

**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 OVPR Conflict of Interest 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 OVPR Conflict of Interest 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,

A handwritten signature in black ink, appearing to read 'Arthur Lupia', with a stylized flourish at the end.

Arthur Lupia
Vice President for Research and Innovation

March 2026

Attachment A

Agreement #1

License Agreement between the University and Academic Assistance Inc. Reviewed by the OVPR Conflict of Interest Committee		
<u>Innovation Partnerships Intellectual Property File Information</u>		
Number	Title	Inventors
2026-384	Motivational Interviewing Workbook (2008-2023)	Ken Resnicow, Shannon Considine, Sophia Zhou, Ian Moore, Holly Derry
2025-621	Motivational Interviewing Videos	Ken Resnicow, Emerson Delacroix, Shannon Considine
2025-622	Motivational Interviewing Flipcards	Ken Resnicow, Emerson Delacroix, Shannon Considine, Sophia Zhou
2025-623	Motivational Interviewing training slide deck system	Ken Resnicow, Emerson Delacroix, Shannon Considine
7479	Motivational Interviewing Training Video	Ken Resnicow
4322	BMI Motivational Interviewing Training DVD	Ken Resnicow, Ian Moore, Holly Derry
<u>Background</u> Academic Assistance Inc was formed to commercialize motivational interviewing resources to help health care providers and researchers adopt evidence-based interventions involving computer tailored and generative AI and desires to license the University's rights associated with the technology listed above.		
<u>Net Effects</u> - Worldwide exclusive - Copyrights - All fields of use - Right to commercialize		<u>Agreement Terms</u> Academic Assistance Inc will: - Obtain the right to grant sublicenses - Pay a royalty on sales Academic Assistance Inc may: - Pay an upfront fee
<u>University Employee; University Title; Relationship with Academic Assistance Inc</u> Ken Resnicow; Professor Emeritus, Health Behavior & Health Equity; Partial Owner		

Agreement #2

**License Agreement between the University and AegisCoat Inc.
Reviewed by the OVPR Conflict of Interest Committee**

Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
2025-594	Robust superhydrophobic surfaces for drag reduction in turbulent flows	Steven Ceccio, Harish Ganesh, Parth Devrajbhai Khokhani, Anish Tuteja, Bozhong Zhuang, Dev Gurera, Kai Hong, Fan-Wei Wang
2026-155	Zwitterionic Monomer Design for Self-Improving Anti-Icing Coatings	Haoxuan He, Qiming Li, Jianxing Sun, Anish Tuteja, Jiaqi Guo, Jun Li, Abdon Pena-Francesch, Fan-Wei Wang
2026-376	Anti-Icing Natural Deep Eutectic Solvents and Integration Strategies for Cold Weather Applications	Cory Sims, Lidia Kuo, Anish Tuteja, Abdon Pena-Francesch, Dev Gurera

Background

AegisCoat Inc. was formed to commercialize advanced materials for systems that operate in wet, cold, and thermally demanding conditions and desires to license the University's rights associated with the technology listed above.

Net Effects

- Worldwide exclusive
- Patents
- All fields of use
- Right to commercialize

Agreement Terms

AegisCoat Inc. will:

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

The University will:

- Receive equity in AegisCoat Inc.

The University may:

- Retain the right to purchase more equity in AegisCoat Inc.

University Employee; University Title; Relationship with AegisCoat Inc.

- Anish Tuteja; Professor, Materials Science & Engineering; Partial Owner
- Abdon Pena-Francesch; Assistant Professor, Materials Science & Engineering; Partial Owner

Agreement #3

License Agreement between the University and Metria Oncology Oy Reviewed by the Medical School Conflict of Interest Board

Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
2026-258	Knock-in mouse model comprising the Ppp2r1a P179R mutation in the Rosa26 locus	Goutham Narla, Caitlin O'Connor
2026-259	Knock-in mouse model comprising the Ppp2r1a R183W mutation in the Rosa26 locus	Goutham Narla, Caitlin O'Connor

Background

Metria Oncology Oy was formed in Finland to commercialize and develop diagnostic tests for uterine cancer and desires to license the University's rights associated with the technology listed above.

Net Effects

- Finland exclusive
- Non-patented research tool
- Internal research and development restricted to the discovery of diagnostic biomarkers of uterine cancers with PP2A mutations use only. (Does not include the discovery or development of the therapeutic targeting of PP2A mutations in cancer.)
- Right to commercialize

Agreement Terms

Metria Oncology Oy will:

- Pay an upfront fee

University Employee; University Title; Relationship with Metria Oncology Oy

- Goutham Narla; Professor, Internal Medicine; Partial Owner
- Caitlin O'Connor; Research Assistant Professor, Internal Medicine; Partial Owner

Agreement #4
License Agreement between the University and PC Cares LLC
Reviewed by the OVPR Conflict of Interest Committee
Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
2026-198	Promoting Community Conversations About Research for Effective Solutions	Tara Schmidt, Lisa Wexler, Chelsea Wilkins, Lara Coughlin
2024-416	Promoting Community Conversations about Research to End Suicide	Tara Schmidt, Lisa Wexler

Background

PC Cares LLC was formed to commercialize a community health intervention to reduce youth suicide and substance misuse and desires to license the University's rights associated with the technology listed above.

Net Effects

- Worldwide exclusive
- Copyrights
- All fields of use
- Right to commercialize

Agreement Terms

PC Cares LLC will:

- Obtain the right to grant sublicenses

The University may:

- Receive equity in PC Cares LLC

University Employee; University Title; Relationship with PC Cares LLC

- Lisa Wexler; Professor, Social Work; Partial Owner

Agreement #5

License Agreement between the University and WeAdaptify LLC
Reviewed by the Medical School Conflict of Interest Board and the OVPR Conflict of Interest Committee

Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
2025-620	OnePass program	Ken Resnicow, Emerson Delacroix, Shannon Considine
2026-316	Cancer Genetics 101- MiCME Activity	Emerson Delacroix, Sarah Austin, Arianna Morel, Michelle Jacobs, Erika Koeppe, Jennifer Griggs, Elena Stoffel, Andrea Murad, Nicole Cho, Vedika Ramesh, Marie-Louise Accardo

Background

WeAdaptify LLC was formed to commercialize a motivational interviewing technique and training to equip clinicians in promoting patient health behavior change and desires to license the University's rights associated with the technology listed above.

Net Effects

- Worldwide exclusive
- Copyrights
- All fields of use
- Right to commercialize

Agreement Terms

WeAdaptify LLC will:

- Obtain the right to grant sublicenses

The University will:

- Receive equity in WeAdaptify LLC

University Employee; University Title; Relationship with WeAdaptify LLC

- Emerson Delacroix; Research Area Specialist Senior, Gastroenterology; Partial Owner
- Shannon Considine; Clinical Research Coordinator Senior, Metabolism, Endocrinology & Diabetes; Partial Owner
- Lara Grether; Assistant in Research (temp), Social Work; Partial Owner

Agreement #6
License Agreement between the University and Workbench, LLC
Reviewed by the OVPR Conflict of Interest Committee
Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
6664	GradeCraft/Spire	Mike LaVaque, Scott Tsuchiyama, Adam Levick, Stephen Aguilar, Barry Fishman, Caitlyn Hayward, John Callewaert, Joanna Millunchick, Cassie Jamison, Cathy Shakespeare, Jeff Fleckenstein, Tim Webb, Laurie Sutch
2022-418	Tandem – A Team Support Tool	Robin Fowler, Stephanie Sheffield, Laura Alford
2026-083	MTS - Michigan Tailoring System	Anna Feeny, Dennis O'Reilly, Ben Hayward, Kristen Greco, Ian Jones, Michael Skib, Kate Barr, Caroline Carter, Holly Derry, Matthew Jacqmin-Kramer, Macy Morrow, Sophia Zhou

Background

Workbench, LLC was formed to commercialize educational technologies and provide consulting for pedagogical innovation and desires to license the University's rights associated with the technology listed above.

Net Effects

- Worldwide exclusive
- Copyrights
- All fields of use
- Right to commercialize

Agreement Terms

Workbench, LLC will:

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

The University will:

- Receive equity in Workbench, LLC
- Retain the right to purchase more equity in Workbench, LLC

University Employee; University Title; Relationship with Workbench, LLC

- Caitlin Hayward; Research Area Specialist Lead, Survey Research Center-d3c; Partial Owner