

The University of Michigan Regents Communication

Request for Action

Subject: Regental Action Under the State of Michigan Conflict of Interest Statute

Action Requested: Authorize Execution of Investment Agreements Under the Accelerate Blue Fund or similar funds managed by Innovation Partnerships for New Vital Signs, Inc., a Delaware corporation (the “Company”).

Background:

In October 2019, the Board of Regents approved the Accelerate Blue Fund (“A-B Fund”), managed by Innovation Partnerships, and its guidelines. Innovation Partnerships may also manage certain funds similar to the A-B Fund as approved by formal university processes (together with the A-B Fund, such funds are “Innovation Partnerships Managed Funds”).

The proposed investment agreements (the “Agreements”) fall under the State of Michigan Conflict of Interest Statute because the listed Interested Individuals are employees of the University and have sufficient pecuniary interest in the Agreements as partial owners of the company, and/or undertake a senior company officer or board role. The law permits such an Agreement provided it is disclosed to the Board of Regents (“Regents”) of the University and approved in advance by a 2/3 vote of the Board.

No use of University services or facilities, nor any assignment of University employees, is obligated or contemplated under the Agreement.

If the transaction proceeds, the parties to the Agreements would include the University and the Company, and the University would receive an equity interest or future equity interest in the Company in return for its investment(s). The Agreements would reflect typical venture capital investing documentation.

Innovation Partnerships is seeking approval for financing agreements totaling no more than 10% of the assets under management of the respective Innovation Partnerships Managed Funds in potential investments (through one or more rounds of financing) in the Company. It is understood that, upon approval of this item, Innovation Partnerships Managed Funds will have no obligation to enter into the Agreements or proceed with any investment in the company.

The Company, founded in 2023, provides a wearable monitoring platform that measures new “precision vital signs” to flag patient deterioration earlier than traditional vitals, enabling earlier intervention.

Interested Individuals:

Kevin Ward, M.D., Director, Weil Institute, Professor of Emergency Medicine and Professor of Biomedical Engineering, Medical School, University of Michigan.

We believe state law requirements have been met with the disclosure of the interest and formal appointment arrangements with the University of Michigan.

We recommend that the Board of Regents authorize execution of agreements between the University of Michigan and New Vital Signs, Inc., as set forth above.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Arthur Lupia".

Arthur Lupia
Vice President for Research and Innovation

May 2026