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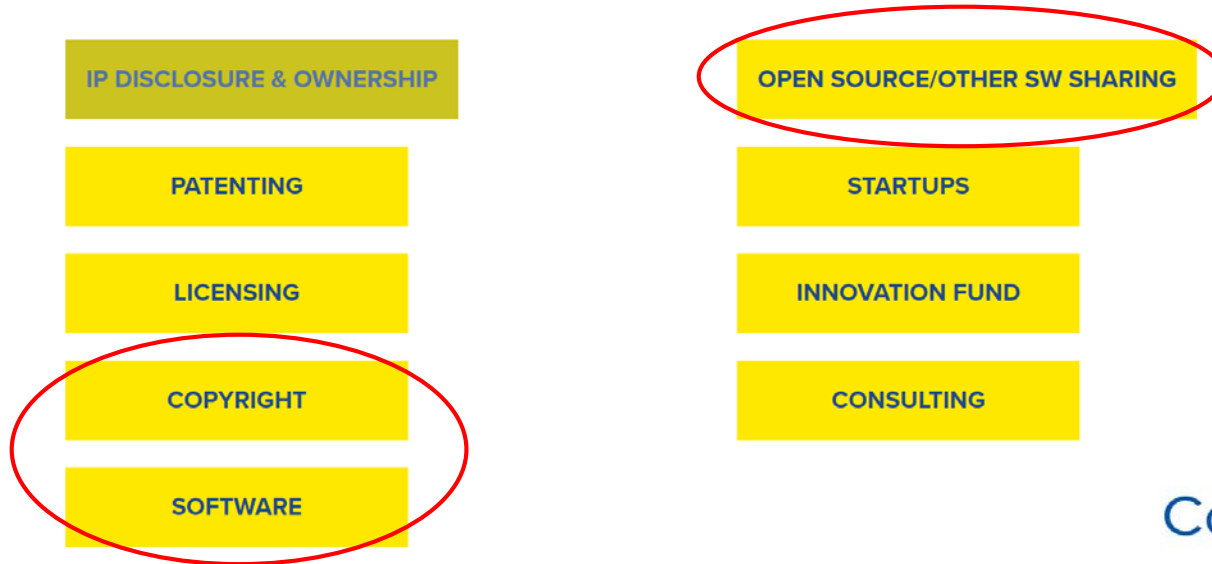
Software: Ownership, Licensing & Open Source

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Software and Copyright

Website Updates/Contacts for Questions

Browse our list of FAQ's by category

IP DISCLOSURE & OWNERSHIP	**OPEN SOURCE/OTHER SW SHARING**
PATENTING	**STARTUPS**
LICENSING	**INNOVATION FUND**
COPYRIGHT	**CONSULTING**
SOFTWARE	

Copyright - Software, Data and Digital Content

Who can I ask for help understanding copyright at UC?

Please contact TDG at copyright@tdg.ucla.edu with any questions.

Software

See Copyright FAQ for details on copyright ownership and who is covered by the UC copyright policy. If you have any questions regarding commercialization of software or these FAQ, please contact TDG at software@tdg.ucla.edu.

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Agenda

- Copyright ownership at UCLA – Angela Kujak

- Sharing software with others – Joel Kehle

- Commercial licensing – Angela Kujak

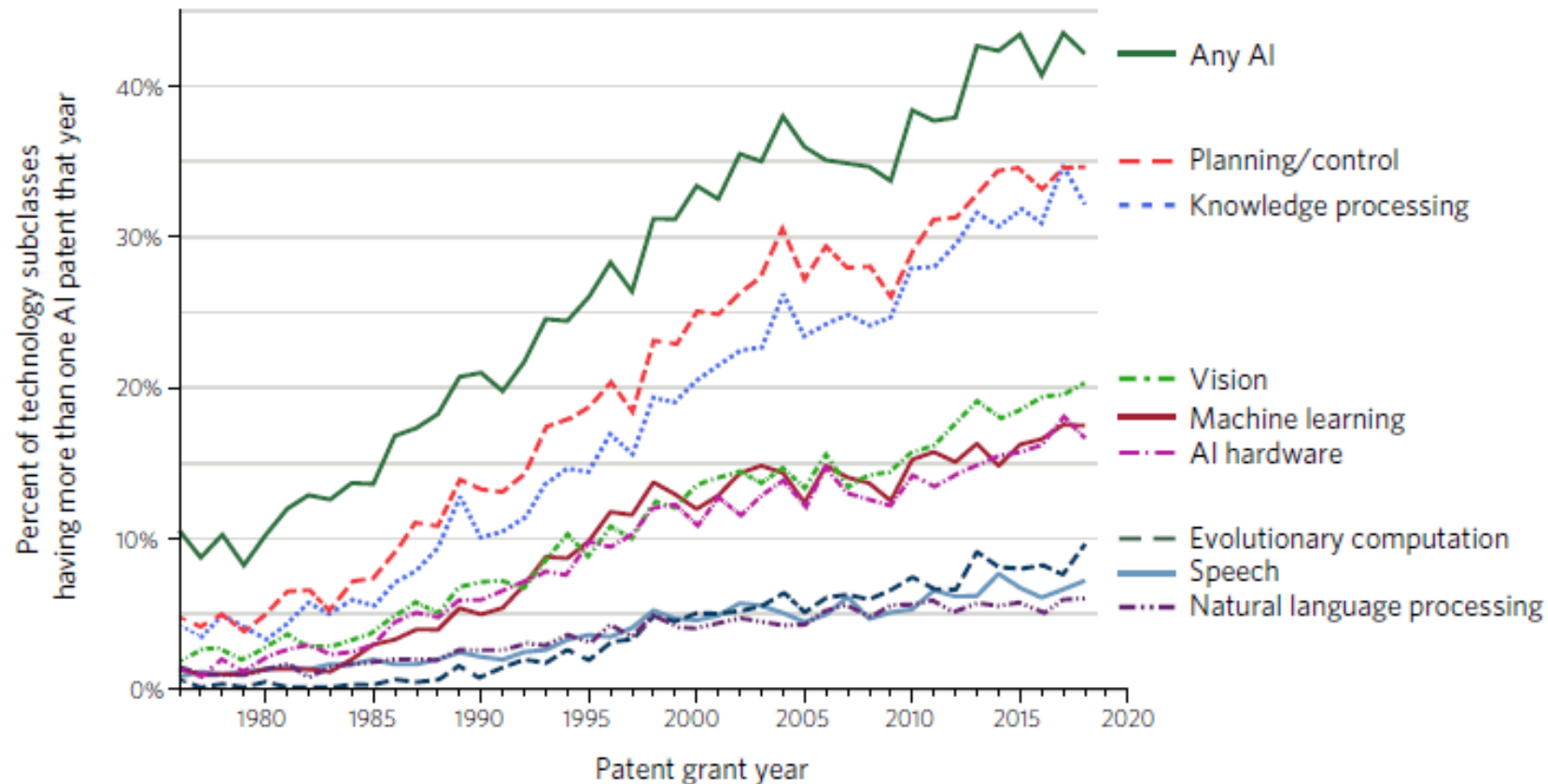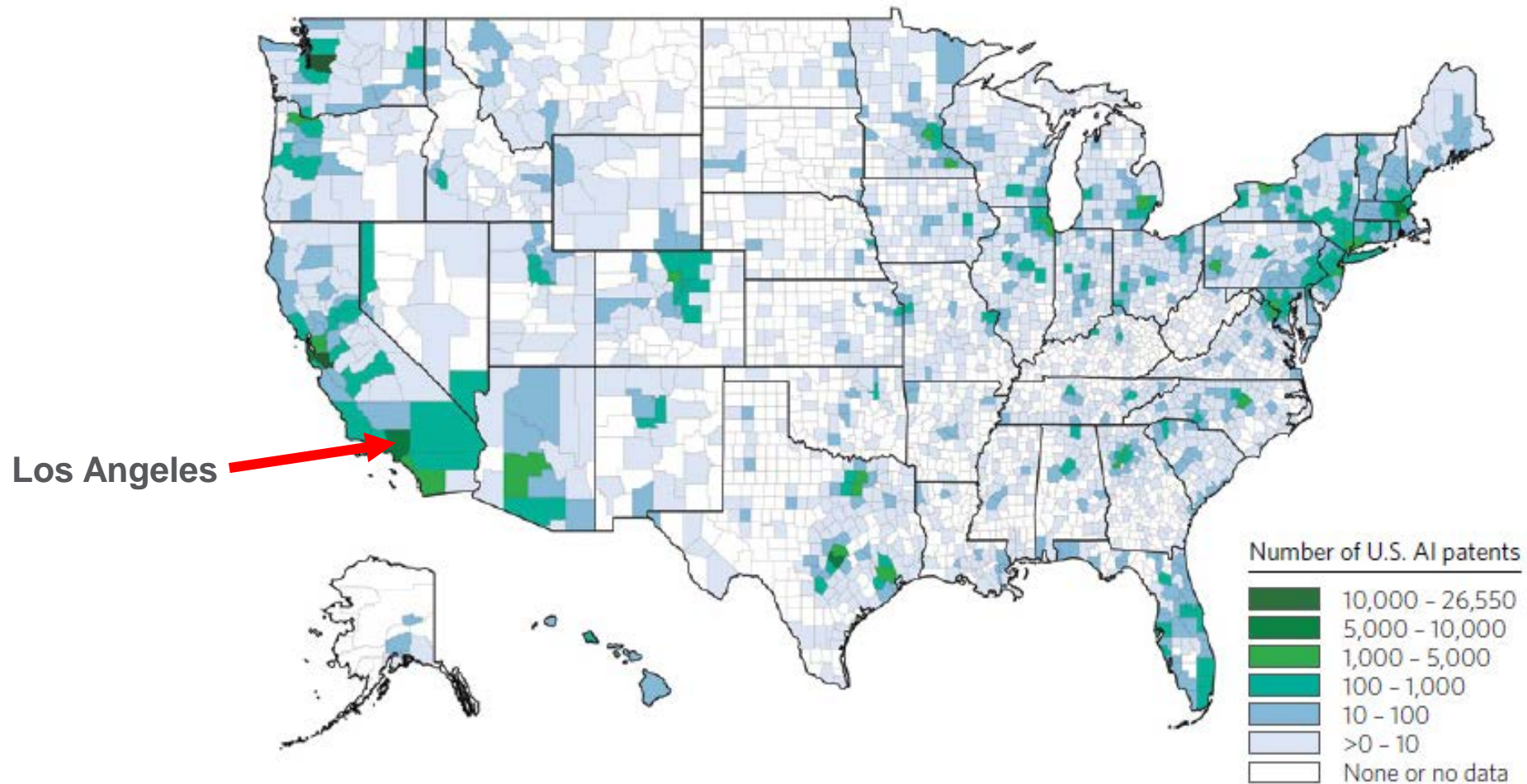➢ **Ask questions any time in questions box**

Why UCLA TDG is augmenting its tools for out-licensing software

Figure 4: Diffusion of AI across patent technology subclasses, overall and by AI component, 1976–2018
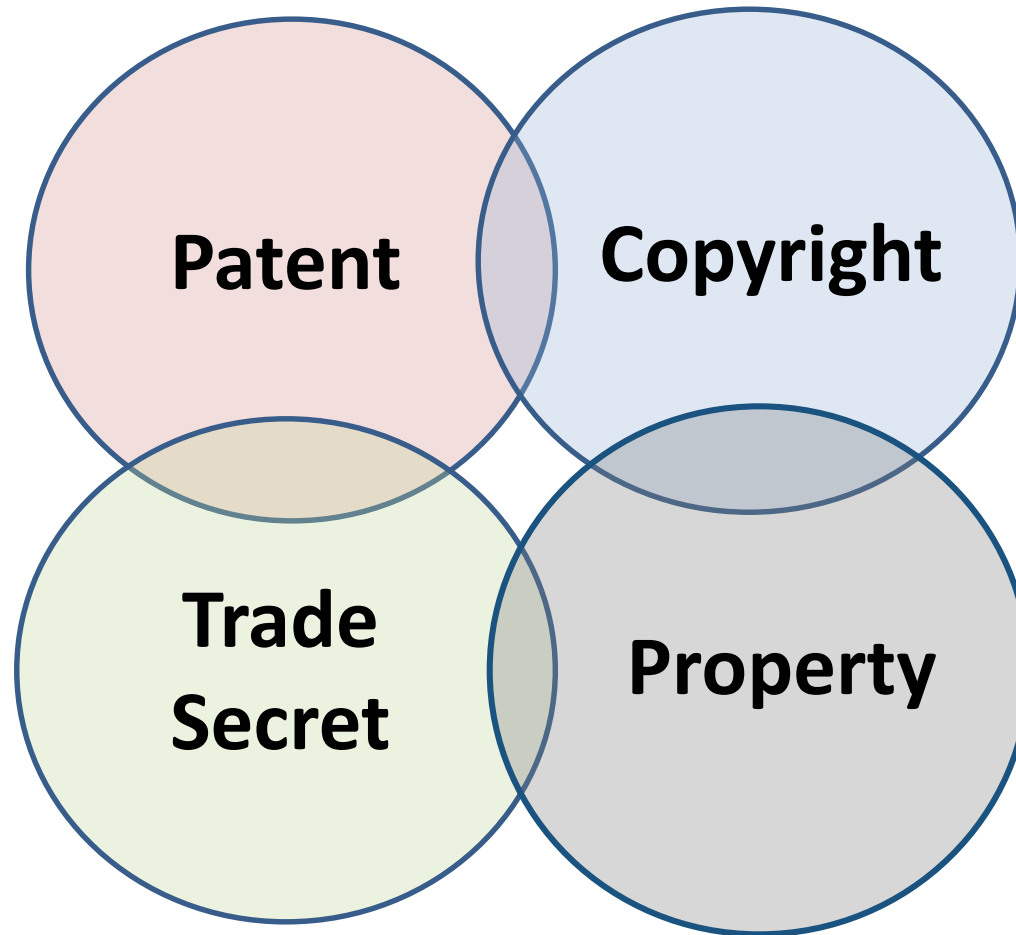
https://www.uspto.gov/sites/default/files/documents/OCE-DH-AI.pdf

AI technologies are clustering in California

Figure 7b: Granted AI patents by inventor-patentee location, 2001–2018

Los Angeles

Number of U.S. AI patents

■	10,000 – 26,550
■	5,000 – 10,000
■	1,000 – 5,000
■	100 – 1,000
■	10 – 100
■	>0 – 10
□	None or no data

https://www.uspto.gov/sites/default/files/documents/OCE-DH-AI.pdf

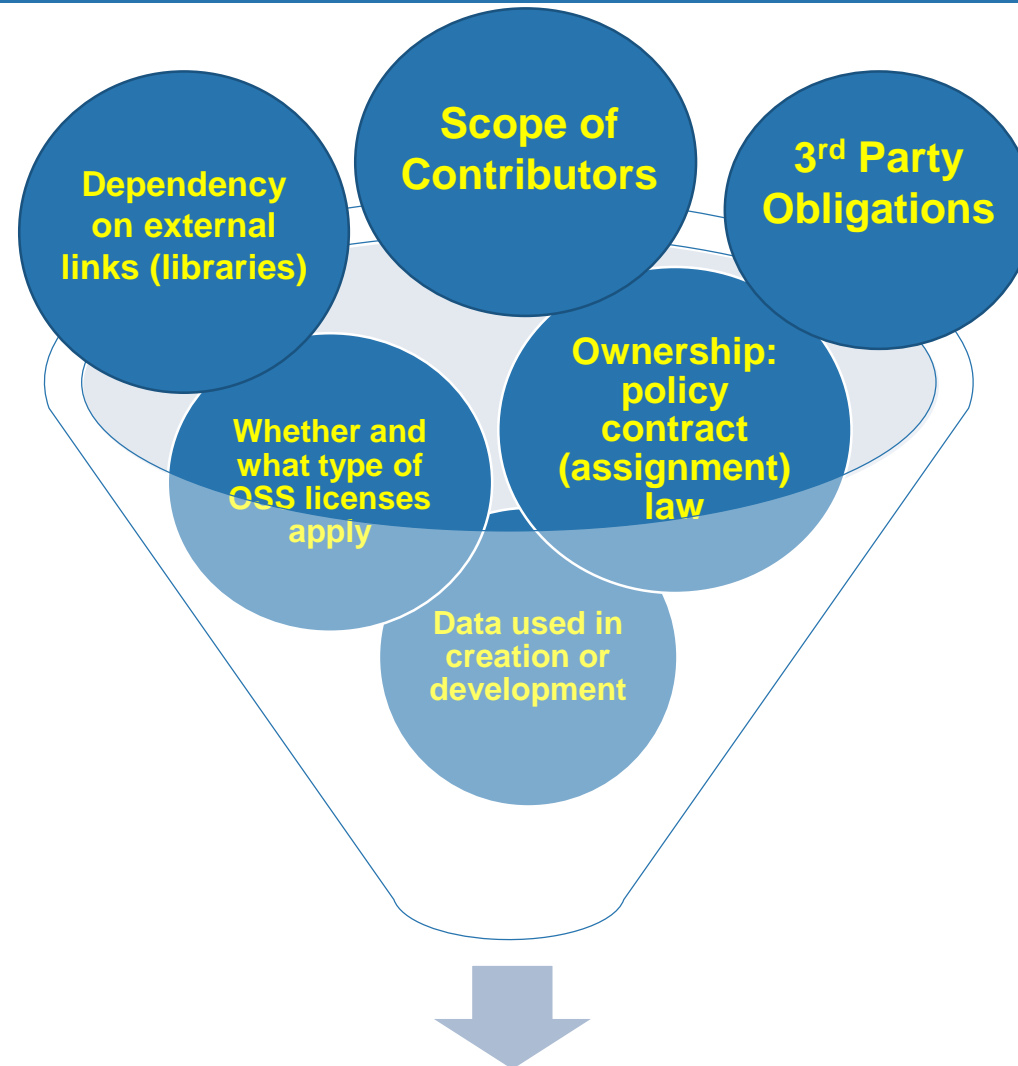# Rights (potentially) existing in software...

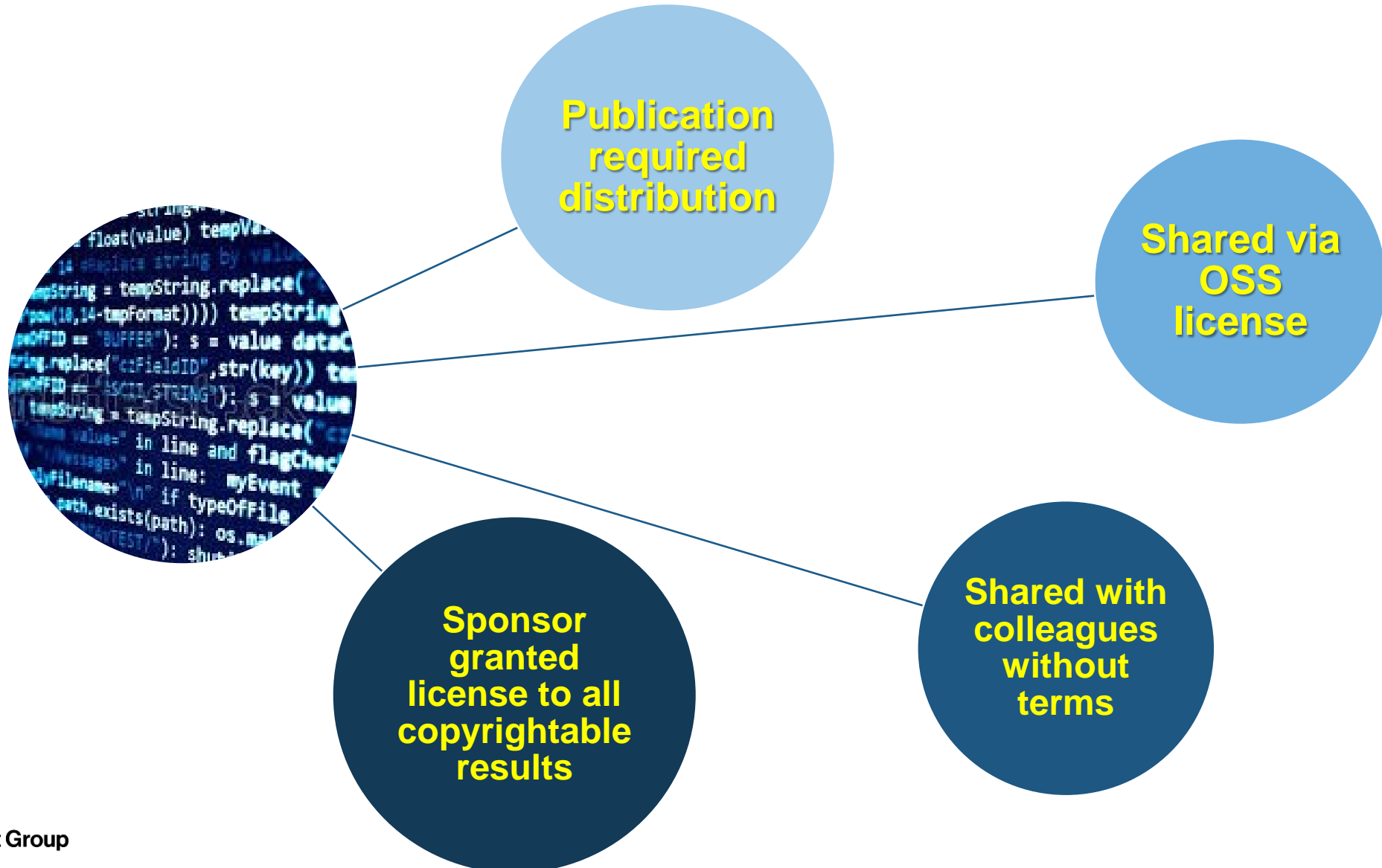# Software Constituents…
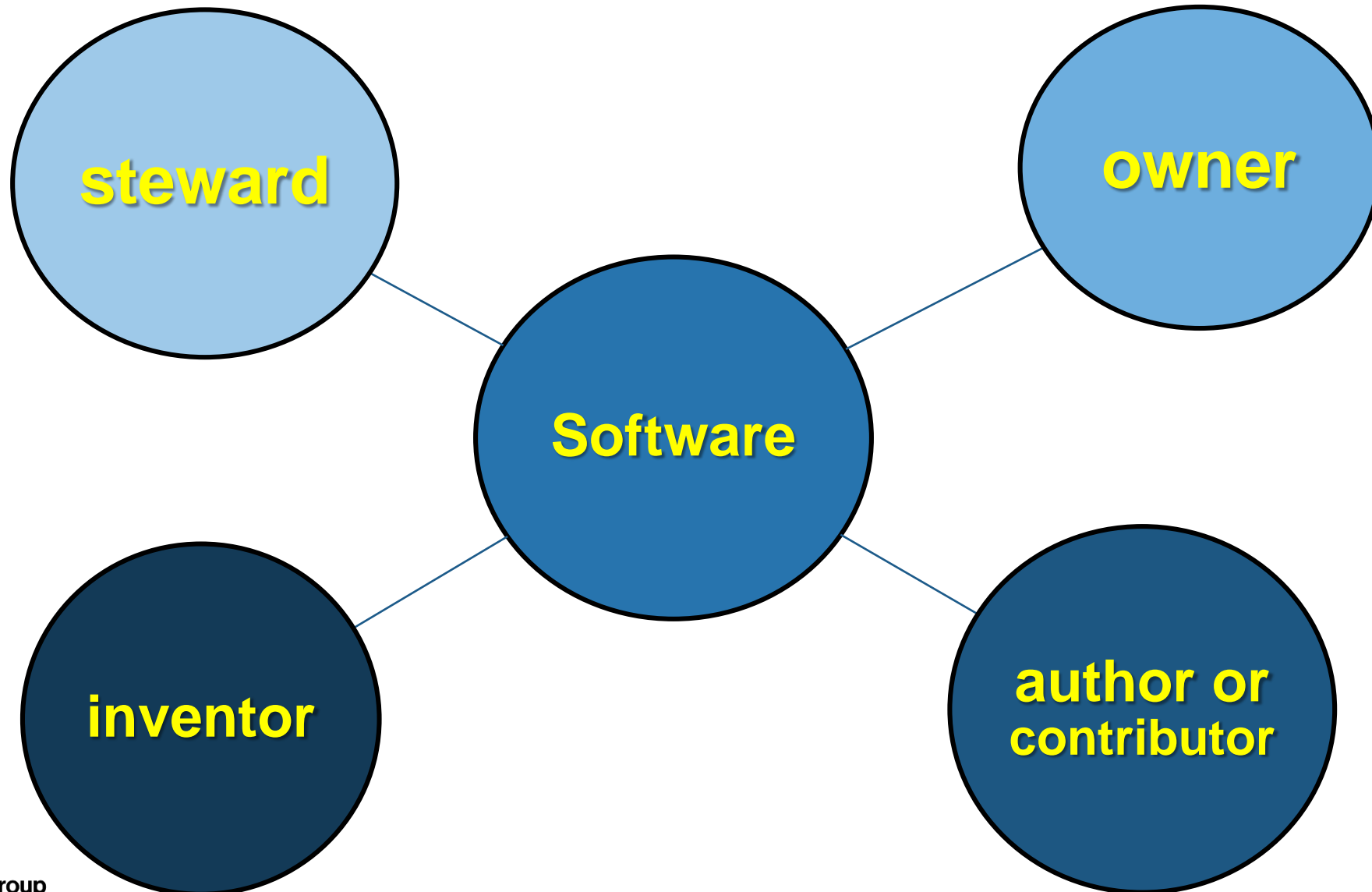
UC ownership of software can arise from…

- ➢ **Policy**

- ➢ **Contract**

  - ➢ **Industry Sponsored Research Agreement**

  - ➢ **Foundation Agreement**

  - ➢ **Government funding**

  - ➢ **Work-made-for-hire / Assignment**

  - ➢ **Collaboration Agreement**

- ➢ **Use of University resources, access to proprietary research, students, etc.**

Step 1: Assess the software

Dependency on external links (libraries)

Scope of Contributors

3rd Party Obligations

Whether and what type of OSS licenses apply

Ownership: policy contract (assignment) law

Data used in creation or development

Go to Step 2

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Step 2: Ask whether it has been distributed

Publication required distribution

Shared via OSS license

Sponsor granted license to all copyrightable results

Shared with colleagues without terms

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Intake Stage – capture ownership & due diligence

6. INCORPORATION OF THIRD-PARTY CODE. Identify all third-party code that has been embedded in the software, including "open source" or "free" software, or any software that you have downloaded, used, copied, linked to, or have been provided by a third party (to the extent used in your code), as well as any third-party code that may not be embedded in your software but which your software automatically links to, executes, or integrates to.

Does the software incorporate or link to third-party code? ☐ Yes ☐ No ☐ Unsure*
*If you are unsure whether any third-party code is incorporated, a TDG licensing officer will reach out to discuss.

If yes, please identify such third-party code below:
Name of third-party code   Code repository URL   License type   License URL

7. DISTRIBUTION OF SOFTWARE.

Have you distributed the software to anyone? ☐ Yes ☐ No
If yes, please identify what agreement(s) or terms (e.g., open source)

Have you released or do you intend to release the software through a requirement? ☐ Yes ☐ No
If yes, please explain:

If you have already distributed, or plan to distribute, the software, ple has or will take place or describe the terms and conditions.

☐ GPL 2.0   ☐ BSD 2   ☐ MIT License
☐ GPL 3.0   ☐ BSD   ☐ Ms-PL
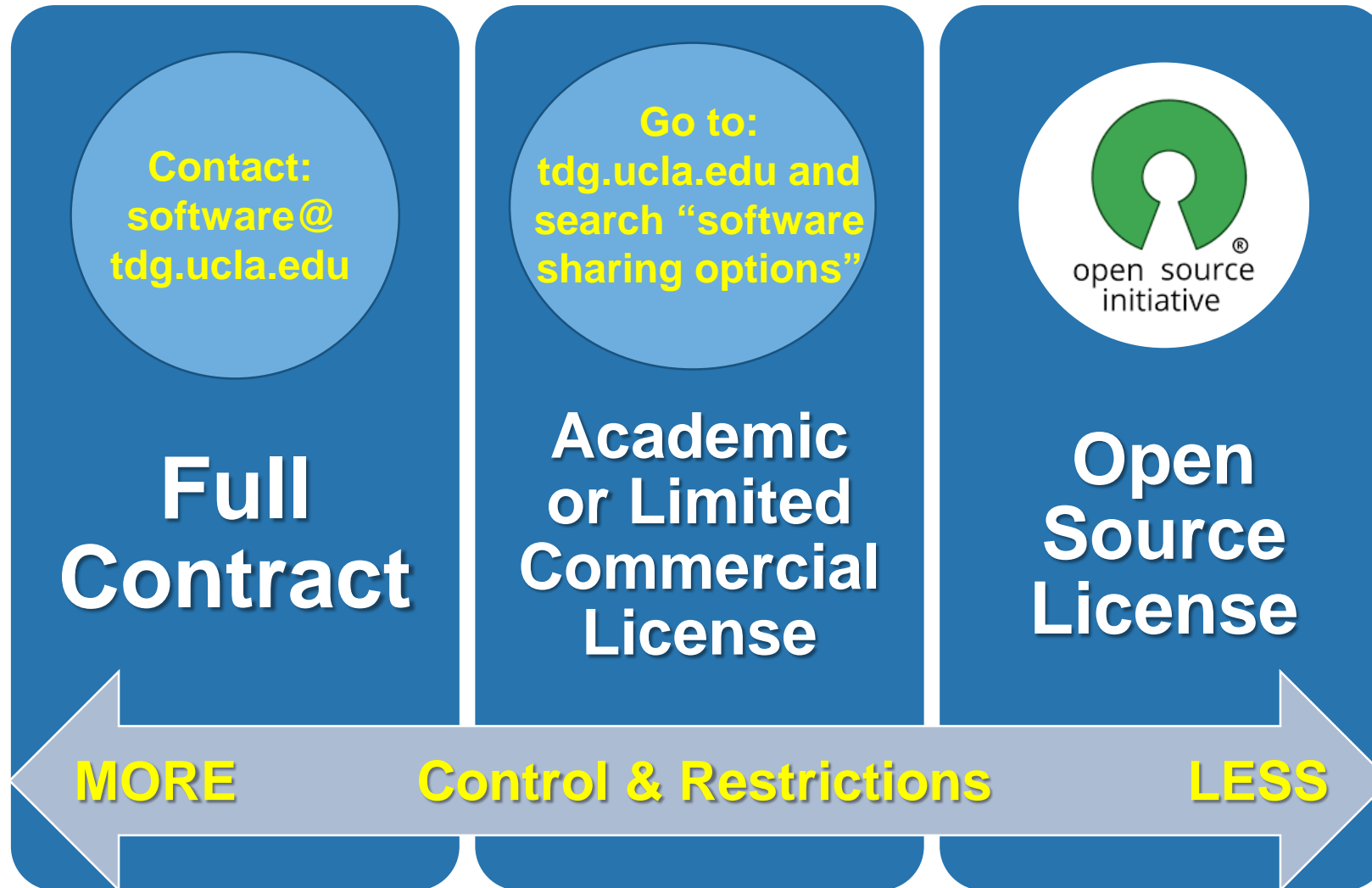☐ LGPL 2.1   ☐ Apache 2.0   ☐ Other (please identify)

SOFTWARE ASSIGNMENT

Each person (each a "**Creator**") signing below hereby represents she/he has contributed to the creation of the software described in the related Software Disclosure Form (the "**Software**") and, to her/his reasonable knowledge, that the set of individuals identified as authors in the Software Disclosure Form is accurate and complete. The Software contains or may contain subject matter that is subject to assignment to the University of California ("**University**") pursuant to University policies, employment, funding or otherwise.

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Sharing Software with Others

Joel Kehle
Business Development Officer
Software and Copyright

Consider licensing strategy in view of future plans

Contact: software@ tdg.ucla.edu

Full Contract

Go to: tdg.ucla.edu and search "software sharing options"

Academic or Limited Commercial License

open source initiative ®

Open Source License

MORE **Control & Restrictions** **LESS**

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Why might you _<u>not</u>_ want to open source?

You want to quickly and easily distribute the code, yet…

➢ **Limit the scope of users**

➢ Code isn't ready to be exposed to wide review

➢ Want to seek feedback from colleagues before publication

➢ **Possess control over its use** (e.g., COVID related, potential dual-use)

➢ **Retain ability to patent**

➢ **Have ability to "pull back" the code**

➢ **Maintain broadest flexibility for potential future business models**

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Preserving the Software's Value

Consider Open Source Alternatives:

Academic-to-Academic + right to transfer: Permits other researchers to modify source code and share it with other researchers provided they (1) credit author for the original software and (2) include license terms.

Academic-to-Academic + no right to transfer: Permits other researchers to modify author's source code for their own research. They do not have permission to share the original code or their derivative works.

Short-term Commercial Evaluation: Permits both commercial entities to use author's code for evaluation purposes for a limited period of time (e.g., 60 days). This works for sharing both source code and executable (binary) software formats.

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Self-Service Software License Picker

If you are interested in sharing your software with others outside of UCLA, and (1) no third party restrictions or obligations restrict such sharing, and (2) your situation fits into one of the scenarios listed below, you can choose the appropriate license and **begin** using it **immediately**. If you have any questions, please feel free to contact TDG at software@tdg.ucla.edu.

I want researchers to be able to use my software only for non-commercial purposes:

➢ **I want researchers to be able to modify my source code and share it with other researchers.**

   ➢ Use the "TDG-Attribution-NonCommercial-ShareAlike" License. Click **here** to find out more information and to access the license.

➢ **I want researchers to be able to modify my source code for their own research only.**

   ➢ Use the "TDG-Attribution-NonCommercial-NoDistrib" License. Click **here** to find out more information and to access the license.

➢ **I want to give a commercial entity access to my code for a limited time for evaluation purposes and preserve the opportunity for TDG to commercialize or license my code.**

   ➢ Use the "TDG-Evaluation" License. Click **here** to find out more information and to access the license.

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Self-Service Software License Picker (Cont.)

➢ **I need to publish my source code in a journal with open source licensing requirements**.

  ➢ Use the "BSD License" License. Click **here** to find out more information and to access the license.

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Example: Academic-to-Academic + right to transfer

Academic Software License: © 20XX UCLA ("Institution"). **Academic or nonprofit researchers** are permitted to use this Software (as defined below) subject to Paragraphs 1-3:

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Commercial entities: please contact [you may insert your email address or software@tdg.ucla.edu] for licensing opportunities.

Why license software?

❖ Code requires substantial investment which needs to be protected

❖ Code is an extension of patented hardware

❖ Time savings – may accelerate time to investment & development

❖ Protecting code's integrity or scope of end users important

❖ Avoid concerns during future due diligence clearance

❖ Desire to expressly reference UCLA as source

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Not one size fits all – need for flexibility and creativity

Full

- Patent, © (& data)

- Traditional financial structure

- Exclusivity important – significant investment required

- Selling and/or licensing products

- Development diligence often required

Express

- © (& potentially data)

- More flexibility with consideration, e.g., annual fee, success fee, or equity only

- Exclusivity less important

- Services or access to end users (software being used, but not distributed)

Click-wrap

- © only

- Lower fees

- Nonexclusive only, or covenant not to sue

- Internal tool – not foundational for licensee

- Release into open source not ideal and/or there is additional materials

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Exemplary Software-Related Disclosures

After chip collects image, it is reconstructed using software that converts messy patterns into image at least as clear as what you would see through a traditional microscope.
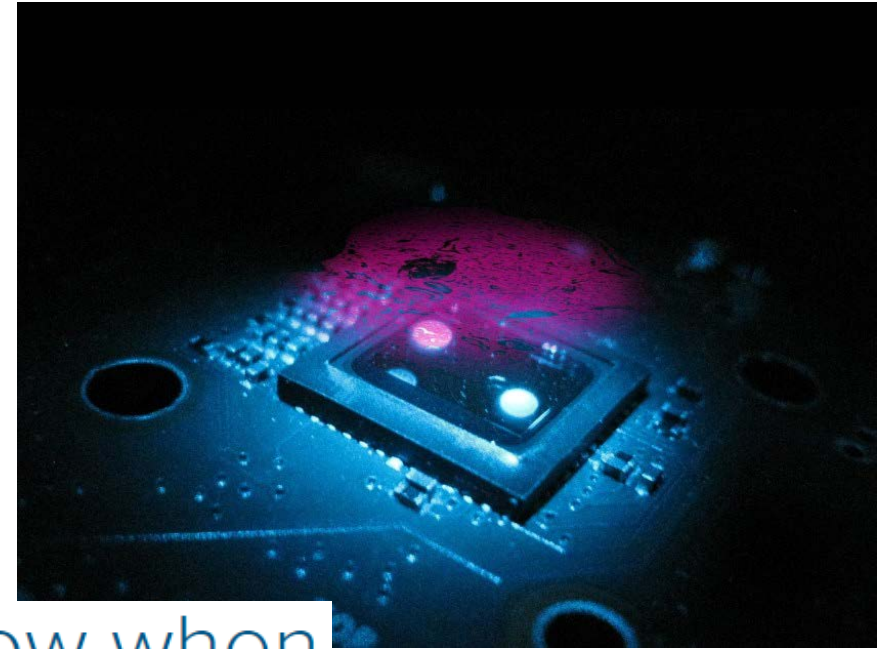
ChatterBaby, an app that helps parents know when and why their baby is crying, used in new research

By uclahealth • December 30, 2019

CPR

Calibrated Peer Review®

Web-based writing and peer review

Consideration models

Black Box Model
- Upfront Fee
- Equity
- Product Success Fee
- Liquidity Event Payment

Transparent Model
- Upfront fee
- Development Milestone Fees
- Royalty based
- Success milestone fees
- Royalty tail

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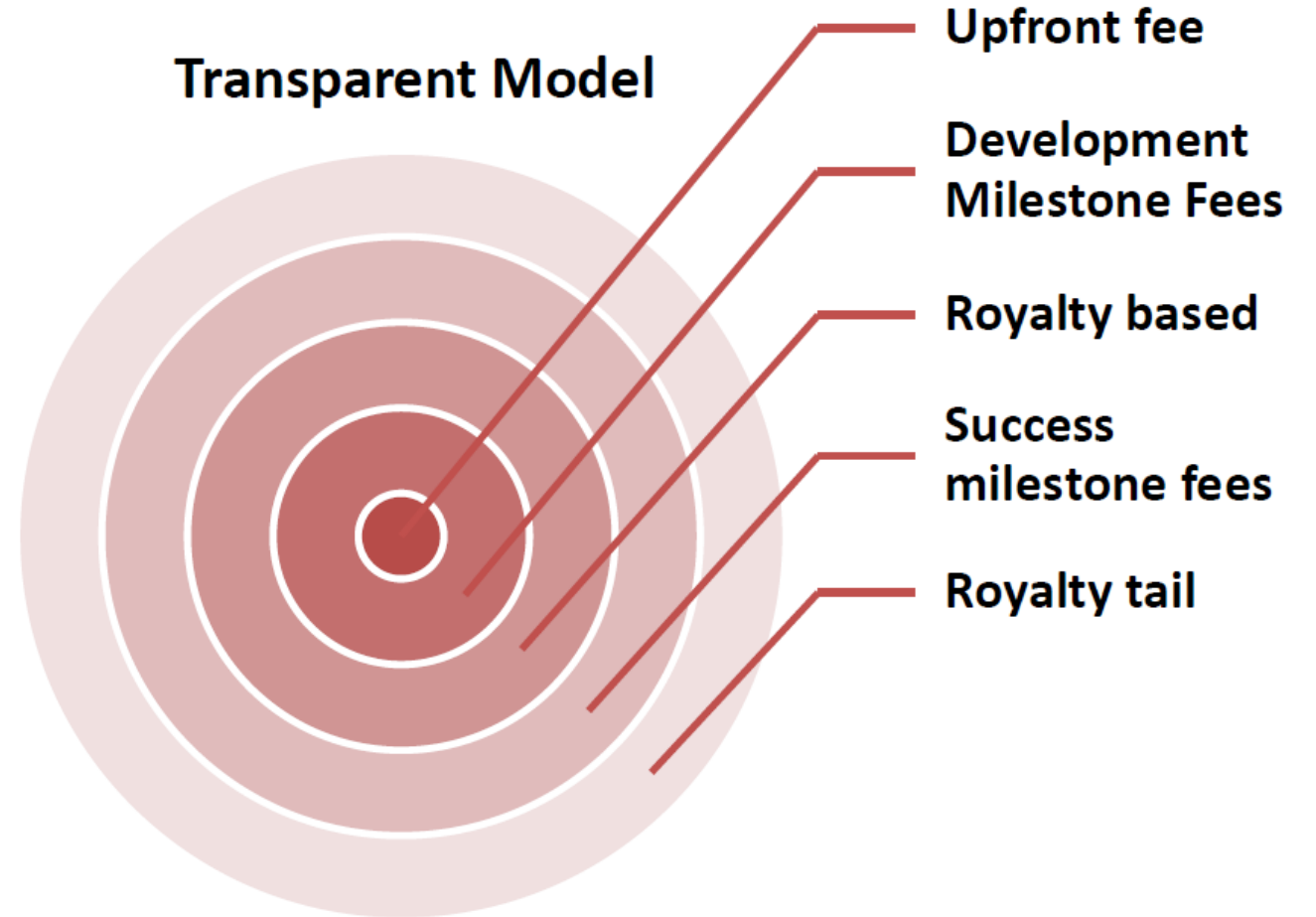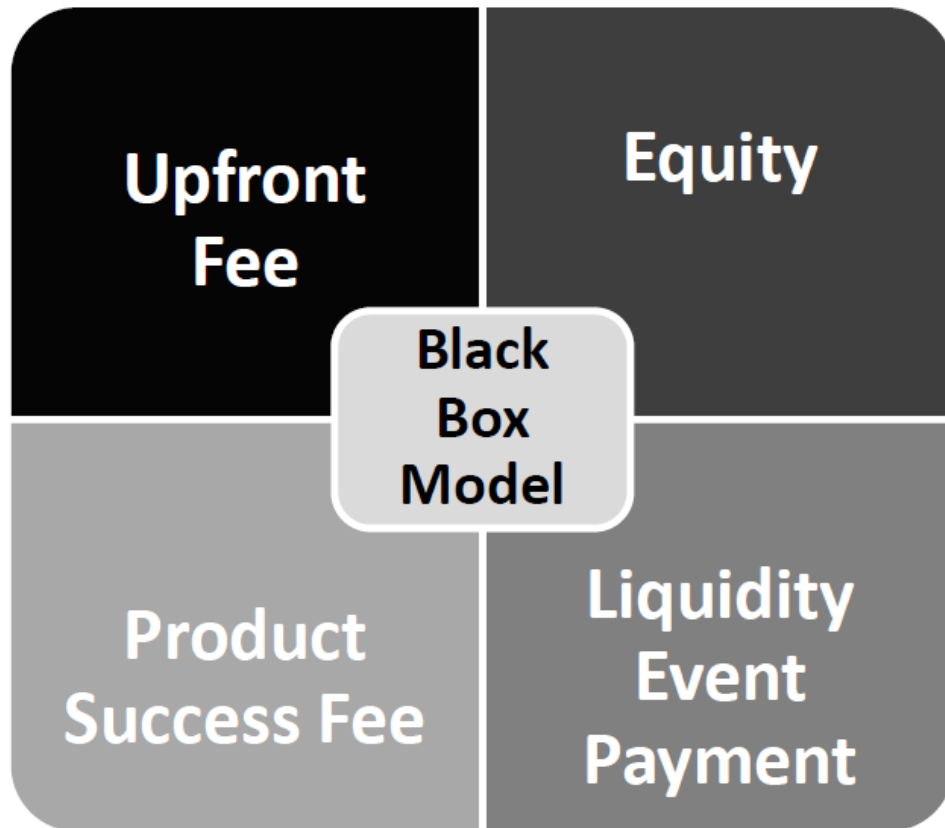
A few relevant UC policies…

➢ **UC's Guide to Open Source:** https://security.ucop.edu/files/documents/resources/guide-to-managing-open-source-software.pdf

➢ **UC's Patent Policy:** https://policy.ucop.edu/doc/2500493/PatentPolicy

➢ **UC's Copyright Policy:** https://copyright.universityofcalifornia.edu/resources/copyright-ownership.html

➢ **UCLA Policy 955 : Net Royalty Distribution of Non-Patented Intellectual Property:** http://www.adminpolicies.ucla.edu/APP/Number/955.0

➢ **UC's Faculty Handbook:** https://www.ucop.edu/academic-personnel-programs//programs-and-initiatives/faculty-resources-advancement/faculty-handbook-sections/research.html

➢ **Guidelines for UC's "Principles Regarding Future Research Results":** https://www.ucop.edu/research-policy-analysis_coordination/_files/Principles%20Guidelines.pdf

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Thank You

Questions?

For software Qs: software@tdg.ucla.edu

For copyright Qs: copyright@tdg.ucla.edu

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