# Model Transformative Agreement Toolkit

1. **Background**

Transformative agreements repurpose existing institutional spend with publishers to open content. They are promising transition models because libraries and library consortia provide the lion’s share of funding in the current publishing landscape. If this revenue stream is transformed to support OA, then journals can also transform to be fully OA. Institutional and consortial agreements are easier to administer than hundreds or thousands of author payments and provide an attractive predictable flow of revenue.

Publishers, consortia and institutions can use the resources in this tool kit to collect data to inform commercial offers; to draft their own transformative agreement offers, licences and contracts; and for reporting. The toolkit contains templates that stakeholders can amend and adapt to reflect aspects of their particular agreements and to suit local conditions. For example, we have crafted the agreement template to reflect an all-you-can-eat deal with no cap on articles published OA. Edit that text if you instead agree a stepped approach and there is an initial cap on the number of OA articles published.

The toolkit is designed to give you an easy starting point and is not meant to constrain.

1. **Tools in the Toolkit**
2. Prepare to negotiate  
   This provides a few tips for society publishers and consortia to get you started.
3. Data template

These data will be needed to inform the commercial offer so the publisher should assemble the data requested in this template. It’s important to understand both the read and publish elements of your current relationship, so include data for every institution within the consortium whether or not they currently subscribe.

# Overview of the Transformative Agreement

This is a summary of what the consortium and publisher wish to agree; it’s not legally binding. This document also sets out a description of the pricing model for the agreement.

The publisher should search through for any text highlighted in yellow and insert the requested information it its place. You can delete anything that does not apply or add other requirements. Share and discuss this document with your negotiating partner, and refine it based on those discussions.

Once agreed, the consortium can share this document with members, so that they can decide if they wish to participate.

1. The Licence

This will be the signed, legally binding, agreement between the publisher and the institution. It’s best used after the offer has been accepted by the consortium, and you know which members will participate.

Quickly familiarise yourself with the document by glancing through the cover page. It may initially look daunting, but there is a structure within that will help you navigate. You can delete any clauses or schedules that do not apply for your agreement but remember to update the clause and schedule numbers throughout. Search through for any text highlighted in blue and insert the requested information it its place. In the Toolkit you will find a check list that provides some tips for tailoring this document and an explanation of each section within it.

We recommend that you have the final version checked by a local lawyer as the template is based in UK law and may need to be adapted.

1. The Contract

Some consortia choose also to have a legally binding contract with the publisher in addition to a licence between the publisher and the institution. If so, use this document which provides both the contract and licence.

1. **Acknowledgements**

The licence and contract are based on the Jisc Model Licence for Society Publishers and SMPs and the PA/Jisc model licence for journals. Schedules 3 and 5 in the licence are based on the ESAC Open Access Service Level Agreement Template at <https://esac-initiative.org/>. The data template is based on a Jisc spreadsheet.

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