

Partnerships – considerations in drafting an agreement

Note!

- Working in with partners can cover a range of forms, from short term cooperation to long term partnership. The form and complexity of agreement will reflect the nature of collaboration.
- The following headings are intended as a guide to the content and issues to be considered in developing a formalised Partnership Agreement.
- Every agreement is specific to the parties involved, scope and nature of association, location and governing law.
- Any agreement should be drawn up and / or endorsed by a qualified legal practitioner conversant with the governing legal requirements.

Issues to consider in drafting a Partnership Agreement

Nature of Agreement

- Specify the nature of the agreement i.e. Partnership Agreement, Programme Agreement, Memorandum of Understanding.
- State the full names and any abbreviations for the parties to the agreement.
- Indicate the date of the agreement.
- Indicate the period of the agreement.

Background

Provide brief background information of both organisations including:

- type of organisation i.e. *not for profit organisation / community based organisation / non-government organisation / company / foundation / network,*
- nature of the organisation i.e. *branch office / limited company / international organisation / district office,*
- form of legal status i.e. *detail of nature of registration, where registered and registration number.*
- date of establishment,
- nature of activities,
- location of activities,
- purpose of the partnership i.e. *shared project, funding arrangement, complementary activities etc.*

Purpose and scope of the Agreement

- Outline the purpose of the agreement
- Date and duration of the partnership including any scope for renewal and the anticipated exit strategy i.e. *end of project, handover, transfer of assets etc*
- Scope for review and / or alteration
- Any other parties relevant to the agreement
- Specific aim / objectives of the agreement

Values and principles of the partnership

Outline the vision, common values and / or principals that will guide the partnership

Principle areas of partnership

- Describe the nature of partnership. This may relate to a specific project or more general collaboration within a particular field or across a range of aspects and within specific locations or a broad geographical area.

- In particular detail any funding arrangement included in the partnership including the total amount of funding, the term of funding and restricted use for the funds.
- Outline any specific internal / external policy requirements pertinent to the partnership i.e. *financial or progress reporting requirements, security arrangements, procurement procedures etc*
- Additional documentation such as project or policy documents / budgets / schedules can be incorporated as appendices to the agreement.

Partner roles and responsibilities

- Outline the agreed roles and responsibilities of each partner in turn.
- Outline separately any roles and responsibilities shared by both parties.
- Highlight the agreed expectations of both parties.

Coordination and conduct of the parties

- Outline the coordination mechanism for the partnership including any named focal points within both organisations.
- Clarify the expectations and limitations of the decision making process in respect of the partnership.
- Specify the requirement for both parties to seek written consent for any commitments, position they may take which could impact on the partnership or the other party.
- Specify all areas of conduct unacceptable to both parties in the spirit of the partnership .

Agreement term, review, changes and termination

- Specify the term of the agreement
- Set out the requirements for partnership reviews i.e. *timing, form of review, those who should be involved etc*
- Set out the requirements for changes to the agreement i.e. *requests in writing and the notice period for changes to be considered / implemented.*
- Outline the grounds for termination of the agreement and the process by which termination would take place.

Dispute resolution

- Specific the country / law under which the agreement will be governed
- Acknowledge the need for dignity and respect and identify any mediators
- Set out the stages of resolution that would be employed and the circumstances under which these stages would change.
- Clarify how the costs of dispute resolution would be met and the language in which mediation would take place.

Appendices

Detail any appendices forming part of the agreement

Signatories

- Include the name, address and contact details of the signatories (in capital letters).
- Specify the designation of the signatory i.e. the staff member responsible for the partnership, programme manager or Director of a smaller organisation.
- Incorporate the signatures and date of signing for both parties.