

EXTERNAL DATA USE AGREEMENTS

POLICY SUMMARY

Northern Arizona University is committed to preserving, protecting, and sharing data in accordance with applicable federal and state laws, regulations, policies, higher education academic and scientific norms and best practices, and all contracts to which it is a party. In furtherance of these goals, this policy establishes the University's External Data Use Agreement structure, which is designed to aid its Researchers and other personnel and support the associated projects that utilize non-public data from external sources. The External Data Use Advisory Committee is available to review and make recommendations regarding External Data Use Agreement terms and conditions and the review and approval process.

REASON FOR THIS POLICY

Establishing a framework for managing and protecting External Data supports Researchers and other personnel and their efforts, helps maintain compliance with applicable requirements, and mitigates institutional risk.

ENTITIES AFFECTED BY THIS POLICY

- External Data Use Advisory Committee
- Information Security Office
- Office of Research Compliance
- Office of Sponsored Projects

WHO SHOULD KNOW THIS POLICY

- All faculty, staff, and students engaged in activities that use External Data
- Human Resource Protection Program staff
- Principal Investigators and other Researchers
- Research and Service Project staff
- University administrators who oversee Research or other activities that use External Data

DEFINITIONS

Data Provider: an external entity such as a non-profit organization, government agency, or private business that controls, restricts, or conditions its dissemination or use of data it furnishes through the implementation of an External Data Use Agreement with the receiving party.

External Data: non-public facts or information provided to the University by a Data Provider under the terms of an External Data Use Agreement.

External Data Use Agreement (or "EDUA"): a written contract between the University and an External Data provider that governs the transfer, use, and/or retention of the External Data by the University. EDUA's may include and are also sometimes referred to as data licensing agreements, data sharing agreements, data confidentiality agreements, business associate agreements, or data access agreements. Memorandums of Agreement may also constitute or include an EDUA.

Principal Investigator: for purposes of this policy, a Principal Investigator (“PI”) is a University employee, appointee, affiliate, or agent who is regardless of funding source deemed primarily responsible for a Research effort’s design and its collection or use of data.

Research: a systematic investigation that may include development, testing, and evaluation designed to develop or contribute to generalizable knowledge. Activities that meet this definition constitute Research for purposes of this policy, whether they are conducted or supported under a program that is considered to constitute Research for any other purpose. Accordingly, some demonstration or service programs may involve Research activities for purposes of this policy only.

Researcher: for the purposes of this policy, any NAU community member (*i.e.*, all NAU faculty, staff, students, agents, and affiliates) conducting Research Projects or Service Projects using External Data governed by this policy.

Research Project: for purposes of this policy, an inquiry or scholarly activity, including Research development, testing, and evaluation, designed to develop or contribute to generalizable knowledge.

Service Project: for purposes of this policy, work for an external agency such as quality assurance, program evaluation, or other services that do not meet the federal definition of “research” but are nonetheless coordinated through the Office of the Vice President for Research and/or the Office of Sponsored Projects. Service Projects often involve the sharing of External Data as part of Business Associate Agreements.

POLICY

A. External Data Use Agreements

External Data Use Agreements (or “EDUA’s”) are established between Data Providers and recipient institutions to govern the transfer of External Data. Prior to the University, or any person acting on its behalf, accepting External Data from a Data Provider, an EDUA that is developed and executed in accordance with this policy must be in place. The Vice President for Research, acting through the Assistant Vice President for Research Compliance, facilitates the development and implementation of the University’s EDUA’s and enforces this requirement. These agreements typically specify or control such matters as ownership, permitted uses, publication of results, disposal, and liability. EDUA’s help avoid misunderstandings or conflicts before and after External Data transfer has occurred and work on the recipient institution’s Research or Service Projects has begun. Occasionally, EDUA’s exist as portions of larger contracts that cover additional topics or concerns. When this occurs, the EDUA portion of the agreement must be reviewed and approved in accordance with this policy. Other elements, such as those that address insurance or liability matters, may as appropriate require review by Contracts, Purchasing, and Risk Management and the Office of General Counsel. The terms and conditions of each EDUA will depend on the applicable laws, regulations, policies and other requirements that govern the External Data and its use. Each EDUA is project specific. Blanket or general EDUA’s are not permitted.

B. Stewardship

External Data received by the University must be used, handled, stored, and transmitted in accordance with all applicable legal, regulatory, policy, and contractual requirements, including any governing EDUA terms and conditions and the University’s [Data Classification and Handling](#) policy. Typically, but not exclusively, the relevant Principal Investigator is responsible for ensuring that this takes place.

C. Development, Approval, and Implementation

EDUA’s are developed, approved, and implemented in accordance with the University’s [Development and Implementation of External Data Use Agreements](#) procedure. The Vice President for Research or designee reviews and approves the University’s EDUA’s on behalf of the Arizona Board of Regents (which are formally signed and executed by Contracts, Purchasing, and Risk Management). The Vice President for Research, acting through the Office of Research Compliance, along with affected Principal Investigators or other Researchers associated with a given Research or Service Project are responsible and accountable for proper development, approval, and implementation of all EDUA’s entered into by the University. As requested by the

Vice President for Research, the Assistant Vice President for Research Compliance, or a Principal Investigator or other Researcher, the External Data Use Advisory Committee will review and make recommendations regarding EDUA content, negotiations, approval, and implementation matters such as training needs, auditing or other compliance assurance efforts, and data stewardship.

D. Read and Understood Statements

In addition to the authorized official who signs and executes an EDUA on the University's behalf, those associated with a Research or Service Project that will utilize External Data may be required to sign a statement acknowledging that they have read the applicable EDUA and that they fully understand its terms and conditions. Before signing such statements, individuals who are responsible for the stewardship of External Data must thoroughly read the EDUA and obtain any needed clarifications on its provisions or enumerated responsibilities that may be necessary or advisable. The content and ramifications of EDUA's can vary considerably. It is thus imperative that all those with responsibilities under an EDUA fully understand and abide the terms and conditions outlined in the binding agreement.

E. Contract Signature Authority

Because they are contracts that legally bind the University and the Arizona Board of Regents, only authorized officials designated to do so by the President may sign and execute EDUA's. Faculty members, Principal Investigators, and other Researchers are generally not authorized to sign EDUA's. For additional information in this regard, see the [Contract Signature Authority](#) policy and the University's [Contract Signature Authority Delegations List](#). As outlined in Section D, Principal Investigators or other Researchers may sign "Read and Understood" statements that are sometimes required as part of EDUA's, provided however, that they do so after thoroughly reading and understanding the subject EDUA.

F. External Data Use Advisory Committee

Appointed by and reporting to the Vice President for Research and the Chief Information Officer, the External Data Use Advisory Committee will assist University community members in their efforts to properly access, use, store, handle, or transmit External Data in accordance with all applicable legal, regulatory, policy, EDUA or other contract or licensing requirements. The External Data Use Advisory Committee's members shall collectively possess expertise in data security, Human Research, and all applicable data management and administrative requirements, including the University's *Data Classification and Handling* policy, its accompanying *Data Handling Protocols*, and this policy and its ancillary materials.

G. Enforcement

Compliance with properly approved and executed EDUA's is mandatory. Individuals who violate this policy or who intentionally and materially breach the terms or conditions of a valid EDUA are subject to disciplinary action under applicable Arizona Board of Regents and University conduct policies, up to and including expulsion or termination.

RESPONSIBILITIES

Chief Information Officer: collaborates with the Vice President for Research to administer this policy; with the Vice President for Research, jointly nominates External Data Use Advisory Committee members.

External Data Use Advisory Committee: assists with initiating, negotiating, drafting, and ensuring compliance with External Data Use Agreements; helps to ensure that the handling of External Data occurs in accordance with applicable EDUA's and this policy.

Information Security Office: supports Principal Investigators or others as needed with appropriate handling of External Data in compliance with the University's *Data Classification and Handling* policy and its accompanying *Data Handling Protocols*.

Principal Investigators and other Researchers: ensure the protection of External Data in accordance with all applicable legal, regulatory, contractual, licensing, and policy requirements and EDUA terms and conditions.

Vice President for Research: collaborates with the Chief Information Officer to administer this policy; jointly nominates with the Vice President for Research External Data Use Advisory Committee members; oversees the development, implementation and administration of all EDUA's entered into by the University; approves and executes all University EDUA's on behalf of the Arizona Board of Regents; enforces the requirement that an applicable EDUA must be in place prior to the University or its officials accepting External Data.

PROCEDURES

[Development and Implementation of External Data Use Agreements](#)

RELATED INFORMATION

Forms or Tools

[External Data Use Agreement Example](#) (EDUA templates are available from David, Faguy, Assistant Vice President for Research Compliance)

Cross-References

[Contract Signature Authority](#)

[Data Classification and Handling](#)

[Data Handling Protocols](#)

APPENDIX*

[External Data Use Advisory Committee Operating Procedures](#)

[Frequently Asked Questions](#)

*Disclaimer: all documents, links, or other materials included in this policy's appendix are provided solely for the user's convenience and are not part of official University policy.