[COMPANY NAME}

[ADDRESS]

For the attention of: [NAME]

[date] February 2016

Dear Sirs

**[COMPANY NAME],** a company registered in [XXX] under Company number [XXX] and having its registered office at [XXX] **(the “Contributor”)**

**The University Court of the University of St Andrews (“St Andrews”)**

**Voluntary Contribution Agreement – PAMGuard Software - St Andrews’ ref: 9352**

Further to recent discussions between the Contributor and St Andrews, I confirm that, subject to the following terms, St Andrews will use the Contribution (defined below) to provide support and fixes to errors, flaws or faults (bugs) in PAMGuard software, following the advice and feedback of relevant software users (“the Project”).

1. This agreement shall be for an initial period of five years commencing from the last date of signature of this letter.
2. Each quarter the Financial Advice & Support for Biology team of St Andrews (biofas@st-andrews.ac.uk) will e-mail a request for the desired payment amount to [email address]. Within 30 days, the Contributor will respond either with the amount to invoice; or issue a purchase order (although this letter takes precedence over any terms attached to a purchase order). All amounts will be exclusive of VAT if applicable. Each quarter, St Andrews will invoice within 30 days of receiving the invoice amount (“the Contribution”). The Contributor agrees to make payment of the Contribution to St Andrews within 30 days of receipt of an invoice for such sum emailed to [email address].
3. The parties acknowledge that use of PAMGuard software and/or any support and fixes in relation to it remain subject to the current GNU computer operating system General Public Licence, version 3 of which is available at: <http://www.gnu.org/copyleft/gpl.html>. Except as expressly provided, nothing in this Agreement shall be construed as granting or confirming any rights or licence to any intellectual property to either party.
4. This letter shall be interpreted according to the Laws of Scotland and the parties hereby submit to the exclusive jurisdiction of the Scottish Courts.

Please acknowledge receipt of and your agreement to the terms of this letter by signing, dating and returning the enclosed duplicate of this letter to me at the address below.

Yours faithfully

for and on behalf of the University Court of the University of St Andrews

………………………………………………………..

Hana Polaskova, Deputy Head of Research Business Development and Contracts

Acknowledgement of agreement by the Contributor

I acknowledge receipt of this letter and agree to the terms contained in it.

Signed for and on behalf of the Contributor

Signed…………………………………………

Print Name:…………………………………...

Print Title:…………………………….............

Date: ………………………………………….