

General Process Overview:

Master Services Agreement (MSA)

Definition

An MSA is the contract tool to use when engaging an entity to perform services (analytical, preclinical, clinical, manufacturing, regulatory, quality, shipping and others).

<u>Note:</u> A quality agreement may be required and would be negotiated in parallel with the MSA. This determination will be made by Contracts and QA.

Time requirements

1 to 3 months.

Process

- Contracts team will set up a meeting with the needed team members to define/outline SOW information needs, legal review, budget, etc.., and determine next steps /overall plan to finalization.
- Typical team involvement should include technical lead(s)/ultimate work scope owner, PDL, PM, Quality, FP&A, Contracts and others as necessary.
- CSO, COO, CFO should be informed of process and participate as required given delegation of authority signing requirements.
- The team can typical expect to have multiple iterations with the vendor and counsel, all of which will be facilitated /administered by the contracts team representative.
- If you need to add another SOW or amend a SOW, repeat <u>information and process</u> steps above.

Information needed from you

- Vendor name and address and point(s) of contact and their full contact information.
- Outline of statement of work (SOW) –general as this will be tailored to service type.
 - Description of overall services needed.
 - Pfenex/vendor table of duties and responsibilities.
 - Pfenex/vendor table of deliverables and timelines.
 - Vendor table of scope (detailed by tasks, etc..) and related costs.
 - Milestone payment table.
 - Details of pass through costs items and estimated costs.
 - Desired timing of finalized agreement.