

Joint Venture Partnership Agreement Outline

1. Introduction

- Date of Agreement
- Parties Involved
- Purpose of Joint Venture

2. Definitions

- Interpretation of Key Terms
- Definitions Used in the Agreement

3. Formation

- Structure of the Joint Venture
- Business Name and Location
- Duration/Term of the Joint Venture

4. Capital Contributions

- Initial Contributions by Each Party
- Additional Capital Requirements
- Ownership Percentages

5. Governance and Management

- Management Structure
- Decision-Making Process
- Meetings and Voting Rights
- Appointment of Key Personnel

6. Duties and Responsibilities

- Obligations of Each Party
- Operational Roles
- Reporting Requirements

7. Profits, Losses, and Distributions

- Sharing of Profits and Losses
- Distribution Policy
- Bank Accounts and Accounting

8. Confidentiality and Non-Disclosure

- Confidential Information Definition
- Non-Disclosure Obligations

9. Intellectual Property

- Ownership of Intellectual Property
- Use of Pre-Existing IP

- Licensing Arrangements

10. Term and Termination

- Duration
- Termination Events
- Obligations on Termination
- Winding Up Process

11. Representations and Warranties

- Authority and Capacity
- No Conflict or Violation

12. Dispute Resolution

- Negotiation and Mediation
- Arbitration or Litigation
- Governing Law and Jurisdiction

13. Miscellaneous

- Amendments
- Assignment
- Notices
- Entire Agreement
- Severability

14. Signatures

- Signature Blocks for Each Party
- Date
- Witness/Notary (if required)