

Joint Development Agreement

This Joint Development Agreement ("Agreement") is made and entered into by and between [Party A], and [Party B], effective as of [Effective Date].

1. Purpose

The purpose of this Agreement is to set forth the terms and conditions under which the Parties will collaborate on the joint development of [Project/Technology/Product Description].

2. Definitions

- **“Confidential Information”**: All non-public information disclosed by either Party.
- **“Joint IP”**: Intellectual property developed jointly by both Parties pursuant to this Agreement.
- **Other relevant terms as needed.**

3. Governance Structure

- Formation of a Joint Steering Committee (JSC).
- Decision-making processes and voting rights.
- Meeting frequency and reporting obligations.

4. Roles and Responsibilities

1. **Party A:** [Description of Party A's duties]
2. **Party B:** [Description of Party B's duties]
3. Use of resources and allocation of personnel.

5. Development Plan & Timeline

- Key milestones and deliverables.
- Project schedule with phases and deadlines.
- Criteria for success/completion.

6. Funding and Cost Sharing

- Budget commitments from both Parties.
- Cost-sharing mechanisms and payment terms.
- Auditing and financial reporting.

7. Intellectual Property

- Ownership of developed IP (Joint and Individual).
- Filing and prosecution of patents.
- Licensing arrangements.

8. Confidentiality

- Obligations regarding use and protection of Confidential Information.
- Permitted disclosures and exceptions.

9. Term and Termination

- Effective date and duration of the Agreement.
- Termination rights and notice periods.
- Effects of termination (including return or destruction of materials).

10. General Provisions

- Dispute resolution process.
- Governing law and jurisdiction.
- Amendments and waivers.
- Assignment restrictions.
- Miscellaneous boilerplate clauses.

IN WITNESS WHEREOF, the Parties have executed this Agreement as of the Effective Date.

[Party A]

Date: _____

[Party B]

Date: _____