

**DECEMBER MEETING, 2017**

*The University of Michigan  
Ann Arbor  
December 7, 2017*

The regents met at 4:07 p.m. in the Anderson Room, Michigan Union. Present were President Schlissel and Regents Behm, Bernstein, Ilitch, Newman, Richner, Ryder Diggs, Weiser and White. Also present were Chancellor Borrego, Vice President Churchill, Vice President Harper, Executive Vice President Hegarty, Vice President Hu, Chancellor Little, Vice President Lynch, Vice President May, Vice President Michels, Provost Philbert, Interim Vice President Rosenberg, Executive Vice President Runge and Vice President Wilbanks.

**Call to Order and President's Opening Remarks**

President Schlissel called the meeting and began by expressing significant concerns about the proposed federal tax reform legislation. He said that the complexity and far-reaching scope of the tax proposal makes it difficult to determine what the final bill will look like. Several key provisions of the current tax code that help UM students are at risk. If enacted, they would make it harder for students to earn a college degree or to pursue a Ph.D. The proposal would end tax benefits designed to make education more affordable, including the student loan interest deduction, the tax-exempt status of tuition waivers for graduate students serving as teaching and research assistants, and the above-the-line deduction for qualified tuition and related expenses. He urged elected leaders to pass a smarter tax reform bill to protect the interests, the futures and the aspirations of our nation's college students.

President Schlissel congratulated UM student and Central Student Government Vice President Nadine Jawad, who is one of only 32 Americans chosen as a prestigious Rhodes Scholar, earning the opportunity to pursue graduate studies at the University of Oxford in England. Ms. Jawad is a senior in the Gerald R. Ford School of Public Policy and plans to study medicine, public health and forced migration. She is the 28th UM student to be named a Rhodes Scholar since the awards were established in 1902.

Giving Bluesday was a great success and President Schlissel reported that in 24 hours a record 8,215 donors made gifts to the University totaling more than \$4.4 million. He thanked the donors and the students, faculty and staff who inspired their generosity.

President Schlissel turned to the appointment of Andrew Rosenberg, interim vice president for information technology and chief information officer. Dr. Rosenberg is currently chief information officer for Michigan Medicine, and an associate professor of anesthesiology and internal medicine in the Medical School. As Michigan Medicine's first CIO, Dr. Rosenberg worked to enhance collaboration to ensure technology products and services efficiently and effectively support the institution's research, education and patient care mission.

The President thanked Kelli Trosvig for her service as the first vice president for information technology and commended her for the work that she and the ITS team have completed. Details about the about the process to identify the next permanent vice president for information technology will be reported soon.

President Schlissel said he looks forward to conferring UM degrees to hundreds of students on December 17th at the Ann Arbor winter commencement at the Crisler

Center. The final ten UM Bicentennial Alumni Award recipients will receive their awards, including two-time National Book Award winner and 2017 McArthur fellow Jesmyn Ward who will deliver the commencement address. The UM-Dearborn commencement is December 16th and UM-Flint will hold its ceremony on December 17th.

In closing, he wished the football team best of luck in their game against South Carolina in the Outback Bowl on January 1st.

### **Presentation**

President Schlissel then turned the meeting over to Provost Philbert, who introduced the presentation. Provost Philbert said that two faculty members received MacArthur Fellowships this fall. Jason De Leon, associate professor of anthropology, studies undocumented border crossings from a wide range of perspectives and will present at a future board meeting. The second recipient is Derek Peterson, professor of history and professor of Afroamerican and African studies. His work includes the examination of eastern Africa's intellectual cultures. His early scholarly work was about the history of African-language literature in Kenya; later he wrote a prize-winning book about the East African Revival, a Christian conversion movement that challenged cultural nationalists' control over civic life. He teaches undergraduate courses on African literature, African Christianity and family history in a global context and has engaged students in the complex work of preserving and digitizing archival resources in Uganda.

Professor Peterson provided an overview of his time spent in the mid-2000s in Uganda as a researcher. While there he became aware of the patchy infrastructure for

the study of history, and the scattered and decaying documents that were the archives of the Uganda government records. In 2009, with the assistance of students and colleagues at the Mountains of the Moon University, and with the help of UM students, he recovered, catalogued and digitized documents and records. By 2007, the archives were fully digitized. In 2012, he traveled to South Sudan to rescue the national archives of the world's newest government that were being kept in a tent and embarked on a similar rescue and archiving effort. In 2015, a team went to the Jinja District in Eastern Ughanda and rescued records kept in flooded basement.

He praised the African Studies Center at UM for their support that included UM students and scholars working and studying with African students and scholars in Africa. Through the African Presidential Scholars program, over 130 students and scholars have come to Ann Arbor to study. These strong and important collaborative partnerships are now looking at radio and television archive preservation in Uganda. He gratefully described his work as wider and broader than scholarship, and said it is also about the value of developing alliances.

### **Consent Agenda**

**Minutes.** Vice President Churchill submitted for approval the minutes of the meeting of October 19, 2017.

**Reports.** Executive Vice President Hegarty submitted the Investment Report as of October 31, 2017, the Plant Extension Report and the University Human Resources Report.

**Litigation Report.** Vice President Lynch reported that he has communicated with the attorney for supporters of Richard Spencer regarding the time, place and

manner requirements under which the University might permit them to rent space. The process has been and will continue to be focused on the safety of the community. He said that there will be nothing more to share until next year.

**Research Report.** Vice President Hu submitted the Report of Projects Established, July 1, 2017 – September 30, 2017. Vice President Hu said last year the volume of research expenditures was \$1.48 billion, which is a record high. This places UM as a top public university and second among all universities for volume of research. He also said that he is pleased to recommend the appointment of Kelly Sexton, Ph.D. as associate vice president for research – technology transfer and innovation partnerships in the Office of Research.

**University of Michigan Health System.** Executive Vice President Runge said that he was pleased to bring forward the recommended appointment of Dee E. Fenner, M.D., chair, Department of Obstetrics and Gynecology in the Medical School.

**Student Life.** Vice President Harper noted the recommendation of Kambiz Khlili, associate vice president for student life, and also the change in responsibilities for Simone Himbeault Taylor, senior associate vice president for student life.

**University of Michigan-Dearborn.** Chancellor Little said that 700 degrees will be conferred at the December 16th commencement ceremony. Both commencement speakers are alumni; Suneel Gupta, entrepreneur-in-residence with Kleiner, Perkins, Caufield & Byers and a visiting scholar at Harvard University; and Farhan Latif, president of El-Hibri Foundation. Chancellor Little noted the 10th anniversary of the eCities initiative which focuses on developing best practices for a positive business climate.

**University of Michigan-Flint.** Chancellor Borrego reported that the “It’s On Us” program that helps develop skills for interventions of unwanted advances, recently received a grant. UM-Flint commencement will celebrate over 600 graduates including the first Ph.D. in physical therapy. The speaker will be Mojah Kahf, author of *The Girl in the Tangerine Scarf: A Novel*.

**Rackham Student Government Report.** President Naomi Wilson commented on various issues related to graduate students including the implications of the proposed tax cuts, campus climate and support of the Middle Eastern North African (MENA) category for identifying ethnicity. She said that her international colleagues are concerned about the travel ban, which will have a drastic effect on students and their families and will place limits on their work. She also raised concerns about the possibility of Richard Spencer coming to campus. She thanked former Provost Martha Pollack for arranging this opportunity to speak.

**Central Student Government Report.** President Anushka Sarkar spoke of the CSG divestment resolution, which she distributed along with a copy of her statement and concerns.

She also spoke of Richard Spencer speaking on campus. Her concerns are for safety and security, and she said that she does not believe he and his followers should be accommodated because it cannot be done safely. She cited several resolutions asking that he not be allowed to come to campus and stressed the importance of transparency on these important issues.

**Voluntary Support.** Vice President May submitted the report of voluntary support for October 31, 2017.

**Personnel Actions/Personnel Reports.** Provost Philbert presented a number of personnel actions and reports.

**Retirement Memoirs.** Vice President Churchill submitted 17 memoirs.

**Memorials.** There were no deaths reported to the regents this month.

**Degrees.** There is no action with respect to degrees this month.

**Approval of Consent Agenda.** On a motion by Regent White, seconded by Regent Richner, the regents unanimously approved the consent agenda.

### **University Real Estate Policy Annual Report on Leases Exceeding 50,000 Square Feet**

Executive Vice President Hegarty reported on situations where the total square footage being leased in a particular building or in a related complex of buildings exceeds 50,000 square feet.

### **Fiscal Year 2019 Capital Outlay Submission All Campuses**

Executive Vice President Hegarty reported on the capital outlay request and five-year master plan for Ann Arbor, Dearborn and Flint campuses for the 2019 fiscal year.

### **Alternative and Absolute Return Commitments**

Executive Vice President Hegarty reported on the University's follow-on investments with previously approved partnerships with a commitment of \$35 million to Bain Capital XII, L.P.; \$40 million to CREA Partners II, L.P.; and €46.5 million to Napier Park ELM Series II, LLC.

### **Alternative Asset Commitment**

On a motion by Regent White, seconded by Regent Richner, the regents unanimously approved a commitment of up to \$40 million from the University's Long Term Portfolio to BVC Fund II, L.P.

### **Alternative Asset Commitment**

On a motion by Regent White, seconded by Regent Behm, the regents unanimously approved a commitment of up to \$130 million from the University's Long Term Portfolio to Bay & King Investment Fund, LLC.

### **Alternative Asset Commitment**

On a motion by Regent White, seconded by Regent Behm, the regents unanimously approved a commitment of up to \$100 million from the University's Long Term Portfolio to Y Combinator Continuity Funds II & III, L.P.

### **Absolute Return Commitments**

On a motion by Regent White, seconded by Regent Richner, the regents unanimously approved a commitment of up to £25 million from the University's Long Term Portfolio to Harbour Fund IV, L.P.

### **959 Wall Street Purchase of Real Estate**

On a motion by Regent White, seconded by Regent Richner, the regents unanimously approved the purchase of the property at 959 Wall Street, Ann Arbor, Michigan at the negotiated price of \$950,000, subject to the University satisfying itself with the environmental condition of the site and otherwise completing due diligence.

### **Wall Street West Parking Structure**



On a motion by Regent White, seconded by Regent Richner, the regents unanimously approved the Wall Street West Parking Structure project as described and authorized commissioning Walker Parking Consultants for its design.

#### **Michigan Medicine East Ann Arbor Health and Geriatrics Center Infrastructure Upgrades**

On a motion by Regent White, seconded by Regent Richner, the regents unanimously approved the Michigan Medicine East Ann Arbor Health and Geriatrics Center infrastructure upgrades project as described and authorized issuing the project for bids and awarding construction contracts provided that bids are within the approved budget.

#### **Central Campus Storm Water Infiltration System**

On a motion by Regent White, seconded by Regent Richner, the regents unanimously approved the Central Campus storm water infiltration system project as described and authorized issuing the project for bids and awarding construction contracts provided that bids are within the approved budget.

#### **UM-Flint William R. Murchie Science Building Expansion**

Jack Bullo, principal at Harley Ellis Devereaux, gave an overview of the schematic design for the William R. Murchie Science Building expansion. The addition is directly attached and the location will serve as a gateway to the campus. It includes new ADA entrances and a flexible planning approach for engineering labs, collaborative and support space. The project includes classrooms for science and engineering, faculty offices and additional labs. The State of Michigan will provide approximately 75% of the necessary funding and Vice President Wilbanks was thanked for her efforts in securing this funding.

On a motion by Regent White, seconded by Regent Behm, the regents unanimously approved the schematic design for the UM-Flint William R. Murchie Science Building expansion project as described and authorized proceeding with construction provided that bids are within the approved budget.

### **Conflicts of Interest**

On a motion by Regent White, seconded by Regent Bernstein, the regents unanimously approved the conflict of interest items that fall under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

### **Authorization for the University of Michigan to enter into an agreement with Guideline Consulting**

An agreement with Guideline Consulting was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Office of Information and Technology Services, its Stephen M. Ross School of Business and Guideline Consulting.
2. The agreement is for leadership coaching and strategic consulting services for Information and Technology Services Information and Infrastructure Assurance, Information and Technology Services Identity and Access Management, and the Stephen M. Ross School of Business Executive Education. The contract amounts for the projects are \$43,560, \$9,728 and \$3,340 respectively. Guideline Consulting will be supplying all the necessary resources and personnel to fulfill these contracts. The remaining base contract terms and conditions were tailored to meet the particular needs of these contracts and have been approved by Procurement Services after advice from the Office of General Counsel.
3. The pecuniary interest arises from the fact that University of Michigan employee Griffin Reames is the owner of Guideline Consulting.

### **Authorization for the University of Michigan to enter into Lease Agreements with Venture Accelerator Firms Located at the North Campus Research Complex**

An agreement to enter into lease agreements with Cubeworks, Inc., Mphasics LLC and Sequal, Inc. at the North Campus Research Complex was approved.

1. The parties to the lease agreements are the Regents of the University of Michigan, Cubeworks, Inc., Mphasics LLC and Sequal, Inc.
2. The service to be provided is the lease of space in the North Campus Research Complex Venture Accelerator located at 1600 Huron Parkway, Ann Arbor, Michigan with access to common area space within the building. The lease durations including all options for renewal are outlined in the spreadsheet. The leases will use the standard University of Michigan Venture Accelerator lease template. The tenant companies will pay the rates as stipulated in the attached spreadsheet for the current term and option years as indicated. The tenant companies will be responsible for providing monthly updates concerning their business progress to the University of Michigan's Office of Technology Transfer, and will have access to Office of Technology Transfer personnel for advice concerning obtaining technology assessment, business consulting, technical assistance, capital raising, or other business services.
3. The pecuniary interest arises from the fact that University of Michigan employees David Blaauw, Prabal Dutta, ZhiYoong Foo, Yoonmyung Lee, Dennis Sylvester, David Wentzloff, Anish Tuteja, Reetuparna Das, Daichi Fujiki, Satish Narayanasamy and Arun Subramaniyan are owners and/or officers of Cubeworks, Inc., Mphasics LLC and/or Sequal, Inc.

#### **Authorization for the University to transact with K-Space, Inc.**

An agreement with K-Space, Inc. was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Electrical Engineering and Computer Science and K-Space, Inc.
2. The agreement is for one BandiT temperature monitor and vaccum chamber application, and one laser-based rotational trigger generator at a total cost of \$40,695. K-Space, Inc. will be supplying all the necessary resources and personnel to fulfill this contract. The remaining base contract terms and conditions are typical to those used in Procurement Services' standard templates for other similar contracts entered into by the regents.
3. The pecuniary interest arises from the fact that University of Michigan employee Roy Clarke is a stockholder and co-owner of K-Space, Inc.

#### **Option Agreement between the University of Michigan and Biomesapien, LLP**

An option agreement with Biomesapien, LLP to option from the University of Michigan the University's rights associated with the following technology: UM OTT File No. 7511, entitled, "Restoring the Gut Microbiome" was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Internal Medicine and Biomesapien, LLP.

2. Agreement terms include granting Biomesapien, LLP an exclusive license with the right to grant sublicenses. Biomesapien, LLP will pay an option fee and reimburse patent costs. The University may receive equity in Biomesapien, LLP, along with the right to purchase more equity. The University will retain ownership of the optioned 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 warranties 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.
3. The pecuniary interest arises from the fact that University of Michigan employee Thomas Schmidt has ownership interest in Biomesapien, LLP.

### **Research Agreement between the University of Michigan and Eli Lilly and Company**

A research agreement with Eli Lilly and Company to fund a project entitled, “CTSU\_NSS Lilly Protocol 17S-MC-HBEH LY3154207 PRESENCE Study” (ORSP #18-PAF01899) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Neurology and Eli Lilly and Company
2. 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 \$430,286. Since research projects are often amended, this agreement includes a provision 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.
3. The pecuniary interest arises from the fact that University of Michigan employee Dr. Marschall Runge is a paid member of the board of directors of Eli Lilly and Company.

### **Subcontract Agreement between the University of Michigan and Invenio Imaging, Inc.**

A subcontract agreement with Invenio Imaging, Inc. to fund a NIH (prime) SBIR Phase IIB project entitled, “Commercialization of Stimulated Raman Histology” (ORSP #17-PAF08093) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Neurosurgery and Invenio Imaging, Inc.
2. The terms of the agreement conform to University policy. The period of performance for the project is approximately three (3) years. The amount of

funding support will not exceed \$775,213. Since research projects are often amended, this agreement includes a provision 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.

3. The pecuniary interest arises from the fact that University of Michigan employee Dr. Daniel Orringer is part owner of Invenio Imaging, Inc.

### **Reassignment Agreement between the University of Michigan and Nikolaos Chronis**

A reassignment agreement with Nikolaos Chronis to have the rights to the following technology assigned to him personally: UM OTT File No. 7589, entitled, “A Microfluidic-Based Platform for the Label-Free Counting of White Blood Cells and Their Subtypes” was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Mechanical Engineering and Nikolaos Chronis.
2. Agreement terms include granting to Nikolaos Chronis any right, title, and interest the University may have in the technology referenced above. Nikolaos Chronis will pay a non-refundable one-time payment should he generate revenue beyond a predetermined threshold through sales of products or licensing of rights related to the technology referenced above. No use of University services or facilities, nor any assignment of University employees, is obligated or contemplated under the agreement. Standard disclaimers of warranties 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.
3. The pecuniary interests of University of Michigan employee Nikolaos Chronis arise from receipt of a reassignment agreement to the technology.

### **Amendment to Master Agreement between the University of Michigan and Diapin Therapeutics, LLC**

An amendment to a master agreement with Diapin Therapeutics, LLC to continue supporting research projects at the University and use facilities of the University for projects related to research and development of these technologies was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Internal Medicine and Diapin Therapeutics, LLC.

2. The University will amend the active master agreement with Diapin Therapeutics, LLC that will cover standard procedures for performance of projects as well as provisions implementing University and federal policies related to intellectual property and publication. The amendment will extend the end date of the master agreement to July 31, 2019 with the period of performance extension of an additional two (2) years. The amount of funding for \$1,000,000 approved under the master agreement will not increase. The University will use standard sponsored project accounting procedures to determine the cost of each project under this agreement. Budgets will be reviewed and approved by authorized representatives of the applicable department(s) and school(s)/college(s) where projects will be performed. The agreement will allow the University and Diapin Therapeutics, LLC to specify projects that the University will conduct under the terms of the agreement. Since sponsored projects are often amended, the agreement will include provisions for changes in the time and scope of each supported project. University procedures for approval of each project will be followed and additional conflict of interest review will be done on a project-by-project basis.
3. The pecuniary interest arises from the fact that University of Michigan employee Dr. Yuqing (Eugene) Chen is a part owner of Diapin Therapeutics, LLC.

**Option and License Agreement between the University of Michigan and Lynx Dx, Inc.**

An option and license agreement with Lynx Dx, Inc. to option from the University of Michigan the University's rights associated with the following technologies was approved:

UM OTT File No. 3199, entitled, "Identification of Recurrent Gene Fusions in Prostate Cancer;" UM OTT File No. 3657, entitled, "Recurrent Rearrangements of ETV1 in Prostate Cancer Cell Lines;" UM OTT File No. 4126, entitled, "Identification of DDX5-ETV4 Fusion Protein in Prostate Cancer;" UM OTT File No. 4374, entitled, "New Class of non-ETS Fusions;" UM OTT File No. 4774, entitled, "New Biomarkers of Prostate Cancer (PCATS);" UM OTT File No. 5424, entitled, "A Lineage-Specific Long Non-Coding RNA Coordinates Prostate Cancer Aggressiveness (SChLAP-1);" UM OTT File No. 6104, entitled, "PLUTO Transcripts in Prostate Cancer Progression;"

and UM OTT File No. 6286, entitled, “The Landscape of Long Non-Coding RNAs in Cancer.”

1. The parties to the contract are the Regents of the University of Michigan, its Department of Pathology and Lynx Dx, Inc.
2. Agreement terms include granting Lynx Dx, Inc. an exclusive option to evaluate the technologies and, if favorable, an exclusive license with the right to grant sublicenses. Lynx Dx, Inc. will pay a royalty on sales and reimburse patent costs. The University may receive equity in Lynx Dx, Inc., along with the right to purchase more equity. The University will retain ownership of both the optioned and 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 warranties 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.
3. The pecuniary interest arises from the fact that University of Michigan employees Dr. Arul Chinnaiyan and Dr. Scott Tomlins are part owners of Lynx Dx, Inc.

#### **Research Agreement between the University of Michigan and Sarcoma Alliance for Research through Collaboration**

A research agreement with Sarcoma Alliance for Research through Collaboration to fund a project entitled, “SARC Sarcoma Spore (Biospecimen Core)” (ORSP #18-PAF00728) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Pathology and Sarcoma Alliance for Research through Collaboration.
2. The terms of the agreement conform to University policy. The period of performance for the project is approximately five (5) years. The amount of funding support will not exceed \$252,000. 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.
3. The pecuniary interest arises from the fact that University of Michigan employee Denise Reinke is the president and chief executive officer of Sarcoma Alliance for Research through Collaboration.

#### **Option Agreement between the University of Michigan and Cartox, LLC**

An option agreement with Cartox, LLC to option from the University of Michigan the University's rights associated with the following technologies was approved: UM OTT File No. 6203, entitled, "Maturation of Human Stem Cell Derived Cardiovascular Cells and Tissue for Drug Toxicity Testing;" UM OTT File No. 6569, entitled, "Human Stem Cell Derived 3D Cardiac Microtissue for Cardiotoxicity Testing;" and UM OTT File No. 7183 entitled, "Electrical Pacing Frame for Multiwell Plates."

1. The parties to the contract are the Regents of the University of Michigan, its Department of Internal Medicine and Cartox, LLC.
2. Agreement terms include granting Cartox, LLC an exclusive option to evaluate the technologies and, if favorable, an exclusive license with the right to grant sublicenses. Cartox, LLC will pay a royalty on sales and reimburse patent costs. The University may receive equity in Cartox, LLC, along with the right to purchase more equity. The University will retain ownership of both the optioned and 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 warranties 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.
3. The pecuniary interest arises from the fact that University of Michigan employees Dr. Jose Jalife and Todd Herron are part owners of Cartox, LLC.

#### **Option Agreement between the University of Michigan and Meridian Innovations, LLC**

An option agreement with Meridian Innovations, LLC to option from the University of Michigan the University's rights associated with the following technologies was approved: UM OTT File No. 4872, entitled, "Device for Left Atrial Appendage Closure for Prevention of Thromboembolic Events and ECG and Hemodynamic Monitoring;" UM OTT File No. 7725, entitled, "Implantable Device Within the Coronary Sinus for Pacing, Measuring and Monitoring of Flow, Pressure,



Rhythm, Impedance and Temperature;” and UM OTT File No. 7726, entitled, “Delivery Systems and Devices to Facilitate Left Atrial Appendage Exclusion.”

1. The parties to the contract are the Regents of the University of Michigan, its Department of Internal Medicine and Meridian Innovations, LLC.
2. Agreement terms include granting Meridian Innovations, LLC an exclusive option with the right to obtain an exclusive license. Meridian Innovations, LLC will pay a royalty on sales and reimburse patent costs. The University may receive equity in Meridian Innovations, LLC, along with the right to purchase more equity. The University will retain ownership of both the optioned and 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 warranties 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.
3. The pecuniary interest arises from the fact that University of Michigan employee Dr. Hakan Oral is part owner of Meridian Innovations, LLC.

#### **Option Agreement between the University of Michigan and NS Nanotech, Inc.**

An option agreement with NS Nanotech, Inc. to option from the University of Michigan the University’s rights associated with the following technologies was approved: UM OTT File No. 7478, entitled, “Monolithically Integrated Metal/Semiconductor Tunnel Junction Nanowire Light Emitting Diodes;” UM OTT File No. 7498, entitled, “High Efficiency Visible and Ultraviolet Nanowire Emitters;” UM OTT File No. 7499, entitled, “Method of Growing Uniform Semiconductor Nanowires Without Foreign Metal Catalyst and Devices Thereof;” UM OTT File No. 7517, entitled, “Nanowires LEDs for Full-Color Display Applications;” UM OTT File No. 7563, entitled, “Full-Color Single Nanowire Pixels for Projection Displays;” and UM OTT File No. 7593, entitled, “Optically Active Dilute-Antimonide III Nitride Nanostructures for Optoelectronic Devices.”

1. The parties to the contract are the Regents of the University of Michigan, its Department of Electrical Engineering and Computer Science and NS Nanotech, Inc.
2. Agreement terms include granting NS Nanotech, Inc. an option to negotiate an exclusive license with the right to grant sublicenses. The University will retain ownership of the optioned 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 warranties 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.
3. The pecuniary interest arises from the fact that University of Michigan employee Zetian Mi is part owner of NS Nanotech, Inc.

**License Agreement between the University of Michigan and ZCorp Technology, Inc.**

A license agreement with ZCorp Technology, Inc. to license from the University of Michigan the University's rights associated with the following technology was approved: UM OTT File No. 7612, entitled, "Censys: A Search Engine Backed by Internet-Wide Scanning."

1. The parties to the contract are the Regents of the University of Michigan, its Department of Electrical Engineering and Computer Science and ZCorp Technology, Inc.
2. Agreement terms include granting ZCorp Technology, Inc. an exclusive license with the right to grant sublicenses and provides that the parties will separately enter into a 1-year lease to use existing server hardware. The University will receive equity in ZCorp Technology, Inc., along with the right to purchase more equity. The University will retain ownership of the licensed technology and may continue to further develop it and use it internally. Standard disclaimers of warranties 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.
3. The pecuniary interest arises from the fact that University of Michigan employees J. Alex Halderman, Zakir Durumeric and David Adrian are part owners of ZCorp Technology, Inc.

**Research Agreement between the University of Michigan and Ascentage Pharma Group Corporation, Ltd.**

A research agreement with Ascentage Pharma Group Corporation, Ltd. to fund a project entitled, “Design and Development of New Anticancer Drugs” (ORSP #18-PAF00630) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Internal Medicine and Ascentage Pharma Group Corporation, Ltd.
2. The terms of the agreement conform to University policy. The period of performance for the project is approximately three (3) years. The amount of funding support will not exceed \$3,418,327. Since research projects are often amended, this agreement includes a provision 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.
3. The pecuniary interest arises from the fact that University of Michigan employee Shaomeng Wang is part owner of Ascentage Pharma Group Corporation, Ltd.

**Research Agreement between the University of Michigan and Ascentage Pharma Group Corporation, Ltd.**

A research agreement with Ascentage Pharma Group Corporation, Ltd. to fund a project entitled, “Multi-Institutional Phase 1b/2 Trial of APG-115 in Salivary Gland Cancer” (ORSP #18-PAF02722) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Internal Medicine and Ascentage Pharma Group Corporation, Ltd.
2. The terms of the agreement conform to University policy. The period of performance for the project is approximately three (3) months. The amount of funding support will not exceed \$48,959. Since research projects are often amended, this agreement includes a provision 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.
3. The pecuniary interest arises from the fact that University of Michigan employee Shaomeng Wang is part owner of Ascentage Pharma Group Corporation, Ltd.

**Subcontract Agreement between the University of Michigan and Mekanistic Therapeutics LLC**

A subcontract agreement with Mekanistic Therapeutics LLC to fund an NIH (prime) STTR Phase I project entitled, “STTR Phase I Development of a Selective Dual inhibitor of EGFR and PI3 Kinase for the Treatment of Pancreatic Cancer” (ORSP #18-PAF01195) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Radiology and Mekanistic Therapeutics LLC.
2. The terms of the agreement conform to University policy. The period of performance for the project is approximately one (1) year. The amount of funding support will not exceed \$101,000. Since research projects are often amended, this agreement includes a provision 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.
3. The pecuniary interest arises from the fact that University of Michigan employees Judith Leopold and Christopher Whitehead are part owners of Mekanistic Therapeutics LLC.

**Subcontract Agreement between the University of Michigan and iReprogram, LLC**

A subcontract agreement with iReprogram, LLC to fund a Department of Defense (prime) STTR Phase I project entitled, “Computational Biology Platform Technology for Cellular Reprogramming” (ORSP #18-PAF02222) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Computational Medicine and Bioinformatics, and iReprogram, LLC.
2. The terms of the agreement conform to University policy. The period of performance for the project is approximately nine (9) months. The amount of funding support will not exceed \$130,467. Since research projects are often amended, this agreement includes a provision 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.
3. The pecuniary interest arises from the fact that University of Michigan employees Indika Rajapakse and Lindsey Muir are part owners of iReprogram, LLC.

**Research Agreement between the University of Michigan and Arborsense, Inc.**

A research agreement with Arborsense, Inc. to co-fund a project with the Michigan Strategic Fund under the Small Company Innovation Program entitled,

“Developing and Testing a Graphene Biosensor Using Dry Transfer Technique – SCIP-MCRN Match” (ORSP #18-PAF03025) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Biomedical Engineering and Arborsense, Inc.
2. The terms of the agreement conform to University policy. The period of performance for the project is approximately one (1) year. The amount of funding support will not exceed \$22,915. Since research projects are often amended, this agreement includes a provision 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.
3. The pecuniary interest arises from the fact that University of Michigan employees Xudong Fan, Zhaohui Zhong and Dr. Mark Ilgen are part owners of Arborsense, Inc.

### **License Agreement between the University of Michigan and Rydberg Technologies LLC**

A license agreement with Rydberg Technologies LLC to license from the University of Michigan the University’s rights associated with the following technology was approved: UM OTT File No. 6704, entitled, “Atom-Based Electromagnetic Radiation Electric-Field and Power Sensor.”

1. The parties to the contract are the Regents of the University of Michigan, its Department of Physics and Rydberg Technologies LLC.
2. Agreement terms include granting Rydberg Technologies LLC an exclusive license with the right to grant sublicenses. Rydberg Technologies LLC will pay a royalty on sales, milestone payments and reimburse patent costs as detailed in the license agreement. The University will retain ownership of the optioned technology and may continue to further develop it and use it internally as well as in collaborations with other research institutions. No use of University services or facilities, nor any assignment of University employees, is obligated or contemplated under the agreement. Standard disclaimers of warranties 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.
3. The pecuniary interest arises from the fact that University of Michigan employee Georg Raithel is part owner of Rydberg Technologies LLC.

### **UMHS Board Governance**

On a motion by Regent White, seconded by Regent Behm, the regents unanimously approved the University of Michigan Health System Code of Conduct.

**Approval to Establish an Academic Department – UM-Flint**

On a motion by Regent White, seconded by Regent Newman, the regents unanimously approved the establishment of an Occupational Therapy Department within the UM-Flint School of Health Professions and Studies, effective January 1, 2018.

**Approval of Close Proximity Fireworks Display**

On a motion by Regent White, seconded by Regent Ryder Diggs, the regents unanimously approved the close proximity fireworks display for the City of Flint New Year's Eve celebration as described.

**Public Comment**

The regents heard public comments from: Neala Berkowski and Rachel Miller, students, on bargaining for a new LEO contract; Jad Elharake, student, on Middle Eastern/North African (MENA) identity category; Evelyn Alsultany, faculty, on MENA identity category; Yahya Alami Hafez, student, on the MENA identity category; and Jessica Prozinski, alumna, on Richard Spencer speaking on campus.

Regent Bernstein said, "I don't think reality is the problem. I think the Constitution is the central issue here. There have been extraordinary lawyers who have been leaders of this country, including Abraham Lincoln and hundreds of thousands, maybe millions, who have already died in defense of the First Amendment. I have heard people urge us to say 'no,' and you have every right and an obligation as a private citizen to say 'no' to Richard Spencer's vile and repugnant views. But if you give

government, which is what this institution is-- we are a public university, we are government -- the right to say 'no' to speech that it doesn't like, or that it doesn't want to hear, or that may be provocative, government simply will. What that means is that the next time a marginalized community speaks out, the government will say 'no.' The next time someone speaks out for environmental justice, government will say 'no;' the next time someone speaks out for LGBTQ issues government will say 'no,' and it will go on, and on. That is not theoretical, that is not an academic argument, that's just reality. I appreciate your comments and I think we will have to disagree."

The regents heard from: Sara Alqaragholy, student, on MENA category; Andrew DeOrio, faculty, on lecturer contributions to the university community; and Sally Howell, faculty on MENA census category.

Regent Bernstein said that he thinks that there is support for doing this. Regent Newman said that she has some concerns about this issue.

The regents heard from: Kate Mendeloff, faculty, on lecturer's contribution to the arts on campus; Shelley Manis, faculty, on the value of lecturers to UM; and Lawrielle West, student, on UM students.

### **Adjournment**

The meeting was adjourned at 5:42 p.m. The next meeting will take place on February 15, 2017.