

## Technology Administration, Commerce

## § 1160.3

### § 1160.2 Definitions.

(a) *Industrial Technology Partnerships (ITPs)*. As used in this subpart, ITPs include research and development limited partnerships (RDLPs) and cooperative R&D arrangements of companies, non-profit organizations, and Federal agencies or some combination thereof.

(b) *Research and Development Limited Partnership (RDLP)*. In general, the RDLP is a type of business organization to raise venture capital from the private sector to fund specified research and development projects. Additional characteristics are as follows:

(1) *Establishment in general*. An RDLP can be established by an existing firm, or by an independent entrepreneur, to finance specified research and development projects. It can effectively finance both small and large scale projects. It is established by a partnership agreement tailored to the particular projects to be funded.

(2) *Classes of partners*. In general, a partnership agreement establishing an RDLP will provide for two classes of partners, as follows:

(i) The *General Partner* or partners provide the management for the partnership, obtain funding, make arrangements for the conduct of research, and ultimately either manufacture any new products resulting from the research and development or license out the resulting technology; and

(ii) The *Limited Partners* invest in the partnership, bear most or all of the financial risk, share in the financial success from proceeds of manufacture, royalties or other paybacks, and receive tax benefits, but exercise no active management role in the partnership.

### § 1160.3 Assistance to industrial technology partnerships.

(a) *General*. The types of assistance available to Industrial Technology Partnerships (ITPs) are described in the following subsections. Additional assistance which is specific to Research and Development Limited Partnerships (RDLPs) is described in paragraph (f) of this section.

(b) *Workshops*. Upon request, the Secretary may hold workshops with representatives from the private sector and government in order to further the

objectives of this part. Such workshops are designed to explore interest in specific potential ITPs. They will be structured to avoid antitrust problems.

(c) *Clearinghouse*. The Department's experience with Industrial Technology Partnerships, notably RDLPs, indicates that numerous potential participants in RDLPs, especially General Partners, need access to specialized information. Accordingly, the Department will develop and maintain a list of specific public and private sector specialists in such categories as venture capitalists, tax accountants, legal specialists, university and non-profit laboratories, brokers, technical and economic feasibility analysts, and proprietary information specialists (especially in patents). Persons wishing to be included in the list or wishing to receive a copy of the list should write to the following address:

Industrial Technology Partnerships Program, Herbert C. Hoover Building, Room 4816, Box B, U.S. Department of Commerce, Washington, DC 20230.

Inclusion on the list is voluntary, and is free of charge to all parties, as is receipt of the list. The Department of Commerce, however, makes no representation about the qualifications, experience or ability of any individual identified in these lists.

(d) *Small business*. The Department is aware of the significant contributions of technology-related small business to the economic health of the Nation. Accordingly, the Department shall identify sources of information for them on innovation services and resources including, for example: Technologies available for licensing; markets for new technology-based products and services; financing; techniques and incentives for innovation; organizations providing feasibility testing and demonstration services; and information on production and distribution methods. This assistance may be supplemented by the list of referrals described in paragraph (c) of this section.

(e) *Patent licensing*. To assist industrial technology partnerships, the Patent Licensing Program of the National Technical Information Service (NTIS)

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will provide ITPs with current announcements of the availability of licenses to use government-owned technology (on an exclusive or non-exclusive basis). Write to:

David T. Mowry, Director, Center for the Utilization of Federal Technology, NTIS, 5285 Port Royal Road, Springfield, Virginia 22101.

(f) *Additional assistance for Research and Development Partnerships (RDLPs)*. The Department has no funds available for direct financial support for the establishment or operation of any ITP. Anyone wishing to apply for any of the services listed below should direct their inquiry to:

Industrial Technology Partnerships Program, Herbert C. Hoover Building, Room 4816, Box B, U.S. Department of Commerce, Washington, DC 20230.

(1) *Introductory training*. The Department will accept a limited number of businesspersons, academicians and other persons for purposes of providing introductory training in the concept of RDLPs. Such training will be tailored to the needs of the trainee, wherever possible. Travel and other expenses of the trainees will be borne by the trainees.

(2) *Information on RDLPs*. The Department will make available information on research and development limited partnerships. A fee may be charged for the printing costs of Departmental publications.

(3) *Data bases*. The Department will provide after May, 1984 as available, technical and marketing data on specific technologies, which may be useful to potential general partners in drafting business plans.

#### § 1160.4 Antitrust considerations.

The Department of Commerce will offer no opinion on the antitrust merits of the formation of any industrial technology partnership. The Secretary, upon request, may seek the Attorney General's opinion as to whether proposed joint research activities would violate any of the antitrust laws.

#### § 1160.5 Coordination/cooperation with other Federal agencies.

Where relevant, the Department may seek the cooperation of other Federal

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agencies and laboratories that may be of assistance to industrial technology partnerships.

#### § 1160.6 Proprietary data.

All persons making a request under this part are cautioned that data submitted to the Department may be available for dissemination under the Freedom of Information Act. The Department would, however, withhold any information it deemed proprietary on the basis of the provision of 5 U.S.C. 552(b)(4). The Department will consult with the submitter of any data requested under the Freedom of Information Act prior to the release of such information, if the data is clearly marked "Proprietary" or "Company-Confidential."

#### § 1160.7 Amendment of procedures.

The right to amend or withdraw these procedures is expressly reserved.

### Subpart B—Strategic Partnership Initiative

SOURCE: 56 FR 41282, Aug. 20, 1991, unless otherwise noted.

#### § 1160.20 Purpose.

The purpose of this notice is to notify interested parties of procedures under which the Department of Commerce provides a forum for discussion by private sector interests on the feasibility of establishing strategic partnerships, especially for the development and exploitation of large scale enabling technologies.

#### § 1160.21 Definitions.

(a) *Strategic Partnerships*. *Strategic Partnerships* are multi-industry teams of firms and others formed to create and commercialize proprietary technologies, especially large scale enabling technologies, using a systems management approach. The design of and participants in a specific partnership will be solely at the discretion of the private sector. However, since these partnerships will be most effective when comprised of firms which can share proprietary information, it will probably be most useful if there are no competitors in the venture.