

THE UNIVERSITY OF MICHIGAN
REGENTS COMMUNICATION

ACTION REQUEST

Subject: Commercialization Agreements with the University of Michigan

Action Requested: Approval of Commercialization Agreements

Preamble:

Statutory conflicts of interest situations were identified by Innovation Partnerships while reviewing commercialization agreements that then triggered a review by the Medical School Conflict of Interest Board and/or the UMOR Conflict of Interest Review Committee. Plans for management of the possible risks associated with the conflicts of interest will be developed and approved by the Board and/or Committee and may require agreement by the parties involved.

These proposed commercialization agreements (“Agreements”) fall under the State of Michigan Conflict of Interest Statute because employees of the University of Michigan (“University”) have outside activities, relationships, or interests in the companies described in Attachment A. The law permits such Agreements provided they are disclosed to the Board of Regents (“Regents”) of the University and approved in advance by a 2/3 vote.

Background:

These companies were formed to commercialize University technologies and desire to option, license, or reassign the University’s rights associated with them. Innovation Partnerships selected these companies as University partners and negotiated the terms of the proposed agreements in accordance with University policy and its accepted licensing principles.

Agreement Terms Include:

The University will retain ownership of the optioned, licensed, or reassigned technologies 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 Agreements. Standard disclaimers of warranties and indemnification apply, and the Agreements 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. Terms specific to each Agreement are described in Attachment A.

Net Effect:

Innovation Partnerships has negotiated and finalized the terms of the option, license, or reassignment agreements for patents, technology, or content related to University technologies for particular fields of use. The companies will obtain the right to evaluate, use, and/or commercialize the University technologies. The net effects specific to each Agreement are described in Attachment A.

Recommendations:

These matters have been reviewed and approved by the Medical School Conflict of Interest Board and/or the UMOR Conflict of Interest Review Committee. In light of this disclosure and our finding that the Agreements were negotiated in conformance with standard University practices, I recommend that the Board of Regents approve the Agreements between the University and the companies outlined in Attachment A.

Respectfully submitted,



Rebecca Cunningham
Vice President for Research

March 2023

Attachment A

Agreement #1

License Agreement between the University and Arkadien Solutions, LLC Reviewed by the UMOR Conflict of Interest Review Committee		
<u>Innovation Partnerships Intellectual Property File Information</u>		
Number	Title	Inventors
2022-395	A Customizable Web Application for cryo-EM Data Processing	Yilia Li, Michael Cianfrocco, Chuck Lugai, Chuteng Li, Benjamin Walls, Rong Xia, Han Liu, Grant Yang
<u>Background</u>		
Arkadien Solutions, LLC was formed to commercialize a software-based web application for cryo-EM data processing and desires to license the University's rights associated with the technology listed above.		
<u>Net Effects</u> <ul style="list-style-type: none">● Worldwide exclusive● Copyrights● All fields of use● Right to commercialize	<u>Agreement Terms</u> <p>Arkadien Solutions, LLC will:</p> <ul style="list-style-type: none">● Obtain the right to grant sublicenses <p>The University will:</p> <ul style="list-style-type: none">● Receive equity in Arkadien Solutions, LLC● Retain the right to purchase more equity in Arkadien Solutions, LLC	
<u>University Employee; University Title; Relationship with Arkadien Solutions, LLC</u>		
<ul style="list-style-type: none">● Michael Cianfrocco; Research Assistant Professor, Life Sciences Institute; Partial Owner		

Agreement #2

**License Agreement between the University and Pro Therapeutics LLC
Reviewed by the Medical School Conflict of Interest Board**

Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
5603	Tissue Engineered Flip Plate Bioreactor	Ellen Arruda, Lisa Larkin, Michael Smietana, Pablo Moncada-Larrotiz
6677	Scaffold-Free Three-Dimensional Engineered Tendon Tissue for Rotator Cuff Repair	Ellen Arruda, Asheesh Bedi, Lisa Larkin, Michael Smietana, Stoyana Novakova
6732	Multi-Aspect Tissue Reactor - IX (MATRIX) a Bioreactor for Engineering Tissues	Ellen Arruda, Lisa Larkin, Michael Smietana, Pablo Moncada-Larrotiz
2019-259	Novel Bioreactor and Method of Forming Complex Three-Dimensional Tissue Constructs	Ellen Arruda, Lisa Larkin, Michael Smietana, Pablo Moncada-Larrotiz, Haley Titinger

Background

Pro Therapeutics LLC was formed to commercialize an engineered rotator cuff and desires to license the University's rights associated with the technology listed above.

Net Effects

- Worldwide exclusive for 6677
- Worldwide non-exclusive for 5603, 6732, 2019-259
- Patents
- All fields of use
- Right to commercialize

Agreement Terms

Pro Therapeutics LLC will:

- Obtain the right to grant sublicenses
- Pay a royalty on sales
- Reimburse patent costs

The University will:

- Retain the right to acquire/purchase more equity in Pro Therapeutics LLC

University Employee; University Title; Relationship with Pro Therapeutics LLC

- Lisa Larkin; Professor, Molecular and Integrative Physiology; Partial Owner