

**THE UNIVERSITY OF MICHIGAN
REGENTS COMMUNICATION**

Approved by the Regents
February 18, 2010

ACTION REQUEST

Subject: Regental Action Required Under the State of Michigan
Conflict of Interest Statute

Action

Requested: Authorization for the University to enter into an Agreement with Handoff Solutions, LLC (University of Michigan Employees Dr. Jeffrey E. Terrell, James J. Law and Adrian Weyhing, Principal Managers)

Background:

The University of Michigan Health System ("UMHS") seeks approval to enter into an agreement with Handoff Solutions, LLC ("Handoff") for access to radiological images via web-based software service at www.MeAndMyDocs.com. Handoff developed this proprietary service which enhances clinical workflow by allowing patients and doctors to share and access radiological information across various resources, clinics and research studies. Handoff was selected because they are uniquely qualified to offer this service and discounted pricing.

The proposed agreement falls under the State of Michigan Conflict of Interest Statute as Dr. Jeffrey E. Terrell, James J. Law and Adrian Weyhing are University employees and would be a party to the contract by their participation in Handoff as Chief Executive Manager, Chief Technology Manager and Chief Operations Manager, respectively. However, the Statute allows the University to enter into such contracts if the following conditions are met:

- a) The public servant promptly discloses any pecuniary interest in the contract to the official body which has power to approve the purchase, which disclosure shall be a matter of record in its official proceedings.
- b) The purchase is approved by a vote of not less than 2/3 of the full membership of the approving body in open session without the vote of the public servant making the disclosure.
- c) The official body discloses the following summary information in its official minutes:
 - i) The name of each party involved in the contract.
 - ii) The terms of the purchase, including duration, financial consideration between the parties, facilities or services of the public entity included in the purchase, and the nature and degree of assignment of employees of the public entity for fulfillment of the purchase.
 - iii) The nature of any pecuniary interest.

The following information is provided in compliance with the statutory requirements contained in Section (c) above:

- i) The parties involved in the agreement are the Regents of the University of Michigan, UMHS and Handoff Solutions, LLC.
- ii) The agreement is for web access services at www.MeAndMyDocs.com to manage and share patients' radiological images at a discounted rate of \$3 per study. The contract for Handoff's services will be prepared upon approval through 2014 and not to exceed a total amount of \$300,000.
- iii) The pecuniary interest arises from the fact that Dr. Jeffrey E. Terrell, James J. Law and Adrian Weyhing are University employees as Professor of Otorhinolaryngology in the Medical School, Applications Systems Analyst and Applications Systems Analyst/Programmer Senior in Medical Center Information Technology, respectively, and are each principal members of Handoff.

Dr. Terrell, Mr. Law and Mr. Weyhing have met state law requirements with the disclosure of their pecuniary interest and formal appointment arrangements with the University of Michigan. Requirements, if any, that may be applicable under the Medical School's or OVPR's Conflict of Interest Committee's procedures are separately analyzed and managed.

We recommend that the Board of Regents approve the agreement between the University of Michigan and Handoff Solutions, LLC subject to requirements, if any, that either the Medical School's or OVPR's Conflict of Interest Committee may impose.

Respectfully submitted,



Timothy P. Slottow
Executive Vice President
and Chief Financial Officer

February 2010