

Basic Joint Venture Arrangement Outline for New Projects

1. Introduction

Brief overview and purpose of the joint venture, and identification of the parties involved.

2. Objectives

- Define the scope and goals of the joint venture.
- Outline expected outcomes and milestones.

3. Structure of the Joint Venture

- Legal form (e.g., partnership, corporation, limited liability company).
- Ownership percentage/interest of each party.
- Name and registered address of the JV entity (if applicable).

4. Capital Contributions

- Details of financial and non-financial contributions from each party.
- Valuation of contributions and schedule of payments.

5. Governance and Management

- Decision-making process and governing body (e.g., board, management committee).
- Nomination of representatives from each party.
- Delegation of daily operations responsibilities.

6. Profit and Loss Sharing

- Allocation of profits and losses among the parties.
- Distribution policy (timing, process).

7. Roles and Responsibilities

- Specific obligations and duties of each party.
- Scope of work and performance expectations.

8. Duration and Termination

- Term of the joint venture (fixed period or project-based).
- Conditions for early termination and exit procedures.

9. Confidentiality and Intellectual Property

- Handling of confidential information.
- Ownership and use of intellectual property developed.

10. Dispute Resolution

- Mechanisms for resolving conflicts (negotiation, mediation, arbitration).
- Jurisdiction and governing law.

11. Miscellaneous

- Amendment procedures.
- Force majeure and other special clauses.

12. Signatures

1. Signature block for each party with name, title, and date.