**NON-EXCLUSIVE SUBLICENSE AGREEMENT RENEWAL for 2021**

**(Independent Grower)**

BETWEEN: Potato Variety Management Institute, Inc., an Idaho nonprofit corporation **(“PVMI”)**

661 South Rivershore Lane, Suite 230, PO Box 1670, Eagle, ID 83616

Phone: (208) 242 2644; jennypvmi@gmail.com

And \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ **(“GROWER”)**

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Phone: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_; Fax: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Cell: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Email: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

PVMI and GROWER agree as follows:

**1. Non-Exclusive Sublicense.** Subject to the terms and conditions of this Agreement, PVMI grants GROWER a non-exclusive sublicense to the Licensed Products identified below in the Territory identified below, for the sole purpose of propagating the Licensed Product for sale and/or internal transfer as seed (i.e., replanting for commercial production by Grower) (the “Field of Use”), for the 2021 crop year through and until December 31, 2021, unless sooner terminated by PVMI in accordance with this Agreement. GROWER may not assign or sublicense any of its rights under this Agreement. A new agreement with PVMI is required for any other contracted or affiliated grower. Further, PVMI retains all of its rights, including but not limited to domestic and international Intellectual Property Rights.

**1.1 Licensed Product and Territory.** “Licensed Product” means any type of tissue culture plantlets or mini-tubers, pre-nuclear, nuclear, first field generations, and later generations of seed potatoes of the following variety(ies) selected from among those listed in Exhibits A and B (attached hereto) (“PVMI Varieties”), to be grown solely in the territory(ies) indicated below (the “Territory”):

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| ***Variety*** | ***Designation*** | ***Territory (select and identify specific states/country, as applicable)*** | | |
|  |  | Tri-State Area (Oregon, Washington, Idaho) | Other U.S. (Outside Tri-State Area) | International |
|  |  | [$100 Annual License Fee] | [$250 Annual License Fee] | [US$250 Annual License Fee] |
|  |  | [$0.25/cwt royalty rate] | [$0.50/cwt royalty rate] | [US$1.00/cwt royalty rate] |
|  |  | [$1.00/cwt royalty rate for specialty varieties] | [$1.00/cwt royalty rate for specialty varieties] | [US$2.00/cwt royalty rate for specialty varieties] |
|  |  |  |  |  |
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**1.2. Annual License Fee.** Upon the mutual execution of this Agreement, GROWER shall pay PVMI a single Annual License Fee in the *highest* applicable amount in the table above with respect to the Territory(ies) selected.

**1.3 Annual Royalty.** GROWER also shall pay an Annual Royalty for each variety of Licensed Product at the applicable per cwt rates stated above with respect to each category of the Territory in which the seed was grown. Specialty varieties (see attached Exhibit A & B) are subject to a higher rate. The Annual Royalty must be paid on all sales of Licensed Product seed from the crop year of this Agreement, whether sold within the term of this Agreement or thereafter, and are due within thirty (30) days of each respective sale or transfer date. All Licensed Products sold or otherwise transferred by GROWER shall be presumed to have been sold as seed (unless otherwise demonstrated to PVMI’s satisfaction).

**This Agreement is subject to all of the terms and conditions stated herein, including those on the following pages 2 through 6, to which GROWER and PVMI expressly agree. GROWER acknowledges and agrees that any additional or modified terms inserted by GROWER are not part of the contract between PVMI and GROWER unless expressly agreed by PVMI in writing.**

|  |  |
| --- | --- |
| **PVMI** | **GROWER: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_** |
| By:  Name:  Title:  Date: | By:  Name:  Title:  Date: |

**EXHIBIT A** (University of Idaho Potato Varieties)

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| --- | --- | --- | --- | --- | --- | --- |
| *Potato Variety* | *Designation* | *PVP Filing Date* | *PVP application no. and/or certificate no.* | *Elected* | *Not Elected* | *Territory*  *(state/country)* |
| Alpine Russet | A9305-10 | 2008 | 201000084 issued |  |  |  |
| Alturas | A82360-7 | 2002 | 200200158 issued |  |  |  |
| Blazer Russet | A8893-1 | 2006 | 200600201 issued |  |  |  |
| Classic Russet | A95109-1 | 2008 | 200900441 issued |  |  |  |
| Clearwater Russet | AOA95154-1 | 2008 | 201000085 issued |  |  |  |
| Defender | A90586-11 | 2004 | 200400140 issued |  |  |  |
| Galena Russet | A03141-6 | 2020 | In submission |  |  |  |
| Gem Russet | A8495-1 | 2000 | 200100010 issued |  |  |  |
| GemStar Russet | A9014-2 | 2004 | 200400139 issued |  |  |  |
| Highland Russet | A9045-7 | 2007 | 200700285 issued |  |  |  |
| Huckleberry Gold1 | A99326-1PY | 2011 | 201200157 issued |  |  |  |
| Ida Rose | A82705- 1R | 2000 | 200100009 issued |  |  |  |
| Ivory Crisp | NDO1496-1 | 2002 | 200200157 issued |  |  |  |
| La Belle Russet | A06021-1T | 2019 | In submission | \*\*Canada only |  |  |
| Mountain Gem Russet | A03158-2TE | 2015 | 201500493 issued |  |  |  |
| Palisade Russet | A97066-42LB | 2012 | 201200158 issued |  |  |  |
| Payette Russet | A02507-2LB | 2015 | 201600044 issued |  |  |  |
| Pioneer Russet | A84180-8 | 2009 | 200900291 issued | \*\* |  |  |
| Pomerelle Russet | A02062-1TE | 2014 | 201600044 issued | \*\*Canada only |  |  |
| Premier Russet | A93157-6LS | 2007 | 200700286 issued |  |  |  |
| Summit Russet | A84118-3 | 2004 | 200400138 issued |  |  |  |
| Targhee Russet | A01010-1 | 2014 | 201500382 issued |  |  |  |
| Teton Russet | A0008-1TE | 2011 | 201200159 issued |  |  |  |
| Yukon Gem | NDA5507-3Y | 2007 | 200700287 issued |  |  |  |
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|  |  |  |  |  |  |  |

**EXHIBIT B** (Oregon State University Potato Varieties)

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| ***Potato Variety*** | ***Designation*** | ***PVP Filing Date*** | ***PVP application no. and/or certificate no.*** | ***Elected*** | ***Not Elected*** | ***Territory***  ***(state/country)*** |
| AmaRosa1 | | POR01PG22-1 | 2011 | 201100297 issued |  |  |  |
| Castle Russet | | POR06V12-3 | 2017 | 201800419 pending |  |  |  |
| Cheshire1 | | POR04PG11-1 | 2016 | 201600394 pending | \*\* |  |  |
| Crimson Red | | CO086107-1R | 2011 | 201100251 issued | \*\* |  |  |
| Deliciae1 | | POR12PG29-1 | 2019 | In submission | \*\* |  |  |
| Echo Russet | | A096141-3 | 2017 | 201800418 pending |  |  |  |
| Jester1 | POR03PG42-1 | 2015 | 201600395 pending |  |  |  |
| Klamath Russet | A085165-1 | 2001 | 200100094 issued |  |  |  |
| Mazama | ND02686-6R | 2001 | 200100092 issued |  |  |  |
| Modoc | ND04300-IR | 2006 | 200600175 issued |  |  |  |
| Owyhee Russet | AO96160-3 | 2010 | 201000297 issued |  |  |  |
| Purple Pelisse1 | POR01PG16-1 | 2010 | 201000200 issued | \*\* |  |  |
| Purple Iris1 | POR11PG7-1 | 2019 | In submission | \*\* |  |  |
| Rainier Russet | AO60191-1 | 2020 | In submission |  |  |  |
| Red Sunset | AO93487-2R | 2010 | 201000319 issued |  |  |  |
| Russet Legend | C0083008-1 | 1999 | 9900336 issued |  |  |  |
| Sage Russet | AO96164-1 | 2011 | 201100460 issued |  |  |  |
| Smilin’ Éyes | POR02PG26-5 | 2016 | 201700060 pending | \*\* |  |  |
| TerraRossa1 | POR01PG22-12 | 2015 | 201700061 pending |  |  |  |
| Vermillion1 | POR03PG33 | 2016 | 201600396 pending | \*\* |  |  |
| Wallowa Russet | A087277-6 | 2002 | 200200252 issued |  |  |  |
| Willamette | A091812-1 | 2006 | 200600176 issued |  |  |  |
| Winema | ND02438-6R | 2010 | 200100093 issued |  |  |  |
| Yukon Nugget | POR02PG37-2 | 2012 | 201400308 issued |  |  |  |
|  |  |  |  |  |  |  |

\*\* Permission to grow required by private party. Contact PVMI for more information.

1 Indicates specialty variety with higher royalty rate.