

**UNIVERSITY OF MASSACHUSETTS
TRADEMARK AND LICENSING POLICY**

The President of the University shall see to the development and implementation of guidelines governing both the internal and external commercial and non-commercial use of the University's trademarks, service marks, logos, names, insignia, seal design and other symbols or devices associated or referring to the University of Massachusetts or its individual campuses. The President may amend the guidelines as appropriate or as required by law.

Such guidelines shall make provision for the regulation of all uses of the University marks essential to protect the University's trademark rights and image from liability and to protect against dilution of the marks. The guidelines will provide specifications and requirements for all commercial and non-commercial uses of the University marks, whether fund raising, sale for profit, sponsorship, advertising, Internet application or promotion. Assignment of responsibility for assuring that these regulations are carried out will be made to the Director of the University's Licensing and Trademark Office. The Director of Licensing will be responsible for negotiating and implementing all Licensing agreements and contracts. No other person, department or agency is authorized to perform trademark-licensing administration. Controversial issues, products, services or enforcement activities will be reviewed with the appropriate Campus or President's Office administrator and/or the General Counsel's Office.

Internal Non-Commercial use of the University's names by registered affiliated organizations, departments and recognized support groups such as professional associations, employee organizations athletic, cultural, alumni and other interest groups is permitted within the guidelines set by each Campus's Visual Identity Guide. Additionally, the names or marks may be used for identification purposes limited to use by their members, on material for departments or campus groups for their own use such as stationery, posters, business cards, signs, banners and uniforms. Official publications for distribution are considered non-commercial. Such uses do not need to be reviewed or authorized by the Licensing and Trademark Office.

Internal and External Commercial Use is only permitted by license or authorization from the Director of Licensing and Trademarks. Commercial use includes the manufacture of all consumer products, services, advertising, domain names, sponsorship and promotion sold, distributed or given away through any marketing channel including the World Wide Web. All University organizations using the names, marks, logos, seals and/or symbols of the University in any **Internal Commercial** venture, whether fundraising, sponsorship, promotion or Internet agreement are required to seek prior approval for the use of those marks from the Licensing and Trademark Office and must be purchased through authorized licensees. Items or services used for promotional purposes such as giveaways or premiums are considered commercial, but may be eligible for royalty exemptions if offered to an internal audience. Written request for royalty exemptions will be reviewed and assessed by the Licensing and Trademark Office. All approved requests must go through licensed vendors. Liability insurance and standard quality control terms and conditions apply.

All University **Agreements and Contracts** that allow an external organization, company or individual to use the University's names or marks as part of and/or in conjunction with that Agreement or Contract require a secondary Licensing Agreement issued by Licensing and Trademark to control the use of the marks and to protect the University from liability. This includes sponsorships, grants, promotions and Internet applications as well as all other agreements that allow for external use of the University marks or names. No party to a University agreement or contract may assign or sub-licensed the rights to use the University name or marks to a third party. Depending upon the consideration to be received by the University, additional royalties or fees may be waived.

Product and service licenses will be considered for companies, organizations or individuals who meet all the requirements and standards and whose products, services or promotions are judged to be appropriate for the University and do not interfere or conflict with current University contractual obligations. Additionally, all potential apparel licensees must agree to adhere to **University of Massachusetts Code of Conduct for Apparel Licensees** prior to securing a license.

The University is legally obligated to enforce its trademark ownership rights. The Licensing and Trademark Office in conjunction with University's General Counsel's Office will act to stop counterfeit or illegal use of the University's names, logos and marks when such use is discovered.

Royalty and fee income from licensing activities that exceeds the cost of administering the University's Licensing Program will be proportionally distributed to the Chancellors or the Chancellor's designee for each campus on an annual basis.

**UNIVERSITY OF MASSACHUSETTS
TRADEMARK AND LICENSING GUIDELINES
(Doc. T01-025)**

Description/Purpose

The University's marks and the reputation they represent are important assets. On behalf of the University and the Trustees of the University of Massachusetts, the Licensing and Trademark Office's primary role is to protect and promote the use of these marks. Besides its substantial licensing activities, the Five-Campus Licensing and Trademark Office also monitors and regulates commercial, non-commercial and internal use of the marks and is responsible for the administration of Trademark and Service mark registrations in the United States and countries worldwide.

These guidelines establishes the principals and procedures followed by the Five-Campus Licensing and Trademark Office to perform the following functions 1) Promote the University of Massachusetts in a consistent and uniform manner; 2) Protect all of the institutions trademarks, service marks, logos, names and symbols from unauthorized internal or external use, whether commercial or non-commercial. The Licensing and Trademark Office actively polices the market and the Internet to protect against unauthorized or unlicensed use of the marks and to protect licenses from unfair competition; 3) Protect consumers from inferior products or services bearing the institutions marks; 4) Provide revenue to the University when licensing royalties and fees exceed program expenses.

Regulation of all uses of the University of Massachusetts marks is essential to protect the University's trademark rights and image from liability and to protect against dilution of the marks. University approval through the Five-Campus Licensing and Trademark Office is required for all commercial use and some non-commercial use of the University marks, whether fundraising, sale for profit, advertising, or promotion. Unauthorized use (noncommercial or commercial) could effectively prevent the University from retaining and enforcing its rights in legal and commercial context.

Definitions

A Trademark is a word, symbol, or design-or a combination of these-, which identifies and distinguishes the goods and/or services of one party from those of another. A service mark is the same as a trademark except that it identifies and distinguishes the source of a "service" rather than a "product." The "UMASS and University of Massachusetts" trademarks are the exclusive property of the Trustees of the University of Massachusetts. The marks include any trademark, service mark, name, certain phrases, logo, insignia, seal design, or other symbol or device associated with or referring to the University. The marks are protected by common law rights, Commonwealth of Massachusetts law, and federal and international intellectual property law.

Applicability

University community members who produce, requisition or procure items or services bearing University of Massachusetts marks and logos and/or individuals or entities outside the University community that wish to produce, distribute or sell products or services bearing the University of Massachusetts marks regardless of use or method of distribution.

Authority for Program Administration

The Director of the Five-Campus Licensing and Trademark Office is responsible for negotiating, and implementing all Licensing agreements and contracts. No other office, department or agency is authorized to perform trademark licensing administration. Controversial products, issues or enforcement activities will be reviewed with the appropriate Campus or President's Office administrator and/or General Counsel's Office.

Internal University Community

Internal / Non-Commercial

Use of the University names by registered affiliate organizations and by recognized support groups such as professional associations, employee organizations, athletic, cultural, and other interest groups is permitted within the guidelines of each campus's Visual Identity Guide. Use of the University names by registered affiliated organizations is permitted as outlined in each campus's Visual Identity Guidelines. For identification purposes for campus groups or departments own use such as stationary, posters, signs, banners and uniforms-limited to use by their members. Official publications for distribution will be considered non-commercial. Use of the University's names and marks by other independent organizations, individuals or groups is prohibited without prior approval of the Licensing and Trademark Office.

Internal Use / Commercial

All University of Massachusetts organizations using the names, marks, logos, seals and/or symbols of the University in any **commercial** venture, whether fundraising, or promotion, are required to seek prior approval for the use of those marks from the Licensing and Trademark Office at the address listed below. Products given away to an internal audience which display any University registered mark and name or mark of the department or student organization can qualify for an exemption from licensing royalties charged to commercial licensees. A waiver form must be requested, completed and signed prior to project initiation. Waiver forms can be requested at the address list below. All products must be purchased from a licensed manufacturer unless a written exception is granted. In the case of a written exception to the use of a licensed manufacturer or vendor, the non-licensed manufacturer will have to provide to the Licensing and Trademark Office a sample of the product and a comprehensive general or commercial certificate of **Liability Insurance** in the amount of at least \$1,000,000.00, naming the University, its employees and the Board of Trustees as additional-insured.

No organization, faculty member, staff member, or student may authorize any third party to produce merchandise bearing the University's name or marks, or authorize or produce items that combine the University name or marks with any third party name or logo unless prior approval is granted from the Licensing and Trademark Office. University names or marks may not be used with anyone else's trademarks unless written approval of the owners of all marks has been secured and placed on file in the Licensing and Trademark Offices.

Address: **University of Massachusetts Five-Campus Licensing Office**
Director of Licensing and Trademarks
Room 225A Campus Center
Amherst, MA 01001
413-577-0125

External Use / Commercial

All external use of the University marks must be licensed or approved by the Five-Campus Licensing Office prior to use. Use includes the manufacture and distribution of all commercial and consumer products, advertising, promotion, domain names, Internet commercial use and all University marks used in conjunction with commercial ventures or Intellectual property licenses. This includes all commercial consumer products and services for resale or giveaway.

Licensing applications or information can be obtained at the address above.

Internet and Website Use

No Commercial website use of the University's name or marks is permitted without prior Licensing and Trademark Office approval. Commercial use on websites includes all products and services for sale or give-away, as well as, the use of site advertising, banners and commercial links. No University name or mark can be used in the domain name of a commercial website without a license and prior Licensing and Trademark Office approval. Websites employing Meta-tags utilizing the University's names and marks to bring Internet users to a commercial site through search engines are required to be licensed. Websites utilizing the University's names and are totally free of any commercial activity do not require a license.

Agreements and Contracts

All University Agreements and Contracts that allow an external organization, company or individual to use the University's name or marks as part of and/or in conjunction with that Agreement or Contract require a secondary Licensing Agreement issued by the Licensing and Trademark office to control the use of the marks and to protect the University from liability. This includes sponsorships, grants, promotions and Internet applications as well as all other agreements that allow for external use of the University marks or names. No party to a University agreement or contract may assign or sub-license the rights to use the University name or marks to a third party. All such third parties must seek their own independent License Agreement with the Licensing and Trademark office. Depending upon the consideration to be received by the University, additional royalties or fees may be waived.

Proper Use of the Trademarks in Advertising

It is the general policy of the University of Massachusetts to avoid the endorsement of any product or service. University trademarks will not be used in an explicit endorsement of any product or service. However, they may be used implicitly in conjunction with another corporate mark, with the approval of the Licensing and Trademark Office, in the following situations:

1. They can be used temporarily, by a commercial establishment, in support of the University, as in a banner saying "Go UMASS" or "Go Minutemen." An executed promotional Licensing Agreement would be required if the company name is to appear in conjunction with the business or sponsors own corporate name. The Licensing and Trademark Office has the right to prohibit such use when it is deemed to be in bad taste or in violation of trademark and licensing policy.
2. When used on a product and no explicit relationship between the University and the manufacturer is stated.
3. When used by a University sponsor and the use of the marks for endorsements is agreed upon by the Licensing and Trademark Office and the Office of the University General Counsel or other authorized University Administrators as part of the sponsorship agreement.

4. When used in advertising promotion which the University marks are not included on the product and no explicit relationship between the University and advertiser or manufacturer is stated.

Direct or indirect, implied or inferred institutional endorsement by the University of Massachusetts is prohibited except when used by a University sponsor and the use of the marks for endorsements is agreed upon by the Licensing and Trademark Office and the Office of the University General Counsel or other authorized University Administrators as part of the sponsorship agreement. This prohibition extends to advertising or promotion using any name, picture, landmark building or other indicia.

A personal endorsement with an identification of the person's relationship to the University of Massachusetts is acceptable as long as there is no confusion as to institutional endorsement.

Only officially licensed products may be advertised and sold with the University of Massachusetts Trademarks on them. The registered trademark symbol ® should appear after the first or most prominent use of "University of Massachusetts ®," "UMASS®," and the "SEAL®." The "TM" mark should appear after the first or most prominent use of all other names, marks, logos or indicia.

Photos with readily identifiable University of Massachusetts buildings such as the Chapel or Library are not acceptable in advertising or promotions without prior permission.

In most advertising cases when the "UMASS" or "University of Massachusetts" is used as a descriptive location, it can and should be replaced with "Amherst," Boston, Lowell, Dartmouth or Worcester. The location "UMASS" or "University of Massachusetts" is easily confused with the institution "UMASS" or "University of Massachusetts." An example would be a business that says "Serving UMASS." Proper usage would dictate "Serving Amherst" or "Serving the UMASS area." It is necessary to make clear that the service is to the location, and not the official "UMASS" institution.

Written Approval is required from the University of Massachusetts Five-Campus Licensing and Trademark Office for any exception to the guidelines for use in advertising of the names, marks or logos of the University of Massachusetts.

Obtaining a License

Product and service licenses will be granted to those companies, organizations and individuals who meet all the requirements and standards and whose products, services or promotions are judged to be appropriate to the University. Domestic licensees are effective the first day of the month following completion of the licensing process.

Prohibited Products

The University of Massachusetts will not license products or services that defame the University, or are medical, dangerous, harmful, shoddy, obscene, or otherwise deemed inappropriate for reasons of the items characteristics or manufacture.

License Terms

The following outlines the general terms which appear in the Standard License Agreement approved by the University's General Counsel's Office.

The License will specify the Trademarks and the specific products or services that can be used.

The License is usually non-exclusive and defines the geographical area in which the licensee is given the right to manufacture and distribute products or services.

The term or length of the contract is specified along with the standard **Royalty Rate** of 7½% on the wholesale cost of all products sold. Orders from campus departments or officially recognized organizations may qualify for royalty exemption when intended for internal use and not resale, but must be accompanied by a pre-approved waiver form.

A non-refundable **Advance** payment is required which is applied to future royalty obligations. Royalty **Reporting and Payment** is required quarterly no later than 30 days after the end of each period.

Comprehensive general or commercial **Liability Insurance** in the amount of at least **One million dollars** is required, naming the employees and Trustees of the University of Massachusetts as additional insured.

Approvals must be obtained on any product or service that is developed with the University of Massachusetts marks prior to any sale or distribution, including commercial Internet sites. The License is required to submit all advertising, marketing and products for approval at various stages of development. In addition, all products must bear the appropriate trademark designation and the Licensees identification. This is to insure quality and image for which the trademarks are known.

The University of Massachusetts is committed to conducting its business affairs in a manner consistent with its employee personnel policies and expects its licensees and their subcontractors to conduct their business in a manner consistent with, and follow work place standards that adhere to the **University of Massachusetts Code of Conduct for Licensees**. All potential apparel licensees must agree to adhere to the University of Massachusetts Code of Conduct for Licensees prior to securing a License. A copy of the Code of Conduct for Licensees is part of the licensing package and can be made available by contacting the Licensing and Trademark Office. The University has the right to terminate any license immediately for failure to comply with the Code of Conduct.

Enforcement

The University is legally obligated to enforce its trademark ownership rights. The University of Massachusetts aggressively enforces the ownership and proper use of its marks, names symbols, and the University's Licensing and Trademark Office actively polices the market-on campus and off campus-to ensure that there is no unauthorized or unlicensed use. Merchandise or services produced or offered may be considered "counterfeit" and subject to all legal remedies, including seizure of the merchandise. The Licensing and Trademark Office and the University's General Counsel's Office work together to stop counterfeit or illegal use when it is discovered.

Royalty Income

Royalty income that exceeds the cost of administering the Licensing Program is proportionally returned to the Chancellor for each campus or the Chancellor's designee. The proportion of royalties is determined by each campuses actual use as reported by licensed manufacturers. Any royalties that exceed expenses and cannot be identified by campus are returned annually as a percentage based on

that campus' number of students and alumni. Royalty income is used for the support of the mission of the University and is determined by each campus's Chancellor or designee.