assurance.
- Let your partner appropriate your IP.

