

DECEMBER MEETING, 2018

*The University of Michigan
Ann Arbor
December 6, 2018*

The regents met at 3:00 p.m. at the Postma Family Golf Course Club House in the Glick Ballroom. Present were President Schlissel and Regents Behm, Ilitch, Richner, Ryder Diggs, and Weiser. Also present were Vice President Churchill, Chancellor Grasso, Vice President Harper, Executive Vice President Hegarty, Vice President Hu, Vice President Lynch, Vice President May, Vice President Michels, Vice President Pendse, Provost Philbert, Executive Vice President Runge and Vice President Wilbanks. Regents Bernstein and White participated by conference call. Regent Newman and Chancellor Borrego were absent.

Call to Order and President's Opening Remarks

President Schlissel began the meeting by congratulating the 15 UM faculty researchers elected as Fellows of the American Association for the Advancement of Science (AAAS). Included are researchers from the College of Literature, Science and the Arts, the College of Engineering, the Medical School, the Institute for Social Research, and the Life Sciences Institute. AAAS fellows are elected based on their scientifically or socially distinguished efforts to advance science or its applications.

President Schlissel congratulated Governor-elect Whitmer, and the members of the incoming Legislature, along with Jordan Acker and Paul Brown, who were elected to the Board of Regents and will take office on January 1, 2019.

He thanked the many members of the UM family who made the 24 hour Giving Blueday a great success with a record 12,635 gifts totaling more than \$3.6 million. Student participation on Giving Blueday rose for the fourth consecutive year.

President Schlissel said, “Today is the final meeting for Vice President for Development Jerry May, who has devoted nearly three decades to the University of Michigan. Jerry has been essential to making our university the finest and most comprehensively excellent public university in the nation. It is no exaggeration to say that Jerry is one of a kind.

“Our supporters have helped us to set impressive records in philanthropy, and Jerry’s ability to connect members of our community to the causes they feel most passionate about is a primary reason for our success. He works tirelessly to raise support for all parts of the university and he is deeply committed to student support and our perpetual excellence as an institution.

“As we say farewell to Jerry, we are also ready to begin a new chapter in our work to enhance our great university. I am pleased to bring forward a supplemental agenda item recommending Thomas A. Baird as our next vice president for development.

“Tom’s successful track record of development leadership at UM spans 23 years. He has served as the assistant dean for advancement in the College of Literature, Science, and the Arts since 2015. Donors to LSA gave \$538 million during Victors for Michigan campaign, which represents 135 percent of the college’s goal.

Baird also served as vice chancellor for advancement at the UM-Dearborn, assistant vice president and Victors for Michigan campaign director, and interim associate vice president of development for Michigan Medicine.

President Schlissel thanked the search advisory committee members, chaired by School of Dentistry Dean Laurie McCauley, for their excellent work and said he looks forward to working with Tom.

President Schlissel announced degrees will be conferred to hundreds of students on December 16th at the Ann Arbor Winter Commencement at the Crisler Center. The UM-Dearborn and UM-Flint commencement ceremonies will be held on December 15th and December 16th, respectively.

President Schlissel said, “I wish all UM students the best with their final exams and projects, and hope everyone has safe travels over the winter break. Some may be going to Atlanta as our football team takes on the University of Florida in the Peach Bowl on December 29th. The game caps a great fall for our athletics programs. Our 2018 Graduation Success Rate rose to an all-time high of 93 percent. UM’s Federal Graduation Rate stayed at 81 percent, which is also a record. Both scores represent four-year averages. Eleven of our varsity athletic programs earned perfect GSR scores. Go Blue!”

Regent Ilitch thanked Regent Richner, a 16-year board veteran and successful attorney, for the many hours he spent volunteering for the university. She read the following resolution:

Regents’ Resolution

The Regents of the University of Michigan extend a heartfelt

thank you to Regent Andrew C. Richner for 16 years of exemplary service as a regent. Regent Richner holds two degrees from Michigan, a B.B.A. degree (1982) with high distinction and a J.D. degree (1986) cum laude and was an editor of the Michigan Law Review. Prior to being elected to this board he served as both a state legislator and a Wayne County Commissioner. He is a partner in the law firm Clark Hill PLC.

Since joining the Board of Regents in 2003, Regent Richner has been a passionate advocate for academic excellence. He has a deep appreciation for the breadth of excellence at UM and as a regent he relentlessly pushed the administration and the board to help the university reach even greater heights – in scholarship, research and teaching. He was a consistent voice of civility, moderation and when appropriate, compromise. Regent Richner has been a strong advocate for diversity and inclusion, making sure we welcome all points of view and perspectives. He has been a faithful supporter of athletics and the Dearborn campus.

Regent Richner's grandfather graduated from UM in 1908, his parents were both Michigan graduates, and he and his wife Susan are proud parents of two UM graduates. Regent Richner was born a Wolverine which underlies his loyalty and dedication.

The Regents thank Regent Richner for his dedication and friendship, and we wish him continued success. With profound respect and gratitude, we name Andrew C. Richner, Regent Emeritus of the University of Michigan.

Regent Richner thanked the regents for the resolution and emeritus title and introduced his family, including his mother, Georgiana, a 1952 graduate of the College of Literature, Science, and the Arts; his step-father George Solomon; his sister Randel, who is a proud graduate and supporter of the School of Public Health, and her husband Eric. He also introduced his wife Susan and said that they recently celebrated 30 years together. He thanked her for all of her support and said, "She is an amazing person, and I owe her everything."

Regent Richner said, "One of the great blessings of my tenure is that both my son and daughter attended and graduated from UM while I served on this board. They have gone on to great careers in large part due to their education." He said that while in

the legislature, he worked on issues affecting the university, but he didn't fully appreciate the magnitude of the enterprise until his election in 2002.

He said, "The university, in my opinion, is the greatest public university in the world. During my time here, I've really tried to focus on those things that support the goal of being the best. In the past 16 years, the university has improved its physical plant, opened the new children's and women hospital, added new dorms on all three campuses, and new class room buildings, and acquired the North Campus Research Complex. The university also supported and added to its highly regarded faculty, with a particular emphasis on undergraduate education and the academic and Health Systems rankings.

"That is a tribute to the president, the executive officers here at the table, and those who preceded, and the multitude of really smart capable people who populate every nook and cranny of this university. I would say that my proudest achievement as a member of the Board of Regents is my participation in the search and hiring process of our President Mark Schlissel. He has proven to be an outstanding president. I look forward, now as an outside observer, to seeing President Schlissel, and his outstanding team, taking the university to new heights.

"I continue to be concerned about intellectual diversity and whether the university is a welcoming place for the expression of differing viewpoints. I think this is a larger issue than bringing in speakers to campus from time to time. The university needs to really focus on fostering an environment for open and free discussion of important societal issues. I would extend this concept to the deliberations of university leadership. When making decisions of significance to the university, I think it in the

best interest of the university to solicit and consider input from those whose views they might not personally share.

“Finally, I think we all agree that the university is a great university. But don’t become complacent. Fierce competition, funding issues, quickly evolving technology, changing demographics and other challenges are in the winds. The university should always constantly strive to do better. With this team in place, I am confident you will.

“On a personal note, through 16 years of meetings, you get to know people pretty well. It is an interesting process by which the regents end up here. People can debate relative merits of statewide elections, but I will say that every one of the regents here brings important experiences and valued contributions to the table. I will treasure all the relationships and the friendships I have made here with all of you, executives and regents alike. It is what I value most from my experience here.

“Serving the people of the state of Michigan on the UM board has been an honor and a privilege of the greatest magnitude. The university is a special place, made that way by the extraordinarily talented people who are part of the university community. While my service as a regent is ending, my commitment to, and support for, the university’s success will never end. Now, and forever, Go Blue!”

President Schlissel added to the accolades saying, “Andrew has set a standard for serious, thoughtful, consistent governance of the university. He looks at issues one at a time without prejudice. He always does what his conscience and values dictate. He sets an outstanding model for public service working at our university. Personally, I’m very appreciative for his always available, good advice and his leadership of the board through the first part of this year as board chair. You will be missed Andrew but I

know you are going to continue to be a presence on campus. The university has benefited immeasurably from your participation. Thank you very much.”

Regent Ryder Diggs said, “I’ve appreciated Regent Richner as a board colleague for the past six years but for a much longer time, as a friend. Your professionalism, your legislative expertise, your intellect, your empathy, your unwavering concern for the academic mission of our students, and your concern for the wellbeing of faculty, students and staff has always been at the highest level. You have elevated the campuses of Flint and Dearborn, which I’ve appreciated as well as always showing concern for our Ann Arbor campus with very consistent attention to the programs and budgets at each location. To the utmost, you’ve exemplified the ability to discuss, disagree, debate, listen and reach consensus or just agree to disagree while always collectively striving to improve our institution. As a result, you’ve been an excellent role model for all of us and I’ve tried to emulate what you’ve done as a regent. I personally want to thank you for your friendship, your 16 years of service to UM and your over 30 years of service to the state of Michigan.”

Regent Bernstein said, “You’re a model regent. You always put the university ahead of personal and political views. It’s so easy to do the easy thing on this board and you never did. In that way you are a model for me. At a time when humility, integrity, kindness and civility are missing in our public life, you’ve exemplified those values. I will miss serving with you and more importantly spending time with you and your family. Thank you for your service.”

Regent White said, “You and I have been on the board together for your entire term of 16 years. Throughout all of that, you have been steadfast in your values and making

sure UM moves forward in the best light possible. I value your friendship as I can always count on you for great counsel. You and I have developed a very great friendship. I admire you and your family. I've enjoyed meeting everyone in your family and I hope to continue to have a great relationship with you and will still seek your counsel. I appreciate all you have done for the university. Thank you!"

Regent Behm said, "When someone wants to talk about adjectives, you are one of the most principled people I've ever met. There are so many times when you hear someone say something that they want in a debate and you think to yourself 'what does he or she really want?' you're trying to divine what it is and why they're trying to argue their point. I've never thought that with you. You were just extremely principled. I think one of the tests we're always taught is the true measure of that person is how does that person treat the least among us. You've been exemplary in that area from being so respectful to everyone on the board to just being with you in social settings since we've been on the board together. I've watched you interact with people and it's remarkable how respectful you are to every person you run into. It's been a great pathway that you have paved for the rest of us on the board. Thank you for your service."

Regent Weiser said, "I find it ironic that I am the newest member on the board saying goodbye to one of the longest serving members on the board. In fact, Andrea Newman is the reason I am on the board as she wanted me to serve with her. I want to also add my voice to the accolades although I've only had the opportunity to work for two years with Andrew Richner."

This is also Regent Newman's final meeting, and Regent Weiser read the following resolution:

Regents' Resolution

The Regents of the University of Michigan extend heartfelt appreciation to Regent Andrea Fischer Newman for an exemplary 24 years of service on the board. Regent Newman graduated from UM with honors (1979) and she earned a J.D. degree from George Washington University National Law Center (1983). She had a successful and diverse career, culminating in her appointment as the senior vice president for government affairs at Delta Airlines before retiring in 2017.

Since joining the board in 1995 Regent Newman has worked tirelessly to make a Michigan degree available to all. Access and affordability for our students were always her highest priorities. She and her husband Frank have generously supported scholarships, facility improvements and career opportunities for students at the School of Music, Theatre & Dance, and they have given to Michigan Medicine and Athletics as well. She has actively cultivated many donors resulting in untold financial support to further the UM mission.

Regent Newman was always willing to challenge conventional thinking and we are better for it. She has always been a strong voice for inclusivity and efficiency. She also helped to attract and mentor a number of university presidents.

Maize and blue run deep in Regent Newman's family. Her parents are UM graduates and she and her husband are proud of their son who graduated earlier this year.

The Regents thank Regent Newman for her extraordinary service and wish her a long, happy and adventurous retirement. With utmost respect we name Andrea Fischer Newman, Regent Emerita of the University of Michigan.

President Schlissel said, "Andrea's 24 years is an exceptionally lengthy period of service. Having that perspective was particularly useful for me when I was a new president. Andrea was able to put the activities of the university and the board in historical context. I was able to learn a great deal from Andrea's recounting of previous episodes that were analogous of things we were going through, especially early on in my term. She also played a significant role in hiring me and in my recent reappointment. I certainly have gratitude for both of those. Thank you, Andrea."

Election of Officers

Regent Richner said “The Regents’ Bylaws state that the positions of chair and vice chair rotate annually based on seniority until all members of the board have had the opportunity to serve as chair or vice chair. Following this provision, I move the nomination of Regent Ron Weiser as chair and Regent Denise Ilitch as vice chair of the Board of Regents, effective January 1, 2019 through June 30, 2020.” The motion was supported by Regent Behm and passed unanimously.

Statement on January meeting

Regent Weiser said, “I am honored to serve as the next chair of the Board of Regents and it has been my honor and privilege to serve as a vice chair of the Victors for Michigan Campaign together with my wife Eileen. I am so pleased that a number of regents are meeting with donors in the Bay Area in late January to thank them for their incredible support of the Victors Campaign these last seven years. We are also meeting with some young alumni in the Bay Area who represent the next generation of supporters, and we will have strategic meetings with the two new board members. These thank you events and meetings will take place the third week of January, so we will see everyone back in Ann Arbor for our February meeting on the 21st.”

Regent Ryder Diggs read the following resolution:

Regents’ Resolution

The Regents of the University of Michigan extend their heartfelt appreciation and congratulations to Jerry A. May who will retire on December 31, 2018, after an unprecedented tenure as vice president for development.

Vice President May earned degrees from Hope College and the University of Vermont and completed graduate work at the University of Michigan. In 1992, after a successful 13 years of fundraising at UM, he left the university and returned in 2003 as vice president for

development. Vice President May's accomplishments have been extraordinary and extend back to 1987 with the first billion-dollar campaign by a public university, the Campaign for Michigan.

A tireless ambassador of the university, his success was built on a solid foundation of hard work, tenacity, and passion. His limitless energy and laser-focused commitment to development have allowed him to raise the bar time and again. Accordingly, he will close out his career by exceeding the ambitious \$4 billion goal set for the Victors for Michigan campaign with a record breaking \$5 billion, including \$1.1 billion for student support, the largest capital campaign at a public university in the country.

In recognition of his leadership, vision, and service, the Regents now name Jerry A. May, vice president emeritus of development, and wish him a long and rewarding retirement.

President Schlissel called on Vice President Hegarty who said, "This next supplemental item is just one example of the spectacular work that Jerry and his team have done in support of this university. I think it only seems fitting in this case that we should ask Jerry to present this supplemental naming item."

Building Naming

Vice Present May said, "Thank you Kevin. I really appreciate all you've done and my relationship with you. Chris and Lisa Jeffries are giving an unprecedented gift. Chris is an UM alumnus who has been talking with the Law School for years about making some profound gift to students. We are happy today to announce a gift of \$33 million from the Jeffries family to the Law School, the largest gift given to this school, for student support, student scholarships, summer programs and debt management. It's a grand slam home run! There have been two deans that have been instrumental in this process and need to be noted. Evan Caminker started working on this 12 years ago. Then Dean Mark West picked up the relationship brilliantly. There are also two development directors that have done a great job, Todd Bailey, who has worked on this

for 12 years, and Mike Dubin, who's worked on this intensively the past few years. This is a great success."

Victors for Michigan Campaign Update

Vice President May reported on the campaign and the history of past campaigns. This is an incredible tribute to the university. This campaign began in July 2011 and today the number is \$5.11 billion. This includes \$1.17 billion for student support, \$1.67 billion for programs, \$1.42 billion for faculty and research and \$671 million for facilities. In terms of impact, there were 1,650 volunteers and 393,346 donors. He noted that 94% of donors gave less than \$5,000, more than 50% were non-UM alumni, and 50% made their first gift to UM in this campaign. A total of 10,500 students gave \$2.4M and 22,000 faculty, staff and retirees gave \$202 million. Finally, 65% of the money has been received with more to come in the next five years. A total of \$1.8 billion will go to the endowment. He thanked his incredible team and colleagues around the board table.

Vice President Churchill thanked Regents Richner and Newman for their service. She said, "I know I speak for all executive officers when I say that you made us all, made us better individuals and a better team. It has been an honor and privilege to work with both of you and we thank you deeply. We will really miss you. We appreciate your wisdom, support, time and love of UM and we will not let you go too far away. We know we have lifelong friendships. Thank you!"

Consent Agenda

Minutes. Vice President Churchill submitted for approval the minutes of the meeting of October 18, 2018.

Reports. Executive Vice President Hegarty submitted the Investment Report, the Plant Extension Report, and the University Human Resources Report.

Litigation Report. Vice President Lynch had no additional report.

Research Report. Vice President Hu reported on a record of \$1.55 billion in research expenditures that continues to place UM as the top research university in the country.

University of Michigan Health System. Executive Vice President Runge brought forward a supplement item for continued work on developing plans for a new Michigan Medicine Inpatient Tower.

Student Life. Vice President Harper had no report.

University of Michigan-Dearborn. Chancellor Grasso noted that UM-Dearborn will confer over 700 degrees at the upcoming winter commencement. Emily Kolinski Morris, the chief economist at Ford Motor Company, will serve as the keynote speaker. Ms. Kolinski earned her B.A. degree in economics and international studies from UM-Dearborn and her Ph.D. degree in economics from UM-Ann Arbor.

University of Michigan-Flint. Chancellor Borrego was absent.

Central Student Government Report. Rackham Student Government President Naomi Wilson provided an update on her advocacy for support of the LGBTQ community and in particular for health insurance issues. She also commented on the new legislation on sexual assault and the challenges they created for graduate students. She mentioned sanctions regarding the reference letter and student mental health issues for graduate students, including anxiety and depression.

Central Student Government (CSG) President Daniel Greene gave an update on student rights and responsibilities, medical amnesty and hazing. He highlighted four policy areas: There will be an off-campus housing guide with data collected from a 2017-18 survey available online to assist students in making better choices; a new NET (narrative, equity and transformation) plan will help expand inclusivity, specifically improving daily peer-to-peer interactions; sexual misconduct investigations and reporting procedures continue to be of concern and they are working with the Department of Education on making changes to those guidelines; and there will hopefully be a resolution on carbon neutrality by 2035. He added that the UM university housing affordability task force is making the UM experience affordable and accessible. He thanked Vice President May and Regents Newman and Richner for their service.

Voluntary Support. Vice President May reported on the historical campaign results with fundraising surpassing the \$4 billion goal. He congratulated Tom Baird and thanked Regents Richner and Newman.

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

Retirement Memoirs. Vice President Churchill submitted 20 retirement memoirs.

Memorials. Vice President Churchill submitted a memorial statement for Bruce Elenbogen, associate professor of computer and information science; and Elsayed Orady, professor of industrial and manufacturing systems engineering, UM-Dearborn.

Degrees. There are no actions with respect to degrees this month.

Approval of Consent Agenda. On a motion by Regent Behm, seconded by Regent Richner, the regents unanimously approved the consent agenda including the three supplement items.

Fiscal Year 2020 Capital Outlay Submission All Campuses

Executive Vice President Hegarty reported on the capital outlay request and five-year master plan for all campuses for the 2020 fiscal year submitted to the State of Michigan in October.

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

Executive Vice President Hegarty reported on the university's commercial leasing portfolio, containing seven locations where various university departments are leasing more than 50,000 square feet.

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 \$50 million to IMT Capital Fund V, L.P.; a commitment of \$66 million to Matrix Partners XI, L.P., Matrix Partners India III, L.L.C., and Matrix China V, L.P.; a commitment of \$68 million to Sequoia Capital U.S. Venture Fund XVI, L.P., Sequoia Capital U.S. Growth Fund VIII, L.P., Sequoia Capital China Seed Fund I, L.P., Sequoia Capital China Venture Fund VII, L.P., Sequoia Capital China Growth Fund V, L.P., Sequoia Capital India Fund VI, L.P., and Sequoia Capital Global Growth Fund III, L.P.; a commitment of €50 million to Black Toro Capital Fund III, L.P.; a commitment of \$50 million to

THL Credit Direct Lending Fund IV LLC, including co-investment opportunities; and a commitment of \$10 million to Pharmakon Opportunities, L.P.

Financing of New Projects and Potential Refinancing of General Revenue Bonds and Commercial Paper Notes

On a motion by Regent White, seconded by Regent Richner, the regents unanimously adopted the resolution authorizing the executive vice president and chief financial officer or the associate vice president for finance or the treasurer to develop the terms, and negotiate and execute the legal documentation for the financing with the assistance of the underwriter(s) and outside legal counsel; obtain and approve a final proposal for the bonds; obtain and accept a final proposal for any swaps and any liquidity agreements required for the University's variable rate debt, and execute and deliver the required documentation for the transaction.

Central Campus Classroom Building and the Alexander G. Ruthven Building Renovation

Vice President Hegarty introduced the Central Campus Classroom Building and the Alexander G. Ruthven Building renovation project. A presentation followed by Amy Dittmar, vice provost for academic and budgetary affairs, and Neil Martin, principal, SLAM Collaborative, who gave an overview of the schematic design. They provided information on the new classroom building with several large and much needed classroom spaces designed for team based and engaged teaching and learning. It will provide 1,400 additional classroom seats. Mr. Martin provided an overview of the Ruthven renovation and the schematic design for the exterior.

On a motion by Regent Behm, seconded by Regent White, the regents unanimously approved the schematic design for the Central Campus Classroom Building project and the Alexander G. Ruthven Building project as presented and

authorized proceeding with construction provided that bids are within the approved budget, and approved the change of name from the Alexander G. Ruthven Museums Building to the Alexander G. Ruthven Building.

Wall Street West Parking Structure

Dick Mitchell, partner, Mitchell & Mouat Architects (for Walker Parking Consultants) gave an overview of the schematic design for the Wall Street West Parking Structure project. He reviewed the regional plan for the area surrounding the Kellogg Eye Center and said that this will add about 980 additional parking spaces. There will be a shuttle servicing the two parking structures that will transport faculty and staff to the medical campus.

On a motion by Regent White, seconded by Regent Behm, the regents unanimously approved the schematic design for the Wall Street West Parking Structure project as presented and authorized proceeding with construction provided that bids are within the approved budget.

Dean Road Transportation Facility

On a motion by Regent Behm, seconded by Regent Ryder Diggs, the regents unanimously approved the Dean Road Transportation Facility project as described and authorized commissioning AECOM Great Lakes Inc. for its design.

Business Administration Executive Dormitory First and Second Floor Renovations

On a motion by Regent Ryder Diggs, seconded by Regent Behm, the regents unanimously approved the Business Administration Executive Dormitory first and second floor renovations project as described and authorized issuing the project for bids and awarding construction contracts provided that bids are within the approved budget.

Michigan Medicine A. Alfred Taubman Health Care Center Air Handling Equipment Replacement

On a motion by Regent White, seconded by Regent Richner, the regents unanimously approved the Michigan Medicine A. Alfred Taubman Health Care Center air handling equipment project as described and authorized issuing the project for bids and awarding construction contracts provided that bids are within the approved budget.

Authorization to Sell Real Estate

Vice President Hegarty recommended the sale of a parcel of real estate located in the Ann Arbor Technology Park in Ann Arbor, Michigan. He said that this real estate transaction will bring 300-500 new jobs to our community.

On a motion by Regent Weiser, seconded by Regent Richner, the regents approved the sale of the property described to KLA-Tencor for \$26,700,000 upon terms and conditions acceptable to the university. The motion carried with Regent Ilitch opposed.

Authorization to Purchase Real Estate

Vice President Hegarty recommended another real estate transaction, this one to purchase what is commonly known as the Fingerlee property in Ann Arbor, Michigan. On a motion by Regent Weiser, seconded by Regent White, the regents unanimously approved the property as described located on South Fifth Avenue, East Madison Street and John Street in the city of Ann Arbor, Michigan at the negotiated price of \$24 million, subject to the university satisfying itself with the environmental condition.

Conflicts of Interest

On a motion by Regent White, seconded by Regent Bernstein, the regents unanimously approved the following 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:

Authorize Execution of Investment Agreements Under the MINTS Program for Omniscent Inc.

An agreement with Omniscent Inc. was approved.

1. The parties to the contract are the Regents of the University of Michigan and Omniscent Inc.
2. The agreement is for financing agreements up to a total of \$5 million in potential investments (through one or more rounds of financing) under MINTS for Omniscent Inc.
3. The pecuniary interest arises from the fact that University of Michigan employees Yogesh Gianchandani and Yutao Qin are part owners and one is a member of the board of directors of Omniscent Inc.

Authorization for the University to transact with the Institute for Social and Environmental Research-Nepal

An agreement with the Institute for Social and Environmental Research-Nepal was approved.

1. The parties to the contract are the Regents of the University of Michigan and its Institute for Social and Environmental Research-Nepal.
2. The agreement is for the purchase of services through July 31, 2019 for a total cost not to exceed \$200,000. The Institute for Social and Environmental Research-Nepal 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 Dirgha Jibi Ghimire is director of the Institute for Social and Environmental Research-Nepal.

Authorization for the University to enter into agreement with MoxyTech Inc.

An agreement with MoxyTech Inc. was approved.

1. The parties to the contract are the Regents of the University of Michigan, its School of Dentistry and MoxyTech Inc.
2. The agreement is to provide access to the GeoPain@Home software application to track patient pain in clinical practice and studies for a duration of 3 years at a total cost not to exceed \$38,250. MoxyTech 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

Alexandre DaSilva is co-owner of MoxyTech Inc.

Authorization for the University to transact with BioDiscovery LLC

An agreement with BioDiscovery LLC was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Departments of Pathology, Pediatrics and Internal Medicine, and MoxyTech Inc.
2. The agreement is for a one time purchase at a total cost of \$3,830. BioDiscovery LLC 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 employees Jean-Marie Rouillard and Erdogon Gulari are respectively owner and partner of BioDiscovery LLC.

Authorization for the University to transact with Sherm's Musical Instrument Repair

An agreement with Sherm's Musical Instrument Repair was approved.

1. The parties to the contract are the Regents of the University of Michigan, UM-Flint and Sherm's Musical Instrument Repair.
2. The agreement is for musical instrument repair services for a duration of three years at a total cost not to exceed \$15,000. Sherm's Musical Instrument Repair 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 Joseph Wright is owner of Sherm's Musical Instrument Repair.

Authorization for the University to transact with Mouko LLC

An agreement with Mouko LLC was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Graham Sustainability Institute and Mouko LLC.
2. The agreement is for administration of the Planet Blue Ambassador program through October 1, 2019 for a total cost of \$11,700. Mouko LLC 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 employees Alex Ade and Justin Laby are owner and board member, respectively, of Mouko LLC.

License Agreement between the University of Michigan and Agita Labs, LLC

A license agreement with Agita Labs, LLC to license from the University of

Michigan the university's rights associated with the following technology: UM OTT

File No. 2018-323 entitled, "Displaced and Dilated Address Spaces" was approved.

1. The parties to the contract are the Regents of the University of Michigan and Agita Labs, LLC.

2. Agreement terms include granting Agita Labs, LLC an exclusive license with the right to grant sublicenses. Agita Labs, LLC will pay a royalty on sales and reimburse patent costs. The University may receive equity in Agita Labs, LLC 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 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 employees Todd Austin and Valeria Bertacco are part owners of Agita Labs, LLC.

Sponsored Activity Agreement between the University of Michigan and Applied Morphomics, Inc.

A sponsored activity agreement with Applied Morphomics, Inc. to amend a proposed sponsored activity agreement previously approved entitled, “Data Transfer to Applied Morphomics” (ORSP #18-PAF08141) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Surgery and Applied Morphomics, Inc.
2. The terms of the amendment conform to University policy. The period of performance is being extended for an additional four (4) years. The amount of funding support will be increased by \$83,000 and will not exceed \$90,000. 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 employee Dr. Stewart Wang is part owner of Applied Morphomics, Inc.

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

A research agreement with Arborsense, Inc. to fund a project with the Michigan Strategic Fund under the Small Company Innovation Program entitled, “Wearable Alcohol Biosensors–SCIP-MCRN Match” (ORSP #19-PAF02806) 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 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 employees Xudong Fan, Zhaohui Zhong, and Mark Ilgen are part owners of Arborsense, Inc.

Option Agreement between the University of Michigan and Eleven Therapeutics Corporation

An option agreement with Eleven Therapeutics Corporation to option from the University of Michigan the University's rights associated with the following technology was approved: UM OTT File No. 2019-039 entitled, "Allosteric Modulators of Opioid Receptors"

1. The parties to the contract are the Regents of the University of Michigan and Eleven Therapeutics Corporation.
2. Agreement terms include granting Eleven Therapeutics Corporation an option to take an exclusive license with the right to grant sublicenses. Eleven Therapeutics Corporation will pay royalty on sales and reimburse patent costs. The University may receive equity in the Eleven Therapeutics Corporation, 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. 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 Andrew Alt is part owner of Eleven Therapeutics Corporation.

License Agreement between the University of Michigan and Enertia Microsystems Inc.

A license agreement with Enertia Microsystems Inc. to license from the University of Michigan the university's rights associated with the following technologies was approved:

UM OTT File No. 5038 entitled, "Micromachined Rate-Integrating Gyroscopes";

UM OTT File No. 6500 entitled, "Three Dimensional Microstructures and Fabrication Process";

UM OTT File No. 6761 entitled, "Stacked Balanced Resonators";

UM OTT File No. 6985 entitled, "Assembly Processes for Three-Dimensional Microstructures";

UM OTT File No. 6986 entitled, "Low-Noise Large Dynamic Range Multi-Axis Accelerometers Made From Thick Silicon";

UM OTT File No. 6997 entitled, "Gyroscope and Fabrication Process"; and

UM OTT File No. 7175 entitled, "Mold for Making Three Dimensional Microstructures"

1. The parties to the contract are the Regents of the University of Michigan and Enertia Microsystems Inc.
2. Agreement terms include granting Enertia Microsystems Inc. an exclusive license

with the right to grant sublicenses. Enertia Microsystems Inc. will pay a royalty on sales and reimburse patent costs. The University may receive equity in Agita Labs, LLC 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 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 employees Khalil Najafi and Jae Yoong Cho are part owners of Enertia Microsystems Inc.

License Agreement between the University of Michigan and Haztraxx LLC

A license agreement with Haztraxx LLC to license from the University of Michigan the university's rights associated with the following technology was approved: UM OTT File No. 7063 entitled, "A Rapid Adaptive Remote Hazardous Contaminant Characterization and Mitigation System"

1. The parties to the contract are the Regents of the University of Michigan and Haztraxx LLC.
2. Agreement terms include granting Haztraxx LLC an exclusive license with the right to grant sublicenses. Haztraxx LLC will pay a royalty on sales and reimburse patent costs. The University will retain ownership of the licensed 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 Kimberlee Kearfott is part owner of Haztraxx LLC.

Subcontract Agreement between the University of Michigan and New Vital Signs, Inc.

A subcontract agreement with New Vital Signs, Inc. to fund a NIH (prime) sponsored project entitled, "Dynamic Respiratory Impedance Volume Evaluation (DRIVE) for Sepsis (Ward/Tiba)" (ORSP #18-PAF02230) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Emergency Medicine and New Vital Signs, 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 \$350,170. 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. Kevin Ward is part owner of New Vital Signs, Inc.

Subcontract Agreement between the University of Michigan and NOTA Laboratories LLC

A subcontract agreement with NOTA Laboratories LLC to fund a NIH (prime) SBIR Phase II project entitled, “S-Nitrosothiol-Based Rinse/Aerosol Solutions for Treatment/Prevention of Rhinosinusitis (Phase II)” (ORSP #19-PAF01894) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Chemistry and NOTA Laboratories 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 \$69,552. 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 Mark Meyerhoff, Dr. Mark Zacharek and Dr. Marc Hershenson are part owners of NOTA Laboratories LLC.

Subcontract Agreement between the University of Michigan and ONL Therapeutics, Inc.

A subcontract agreement with ONL Therapeutics, Inc. to fund a NIH (prime) SBIR Phase I project entitled, “Feasibility of Fas Inhibition in Preventing Photoreceptor Cell Death in Inherited Retinal Degeneration” (ORSP #19-PAF03089) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Ophthalmology and Visual Sciences and ONL Therapeutics, 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 \$180,000. 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 employee Dr. David Zacks is part owner of ONL Therapeutics, Inc.

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

A service agreement with Sarcoma Alliance for Research through Collaboration to enter into a service agreement entitled, “Leiomyosarcoma (LMS): New Targets, New Therapies, New Models” (ORSP #19-PAF02541) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Internal Medicine 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 two (2) years. The amount of funding support will not exceed \$228,204. 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 Denise Reinke is president and chief executive officer of Sarcoma Alliance for Research through Collaboration.

Option Agreement between the University of Michigan and Taza Aya LLC

An option agreement with Taza Aya LLC to option from the University of Michigan the University’s rights associated with the following technologies was approved: UM OTT File No. 6520 entitled, “Electro-Hydrodynamically Enhanced Destruction of Chemical Air Contaminants and Airborne Inactivation of Biological Agents”; and UM OTT File No. 7780 entitled, “Production of Immune-Response-Stimulating Aerosols by Non-Thermal Plasma Treatment of Airborne Pathogens.”

1. The parties to the contract are the Regents of the University of Michigan and Taza Aya LLC.
2. Agreement terms include granting Taza Aya LLC an option to further evaluate the subject technologies and, upon meeting specific milestones, the ability to negotiate an exclusive license with the right to grant sublicenses. Taza Aya LLC will pay an option fee to the university. The university will retain ownership of the 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 Herek Clack and Michael Drake are part owners of Taza Aya LLC.

License Agreement between the University of Michigan and Voxel51, Inc.

A license agreement with Voxel51, Inc. to license from the University of Michigan the university's rights associated with the following technology was approved: UM OTT File No. 2019-152 entitled, "Video Analytics Toolkit."

1. The parties to the contract are the Regents of the University of Michigan and Voxel51, Inc.
2. Agreement terms include granting Voxel51, Inc. an exclusive license with the right to grant sublicenses. Voxel51, Inc. will issue the university equity in Voxel51, Inc. The agreement includes a lease to existing computer equipment. The University will retain ownership of the licensed 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 Jason Corso is part owner of Voxel51, Inc.

Change Name of Department

On a motion by Regent White, seconded by Regent Richner, the regents unanimously approved the renaming of the Department of Pediatrics and Communicable Diseases as the Department of Pediatrics effective October 1, 2018.

Approval to Allow the Digital Studies Institute to Appoint Faculty

On a motion by Regent White, seconded by Regent Richner, the regents unanimously approved the establishment of the Digital Studies Institute as an instructional unit with the ability to offer joint faculty appointments in the institute but not to be a tenure home.

Public Comment

The regents heard public comments from: Larry Junck, faculty, on UM actions to mitigate climate change; Susan Yaseen and Jordan Yunker, students, on the UM-Dearborn student government resolution; Jacob Novack, student, on John Cheney-Lippold; Yahya Hafez, student, on academic freedom; Ahmed Mitiche, student, on

global engagement; Priya Choezom, student, on indigenous student issues; Missy Stults, alumna, and Jonathan Morris, and Kristen Hayden, students, on climate change and carbon neutrality; James Schneider, alumnus, on antisemitism; Elizabeth Walz, student, on equitable study abroad opportunities; Jared Pong Eno, student, on diversity, equity and inclusion; Jamal Cadoura, student, on John Cheney-Lippold; and Leena Ghannam, student, on divestment.

Adjournment

The meeting was adjourned at 5:23 p.m. The next meeting will take place on February 21, 2019.