MEMORANDUM OF UNDERSTANDING

Goals
This tool will give you a template to build a Memorandum of understanding.

A memorandum of understanding (MoU) is a type of agreement between two or more parties. It expresses a convergence of will between the parties, indicating an intended common line of action. It is often used either in cases where parties do not imply a legal commitment or in situations where the parties cannot create a legally enforceable agreement. It is a more formal alternative to a gentlemen's agreement.

Part 1: Basic Elements of a Memorandum of Understanding:

MoU

Title of Project or Endeavour

Conversation Guide including questions and suggestions for things to include under the various points aiming to support communities to collaborate.

MEMORANDUM OF UNDERSTANDING

Between

(Name 1)	(Name 2)

This Memorandum of Understanding is made and entered as Effective Date into as of _____, by and between _____ and _____. This Memorandum of Understanding sets forth the promotion of _____, and shall expire upon the earlier of 60 months following the Effective Date, unless it is extended by written modification, or a written successor agreement pertaining to the subject matter of this Memorandum of Understanding.

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Part 2: Additional Elements:

A. Context
1. What is the background of the partnership?
2. Add a brief description of each partner.

B. Shared vision / objectives
1. What is the shared vision you work towards?
2. List your objectives that work towards that vision.

C. Individual partner objectives
List each community's individual objectives to ensure that you do not have any conflicting interests. Generally, besides your shared objectives each of you have individual objectives and it is important to be transparent on those and ensure there is alignment around those. This list can feed into the partnerships KPIs.

D. Partners role and responsibility in the partnership
What are the roles you each take in the partnership based on the strengths and weaknesses you identified?

E. Values
What are the expected behaviours of each side?

Some inspiration:

- Diversity leading to new value
- Equity leading to respect
- Openness leading to trust
- Mutual benefit leading to commitment
- Courage leading through impact

F. Contributions by each community
What does each community bring to the table (knowledge, contacts, people, physical resources, products, money,...)?

G. Concrete Activities
Do you already have concrete ideas on how to create synergies between your organisations? Are any activities planned that you could add here that give an indication of the kind of activities you want to collaborate on? Please keep in mind that this MoU will run beyond those activities but it can be a good indicator of direction.

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Please consider the environment before printing.

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H. Risks
What are the shared and the individual risks?

I. Accountabilities
Any mutual reporting obligations?

J. Governance
1. What is the structure behind your work (i.e. how do you work together; how will decisions be made)?
2. What will risk management look like if needed?

K. Communication
Internal: How do we speak about the partnership internally? Discuss confidentiality of information shared.

External: When and how can we use each others logo? How do we talk about the partnership? How are our logos placed if showcased together on documents, websites, publications?

L. Intellectual Property
If you are likely to produce new materials, texts, ideas - how is ownership handled?

M. Review Process
1. What are the KPIs of the partnership?
2. How often and how do we review the health of the partnership?
3. In what scenarios will the partnership be terminated?

N. Dispute resolution process
In case of tension or problems, what is the process for de-escalation and who are the people that will lead this?

Part 3: Signatures:

IN WITNESS WHEREOF, by their signatures below both parties acknowledge acceptance of the terms and conditions of this Memorandum of Understanding. This Memorandum of Understanding to be executed and effective as of the Effective Date, _____.

(Name 1)

(Name 2)