

THE UNIVERSITY OF MICHIGAN

REGENTS COMMUNICATION

Approved by the Regents

February 19, 2009

ACTION REQUEST

Subject: Royalty Sharing Agreement between the University of Michigan and Antonia Villarruel

Action Requested: Approval of 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 OVPR 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 royalty-sharing agreement ("Agreement") falls under the State of Michigan Conflict of Interest Statute because Professor Antonia Villarruel is both an employee of the University of Michigan ("University") and a party to this agreement. The law permits such an Agreement provided it is disclosed to the executive officers and approved in advance by a 2/3 vote of the Regents of the University of Michigan.

Background:

Prior to becoming a University employee, Dr. Antonia Villarruel, Associate Dean for Research in the School of Nursing, developed and is a partial owner of a copyrighted curriculum entitled "¡Cuidate! - A Culturally-based Program to Reduce HIV Sexual Risk Behavior Among Latino Youth - Facilitator's Curriculum," ("Curriculum"). Dr. Villarruel and her co-authors now wish to have the University further develop and license the Curriculum to third parties and to share royalty revenues with the authors.

The University will enter into an agreement with Dr. Villarruel and her co-authors that provides for the University to license the Curriculum and to pay the authors a share of revenues received by the University. The authors will also grant the University the non-exclusive right to create derivatives and to practice the Curriculum for educational, research and internal purposes.

Parties to the Agreement:

The Regents of the University of Michigan and Dr. Villarruel.

Agreement Terms Include:

Agreement terms include sharing royalty revenues directly to Dr. Villarruel. The University will retain non-exclusive research use rights and the rights to make derivatives. The Agreement may be amended by consent of the parties. 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. Villarruel arise from her ownership interest in the Curriculum.

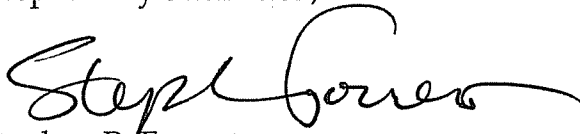
Net Effect:

The Office of Technology Transfer has negotiated and finalized the terms of a royalty-sharing agreement related to the Curriculum.

Recommendations:

This matter has been reviewed and approved by the OVPR 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 Dr. Villarruel.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read "Stephen R. Forrest". The signature is fluid and cursive, with a long horizontal stroke at the end.

Stephen R. Forrest
Vice President for Research

February 2009