

THE UNIVERSITY OF MICHIGAN  
REGENTS COMMUNICATION

ACTION REQUEST

Subject: Subcontract Agreement between the University of Michigan and Endectra, LLC

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 Professor Roy Clarke and Mr. Nicholas Cucinelli are employees of the University of Michigan (“University”), and partial owners of Endectra, 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. Roy Clarke, a Professor in the Department of Physics, and Mr. Nicholas Cucinelli, a Research Associate in the Office of Technology Transfer, are partial owners of a for-profit company called Endectra, LLC (the “Company”). The Company wishes to fund a NIH (prime) STTR Phase I project entitled “Cerenkov Multi-Spectral Imaging and Dosimetry for Real-Time Image Guided Radiation Therapy” (ORSP #18-PAF03996) in the Department of Radiation Oncology under the direction of Dr. Issam El Naqa. The purpose of this project is to demonstrate feasibility of Silicon Photomultiplier detectors for measuring Cerenkov emission during radiotherapy delivery.

Agreement Terms:

The terms of the Agreement conform to University policy. The period of performance for the project is approximately eighteen (18) months. The amount of funding support will not exceed \$75,732. 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. El Naqa to use his expertise and University laboratory, as well as other University resources, to demonstrate feasibility of Silicon Photomultiplier detectors for measuring Cerenkov emission during radiotherapy delivery.

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 Endectra, LLC.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read 'S. Hu', is positioned above the printed name.

S. Jack Hu  
Vice President for Research

February 2018