

[Client letterhead]

[date]

[name]

[title]

[XYZ]

[address]

[city/state/zip]

Re: Proposed Collaboration

Dear [name]:

We're delighted to confirm next steps in our exploration of a possible collaboration involving _____ (the "Collaboration").

A preliminary outline of the Collaboration is attached to this letter. Based on our discussions and joint planning work, we are now prepared to seek third party funding for the Collaboration together. We will direct our respective leads to cooperate on developing a funding proposal based on the outline.

[In addition, as we move further along with our assessment and planning activities, we think it desirable to put in place a formal non-disclosure agreement to facilitate sharing of information. A proposed agreement is enclosed with this letter for your review and signature. Once signed, the non-disclosure agreement will be legally binding on both of us.]

For clarity, our respective commitments to the Collaboration are subject to receipt of adequate funding and to our negotiation and signature of a full memorandum of understanding setting out final Collaboration features and terms. None of this letter, the preliminary outline, or the submission of a funding proposal binds either of us to go forward with the Collaboration, and we both have full discretion to withdraw from continuing discussions at any time.

We ask that you review these materials closely, confirm our plan to seek funding by signing and returning this letter, [and also sign and return the non-disclosure agreement]. If you have any questions about the documents or plan, please feel free to contact [Client lead] at [phone] or [email].

We're very excited about the possibilities here and look forward to continuing work with you.

Very truly yours,

Client

By: _____
[name, title]

Confirmed:

[XYZ]

By: _____
[name, title]

Date: _____

Client | [XYZ]

Collaboration Outline

Parties

| | |
|--------|--------------------------------|
| Client | Client [address] |
| [XYZ] | [full legal name] [address] |

Collaboration description

| | |
|-------------------------|--|
| Name (if any) | |
| Purpose and description | [describe objective(s), population(s) to be served, and core activities] |
| Location(s) | |
| Timeframe | |
| Metrics | |

Responsibilities

| | |
|--------------|---------|
| Activities | Client: |
| | [XYZ]: |
| Deliverables | Client: |
| | [XYZ]: |

Funding

| | |
|--------------------------------|---|
| Requested amount | [TBD] Beyond the amounts provided by the funder, Client and [XYZ] would each be responsible for acquiring and maintaining funding for their respective activities. |
| Funds receipt and disbursement | [Client / XYZ] would receive the funds from the funder and hold and manage them in a restricted account for exclusive use for the Collaboration. |

Other

| | |
|---------|--|
| [Topic] | |
|---------|--|

Lead contacts

| | |
|--------------------|---|
| Client lead | Name: Title: Email: Telephone: |
| [XYZ] lead | Name: Title: Email: Telephone: |

This Collaboration Outline is a working document intended for discussion purposes only. It is not intended to and does not constitute a binding agreement. Client and [XYZ] will be obligated to go forward with the Collaboration if and only upon negotiation and execution of a binding MOU or other agreement setting out such terms.