

THE UNIVERSITY OF MICHIGAN
REGENTS COMMUNICATION

ACTION REQUEST

Subject: Subcontract Agreement between the University of Michigan and ResolveAble Inc.

Action Requested: Authorization to enter into Agreement

Preamble:

A statutory conflict of interest situation was identified by the Office of Research and Sponsored Projects while reviewing the proposed agreement which then triggered a review by the OVPR Conflict of Interest Review Committee. A plan for management of the possible risks associated with any conflicts of interest was developed and approved by the Committee and agreed to by the parties involved.

This proposed subcontract agreement ("Agreement") falls under the State of Michigan's Conflict of Interest Statute because Professor James Prescott is both an employee of the University of Michigan ("University") and the Chief Research Officer of ResolveAble Inc. 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. James Prescott, an Assistant Professor of Law, in the Law School, is the Chief Research Officer at ResolveAble Inc. (the "Company"). The Company wishes to enter into a subcontract agreement with the University for the proposal submitted to the National Science Foundation titled: "Professor Prescott I-CORPS" (ORSP #13-PAF01225). The University's proposal is in response to the National Science Foundation's drive to take innovation out of the laboratory and into the market.

Agreement Terms:

The terms of the proposed Agreement will conform to University policy. Dr. Prescott will serve as the Chief Research Officer at ResolveAble Inc. with a total subcontract of \$14,147.58 that is anticipated to cover a period of six months. Since research projects are often amended, this agreement includes provisions for changes in time, amount, and scope of the supported project. University procedures for approval of these changes will be followed and additional conflict of interest review will be done as appropriate.

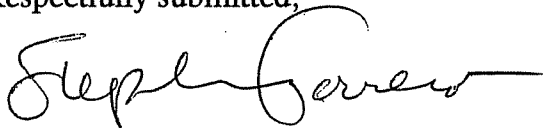
Impact of the Agreement:

The Agreement will enable the University to participate in this important venture directed at commercializing innovation and, by that process, improving the economy.

Recommendation:

This matter has been reviewed and approved by the OVPR's Conflict of Interest Review Committee. In light of the disclosure and our finding that the Agreement was negotiated in conformance with standard University practices, I recommend that the Board of Regents approve of the University's entering into this Agreement with ResolveAble Inc.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Stephen Forrest", with a long horizontal flourish extending to the right.

Stephen R. Forrest
Vice President for Research

April 2013