

## DECEMBER MEETING, 2020

*The University of Michigan  
Virtual  
December 3, 2020*

The regents met at 4:30 p.m. via a livestream link on the university gateway. Participating were Regents Acker, Behm, Bernstein, Brown, Ilitch, Ryder Diggs and Weiser. Regent White was absent. Also, on the call were Vice President Baird, Vice President Churchill, Provost Collins, Vice President Cunningham, Chancellor Dutta, Chancellor Grasso, Vice President Harmon, Executive Vice President Hegarty, Vice President Lynch, Vice President Michels, Vice President Pendse, Executive Vice President Runge, and Vice President Wilbanks.

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

President Schlissel called the meeting to order. He welcomed everyone to the virtual December Board of Regents meeting. He called the roll of all the regents for the record and for those not able to see the screen.

President Schlissel said, "COVID-19 activity on the Ann Arbor campus has slowed considerably around the Thanksgiving holiday break. Our health professionals are continuing to monitor the coronavirus in our community. As of a couple days ago, we have conducted about 14,000 COVID-19 tests under the departure testing program, with very low positivity rates. Fall semester surveillance and departure COVID-19 testing remain available to the UM Ann Arbor community through December 18. Cases in our state are still high, and our hospitals continue to treat increasing numbers of patients. Please remain vigilant to reduce the spread. Wear a face covering, practice social distancing, avoid social gatherings and stay home when sick."

President Schlissel noted that preparations are underway for remote activities to celebrate this semester's graduates later this month. He said, "Spring commencement will be trickier, as it's difficult to assess right now what will be safe in May. We are engaging with students as part of our process for making a decision."

He continued saying, "I am pleased to report that the regents and I have finalized the hiring of the nationally recognized firm, Guidepost Solutions, to collaborate with us as we implement the recommendations from the WilmerHale report into the misconduct of Martin Philbert. This is one important step in our ongoing comprehensive work to prevent and address sexual misconduct and create an environment and culture where everyone in our community feels they can report misconduct without fear of retaliation. The firm will help us ensure that we implement the recommendations as quickly and effectively as possible, while leveraging the considerable work that UM has done to this point. This includes integrating the WilmerHale recommendations and earlier policy reviews with ongoing campus work streams, as well as tapping into the expertise of university offices that address misconduct and faculty experts in this area. Guidepost will also engage with our community beyond the regents and the leadership team. The board considered several firms before selecting Guidepost because of its deep higher education experience and commitment to working in close collaboration with the campus community."

President Schlissel turned to Regent Ilitch. She said, "On behalf of the Board of Regents, and to our university community, we want to make you aware of an important step that we're taking to ensure meaningful policy reform and cultural change at UM. We recognize that restoring trust will be a lengthy process. To the survivors, this step is not announced with any

expectations on you, but a recognition that full transparency about the steps we are taking is necessary as we begin this journey. We recognize that outside accountability and perspective is critical in identifying and creating meaningful policy and cultural reform. The hiring of Guidepost will provide us with experts, independent from the university, who will help this institution do better than it has in the past, and better than it could do on its own. In reviewing what happened with our former provost and the lives he altered forever, the WilmerHale Law Firm provided recommendations on steps the university should take to make sure nothing like what happened ever happens again. The recommendations must be followed and our standards must be established at the highest level. That is why we are accepting counsel from those with the most relevant experience and perspective, so that this type of change is as effective as possible.

“Our board again recognizes and thanks those who came forward for their courage. We must now begin to create a culture where reports will be heard and action taken without fear of retaliation. To be clear, sexual misconduct will not be tolerated. The experts at Guidepost will help us creatively think through and structure the safety and integrity compliance framework and cultural reform needed at our university. It is our goal that a process founded on transparency, accountability, best practices policy and top down cultural reform will serve our university community and someday serve as a model for other universities as they undertake the important work we all must do. Protecting our university, earning trust and fully recognizing the life changing consequences that the university’s failures have had on survivors requires an approach that focuses on all levels of reform of our policies, our culture and our people. A university is meant to be a place of learning and growth, a place of owning mistakes and making changes for

the future and a place where we come together to sharpen each other and work in unity, making the world around us a better place. As regents of the University of Michigan, this will start with us. With the hiring of Guidepost, we recommit to learn and grow and to take meaningful steps towards change not forgetting the failures of the past but fully owning them and using the realities that we've seen to remind us why we must continually stand for what is right and never stop learning to do better. Thank you.”

President Schlissel continued saying, “Today we are also joined by Asha Muldro, senior managing director for Guidepost. She is a former federal prosecutor who will lead the firm’s UM effort.

Ms. Muldro thanked the regents for selecting Guidepost and commented on the importance of the integrity of this work.

President Schlissel congratulated UM senior Amytess Girgis, who was named as a 2021 Rhodes Scholar. She is the 29th UM Rhodes Scholar and one of 32 Americans chosen for the Oxford University scholarship. Amytess is from Grand Rapids and she is studying political science in our College of Literature, Science, and the Arts. Her honors thesis focuses on mutual aid groups in Detroit during COVID-19.

He continued saying, “The University of Michigan Debate program won the 64th annual Franklin R. Shirley Classic earlier this month. The four-day competition, hosted by Wake Forest University, was held virtually and is considered the national collegiate debate championship for the fall semester. The Shirley Classic included more than 200 competitors from 50 institutions. In the tournament’s final round, LSA students Giorgio Rabbini and Rafael Pierry defeated Dartmouth College on a 4-1 decision. Go Blue!

“I also express my appreciation to the many faculty, students and staff who contributed to our Democracy and Debate theme semester. Even without the presidential debate we had planned to host before the pandemic, we can be very proud that our engagement in important civic issues has continued. Thanks to many in our community, the semester has provided a catalyst for cross-campus collaboration, and it has advanced an important component of UM’s public mission. We have a few more activities planned through Martin Luther King, Jr. Day and the Presidential Inauguration, and I encourage everyone to engage.

“Today is the final meeting for Regent Shauna Ryder Diggs. According to our research, Regent Diggs is the only medical doctor to serve on the board. This has been enormously important, not just for Michigan Medicine during a transformative time for health care, but also for our state and the millions of patients we serve. She trained here in our 2/5 program, receiving both her undergraduate and medical degrees from U-M and went on to do residency training at the university hospital. Her expertise as a board-certified dermatologist and as a physician who runs a private practice contributed greatly to her role as a regent, giving us insights and creative ideas throughout her years on the board.

“She is passionate about providing equal opportunities through education, and she hosted a LEAD Scholarship reception at her home for the Alumni Association. Shauna has also helped push us as a university to live up to our commitments around DEI, and to redouble our efforts to prevent sexual and gender-based misconduct in our campus community. She was also an important partner as we have navigated the pandemic, asking hard questions and advocating for testing and other public health measures on campus.

“To those of us who have worked with her during her service, this comes as no surprise. Regent Diggs is always amongst the first to dive right in to solve problems and work to make our university better. In fact, she has said: ‘We need to be active. Active listeners. Active discussants. Active decision-makers. Only then can we bring about change.’ Thank you, Regent Diggs.”

Regent Ilitch presented the following resolution to Regent Diggs

### **Regents’ Resolution**

The Regents of the University of Michigan extend their deep appreciation to Regent Shauna Ryder Diggs for her eight years of exemplary service.

Regent Ryder Diggs’ ties to the University began with her matriculation in the Inteflex Program and completion of her internal medicine internship and dermatology residency at the UM Health System. She is a lifetime member of the UM Alumni Association and many organizations that support the University and higher education, including her current service as Chair of the national Association of Governing Boards.

Regent Ryder Diggs’ perspective as a practicing physician was invaluable to her work as Chair of the Board’s Health Affairs Committee and in her thoughtful advice as we navigate through a global pandemic. She cares deeply about access and affordability, supporting the Go Blue Guarantee and other programs such as the LEAD Scholars program at the Alumni Association. She has always been committed to creating and sustaining an environment at the University that is welcoming to all so that everyone, particularly students, can thrive and excel. Her passionate voice in support of an environment of diversity, equity and inclusion will have a lasting impact.

The members of the Board of Regents thank Regent Shauna Ryder Diggs for her passion, her thoughtfulness, her concern for each and every student, and her friendship. In recognition of her outstanding service, the Regents name Shauna Ryder Diggs Regent Emerita and wish her the very best in all her future endeavors.

Regent Ilitch said, “I am going to share some thoughts about one of my best friends on the planet. Shauna has an unbelievable commitment to the university and has been a tireless

advocate for those most in need. She's highly accomplished. She's a devoted wife and mother. She's an outstanding physician. She's got a sense of fun like no other. While it's a huge loss for the university, I will miss you and your important voice on this board. I am so excited to see what door God will open next for you, as I know whatever door that is, you are going to flourish and be remarkable. I'm incredibly blessed to have you in my life as a friend. Thank you so much for your service of eight years at the Board of Regents. Thank you."

Regent Brown said, "For the public, much of what we do is hard to see: the hours, the debates and the study that we do on every issue. Regent Ryder Diggs has been the smartest of us, the most diligent of us and the most wise of us. We will be worse off for her leaving the board but this institution is so much better for the eight years that she has spent on it and we have all in countless ways benefited from her wisdom and hard work."

Regent Bernstein echoed his colleagues' comments and said, "You are able to address complex and oftentimes contentious issues with intelligence, thoughtfulness and a spirit that addresses the problem in the highest possible way and elevates all the people around you in doing so. That is a very rare gift and one that is more important now and today than in any moment that I've ever been a part of. Your work elevated this board and this university and in doing so it really enriched our world. I'm very grateful to you for the service you've given to the university and to our friendship."

Regents Acker said, "I recall a retreat earlier this year in Washington, D.C. After the retreat we were all mingling and my cousin came in and she said 'Great news, I just got into Michigan Law School.' Within 15 seconds of meeting her, Shauna gave her a hug. It's so emblematic that in that little moment, someone she didn't know, she was able share this kind of

joy. The joy and love of an institution that she's dedicated eight years to is something that is not replicable. And that really goes for all of her service to this institution. People will come and go on this board but what Shauna has done is irreplaceable. I will miss her greatly. I'm proud to call her a friend. Not only is she the wisest of us but she is in fact the coolest of us."

Regent Behm said, "I met Shauna in undergrad when three of my fraternity brothers were in the Inteflex Program with her, so I was front and center to Shauna's brilliance at a young age. Not only is she one of the smartest people I know but she's the type of person who can't help but care about certain issues. I've marveled at that and how she just throws herself headlong into issues to not only figure them out but the reasons why she wants to figure them out are so admirable. No one has ever explained how I was wrong about something in a nicer way than Shauna and as a trial attorney that's explained to me a lot of times in different circumstances. She's the type of person who can't help but care and normally she is my neighbor at public board meetings and she can't help herself sometimes from whispering in my ear to say 'you really need to use some sunscreen.' Finally, I have my wife and three kids, and Shauna is the type of person you want your kids around because you want them to grow up to be like her."

President Schlissel thanked Shauna for years of dedicated service and friendship.

President Schlissel continued saying, "Today is also the final meeting for Vice President for Government Relations Cynthia Wilbanks, who has devoted two and a half decades to the University of Michigan and to advancing higher education in our state and nation. Our leadership in research, our economic impact and our role as a beacon of hope for students around the world, has been strengthened by Cynthia's tireless advocacy.



“Cynthia has a keen understanding that universities must work in lockstep with civic and business leaders to serve the interests of our communities, states and nation. For a quarter century, she has demonstrated what I would assert is an unprecedented level of command of how to unite those interests – across regions, sectors, jurisdictions, administrations and party lines.

“At her core, Cynthia is a true public servant, and she has demonstrated that throughout her time here. Among her many activities, she is co-chair of our annual United Way campaign, serves on the SPARK Board of Directors and has time and again stepped up to take on additional duties at UM.

“She’s been interim vice president for development and for communications, and this year she led a group of senior campus leaders who worked to preserve the university’s ability to fulfill its mission in the setting of the COVID-19 pandemic. I will always admire Cynthia’s ability to comprehend complex policies and ideas from vastly different points of view – and then to seek common ground from which to move forward. This is a trait that is very much lacking in our world. We will miss her acumen, her sharp wit, her unparalleled wisdom and her unwavering commitment to the public mission of the University of Michigan. She has been a great colleague, advisor and friend to me personally as well. Thank you, Cynthia.

Regent Brown read the following resolution:

#### Regents’ Resolution

The Regents of the University of Michigan congratulate Cynthia H. Wilbanks who will retire on December 31, 2020, after 22 years of service as the vice president for government relations. A Michigan alumna, she joined the university as the associate vice president for university relations in 1995 and was appointed the vice president for government relations in 1998.

Vice President Wilbanks used her exceptional relationship building and collaborative skills to promote and advance the University of Michigan in a multitude of ways. Among many accomplishments, she helped create the University Research Corridor with MSU and WSU and helped enhance the University's presence in Detroit.

Her career included decades of service. She served as president of Michigan's Children, co-chaired the University's United Way campaign, and served on or chaired a number of ad hoc and standing university committees over the years. Her relationships locally and at the state and national level, together with her unmatched knowledge and quick wit, made her an icon of the university and beloved by all who had the good fortune of working with her.

It is with deep appreciation, and in recognition of her dedication and service, that the Regents name Cynthia H. Wilbanks, vice president emerita for government relations, and wish her a long and rewarding retirement.

Regent Brown said, "For those who understand how the university works, the president technically runs the university but for as long as I've known it, Cynthia has been in charge. In many ways, she has been the keeper of the spirit and the soul of this institution for a quarter century. For those of us who believe in higher education and its mission, especially public higher education, we must realize that despite the majesty of our buildings, it's really the people who create this place. No one during that time has been more important in helping the institution achieve its lofty goals. Cynthia will be missed. They broke the mold when they created Cynthia and it will take all of our collective efforts to do the job Cynthia has done by herself. So, this institution, the state and I will miss you."

Vice President Wilbanks began by thanking her husband, Roy, and her family for their support over the years. She said, "Thank you all very much for these really kind words and generous recognition of my service to the University of Michigan. As I said too many times over the past few months, I've really had a grand journey over a quarter century and I can hardly

believe that I can say a quarter of a century and not just marvel at that length of time. But, it has been 25 years serving an institution that I love and working with so many of you through the years. All of us, I think, believe strongly in the promise, the potential and the excellence of the university. It is for that reason that this work is so worthwhile. No one ever does this job on their own, as we benefit from a team of individuals who recognize the value and importance of the work and commit to pursuing the best possible outcomes to support the goals of the university on behalf of the students, faculty and staff. The colleagues that I have been privileged to lead in the Office of Government Relations are dedicated to those goals and have helped me and all of us to be successful in our efforts as our work fundamentally relies on relationships.

“I found a quote from Mahatma Gandhi a while ago that I recorded, and he said, ‘Relationships are based on four principles: respect, understanding, appreciation and acceptance.’ Without knowing that it was Gandhi’s words or his description, I completely agree with the articulation of these principles. What I have tried to model and what you have shown me in numerous ways over these 25 years is respect, understanding, appreciation and acceptance. My tenure has been marked by many impactful and critical moments in the university’s recent history. To be a part of this leadership team working with presidents, members of this board - and I’ve worked with 19 members of this board over the years - executive officers, my team and numerous others across this campus to navigate both challenging and exhilarating circumstances has been a great privilege. The memories will be forever a part of me. Earlier this fall, Justice Ruth Bader Ginsburg passed from this earth. She was a giant. Since that time I’ve discovered many of her poignant reminders and I choose to close my comments with this one, ‘There’s a sense that time is precious and you should enjoy and thrive in what you’re doing to the hilt.’

Friends, my time has been precious and I have thoroughly enjoyed what I've been able to do in service to the University of Michigan to the hilt. I am grateful again to all of you for this very special honor and recognition.”

### **Committee Reports**

Regent Ryder Diggs said, “I am overwhelmed by the comments of my peers and just so appreciative because it's been my honor and privilege to serve on this board with all of you. I genuinely love UM and feel that our institution is so important to our state, our country and the world. It really just can't be overstated. We have an opportunity to have a real impact, which not everyone has, and we have it as board members and as part of the leadership team. I feel that over the past 200 years, we've been able to have an impact and we'll be able to have even more over the next 200 years. I want to thank President Schlissel for all of his support and leadership team for all their support and for operating truly at the highest level. The work we do is all about continuous improvement. It's never over and all of you always have the best interest of the university - you hold it in the forefront. To my fellow board members, I just can't overstate the commitment that all of you show to the university and what that means to me, to students, to faculty, to staff, to members of our community and to people in the state. By the commitment I mean everyone's able to have tough conversations with one another. We can really disagree and agree around tough issues and we try to keep a big picture and focus on solving problems. One of the things the board does is host the history of the institution and then we still look forward and try to implement changes to improve over the years. I really believe that the friendship and respect that we have for one another is what enables us to do our best work. I am very appreciative of the opportunity to be with all of you.”

She moved on to provide a committee report saying, “I really am so proud of the work we’ve done on the Health Affairs Committee and for the health care system being more engaged than ever across the state and the region.”

**Health Affairs Committee.** Committee Chair Regent Ryder Diggs reported that she and committee member Regent Acker met with Keith Gran, Michigan Medicine chief patient experience officer who provided the committee with an update related to the Patient Advocacy Reporting System (PARS) and Coworker Observation Reporting System (CORS) that was initiated last year. They also met with Paul Castillo, Michigan Medicine chief financial officer, who provided a Michigan Medicine FY21 Financial Performance update while highlighting areas of improvement through the remainder of the FY. That was followed by Rose Glenn, Michigan Medicine chief communications & marketing officer, who discussed Michigan Medicine’s recent vision work and communication.

**Personnel, Compensation and Governance Committee.** Committee Chair Regent Brown reported that he and committee member Regent Bernstein received an update on current searches from Provost Collins. The committee also received an update on tenure data and the review process.

**Committee on Flint and Dearborn.** Committee Chair Regent Behm reported that the committee met with Chancellors Dutta and Grasso and President Schlissel. Topics discussed included: recruitment, retention and graduation initiatives, Dearborn governance structure and strategic plan, Flint College of Innovation & Technology and new bylaws implementation.

**Consent Agenda**

**Minutes.** Vice President Churchill submitted for approval the minutes of the meeting of October 22, 2020.

**Reports.** Executive Vice President Hegarty submitted the Investment Report, the Plant Extension Report, the University Human Resources Report and the Regents Report on Non-Competitive Purchases equal to or over \$10,000 from Single Sources, June 2020 through September 2020.

**Litigation Report.** Vice President Lynch had no additional report.

**Research Report.** Vice President Cunningham submitted the Report of Projects Established through October 31, 2020.

**University of Michigan Health System.** Executive Vice President Runge recommended the appointment of Dr. David Miller as president of the University of Michigan Health System and executive vice dean for clinical affairs for the University of Michigan Medical School effective January 1, 2021. He thanked Dr. David Spahlinger for his service as president since 2016, which has been instrumental in the restructuring of our health system and in leading the initiatives that have helped us improve and maintain high quality and safety outcomes. He wished him the best as he returns to clinical practice next year in the Department of Internal Medicine.

President Schlissel congratulated Dr. Miller and thanked Dr. Spahlinger saying, “He really is the personification of Michigan Medicine as he seems to be everywhere at the same time, knows everybody, tries to make everybody better across the institution and is a real

doctors' doctor. Thanks very much Dave for your lengthy leadership services that are greatly appreciated and respected.”

**Student Life.** Vice President Harmon reported on plans for the winter semester with a focus on first year students through programs such as U-Mix offered by the Center for Campus Involvement. Students can go to the events website, fill out a questionnaire and at 9:00 pm they'll be matched into small breakout groups. He wished all students a successful end of semester and a safe and restful December break.

**University of Michigan-Dearborn.** Chancellor Grasso reported on a new strategic planning document, the Dearborn Artificial Intelligence (DAIR) events, and the \$1.2M grant to assist first-gen and disability students with services. He noted that Kate Davy has served as provost for ten years and had a terrific set of accomplishments during her tenure. He bid farewell to Regent Ryder Diggs and Vice President Wilbanks and thanked them for their support of the Dearborn Campus.

**University of Michigan-Flint.** Chancellor Dutta recommended the appointment of Cynthia McCurren as dean of the School of Nursing. Flint's new physician assistant program received accreditation and the inaugural cohort that will matriculate in January is at full capacity of 40 students. Project 2020 is an action plan that seeks to reposition the university for the next 20 years, but it will also find ways to support faculty. With enthusiastic support from the family, The Francis Wilson Thompson fund has been amended to create new Thompson endowed chairs and fellows. The Model UN team took first prize at a conference last month. Chancellor Dutta thanked Regent Ryder Diggs for her support of UM-Flint and Vice President Wilbanks for her work that impacted all the UM campuses.

**Student Government Reports.** Central Student Government President Amanda Kaplan reported on recent CSG activities over the past semester, and outlined goals of mental health, student fees, public safety and climate justice.

Rackham Student Government President Marschall Case reported on graduate student safety in working and attending classes on campus and on student representation on committees and compensation for their time and effort.

**Voluntary Support.** Vice President Baird reported on a \$5M gift from the Breach endowed fund - the David and the Breach Family Foundation - a milestone in Michigan Law.

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

**Retirement Memoirs.** Vice President Churchill submitted retirement memoirs. Provost Collins commented on the retirement of Christopher Kendall, dean of the School of Music, Theatre & Dance. She also offered her thanks to Regent Ryder Diggs and congratulated Vice President Wilbanks.

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

**Degrees.** There were no actions with respect to degrees this month.

**Approval of Consent Agenda.** On a motion by Regent Behm, seconded by Regent Ryder Diggs, the regents unanimously approved the consent agenda including the supplemental personnel item.

**Fiscal Year 2022 Capital Outlay Submissions All Campuses**



Executive Vice President Hegarty reported on the university's fiscal year 2022 capital outlay submissions.

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

Executive Vice President Hegarty reported on the university's real estate policy annual report on leases exceeding 50,000 square feet.

### **Alternative Asset Commitments**

Executive Vice President Hegarty reported on the university's follow-on investments with previously approved partnerships with a commitment of \$40 million to OSP Value Fund III, L.P.; a commitment of €40 million (approximately \$44 million) to FSN Capital VI, L.P.; a commitment up to an additional \$15 million to Summa Co-Investment (No. 1) AB.; and a commitment of \$30 million to two Y Combinator sponsored funds.

### **Carl A. Gerstacker Building Herbert H. Dow Building Center for Ultrafast Optical Science Expansion**

On a motion by Regent Behm, seconded by Regent Brown, the regents unanimously approved the Carl A. Gerstacker Building Center for Ultrafast Optical Science Expansion project as described and authorized awarding construction contracts provided that bids are within the approved budget.

### **Building Name Change**

On a motion by Regent Ryder Diggs, seconded by Regent Behm, the regents unanimously approved changing the name of the Edward Henry Kraus Building to the School of Kinesiology Building, effective immediately.

### **Michigan Medicine Brighton Center for Specialty Care Central Steam Replacement**

On a motion by Regent Behm, seconded by Regent Ilitch, the regents unanimously approved the Michigan Medicine Brighton Center for Specialty Care Central Steam Replacement project as described and authorized issuing the project for bids and awarding construction contracts providing that bids are within the approved budget.

### **Conflicts of Interest**

On a motion by Regent Behm, seconded by Regent Bernstein, the regents unanimously approved via a roll call vote 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:

### **Authorization for the University of Michigan to Enter into a Lease Agreement with Urology Associates Realty II LLC**

An agreement with Urology Associates Realty II LLC was approved.

1. The parties to the agreement are the Regents of the University of Michigan and Urology Associates Realty II LLC.
2. The service to be provided is the lease of 7,603 square feet in a building at 1301 Mercy Drive, Muskegon, Michigan, for five years, beginning the first day of the month following full execution of the lease agreement, at a monthly rate of \$18.50 per square foot with \$0.25 per square foot increases every two years. The tenant will also be responsible for the payment of building operating expenses. In addition, approximately \$53,190 of leasehold improvements will be constructed by the landlord to make the lower level space available for occupancy, with the cost of the leasehold improvements amortized into the rent over the lease term at the rate of \$1.50 per square foot based on 7,092 square feet.
3. The pecuniary interest arises from the fact that University of Michigan employees Kevin Stone and Brian Stork are co-trustees of two trusts with membership interests in Urology Associates Realty II LLC.

### **Authorization for the university to enter into an agreement with InheRET, Inc.**

An agreement with InheRET, Inc. was approved.

1. The parties to the agreement are the Regents of the University of Michigan, it's Ambulatory Care Department and InheRET, Inc.
2. The agreement is for three years at a total cost not to exceed \$500,000. InheRET, 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 employees Dr. David Keren, Lynn McCain, Kara Milliron, Dr. Sofia Merajver and Dr. Lee Schroeder are consultant, employee, director, owner, and/or stockholder of InheRET, Inc.

### **Authorization for the university to enter into an agreement with Ripple Science Corporation**

An agreement with Ripple Science Corporation was approved.

1. The parties to the agreement are the Regents of the University of Michigan, it's Department of Anesthesiology and Ripple Science Corporation.
2. The agreement is for a duration of one year at a total cost not to exceed \$6,000. Ripple Science Corporation 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 Nestor Lopez-Duran is the owner of Ripple Science Corporation.

### **Authorization for the university to transact with Victor John Strecher, LLC**

An agreement with Victor John Strecher, LLC was approved.

1. The parties to the contract are the Regents of the University of Michigan, it's College of Pharmacy and Victor John Strecher, LLC.
2. The agreement is for a one time purchase at a total cost not to exceed \$750. Victor John Strecher, 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 employee Victor Strecher is the owner of Victor John Strecher, LLC.

### **Authorization for the University of Michigan to Enter into Lease Agreements with University of Michigan Credit Union**

Agreements with University of Michigan Credit Union were approved.

1. The parties to the contract are the Regents of the University of Michigan and University of Michigan Credit Union.
2. The services to be provided are the leases of the following: (1) 3,000 square feet in the Ann Arbor campus Michigan Union for 10-years, beginning May 1, 2015, through April 30, 2025, at an annual rate of \$116,000.00, with 3 percent annual rate increases. The tenant will be responsible for gas and electric usage plus janitorial service, and also will be responsible for a portion of the operating expenses of the building. (2) 777 square feet in the Ann Arbor Pierpont Commons for 10-years, beginning May 1, 2015, through April 30, 2025, at an annual rate of \$27,500.00, with 3 percent annual rate increases. The tenant will be responsible for gas and electric usage plus janitorial service, and also will be responsible for a portion of the operating expenses of the building. (3) 352 square feet in the Dearborn University Center for three-years, beginning January 1, 2019, through December 31, 2021, at an annual rate of \$7,800.00. The tenant will be responsible for janitorial service. (4) 328 square feet in the Flint University Pavilion for three years, beginning August 1, 2020, through July 31, 2023, at an annual rate of \$6,696.00, with 2 percent annual rate increases. The tenant will be responsible for janitorial service and will be provided with one parking permit. (5) 188 square feet in the University Hospital for five-years, beginning January 1, 2021, through December 31, 2025, at an annual rate of \$11,885.00, with 3 percent annual rate increases. The tenant will be responsible for janitorial service. In addition, approximately \$150,000 of leasehold improvements will be constructed at the sole cost of the tenant.
3. The pecuniary interest arises from the fact that University of Michigan employees Earl Bell and Paul Kirsch are officers of University of Michigan Credit Union.

### **Authorize Execution of Investment Agreements Under the MINTS Program for FlexDex, Inc.**

Agreements with the MINTS Program for FlexDex, Inc. were approved.

1. The parties to the contract are the Regents of the University of Michigan and the MINTS Program for FlexDex, Inc.
2. The Investment Office is seeking approval for financing agreements up to a total of \$5 million in potential investments (through one or more rounds of financing) under MINTS for FlexDex, Inc. It is understood that, upon approval of this item, MINTS will have no obligation to enter into the agreements or proceed with any investment in the company. No use of University services or facilities, nor any assignment of university employees, is obligated or contemplated under the agreements
3. The pecuniary interest arises from the interest of University of Michigan employees Dr. James Duncan Geiger and Shorya Awtar.

### **Authorization for the university to transact with LynxDx, Inc.**

An agreement with LynxDx, Inc. was approved.

1. The parties to the contract are the Regents of the University of Michigan, it's University Health Service and LynxDx, Inc.
2. The agreement is for one year at a total cost not to exceed \$9,000,000. LynxDx, 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 employees Yashar Niknafs, Arul Chinnaiyan, Jeff Tosoian and Javed Siddiqui are laboratory clinical consultant, chair of scientific advisory board, co-founder, employee, and/or stockholder of LynxDx, Inc.

### **License Agreement between the University of Michigan and Alight Sciences, Inc.**

A license agreement with Alight Sciences, Inc. to license from the University of Michigan the university's rights associated with the following technologies was approved: UM OTT File No. 6250 entitled, "High-Confidence Single-Molecule Detection of RNA Biomarkers Using Transiently Binding Probes"; UM OTT File No. 6472 entitled, "High-Confidence Detection of Nucleic Acid Binding Partners at the Single Molecule Level"; UM OTT File No. 6948 entitled, "High-Confidence Single-Molecule Detection of DNA Biomarkers Using SIMREPS and Dcas9-Guided Melting"; UM OTT File No. 7340 entitled, "Detection and Quantification of Single Molecular Analytes Using Transient Interactions with Peptide and Aptamer Probes"; UM OTT File No. 7623 entitled, "Aqueous Two-Phase Systems for Concentration of Dilute Analytes from Biofluids"; UM OTT File No. 7638 entitled, "Intramolecular Transition Kinetic Probes for Specific Detection of Single Molecular Analytes"; UM OTT File No. 7735 entitled, "Electrophoretic Concentration and Surface Capture of Dilute

Analytes”; UM OTT File No. 2020-007 entitled, “Capture of Biomarkers for Digital Single-Molecule Detection”; and UM OTT File No. 2020-176 entitled, “Molecular Memory Probes for Integrated Kinetic Fingerprinting”

1. The parties to the contract are the Regents of the University of Michigan and Alight Sciences, Inc.
2. Agreement terms include granting Alight Sciences, Inc. an exclusive license with the unrestricted right to grant sublicenses. Alight Sciences, Inc. will pay royalty on sales and reimburse patent costs. The university will receive equity in Alight Sciences, Inc. The university will retain ownership of the licensed patents and may continue to further develop and use them 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 Nils Walter, Muneesh Tewari and David Olson are part owners of Alight Sciences, Inc.

#### **Subcontract Agreement between the University of Michigan and Amphionic LLC**

A subcontract agreement with Amphionic LLC to fund a NASA (prime) SBIR Phase I project entitled, “Lightweight ultra-strong flexible power cables from metallic nanoparticles and aramid nanofibers” (ORSP #21-PAF00061) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Nuclear Engineering and Radiological Sciences and Amphionic LLC.
2. The terms of the agreement conform to university policy. The period of performance for the project is approximately six (6) months. The amount of funding support will not exceed \$29,526. 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 Mark Hammig and Suneel Joglekar are part owner or CEO of Amphionic LLC.

#### **Subcontract Agreement between the University of Michigan and Amphionic LLC**

A subcontract agreement with Amphionic LLC to fund a NASA (prime) SBIR Phase I project entitled, “Radiation-resistant high-resolution particle sensors from composites of semiconductor nanoparticles and aramid nanofibers” (ORSP #21-PAF00062) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Nuclear Engineering and Radiological Sciences and Amphionic LLC.
2. The terms of the agreement conform to university policy. The period of performance for the project is approximately six (6) months. The amount of funding support will not exceed \$29,526. 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 Mark Hammig and Suneel Joglekar are part owner or CEO of Amphionic LLC.

### **Subcontract Agreement between the University of Michigan and Amplitude Vascular Systems, Inc.**

A subcontract agreement with Amplitude Vascular Systems, Inc. to fund a National Institutes of Health (prime) STTR Phase I project entitled, “STTR Phase I: Pulse: Harmonic Balloon Angioplasty Device for Treatment of Peripheral Artery Calcification - R41/42 subK resub” (ORSP #21-PAF01013) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Internal Medicine and Amplitude Vascular Systems, 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 \$106,160. 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 Hitinder Gurm and Albert Shih are part owners of Amplitude Vascular Systems, Inc.

### **Subcontract Agreement between the University of Michigan and Arbor Medical Innovations, LLC**

A subcontract agreement with Arbor Medical Innovations, LLC to fund a National Institutes of Health (prime) SBIR Phase I/II project entitled, “Actigraphy Enhanced Pain Management” (ORSP #20-PAF08795) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Anesthesiology and Arbor Medical Innovations, LLC.
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 \$750,549. 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 Steven Harte and Grant Kruger are part owners of Arbor Medical Innovations, LLC.

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

A research agreement with Ascentage Pharma Group Corporation, Ltd. to amend a research agreement previously approved by the regents to include the project entitled, “Design and development of new anticancer drugs” (ORSP#21-PAF01974) 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 amendment conform to university policy. The period of performance for the project is extended to September 17, 2023. The amount of funding support will be

increased by \$3,518,439 and will not exceed \$6,936,766 total. Since research projects are often amended, this agreement includes 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 NX Fuels, Inc. dba Carbon Fuels, Inc.**

A subcontract agreement with NX Fuels, Inc. dba Carbon Fuels, Inc. to fund a National Science Foundation (prime) SBIR Phase I project entitled, “Highly Efficient and Robust Photocatalyst Systems for CO2 Conversion to Valuable Fuels Using Renewable Solar” (ORSP #21-PAF01328) 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 NX Fuels, Inc. dba Carbon Fuels, Inc.
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 \$83,000. 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 employees Zetian Mi and Saemin choi are part owners of NX Fuels, Inc. dba Carbon Fuels, Inc.

### **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, “A Randomized, Double-Blind, Placebo-Controlled, Phase 2 Study of LY3471851 (NKTR-358) in Adults with Systemic Lupus Erythematosus” (ORSP #21-PAF02207) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Internal Medicine 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 \$286,209. Since research projects are often amended, this agreement includes 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 Marschall Runge is a paid member of the board of directors of Eli Lilly and Company.

### **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, “Development of ex vivo modeling of human CKD” (ORSP #21-PAF03409) was approved.

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

\$502,864. Since research projects are often amended, this agreement includes 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 Marschall Runge is a paid member of the board of directors of Eli Lilly and Company.

### **Sponsored Activity Agreement between the University of Michigan and FibrosIX Inc.**

A sponsored activity agreement with FibrosIX Inc. to fund sponsored activity entitled, “FibrosIX Efficacy study” (ORSP #21-PAF01134) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Internal Medicine and FibrosIX Inc.
2. The terms of the agreement conform to university policy. The period of performance for the project is approximately two (2) months. The amount of funding support will not exceed \$4,416. Since research projects are often amended, this agreement includes 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 Scott Larsen is part owner of FibrosIX Inc.

### **Subcontract Agreement between the University of Michigan and H3D, Inc.**

A subcontract agreement with H3D, Inc. to fund a Department of Defense (prime) STTR Phase I project entitled, “General Purpose Radiation Detector Front End and Digital Processor” (ORSP#20-PAF09112) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Nuclear Engineering and Radiological Sciences and H3D, Inc.
2. The terms of the agreement conform to university policy. The period of performance for the project is approximately seven (7) months. The amount of funding support will not exceed \$50,250. 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 Zhong He and Yuefeng Zhu are part owners of H3D, Inc.

### **Research Agreement between the University of Michigan and EMPOWR-ME LLC dba HealthIntel LLC**

A research agreement with EMPOWR-ME LLC dba HealthIntel LLC to fund a project entitled, “Early identification and prediction of COVID-19 in patients to optimize Emergency Department Utilization” (ORSP #21-PAF02236) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Emergency Medicine and EMPOWR-ME LLC dba HealthIntel LLC.
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 \$17,516. Since research projects are often amended, this agreement includes 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. Prashant Mahajan is part owner of EMPOWR-ME LLC dba HealthIntel LLC.

### **Subcontract Agreement between the University of Michigan and May Mobility, Inc.**

A subcontract agreement with May Mobility, Inc. to fund a Department of Transportation (prime) Phase I Inclusive Design Challenge project entitled, “Inclusive Design Challenge-Phase I” (ORSP #21-PAF02421) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Transportation Research Institute-Biosciences Group (UMTRI) and May Mobility, Inc.
2. The terms of the agreement conform to university policy. The period of performance for the project is approximately thirteen (13) months. The amount of funding support will not exceed \$116,000. 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 Edwin Olson is part owner of May Mobility, 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, “Leiomyosarcoma (LMS): New Targets, New Therapies, New Models” (ORSP #21-PAF01388) 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) months. The amount of funding support will not exceed \$5,344. Since research projects are often amended, this agreement includes 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 the president and chief executive officer of Sarcoma Alliance for Research through Collaboration.

### **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 amend a research agreement previously approved by the regents to include the project entitled, “Leiomyosarcoma (LMS): New Targets, New Therapies, New Models” (ORSP#21-PAF02154) 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 amendment conform to university policy. The period of performance for the project is extended to December 31, 2020. The amount of funding support will be increased by \$46,798 and will not exceed \$275,002 total. Since research projects are often amended, this agreement includes 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 the president and chief executive officer of Sarcoma Alliance for Research through Collaboration.

### **Subcontract Agreement between the University of Michigan and Theia Scientific, LLC**

A subcontract agreement with Theia Scientific, LLC to fund a Department of Energy (prime) SBIR Phase I project entitled, “An Open Analysis Platform with In-Situ Machine Vision for Electron Microscopy” (ORSP #21-PAF02179) was approved.

1. The parties to the contract are the Regents of the University of Michigan, its Department of Nuclear Engineering and Radiological Sciences and Theia Scientific, 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 \$60,000. 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 Kevin Field is part owner of Theia Scientific, LLC.

### **Authorize Execution of Investment Agreements for the Michigan Biomedical Venture Fund for Nitricap Medical.**

Agreements with the Michigan Biomedical Venture Fund for Nitricap Medical were approved.

1. The parties to the contract are the Regents of the University of Michigan and the Michigan Biomedical Venture Fund for Nitricap Medical.
2. The Michigan Biomedical Venture Fund will execute applicable standard agreements for venture capital investing. The university will receive future equity in Nitricap Medical, along with the right to purchase more equity. 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. 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 ownership interests of University of Michigan employees Dr. Alex Yevzlin and Mark Meyerhoff in Nitricap Medical.

### **Authorize Execution of Investment Agreements for the Michigan Biomedical Venture Fund for Courage Therapeutics.**

Agreements with the Michigan Biomedical Venture Fund for Courage Therapeutics were approved.

1. The parties to the contract are the Regents of the University of Michigan and the Michigan Biomedical Venture Fund for Courage Therapeutics.
2. The Michigan Biomedical Venture Fund will execute applicable standard agreements for venture capital investing. The university will receive future equity in Courage

Therapeutics, along with the right to purchase more equity. 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. 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 ownership interests of University of Michigan employee Roger Cone in Courage Therapeutics.

### **Approval of Updated Academic Calendars for 2020-2021, for the Ann Arbor Campus, Dearborn Campus and Flint Campus**

On a motion by Regent Bernstein, seconded by Regent Ilitch, the regents unanimously approved the updated academic calendar for 2020-2021 for the Ann Arbor, Flint and Dearborn campuses.

Regent Acker thanked the IT team for all their assistance.

Regent Ryder Diggs congratulated all the retirees and thanked Vice President Wilbanks. She said, “She taught me the importance of relationships, good judgement and a true love of the university.” She also commented on one of the retirees Dr. Martin Pernick saying, “He taught me when I was a student here. Not only was he my faculty instructor but his class was one of the most important courses I ever took, which was on medical history and the ethical ramifications of all that we do. So much what I learned during his course has informed my time here at the university on the board and so I wanted to particularly congratulate him today. Thank you.”

### **Public Comment**

The regents heard public comments from: Steve Skerlos, UM-Ann Arbor faculty, on carbon neutrality; Sarah Mertz, UM-Flint student, on tri-campus equity; Sherrema A. Bower, alumna, on value of UM-Flint education; Jayna Peterson, UM-Flint student, on tri-campus equity; Michael Craig, UM-Ann Arbor faculty, on carbon neutrality; Sara Hughes, UM-Ann

Arbor faculty on the urgency of climate action; and Jaz Brennan, alumna, on emergency shelter for unhoused.

Vice President Churchill thanked Regent Ryder Diggs and Vice President Wilbanks.

Regent Ilitch thanked all the speakers for their comments and thoughts. She added, “Since it’s the end of the year, and a difficult year at that, the board would also like to share some things. To our students and their parents, thank you for your strength, resilience and flexibility during this extremely challenging year. Thank you to our faculty, our deans and our chancellors who have shifted and evolved their instruction to put their students’ needs before all else. Thank you to the staff and all the professionals who keep the university functioning and safe. Thank you to the executive officers, the provost and the president who work tirelessly to be the best in class. And thank you to our Michigan Medicine heroes, to the doctors, nurses, physicians assistants and all of the health professionals who take care of us every day at great risks to themselves. Thank you to my colleagues for your commitment and leadership to the university. Everyone - have a safe and peaceful holiday.”

President Schlissel wished the students success on their upcoming final examinations and wished everyone a great, safe and peaceful holiday break.

### **Adjournment**

The meeting was adjourned at 6:00 p.m. The next meeting will take place on February 18, 2021.