

**PRACTICAL AND LEGAL CONSIDERATIONS FOR COLEGIATE DEVELOPMENT
AND ORGANISATION OF INTERNATIONAL EXHIBITIONS**

PURPOSE AND GOALS	<i>To jointly develop, and deliver an exhibition on the subject of "##" from [institutional lender]</i>
--------------------------	---------------------------------------------------------------------------------------------------------

CO-OPERATING INSTITUTIONS CONTACTS AND COMMUNICATIONS

Names of institutions	1. 2.
Nominated contact and representative for each museum	1. 2.
Strategic matters to be developed	<ul style="list-style-type: none"> o <i>Establishment of joint project team</i> o <i>Business plan for exhibition</i> o <i>Methodology for managing the project</i> o <i>Loan contract</i>
Legal structure of the venture	<p><i>Letter of agreement between the existing legal entities?</i></p> <p><i>Jointly controlled company (and associated shareholders' agreement)?</i></p> <p><i>Formal joint venture agreement?</i></p>
Quality of communications	<p><i>All negotiations commercial in confidence</i></p> <p><i>Each party to share information fully and promptly</i></p>
Facilities	<i>## to host an extranet site so that the both parties can share information effectively</i>

PUBLICITY & CONFIDENTIALITY

General principle	<i>All deliberations and terms of the collaboration and the loan, are confidential</i>
-------------------	----------------------------------------------------------------------------------------

Mechanism for approving all publicity or disclosures	<i>Mutual written sign-off</i>
------------------------------------------------------	--------------------------------

WHO IS RESPONSIBLE FOR WHAT DEVELOPMENT COSTS

General principles	<i>Each party pays their own development costs unless otherwise agreed in writing prior to expenditure</i>
	<i>Where parties contribute – expected basis is 50/50</i>
Specific exceptions:	1. 2.

SELECTION

What is the mechanism for selecting the exhibition material?	
How will the lender/partners break selection deadlock?	

DECISION MAKING

How are decisions made on behalf of the venture?	
Will the institutions appoint representatives to a joint committee? If so, who?	
Do the representatives have the power to bind the institution? (If so, are there limits to that power?)	

LOGISTICS FOR SHARING RESPONSIBILITIES

Anticipated milestone dates for the exhibition	<i>Contract with exhibition owner:</i> <i>Arrival of exhibition at first venue</i> <i>Opening date of first exhibition of tour:</i> <i>Closing date of first exhibition of tour:</i> <i>Departure of exhibition from first venue:</i> <i>Arrival of exhibition at 2nd venue:</i> <i>etc</i>
What are the space constraints of each party?	1. 2.
What are the conservational constraints of each party?	1. 2.
Who will select the exhibition material?	
Who will negotiate the loan fee for the exhibition?	
Who will negotiate and sign loan agreements?	
Who will make transport arrangements?	
Who will research the insurance options?	
Who will negotiate and place the insurance?	

COSTS OF VENTURE DEVELOPMENT

What are the likely development costs?	
Who is responsible for drafting the development budget?	
Who will pay for what	

development costs?	
--------------------	--

WITHDRAWAL FROM VENTURE

Minimum period of notice of withdrawal from venture	<i># months prior to date of intended first opening date of exhibition</i>
Consequences of withdrawal in time	<i>Withdrawing museum meets its costs and expenses incurred up to the time of withdrawal</i>
Consequences of withdrawal out of time	<i>Withdrawing museum's share of all exhibition fees and costs is payable (and is reducible only to the extent that a replacement partner meets those expenses.)</i>
Consequence of force majeure	<i>Losses fall where they lie</i>

BUDGET

Who is responsible for developing the budget?		
Any budget constraints?		
Who will pay for what costs?		
How will each party contribute to the development costs of the exhibition?		
Means of authorising changes to approved budget?		
Administrative overhead and organizational time		

REPRESENTATION OF MUSEUMS AND EXHIBITION TO THE OUTSIDE WORLD

Organisational credit lines		
Sponsor credit line		

Use of logos		
Approvals that must be sought from partnering museums for press releases, promotional materials and other published mentions.		

MERCHANDISE

CATALOGUE

Format/characteristics	
Who is responsible for designing the catalogue	
What is the mechanism for choosing contributors?	
Who is responsible for contracting writers	
Who is responsible for overseeing writers	

WALL AND LABEL TEXT

GENERAL

Dispute Resolution		
Governing law		
Territory		
Alternate dispute resolution mechanism		