THE UNIVERSITY OF MICHIGAN
REGENTS COMMUNICATION

ACTION REQUEST

Subject: License Agreement between the University of Michigan and
                     Good Business Analytics LLC

Action Requested: Approval of License Agreement

Preamble:

A statutory conflict of interest situation was identified by the Office of Technology
Transfer while reviewing the technology transfer agreement that then triggered a
review by the UMOR Conflict of Interest Review Committee. A plan for
management of the possible risks associated with the conflict of interest was then
developed and approved by this Committee and agreed to by the parties involved in
this plan.

This proposed license agreement ("Agreement") falls under the State of Michigan
Conflict of Interest Statute because Professor Achyuta Adhvaryu is both an
employee of the University of Michigan ("University") and a partial owner of Good
Business Analytics LLC. The law permits such an Agreement provided it is
disclosed to the Board of Regents ("Regents") of the University of Michigan and
approved in advance by a 2/3 vote.

Background:

Dr. Achyuta Adhvaryu, an Assistant Professor of Business Economics and Public
Policy at the Ross School of Business, is the partial owner of a for-profit company
called Good Business Analytics LLC (the "Company"). The Company was formed
recently to commercialize Dr. Adhvaryu's research in optimizing hiring practices
using online survey solicitation methods to obtain higher performance employees.
The Company desires to license from the University of Michigan the University's
rights associated with the following technology:

> UM OTT File No. 2019-217, entitled: "Psychometric Screening Tool for
> Hiring" (Inventor: Achyuta Rasendra Adhvaryu)

The Office of Technology Transfer selected the Company as a University partner and
negotiated the terms of the proposed Agreement in accordance with University
policy and its accepted licensing principles.

Parties to the Agreement:

The Regents of the University of Michigan and Good Business Analytics LLC

Agreement Terms Include:

Agreement terms include granting the Company an exclusive license with the right to grant sublicenses. The Company will pay a royalty on sales.

The University will retain ownership of the licensed technology and may continue to further develop it and use it internally. No use of University services or facilities, nor any assignment of University employees, is obligated or contemplated under the Agreement. Standard disclaimers of warrantees and indemnification apply, and the Agreement may be amended by consent of the parties, such as adding related technology. University procedures for approval of these changes will be followed and additional conflict of interest review will be done as appropriate.

Pecuniary Interest:

The pecuniary interests of Dr. Adhvaryu arise from his ownership interest in Good Business Analytics LLC.

Net Effect:

The Office of Technology Transfer has negotiated and finalized the terms of a worldwide exclusive license agreement for the technology related to UM OTT File No. 2019-217 for all fields of use. Good Business Analytics LLC will obtain use and commercialization rights to the above listed University technology.

Recommendations:

This matter has been reviewed and approved by the UMOR Conflict of Interest Review Committee. In light of this disclosure and our finding that the Agreement was negotiated in conformance with standard University practices, I recommend that the Board of Regents approve the Agreement between the University and Good Business Analytics LLC.

Respectfully submitted,

S. Jack Hu
Vice President for Research

February 2019