



SOCIETY OF  
RESEARCH  
ADMINISTRATORS  
INTERNATIONAL

# Navigating Other Transactional Agreements (OTAs) in University Research

# Meet the Presenters



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# Objectives

1

## **Comprehensive understanding of OTAs**

- legal structure
- use cases
- unique challenges faced by universities

2

## **OTA negotiation, management, and implementation**

- contracting strategies
- risk management
- Compliance
- non-traditional requirements to ensure project success and balance university interests.

# Overview

- Case Study
- Understanding OTAs
- University-Specific Challenges with OTAs
- Contracting Strategies for OTAs
- Effective OTA Project Management Practices
- Summary
- Resources

# Case Study - SHIELD



# Overview of OTAs

- Special type of contract (Research, Prototypes)
- Not every agency has the authority

## What They Are:

- Flexible/innovative/streamlined
- Similar to commercial industry
- Require business acumen and negotiation skills
  - (and OT training or experience)
- Require performance measurement and management
  - (cost, schedule, and technical progress)
- Vehicles by which the Government Accountability Office (GAO) has limited jurisdiction to review decisions and protests

## What They Are Not:

- Appropriate for all offices/divisions within agency authorities
- Procurement contracts (FAR-based), grants, or cooperative agreements
- Subject to all acquisition laws and regulations
- New vehicles
- One-size-fits-all with standard checklists
- Used strictly to avoid following the FAR
- A guarantee to complete awards faster than traditional contracts

## The Maverick Pilot

- Fast, aggressive, risky, unconventional, daring
- May achieve incredible results



# OTA Advantages

- Flexibility
- Innovation
- Speed
- Customization



# University-Specific Advantages

1

Fostering  
Collaboration

2

Accelerating  
Research

3

Enhancing  
Innovation

4

Streamlining  
Processes

# University-Specific Key Challenges

- Performance Milestone Based Payment Approvals
- Intellectual Property
- Data Rights
- Competitive Sensitivities
- Best Effort vs Performance
- Termination
- Subs

# Impact on University Operations

## Best Practices for Universities

Develop OTA Specific Guidelines

Strengthen Internal Coordination

Educate Faculty & Staff

- Publication & IP
- Research Independence
- Mission Alignment
- Procurement & Financial Management
- Cash Flow Considerations
- Risk Tolerance & Legal Review
- No Standard FAR/DFARS Compliance
- Reporting & Audit Challenges

# Preparing Strategies for OTAs

- Partner Coordination
- Scoping
- Clear Deliverables and Milestones
- Contracting Process
  - expedited timelines, reviews, and approvals

# Preparing Strategies for OTAs

## Proposal Development

- Understand the Flexibility
- Determine submission approach
  - Ex. Cooperative Agreement vs OTA
  - Plan for quick responses if revised from a Cooperative to an OTA (especially CR to FFP)
- Non-Traditional
- Focus on Performance activity-based milestones
- Highlight unique capabilities

# Preparing Strategies for OTAs

## Scoping

- Defined objectives and deliverables
- Realistic milestone and schedule planning
- Scope boundaries and flexibility
- Resource and partner dependencies
- Project management and coordination
- Risk and feasibility considerations
- Transition and sustainability planning

# Balancing Interests

Negotiating Terms

Protecting Financial Stability

Expectations

Maintaining Research Flexibility within a Bound Structure

Student Involvement

# Firm Fixed-Price Milestone Payments

- Why milestone payments
- Set achievable milestones that are NOT result based
- Payment risks and frequency considerations
- Consider sub strategy
  - share vs accept risk





# Managing Projects Across Lifecycle

Setup and clarify  
clear processes

Establish process  
timelines

Develop a budget  
and financial plan

Acknowledgment for  
team member  
onboarding

Frequent leadership  
team meeting with  
governance and  
decision-making  
agreement

Lesson learned

Team Management

Communication  
Planning

Schedule  
Management

# Financial and Performance Accountability

- Risk Assessment
  - Cost, Schedule Reserves
- Clearly Defined Statement of Work
- Review Incorporated Reporting or Tracking Templates to ensure support
- Structure milestone-based payments to minimize risk
- Incorporate needs and process of subs/partners

# Summary/Q&A/Conclusion

**LinkedIn Group:**  
**Research Project**  
**Management Community**

- OTAs are non-traditional opportunity
- Be thoughtful, prepared, and coordinated
- Educate team members



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