

Partnership Guide Part C: Developing a partnership agreement

Do you have an agreement with collaborators/partners beyond your customer/client to help implement your strategy?

What is this tool?

This tool guides you through a process of discussing, agreeing and documenting the different relationship and collaboration aspects of a potential partnership.

These include:

- agreed, shared and individual goals
- governance structure and partnership management
- communications
- dispute resolution.

It also includes a template to capture this information in a partnership agreement. A partnership agreement facilitates transparent and tangible commitments from all partners.



Note

Partnership agreements are not static documents and can be revised at any time by mutual agreement of the partners. They are essentially a framework to encourage open, mutually beneficial discussion.

Why use this tool?

A partnership agreement is a record of what partners have agreed about how they will work together and what they wish to achieve. Having a written document is important because it outlines:

- the intention of the partnership
- the terms of the partnership and the situation in which it will continue or be dissolved
- the activities the partnership will engage in
- relationship management
- how risks will be mitigated
- how disputes will be resolved
- procedures for communication.

A partnership agreement also allows new/future members (i.e. new colleagues or new partners) to understand the intent of the partnership.



Note

Developing a partnership agreement can help your collaboration by:

- encouraging everyone to proactively contribute ideas and proposals
- helping partners articulate and value all contributions
- encouraging transparency in partners' specific interests/objectives
- helping to demonstrate the risks if one partner's expectations are not met
- promoting good partnering behaviour
- maximising mutual obligations
- separating financial arrangements (e.g in a more formal contract) from relational arrangements
- making decision-making arrangements equitable
- establishing metrics for shared and individual objectives
- supporting development of a grievance procedure.

Adapted from: Tennyson, R. 2011. The Partnership Broker Toolkit: an essential guide to cross-sector partnering and Partnership Broker Association: Partnership Brokers Training.

How to use this tool

Follow the steps below once you have identified the partners you wish to collaborate with to support commercialisation of your technology.



Step 1.

Determine if a formal partnership arrangement will help your collaboration.

Refer to Note on Partnership agreement vs contract.



Note

Partnership arrangement vs contract

A partnership arrangement is a non-legally binding document that aims to describes how and why you and your partners plan to work together. On the other hand, a contract is a legally binding document that describes what you plan to work on and the legal conditions under which the work will be undertaken.

For more information refer to the table below.

Contracts	Partnering Agreements
Legally binding under contract law	Legal or non-binding status depending on country
Often seeks to transfer risk from the funder to service provider	Seeks to allocate risk between parties, or to parties most able to manage it
Obligations for services generally dictated by one party	Reciprocal obligations between parties
Terms of contract usually fixed	Terms of contract readily re-negotiable
Work plan implemented by one party (or consortium) with their resources	Work plan implemented by wide range of parties, with pooled resources

Adapted from Partnership Brokers Association, Partnership Brokering Training

Relationships and networks ■ Execute strategy (Step 7)

Impact & Scale



Step 2.

With your partners, workshop the objectives, ways of working, contributions and measures of success for the partnership.

If you decide a partnership is something that will help your collaboration, organise a workshop to discuss and agree on key aspects of your potential collaboration.

The Partnership Workshop Facilitation Guide template will help with these discussions.



Tip

An external partnership broker can help facilitate conversations to develop and agree on a partnership arrangement. This can help ensure the process is seen as unbiased and allows your team to participate fully.



Step 3.

Document your agreed ways of working together in a partnership arrangement document.

Following the workshop, capture all agreed activities and ways of working in writing for review and agreement by all partners.

Refer to the **Partnership Arrangement template** to help with this process.



Note

The partnership arrangements should not be written and forgotten. It is designed to help manage partnership/collaboration dynamics in a transparent, equitable and accountable way.

At a minimum it should be reviewed annually or more frequently if the partnership changes (i.e. partners leave, their mandate changes or new partners are identified).

The Partnership Guide Part D: Partnership Review can help with the review process.

Partnership Workshop Facilitation Guide¹

This template has been developed to guide discussions that establish a strong foundation for successful partnerships. It focuses on setting a clear and mutually agreed approach to managing potential relationship management challenges. It will generally take a full day workshop or meeting to discuss and agree on the relevant issues and mitigation strategies identified in this template.

Partnership objectives

What are the objectives and how will they be achieved (i.e. shared objectives)? Which individual objectives support participation in the partnership (e.g. one partner may want to publish, but another may want to make a profit or increase efficiencies)?

Who will be involved in the partnership?

List the partner organisations including their values, missions and the representative for each organisation in the partnership.

Why collaborate?

Discuss and list all partners' shared and individual objectives for collaborating.

¹: Adapted from [THE SDG PARTNERSHIP GUIDEBOOK: A practical guide to building high impact multi-stakeholder partnerships for the Sustainable Development Goals](#).



Note

If you and your partners do not have a shared vision and objectives you should question whether you should be partnering.

Refer back to the Partnership agreement vs contract note.

Partnership Workshop Facilitation Guide continued

What will the collaboration involve?

Discuss and list potential project/activity areas, timeframes and milestones partners want to achieve.

Discuss and list each partner's areas of responsibility (if any) for implementing these activities.

Discuss and list the types of resource contributions from each partner to support these activities.

Partnership Workshop Facilitation Guide continued

How will it work?

The aim is to set the ground rules for your partnership and outline any expected values (e.g. respect, listening to each other) and behaviours. Poor behaviour may jeopardise the partnership and documenting them in an agreement more readily allows them to be called out.

Discuss and list agreed relationship management behaviours, protocols or ground rules for partners to follow when working together.

Discuss and list agreed decision-making and governance procedures for the partnership, i.e. who is involved in which decisions and how it will be decided (such as majority or consensus vote or appointed representative etc).

Discuss and list agreed funding arrangements for the partnership management, implementation of activities etc.

Discuss and list risks and agreed mitigation strategies.

*If you have already completed it, refer to the **Partnership Guide Part B: Preparing to Partner** tool for identified risks and mitigation strategies. If not, the template will guide discussions with partners during the workshop.*

Partnership Workshop Facilitation Guide continued

Measuring success

The aim is to track and understand the partnership (not individual activities) to determine if the collaboration has been successful. Typically, this includes three dimensions: 1) impact of the partnership on stated shared and individual objectives 2) the perceived value of the collaboration by partners and 3) the costs and benefits of taking a partnership approach.

Discuss and list agreed performance indicators/success factors for the partnership.

Discuss and list how often the partners will meet to undertake a health check/review process.

Partnership Workshop Facilitation Guide continued

Partnership communication

The aim is to agree on clear communication protocols. Good internal and external communication is a key element of any successful partnership.

Discuss and list agreed commitments and procedures for communication between partners and within partner organisations about the partnership.

Discuss and list agreed protocols for communication with stakeholders outside the partnership.

Discuss and list agreed protocols for branding or creation of a public profile for the partnership.

Partnership Workshop Facilitation Guide continued

Partnership issues management

The aim is to help manage potential disputes or disagreements in the future by agreeing on procedures and processes up front.

Discuss and list agreed grievance mechanisms to resolve differences.
Discuss and list agreed procedures for individual partners to leave or join the partnerships.
Discuss and list agreed exit or moving on strategies for the partnership as a whole. An example of things to consider are IP ownership rights before and after commercialisation and confidentiality issues.
Discuss and list other issues specific to the partnership that a partner would like agreed or noted



Note

A confidentiality agreement can be helpful when dealing with confidentiality issues in a partnership. Refer to the **Confidentiality Guide** tool for more information.

Partnership arrangement template

This template aims to give you an outline to help you document the agreements for your partnership. All of the sections need to be discussed and specifically defined for each partnership. These are important for building the trust and transparency which are the foundations for a partnership.

Partnership: Agreed ways of working

Between
and
and

1. Context

Commencing in dd mm 20yy,
.....
and
are working together in partnership to deliver

This is just one of the ways in which these organisations cooperate, but it is distinctive in the fact that it is a program rather than a project-based engagement. The is intended to build on the respective strengths of each partner agency in order to achieve the project purpose:

Project outputs needed to deliver this purpose are:

-
-
-
-

All partners are committed to building on their existing partnership and further strengthening the way in which they work together. To this end, a partnership-building workshop was held on 20yy, to agree and capture the ways in which the partners will work together on

Partnership arrangement template continued

2. Purpose

This document reflects the understandings of
.....
and
concerning their cooperation in connection with the
as agreed in the partnership building workshop.

This document is intended to be a working document and will guide the
teams of each organisation in their day-to-day engagement with each other. It reflects guiding principles,
shared and individual objectives, non-financial contributions, respective roles and responsibilities, and expected
behaviours felt important in order to achieve the overarching objectives of
.....

3. Partnership objectives

All partner agencies are committed to achieving the shared goals and objectives of the
..... project. In addition, the partnership recognises that each agency has their own valid
individual motivations for being involved in the partnership, which have been discussed and acknowledged by
all agencies.

3.1 All partner agencies share the following joint partnership objectives:

-
-
-

3.2 In addition, 's individual partnership objectives are to:

-
-
-

..... 's individual partnership objectives are to:

-
-
-

..... 's Individual partnership objectives are to:

-
-
-

Partnership arrangement template continued

4. Respective roles and responsibilities

4.1’s role and responsibilities withinare:

-
-

4.2’s roles and responsibilities withinare:

-
-
-

4.3’s roles and responsibilities withinare:

-
-

5. Joint and respective contributions

Each partner brings substantial additional resources to the, over and above the funding component, including:

	e.g: Research institution	e.g: Customer (private sector)	e.g. Other partner
Knowledge			
Physical resources			
Products			
Networks			
Information			
People			
Contacts			
Other			

Partnership arrangement template continued

6. Guiding values & expectations

..... and recognise the values of its individual partners. In the spirit of these values the following were discussed:

Example of guiding values and expectations:

Openness and transparency - by this we mean being honest with each other, communicating openly and frequently, including any concerns and 'difficult to discuss' issues:

- respect
- trust
- being supportive, empathetic and acknowledging each other's respective contributions, constraints, challenges and timelines
- being experimental and risk taking (with right structures to support this), and aspiring to be transformative
- outward facing – both beyond the partnership core team into our wider organisations, and then beyond partners, to partners and networks in the region.
- outcome-focussed – the partnership is a means to an end, and a balance between attention to process as well as delivering outcomes is essential.
- acknowledge success and achievements and remember to take time to celebrate

Partnership arrangement template continued

7. Governance and communications

7.1 Clarity of roles of Steering and Management Committees

In this partnership process we reaffirm that the role of the:

- Steering Committee is to make decisions by consensus to:
 - o approve the strategic direction of
 - o approve the Annual Work Plan and Budget.
 - o alignwith policy and organisational changes in the partner organisations.
 - o be alert to wider issues that affect the partnership beyond the project.
 - o act as ambassadors/champions for in the partner organisations and the international development community.
- Management group is to:
 - o provide a framing vision for the operation and progress of
 - o monitor progress of activity in delivering project outputs
 - o provide progress updates on achievements of partner
 - o review progress and ensure that upcoming activities align with the strategic vision of project

7.2 Meeting calendars

The Steering Committee commits to meeting every xx months, and will pre-schedule a meeting calendar a year in advance, aiming for the last week of the month.

7.3 Communications and contact

External communications, including IP, branding, press release guidelines, agreed messaging and PR are outlined in the project Communications Strategy. As an action from the partnership workshop, a 2-3 page user summary will be extracted from the full strategy and appended to this document at Appendix B.

7.4 Reporting

As a further outcome of the partnership workshop, it is agreed that the project leader and project team will work with the partners to review the current reporting requirements (including progress reports), mindful of any contractual obligations and partner information needs, to streamline the content and simplify overall reporting.

The project leader and management group will put a reporting system in place to enable transparent decision-making and provide assurance around efficient and effective project management.

Partnership arrangement template continued

7.5 Partnership review/health check

Review of the partnership mechanism and processes of is being formally built into the Monitoring, Evaluation and Learning Framework (MEL). In addition, in order to ensure the partnership continues to improve and be as effective and efficient in its ways of working as possible, the partners agree to a proactive approach to ensuring the partnership is on track by:

- incorporating a short and timely standing agenda item into each meeting to check on the 'pulse' of the partnership
- conducting a short internal review of the partnership ('partnership health check') every six (6) months, or more frequently if needed
- taking individual and joint responsibility for supporting the partnership and making it work.

7.6 Success indicators

The partner agencies will assess their partnership as successful when the following indicators are substantially achieved:

- achieves its project goals.
- The agencies' joint and individual objectives (as recorded in this document) are met.
- External demand for develops and grows.
- is professionally rewarding for those involved.

7.7 Managing transitions/inductions

The partner agencies recognise that the transition of key individuals in a partnership can be challenging if not managed well, but that transitions can and will occur over the life of the project. All agencies commit to ensuring that new people engaged in are properly and consciously inducted into not just the project content, but also the culture and nature of the partnership between , and It is envisaged that this document will be a key part of the induction, and all organisations will share responsibility for formally (and informally) inducting new people.

7.9 Decision-making/escalation points in event of dispute

Every effort will be made to resolve any disputes or grievances between partners informally through the management group and steering committee. In the event of this being unsuccessful, then steering committee members will report back to the leaders in their respective agencies and refer back to the contract.

7.10 Risk management

A jointly developed risk register for the partnership is attached at Appendix B, and will be reviewed annually at the partnership health check, or more regularly if required. Any updated risk register will be later appended to this Document.

Partnership arrangement template continued

8. Amendments

This Document is intended to be a living document and as such may be amended at any time by mutual agreement in writing between the Parties.

9. Legal status of this document

.....and.....acknowledge and agree that this Document is a description of the understanding between the parties and the teams' operational arrangements relating to This Document reflects agreed ways of working together and is not legally binding. It is not and 's intention to create, and nothing contained in this document shall be construed as creating, legal commitments, or legal rights and obligations.

10. Duration

This Document will take effect from the date of signing of this document and will remain in effect through to the end of the project, unless otherwise agreed or revised by mutual agreement between the parties at any time.

Signed on behalf of

For

Signature

For

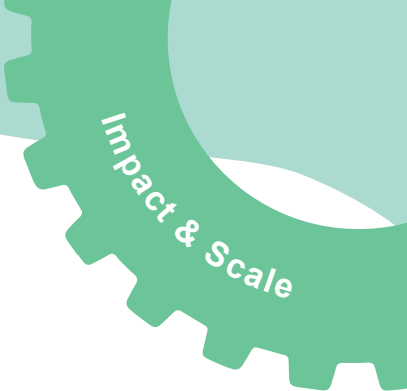
Signature

For

Signature

For

Signature



Partnership arrangement template continued

APPENDIX A: EXPECTED BEHAVIOURS

In order to continuously improve the way in which we work together, on 20yy, the partners agreed that the following behaviours described the ways in which they wished to work with each other.