



Vanderbilt University Medical Center

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TO: Program in Drug Discovery Lab (the “Lab”) Members

FROM: P. Jeffrey Conn, Director, Vanderbilt Program in Drug Discovery
Christopher D. McKinney, Director, Office of Technology Transfer and Enterprise Development

RE: Confidentiality & Non-Disclosure Principles

I, the undersigned, consistent with Vanderbilt policy, have been made aware of my roles and responsibilities as a Lab member at Vanderbilt University regarding potential inventions arising from research projects in which I participate. I have been presented with information by the Vanderbilt Office of Technology Transfer and Enterprise Development regarding the patent process and the rationale for maintaining confidentiality around potentially patentable research results until such time as adequate protection around such intellectual property is secured.

I understand that the Lab is engaged in research related to new drug discovery and that maintaining the confidentiality of Confidential Information to which I am exposed is critical to the success of the Lab and may be required by third party research or licensing agreements. I understand that Vanderbilt University has signed agreements with third parties requiring Vanderbilt to maintain certain information as confidential and that I am bound by those agreements.

In consideration of my employment at Vanderbilt, I agree, for the benefit of Vanderbilt and the other providers of the Confidential Information, not to disclose any Confidential Information to any persons that are not involved in the projects on which I work without the prior written consent of Dr. P. Jeffrey Conn. I will take steps as may be reasonably necessary to prevent unauthorized disclosure to others of such Information.

For the purposes of this Agreement, Confidential Information means information that derives value from not being generally known and in which there is a legitimate interest in maintaining secrecy for a reasonable period of time in order to protect its value, and which may include abstracts, data, documents, know-how, manuscripts, posters concerning discoveries, research plans, strategy, procedure, systems, development and results of the providers or other Lab participants. I also acknowledge that I have no ownership rights in such Information and that research data is the property of Vanderbilt University.

Acknowledged and agreed to by Lab member:

On behalf of Vanderbilt:

Signature: _____

Signature: _____

Name: _____

Name: Christopher D. McKinney

Title: _____

Title: Director, Office of Technology Transfer and Enterprise Development