

Terms and Conditions for the Up Accelerate Program

Introduction

Up Accelerate is a one-year program seeks to source for innovative solutions to health challenges in Uganda. By tapping into networks of young entrepreneurs and providing them with seed funding, mentorship and technical support, Up Accelerate aims to develop market ready, scalable and sustainable solutions in the area of sexual and reproductive health (SRH).

The Up Accelerate program is a UNFPA initiative implemented in Uganda by Outbox, an incubator specialized in supporting entrepreneurs into market.

Outbox will run two acceleration cycles between November 2016 and September 2017. During this period, four (4) teams will be picked to join each acceleration cycle over a period of four months. Successful entrepreneurs will go through business training, mentoring and assistance on scaling and support in going to the market for which seed-funding of USD. 10,000 will be availed based on progress evaluation.

Participation in the Up Accelerate program constitutes the contestant's full consent to these terms and conditions. The organizer's decisions are final and binding.

Participating in the Up Accelerate program and (if the organizers choose to offer one) winning a prize (as further defined below) is contingent upon fulfilling all requirements set forth in these Terms and Conditions and entering into further agreements.

Organizers

Reference to the "Organizers" means:

Outbox (U) Ltd
4th Floor, Soliz House,
Lumumba Avenue, Kampala, Uganda

Program dates

Sourcing and selection

Call for Applications:	23rd March 2017
Boot camp at IUIU:	30th March 2017
Boot camp at Kyambogo University:	1st April 2017
Boot camp at Outbox:	7th April 2017
Boot camp at Makerere University:	10th April 2017
Boot camp at Gulu University:	12th April 2017
Boot camp at Outbox:	18th April 2017
Boot camp at Mbarara University:	21st April 2017
Close of applications:	30th April 2017
Long-listing of applicants:	2nd - 6th May 2017
Public voting and short-listing:	8th - 12th May 2017
Announcements to short-listed participants:	15th May 2017
Pitch practice:	18th May 2017
Pitch day:	23rd May 2017

Incubation

Incubation:	29th May 2017 - 13th September 2017
Demo day:	13th September 2017

Eligibility criteria

The program is open to:

1. Founding teams of individuals that are between 18 - 30 years of age at the time of the application. The project will only accept teams of at least 2 founding individuals and no more than 4 to participate in the program. A team of one founding individual will not be considered. Each team must be constituted of, as a minimum, 1 male and 1 female founding member.
2. Participants must be Ugandan citizens or permanent residents, available for the acceleration period of four (4) months and with business ventures that are or will be operational and incorporated in Uganda.
3. All team members must be fully proficient in English.
4. Up Accelerate is a program that requires founder participation. All founding team members must commit to fully participate in the program. Founding team members not fully-committed to the program will not be accepted to remain the program, and their removal from the program may render the remaining team ineligible for the program.

5. Owning or having a registered business is not a prerequisite for winning the competition. However, winners without registered businesses will be expected to register businesses or companies in Uganda within 1 month of being notified of winning the competition to be eligible to receive the grant.

6. The business idea should be pre-revenue and not have raised more than \$50,000 at the time of submission of the application.

7. Only applications submitted through the Up Accelerate web portal at www.upaccelerate.co.ug will be eligible for consideration.

8. Employees and family members of UNFPA and Outbox, any individual involved in the Up Accelerate program design, production, promotion, execution, distribution and any such individual's immediate family or household, are not eligible to participate in this program.

Application period

Participants may enter an application between 23rd March 2017 to 5th May 2017

Application

To be considered, applications submitted must directly address to one of the two challenge areas advertised on the Up Accelerate website for the current acceleration cycle.

To be considered, applications submitted must be correctly filled in English.

General requirements

- a. A Participant may enter more than one application. However, each application must be, at the sole discretion of the Organizers, substantially different from the Participant's other applications. If similar applications are received, the Organisers may require the Participant to choose one of the similar applications for consideration. If an individual is a member of more than one team or organization, the applications made by the team or organization that the individual is part of must be substantially different from other applications the individual is involved in.

- b. An application may be rejected at the sole discretion of the Organizers for any reason, including if the application, either in part or in its entirety, is deemed to be obscene, defamatory, likely to incite violence or illegal activity, in violation of any third-party's rights or any relevant regulations or is otherwise deemed to be inappropriate.

- c. Applications must not attempt to duplicate a prior application already submitted in this Programme. The Organizers reserve the right to disqualify any application that in their opinion is a duplicate or substantially similar to another application.

- d. Applications must not violate the intellectual property rights or other rights including, but not limited to, copyright, trademark, patent, contract, and/or privacy rights of any other person or entity.

- e. By entering an application the Participant represents, warrants and agrees that any use of the application by the Organizers (or any of their respective partners, subsidiaries and affiliates) as authorized by these Terms & Conditions, shall not infringe upon, misappropriate or otherwise violate any intellectual property right or proprietary right including, without limitation, any registered or unregistered trademark, copyright, design rights or patent, nor any privacy rights, moral rights nor any other rights of any person or entity.

- f. All winners will be expected to be technologically savvy and have access to their own computing device or get assistance from a technologically savvy person. They must have access to a computer/laptop to use for course projects during the tenure of the acceleration program.

- g. Participants in the previous call for applications that did not win are welcome to submit an improved version of their previous application or a new application.

- h. Teams currently undergoing acceleration support in the program are not allowed to submit another application in the program.

Acceleration

- a. There are two cycles/phases of the acceleration program. Each cycle will seek to support up-to four startups.
- b. Applications to the acceleration program will undergo an initial screening by the Organizers. To be considered, teams must apply at www.upaccelerate.co.ug by setting up an account and accurately completing and submitting personal details of the team members. The organisers will select a long-list of up-to 30 applicants to participate in a public voting exercise and second screening process by a team of independent judges.
- c. The Organisers will then select a number of applicants to attend a Pitch Day in Kampala. It is anticipated that around 10 applicants will be selected, though the judging panel reserves the right to select more or less depending on the quantity and quality of applications received. Those who are invited to the Pitch Day will be given the opportunity to pitch their ideas to a panel. Pitches are expected to take place in a morning weekday session.
- d. Applications deemed to have the highest technical quality (as determined by the judging panel) will be invited to participate in the acceleration phase of the program in Kampala. (it is anticipated that 4 businesses will be selected for the acceleration program per cycle.
- e. The Organizers are not obligated to invite any participants into the acceleration phase if the quality of applications is not deemed high enough (at the Judges' and Organizer's sole discretion). Participants who reach this stage of the application process may be required (at the Organizer's sole discretion) to sign a Confidentiality Agreement. Failure to enter into a Confidentiality Agreement may result in the Participant's application being rejected.
- f. Should a successful Participant wish to accept such offer and participate in the Up Accelerate program they will be required to submit further documentation. This may include a requirement to set up a limited company which owns the intellectual property rights of the business idea. Participants may also be subject to criminal record checks before entering the programme.
- g. Participants will also be offered a sum of money (up to USD 10,000 in local UGX Currency) to help with any costs the team may incur in taking part in the Accelerator. The seed funding will not be transferred to the established businesses but will be managed with oversight from Outbox based on agreed milestones. The successful teams may, after the conclusion of the accelerator program, also be offered the opportunity to receive investment in its business from Outbox in consideration for a legal interest in the business.
- h. The detailed requirements for entering into the Up Accelerate program are to be negotiated between the Organizers and the Participant once an invitation has been issued, and until and unless such documentation is agreed and entered into by all parties

the Participant shall not be obligated to participate in Up Accelerate program and the Organisers shall not be obliged to admit the Participant to the Up Accelerate program.

- i. In order to maximize benefit from expertise and tools made available by Outbox, Participants in the accelerator (“Accelerator Participants”) are strongly advised, but not required, to relocate their businesses to Outbox’s office-space for the duration of the Up Accelerate program. Applicants from other innovation spaces are also welcome to apply to the program
- j. Participation in hosted events, speeches and workshops during the Up Accelerate program is mandatory for all Accelerator Participants. This includes all members of the founding team and other non-founding members.
- k. The Accelerator will run for four months and will be split into ‘themed’ sprints. Information about the sprints will be communicated to Accelerator Participants prior to the commencement of the accelerator. During the accelerator phase, businesses will be recorded and videos will be posted in the Up Accelerate program website to allow the organizers’ partners and the public to track the program’s progress.
- l. Each team should have a nominated leader that will act as the focal point of contact. All information will be shared with the nominated leader.
- m. Public demo day: Towards or at the end of the accelerator, the Accelerator Participants will demo their product or solution to potential partners, investors and fellow entrepreneurs.

Publicity

Participation in the programme constitutes a participant’s consent to the Organizers and their agents’ use of the participant’s name and description, including the team or organisation name, if applicable, and the Participant’s likeness, photograph, voice, opinions, comments and/or the place of business / residence of the Participant (or individuals who contributed to the Participant’s application) for non-commercial promotional purposes in any media, worldwide, without further payment or consideration for a period up until two years following the conclusion of the programme.

General conditions

- a. The Organizers reserve the right to cancel, suspend and/or modify the programme, or any part of it, if any fraud, technical failure or any other unanticipated factor or factor beyond the Organizers control impairs the integrity or proper functioning of the programme, as determined by the Organizers at their sole discretion. The Organizers reserve the right at their sole discretion to disqualify any Participant, including if they find the Participant to be tampering with the programme, specifically including, but not limited to, the entry or voting process (for example by using the aid of computer software programs to auto-vote, creation of fake email addresses), or the operation of the programme, or to be acting in violation of these Terms & Conditions, or in a manner

that is inappropriate, unsportsmanlike, not in the best interests of this programme, or a violation of any applicable law or regulation.

- b. Any attempt by any person to undermine the proper conduct of the programme may be a violation of criminal and civil law, and, should such an attempt be made, the Organizers reserve the right to take proper legal action, including, without limitation, referral to law enforcement for any illegal or unlawful activities.

- c. The Organizers' failure to enforce any provision of these Terms & Conditions shall not constitute a waiver of that provision. The Organizers are not responsible for incomplete, late, misdirected, damaged, lost, illegible or incomprehensible applications, or for address or email address changes of the Participant. Proof of sending or submitting will not be deemed to be proof of receipt by the Organizers.

- d. In the event of any discrepancy or inconsistency between any provisions of these Terms & Conditions and disclosures or other statements contained in any programme materials, including, but not limited to, the programme application form, programme website, advertising (including, but not limited to, television, print, radio or online ads), these Terms & Conditions shall prevail.

- e. The Organisers reserve the right, without liability, to amend these Terms & Conditions at any time, including the rights or obligations of Participants, UNFPA, Outbox. In such event, the Organisers will post the amended Terms & Conditions on the programme website. Any amendment will become effective at the time the Organisers post the amended Terms & Conditions.

- f. All intellectual property related to this programme (excluding Participants' products and innovations and proprietary intellectual property), including, but not limited to, trademarks, trade-names, logos, designs, promotional materials, web pages, source codes, drawings, illustrations, slogans and representations, are owned or used under license by Outbox. All rights are reserved. Unauthorized copying or use of any

copyrighted material or intellectual property without the express written consent of its owners is strictly prohibited.

- g. The Participants shall at all times act in accordance with all applicable laws in any relevant jurisdiction and continue to do so during their involvement in the Accelerator. Organizers may terminate any agreement with the Participant with immediate effect should it, in its sole discretion, deem that the Participant has contravened any applicable laws. The Organizers shall not be liable for any direct or indirect losses of the Participant arising out of any termination under this clause.

- h. Should any provision of these Terms & Conditions be, or become, illegal or unenforceable, such illegality or unenforceability shall leave the remainder of these Terms & Conditions unaffected and valid. The illegal or unenforceable provision shall be replaced by a valid and enforceable provision that comes closest and best reflects the Organizer's intention in a legal and enforceable manner with respect to the invalid or unenforceable provision.

How will the voting and selection be done

1. All entries will be screened on eligibility, completeness and timeliness of submission.
2. All entries eligible, complete and timely submitted will be put forward as longlist to a panel of judges. The Panel of Judges mandated by the program team will review the longlist and pick 10 applications that will be subjected to final pitching for the winners to be selected by the expert panel of judges. The long list will also be subjected to a public voting system to complement the judges' decision. The Judges' decision is final, binding and not subject to any review or appeal. The program will not enter into any correspondence with participants regarding the decision of the Panel of Judges. The program may select additional reserve winners to replace any winner of any of the Prizes who is subsequently disqualified.
3. The entries in the Campaign that will have met the Judges' criteria at the close of the pitching window will be declared the winners. The judges' vote will account for 70% of the total score.

Selection criteria

We shall be specifically asking the following questions to short-list an idea:

- **Team:** What is the capacitor of the implementers? For example what networks do they have access to? How much experience do they have? What is their connection as youth to the community within which they want to implement the idea?
- Is the idea submitted by individuals that reside or work in Uganda?
- Does the idea hit the intersection between **viability, relevance and sustainability**?
- Is the idea market ready and scalable?
- **Originality:** Does the idea present an innovative solution to the challenge being addressed? This can be demonstrated by:
 - Showing us you have done your research – how different is the idea from what already exists out there?
 - Has the participants tried to test out their idea through prototyping or seeking feedback from potential users?
- **Demonstration of potential:** Does the idea address the challenge areas for which it was submitted?
 - Clear and concise description of your idea during submission
 - Show us how your idea could work by sharing potential learnings or feedback from users you have tested it with
- **Engagement:** Has the participant improved upon the idea based on feedback from the community and the Outbox team?
 - Respond to questions and comments left by the community members of the acceleration program, experts and the Outbox team
 - Continuously update your idea based on feedback

In addition to the criteria above, the panel will mainly be looking at the following additional criteria on pitch day:

- Do the applicants understand the context within which their idea is to operate? Is it considered desirable by experts?
- **Support impact:** Is the scale of the project or idea such that our funding support is enough to propel it forward?

The prize

- a. The winners for each acceleration cycle (if any) will be offered a conditional grant of USD 10,000 in local currency (UGX). This grant will be disbursed to the winning participants in tranches and based on milestones developed at the start of the acceleration cycle.
- b. The teams having the final selected winning ideas must attend an entrepreneurship acceleration program for a period of 4 months, facilitated by Outbox, to be eligible to receive the said grant. The applicant agrees and accepts that financing will be pegged on the team attaining all the set milestones as per the acceleration curriculum.
- c. All winning business ideas MUST be lawful under the laws of Uganda.
- d. The prize is non-transferable.
- e. Outbox will inform the winners by email and mobile contact through their nominated team leader.
- f. The winner will be contacted by Outbox within 72 hours from conclusion of voting and selection of winners. The prize shall be deemed to have been forfeited and another winner will be selected if the call from our above telephone line is not answered within 3 attempts or the winner's phone is off at the time of the call or the call is directed to voicemail or a person other than the winner answers or there is failure to verify the winner's identification details.
- g. In the event of disqualification of a participant in the acceleration program, the Organizers may at their sole discretion select an alternate participant or award the applicable prize to an alternate potential winner.

Entry conditions and indemnity

- a. Each Participant acknowledges and agrees that the relationship between the Participants, and the Organizers is not a confidential, fiduciary, or other special relationship, and that the Participant's decision to provide the Participant's application to the Organizers for the purposes of this acceleration program does not place the Organizers and their respective agents in a position that is any different from the position held by the members of the general public with regard to elements of the application, except as specifically provided in these Terms & Conditions. The Organizers and the judging panel will not enter into nondisclosure agreements with Participants in connection with the programme.
- b. By entering, each Participant (including all participating members of a team or organisation) agree(s) to:

- i. Comply with and be bound by these Terms & Conditions and the decisions of the Organizers and/or the judging panel, which are binding and final in all matters relating to this innovation acceleration programme; and
- ii. Indemnify, defend and hold harmless the Organizers, and their respective parent, subsidiary, and affiliated companies and any other organizations responsible for sponsoring, fulfilling, administering, advertising or promoting the programme, and all of their respective past and present officers, directors, employees, agents and representatives from and against any and all claims, expenses, and liabilities (including legal fees), including, but not limited to, negligence and damages of any kind to persons and property, defamation, infringement of trademark, copyright, design right or other intellectual property rights, property damage, or death or personal injury arising out of or relating to a Participant's entry, creation of application or entry of application, participation in the programme, acceptance or use or misuse of the prize (including any related travel or activity), participation in Pitch Days, participation in the accelerator and/or the broadcast, transmission, performance, exploitation or use of application as authorized or licensed by these Terms & Conditions.

Privacy

All personal information collected from you is subject to the privacy policy located [here](#)

Law and Jurisdiction

These terms and conditions will be governed by Ugandan Law and are subject to the exclusive jurisdiction of Ugandan Courts.