

# The University of Michigan Regents Communication

## Request for Action

### **Subject: Commercialization Agreements with the University**

#### **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 (“Board”) and/or the OVPR Conflict of Interest Committee (“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 Board and/or the 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

May 2026

Attachment

## **Attachment A**

### **Agreement #1**

**Option Agreement between the University and Intero Biosystems, Inc.**

**Reviewed by the Medical School Conflict of Interest Board**

#### **Background:**

Intero Biosystems Inc. was formed to commercialize organoids and desires to obtain an option to the University's rights associated with the technology listed below.

#### **Innovation Partnerships Intellectual Property File Information:**

- **Number:** # 2023-005
  - **Title:** Induction of human alveolar cells via modulation of TGFb and BMP signaling
  - **Inventors:** Jason Spence, Tristan Frum

#### **Net Effects:**

- Worldwide exclusive
- Patents
- All fields of use
- Right to evaluation only

#### **Agreement Terms:**

Intero Biosystems will:

- Pay an upfront fee
- Reimburse patent costs

The University will:

- Retain ownership of the optioned technology

#### **University Employee; University Title; Relationship with Intero Biosystems:**

- Jason Spence Professor, Internal Medicine-Gastroenterology; Partial Owner

## **Agreement #2**

### **License Agreement between the University and Orades, Inc.**

#### **Reviewed by the OVPR Conflict of Interest Committee**

#### **Background:**

Orades, Inc. was formed to commercialize dental technologies and market medical bone graft and 3D printing biomaterials for bone regeneration and desires to license the University's rights associated with the technology listed below.

#### **Innovation Partnerships Intellectual Property File Information:**

- **Number:** 2026-252
  - **Title:** Personalized Bioceramic Grafts for Bone Regeneration
  - **Inventors:** Marco Bottino, David Sarment
- **Number:** 2026-459
  - **Title:** Amorphous Magnesium Phosphate – Pulp Capping Bioceramic Paste
  - **Inventors:** Marco Bottino, Renan Dal Fabbro

#### **Net Effects:**

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

#### **Agreement Terms:**

Orades, Inc. will:

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

The University will:

- Receive equity in Orades, Inc.

#### **University Employee; University Title; Relationship with Orades, Inc.:**

- Marco Bottino; Professor, Cariology, Restorative Sciences and Endodontics; Partial Owner

### **Agreement #3**

#### **Option Agreement between the University and Ret Therapeutics Inc.**

#### **Reviewed by the Medical School Conflict of Interest Board**

#### **Background:**

Ret Therapeutics Inc. was formed to commercialize IP related to small molecules for treating peripheral neuropathy and desires to option the University's rights associated with the technology listed below.

#### **Innovation Partnerships Intellectual Property File Information:**

- **Number:** 2020-313
  - **Title:** Small Molecule Positive Modulators of Ligand-Induced Ret Signaling
  - **Inventors:** Gabriel Corfas, Andrew White, Jason Rech

#### **Net Effects:**

- Worldwide Exclusive
- Patents
- Fields of use of Therapeutics
- Right to evaluate

#### **Agreement Terms:**

Ret Therapeutics Inc. will:

- Pay an upfront fee
- Reimburse patent costs

The University will:

- Retain ownership of the optioned technology

#### **University Employee; University Title; Relationship with Ret Therapeutics Inc.:**

- Gabriel Corfas; Professor and Director, Kresge Hearing Institute; Partial Owner

## **Agreement #4**

### **Option Agreement between the University and Tools to Thrive, LLC**

#### **Reviewed by the OVPR Conflict of Interest Committee**

#### **Background:**

Tools to Thrive, LLC is an edtech company that was formed to commercialize PlanMate, an AI-native productivity and organization platform tool to help students master the executive functioning skills that drive academic success and desires to option the University's rights associated with the technology listed below.

#### **Innovation Partnerships Intellectual Property File Information:**

- **Number:** 2026-242
  - **Title:** PlanMate: AI planning that helps students thrive
  - **Inventors:** Diane Aretz, Bobby Madamanchi

#### **Net Effects:**

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

#### **Agreement Terms:**

- There are no equity terms in this agreement.

#### **University Employee; University Title; Relationship with Tools to Thrive, LLC:**

- Diane Aretz; Lecturer II, Education Studies; Partial Owner
- Bobby Madamanchi; Lecturer IV, Information; Partial Owner

## **Agreement #5**

### **License Agreement between the University and Tulip Healthy Living LLC**

#### **Reviewed by the Medical School Conflict of Interest Board**

#### **Background:**

Tulip Healthy Living LLC was formed to commercialize Dynamic Standing Physical Activity & Rehabilitation Desk and desires to license the University's rights associated with the technology listed below.

#### **Innovation Partnerships Intellectual Property File Information:**

- **Number:** 2021-070
  - **Title:** Dynamic Standing Physical Activity & Rehabilitation Desk
  - **Inventors:** Nicolaas Bohnen, Martijn Muller

#### **Net Effects:**

- Worldwide Non-exclusive
- Patents
- All fields of use
- Right to commercialization

#### **Agreement Terms:**

Tulip Healthy Living LLC will:

- Pay a royalty on sales
- Reimburse patent costs

The University will:

- Retain ownership of the licensed technology
- Receive equity in Tulip Healthy Living LLC
- Retain the right to purchase more equity in Tulip Healthy Living LLC

#### **University Employee; University Title; Relationship with Tulip Healthy Living LLC:**

- Nicolaas Bohnen; Professor, Radiology; Partial Owner