

THE UNIVERSITY OF MICHIGAN
REGENTS COMMUNICATION

ACTION REQUEST

Subject: Subcontract Agreement between the University of Michigan and CubeWorks, 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 Proposal Approval Form which 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 the Committee and agreed to by the parties involved.

This proposed agreement (“Agreement”) falls under the State of Michigan Conflict of Interest Statute because Professors Dennis Sylvester, David Blaauw, David Wentzloff, and Dr. ZhiYoong Foo are employees of the University of Michigan (“University”) and partial owners of CubeWorks, 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. Dennis Sylvester, a Professor in the Department of Electrical Engineering and Computer Science – Electrical and Computer Engineering (EECS – ECE) Division, Dr. David Blaauw, a Professor of EECS – ECE, Dr. David Wentzloff, an Associate Professor of EECS – ECE, and Dr. ZhiYoong Foo, an Engineer in Research Senior at EECS – ECE, are partial owners of a for-profit company called CubeWorks, Inc. (the “Company”). The Company wishes to fund a DARPA (prime), Leidos, Inc. (intermediate) project entitled “Audio Sensor Testing and Integration,” (ORSP #19-PAF00578) in the Department of EECS – ECE under the direction of Dr. David Blaauw. The purpose of this project is to develop switches for the integration into a larger audio signal detection system.

Agreement Terms:

The terms of the Agreement conform to University policy. The period of performance for the project is approximately two (2) years. The amount of funding support will not exceed \$400,000. Since research projects are often amended, this agreement includes provisions for changes in time and scope. 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 support an effort by Dr. Blaauw to use his expertise and University laboratory, as well as other University resources, to advance the field of low power audio signal detection.

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 University's entering into this Agreement with CubeWorks, Inc.

Respectfully submitted,



Rebecca Cunningham
Interim Vice President for Research

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