



Global Electronic Collaboration Agreement (GECA)

QUICK START GUIDE

Introduction

This guide has been prepared to assist Industry Collaboration Partners in the negotiation and execution of a GECA.

The model GECA developed by the AIA e-Agreements Group of the EEIC provides global parties with a common set of rules by which they agree to exchange electronic data. The template is used to support electronic collaboration between companies engaging in domestic and international eBusiness practices. The GECA will supplement the primary terms and conditions and will govern the exchange of collaborative eData.

Please note that most primary contracts may not contain the terms governing electronic collaboration, it is for this reason that the model has been developed. The e-Agreement Group believes that Collaboration Partners will be at risk if this type of Agreement is not negotiated and signed prior to collaboration.

Where can I find a copy?

The model GECA can be found in the AIA e-Business library at <http://www.aia-aerospace.org/library/ebusiness/ebusiness.cfm>

Please download a copy and review the Decision Logic Matrix to ensure that this type of Agreement applies to your collaborating situation.

Format

You will notice that this is a *Microsoft Word* document. The document follows a format that is recognizable for most legal agreements.

The model GECA has been drafted with all clauses recommended as standard for

the majority of collaborating relationships. Collaboration Partners should ensure that they review all clauses for applicability against their specific collaborating arrangements.

However, there are certain clauses that do require completing:-

- Clause 1 allows Collaborating Partners to complete their respective names and office addresses.
- Clause 12 allows for the Jurisdiction and place of Arbitration to be inserted.
- Clause 21 allows the Governing Law to be inserted.
- Clause 30 is for Agreement signature by the authorized representative of the partners. Note that if this is an electronic signature, clause 26 is relevant.

Identical prepared and signed copies of the Agreement should be retained by each Collaborating Partner.

Do I need multiple versions?

In a Prime/Subcontractor relationship, it is recommended that a similar version is negotiated by the Prime Contractor with each individual Collaborating Partner. This ensures uniformity throughout the collaborating chain.

Once negotiated, there is no need to have multiple Agreements between the same Collaboration Partners engaged in the same program. One of the benefits of using this model is that all follow-on contracts can refer to the GECA as the Agreement to govern the terms for electronic collaboration.

Is there an electronic version?

The e-Agreements Group is currently considering the feasibility of developing an electronic version that could, for example, be hosted on a Company browser and negotiated on line between Collaboration Partner's. To this effect, the Group is working with UN/CEFACT on a 'clickable' standard that could be used for this electronic negotiation.

Progress on this development will be issued under the 'News Release' section of the e-Agreements Web pages.

Further Assistance

Please note that the AIA cannot assist on specific negotiations of this Agreement between Collaboration Partners. The information provided above should assist in most circumstances.