

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 and Innovation

March 2024

Attachment A

Agreement #1

Option Agreement between the University and ALLInBio, Inc. Reviewed by the Medical School Conflict of Interest Board		
<u>Innovation Partnerships Intellectual Property File Information</u>		
Number	Title	Inventors
7656	A Small Molecular Compound for Arthritis and Bone Erosion Treatment	Joseph Holoshitz, Andrew White
2024-087	Therapeutic Targeting Receptor-Ligand Interaction in HLA-Associated Diseases	Joseph Holoshitz, Song Ling
2024-088	A New Targetable Pathway in Parkinson's Disease	Joseph Holoshitz
<u>Background</u>		
ALLInBio, Inc. was formed to develop treatment for autoimmune diseases, and desires to option the University's rights associated with the technology listed above.		
<u>Net Effects</u>	<u>Agreement Terms</u>	
<ul style="list-style-type: none">Worldwide exclusivePatentsAll fields of useEvaluation only	ALLInBio, Inc. will: <ul style="list-style-type: none">Pay an upfront fee	
<u>University Employee; University Title; Relationship with ALLInBio, Inc.</u>		
<ul style="list-style-type: none">Joseph Holoshitz; Professor, Internal Medicine; Partial Owner		

Agreement #2

**Option Agreement between the University and Camra Bio LLC
Reviewed by the Medical School Conflict of Interest Board**

Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
2021-134	IgA Induce Mucosal Immune Tolerance	Nicholas Lukacs, Simon Hogan, Srikanth Elesela

Background

Camra Bio LLC was formed to develop allergen-specific IgA as a therapy to treat diseases with ongoing allergic and/or autoimmune responses, and desires to option the University's rights associated with the technology listed above.

Net Effects

- Worldwide exclusive
- Patents
- All fields of use
- Evaluation only

Agreement Terms

- Camra Bio LLC will:
- Pay an upfront fee

University Employee; University Title; Relationship with Camra Bio LLC

- Nicholas Lukacs; Professor, Pathology; Partial Owner

Agreement #3

**Option Agreement between the University and Outhaul Medical Devices LLC
Reviewed by the Medical School Conflict of Interest Board and UMOR Conflict of Interest Review
Committee**

Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
2020-070	Auto-Tamponade Sternal Wire System	Gardner Yost, Jonathan Haft, Jeffrey Plott
2023-183	Plug for Autotamponading sternal closure	Gardner Yost, Jonathan Haft, Jeffrey Plott

Background

Outhaul Medical Devices LLC was formed to commercialize technology related to sternal closure systems for improved post-operative outcomes, and desires to option the University's rights associated with the technology listed above.

Net Effects

- Worldwide exclusive
- Patents
- All fields of use
- Evaluation only

Agreement Terms

Outhaul Medical Devices LLC will:

- Pay an upfront fee
- Reimburse patent costs

University Employee; University Title; Relationship with Outhaul Medical Devices LLC

- Jeffrey Plott; Associate Director/Research Area Specialist Senior, Coulter Program; Partial Owner
- Gardner Yost; House Officer, Thoracic Surgery; Partial Owner
- Jonathan Haft; Professor, Cardiac Surgery; Partial Owner