

MAY MEETING, 2012

*The University of Michigan
Ann Arbor
May 17, 2012*

The regents met at 3:15 p.m. at the Fairlane Center on the campus of the University of Michigan-Dearborn. Present were President Coleman and Regents Darlow, Deitch, Ilitch, Maynard, Newman, and Richner. Also present were Vice President and Secretary Churchill, Vice President Forrest, Provost Hanlon, Vice President Harper, Chancellor Little, Vice President May, Chancellor Person, Executive Vice President Pescovitz, Vice President Rudgers, Vice President Scarnecchia, Executive Vice President Slottow, and Vice President Wilbanks. Regent Taylor was absent. Regent White joined the meeting by telephone at about 3:45 p.m.

Call to Order and President's Opening Remarks

President Coleman called the meeting to order and thanked Chancellor Little for hosting the meeting on the Dearborn campus. She noted that at its recent commencement, the Dearborn campus had awarded its first "Distinguished Career With Metropolitan Impact Award" to Professor Sidney Bolkosky. President Coleman also welcomed to the meeting more than 30 higher education leaders from China who are visiting the University as part of the biennial leadership forum. President Coleman reported that 2012 is the 50th anniversary of the Center for Research on Learning and Teaching (CRLT). President Coleman also called attention to the championship women's tennis, softball, and rowing teams, which are all competing in post-season tournaments.

Resolution in Honor of Suellyn Scarnecchia

President Coleman called on Regent Maynard, who invited Vice President Scarnecchia to the podium and the podium and read the following resolution:

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Regents' Resolution

The Regents of the University of Michigan commend Suellyn Scarnecchia as she steps down from her position as vice president and general counsel on May 31, 2012 to return to the faculty of the University of Michigan Law School.

A Michigan Law School graduate, Vice President Scarnecchia spent six years in private practice before joining the Law School faculty as a clinical assistant professor in 1987. She was promoted to professor in 1993, and between 1992 and 2002 served additionally as clinic coordinator, associate dean for clinical affairs, associate dean for administration, and special assistant to the provost. In 2003, Vice President Scarnecchia left the University of Michigan to accept an appointment as dean of the New Mexico School of Law. She returned in 2008 to assume the position of vice president and general counsel.

As the University's top legal official, Vice President Scarnecchia has guided the institution through a number of complex and challenging issues, including the NCAA investigation into the football program, acquisition of the North Campus Research Complex, and reform of the Department of Public Safety's trespass policy. She also developed the University's first comprehensive compliance program and website, which has dramatically enhanced awareness of compliance issues, activities, and obligations across the University community. Within the Office of the General Counsel, Vice President Scarnecchia is admired and respected as a strong, compassionate, supportive leader who "walks the walk," exemplifying her commitment to upholding the highest ideals of the profession. Her colleagues in the Fleming Administration Building will miss her ready smile, warm manner, and uncommon grace.

The Regents express their gratitude and respect for Vice President and General Counsel Suellyn Scarnecchia, and send all best wishes as she returns to the faculty of the University of Michigan Law School.

A round of applause followed.

University of Michigan-Dearborn Environmental Interpretative Center

President Coleman then introduced Professor David Susko, director of the Environmental Interpretative Center, an environmental education and research facility on the Dearborn campus.

Professor Susko described some of the on-going activities at the center and illustrated how these activities engage undergraduate and graduate students in active learning experiences, both inside and outside the classroom, while also benefitting the broader population of Southeastern Michigan.

Committee Reports

Finance, Audit and Investment Committee. Regent Richner, member of the Finance, Audit and Investment Committee, reported that the committee, consisting of himself and Regent Maynard, had met that morning with Executive Vice President Slottow. President Coleman also attended the meeting. The first topic was the proposed Athletic Department budget for FY 2012-2013, presented by Athletic Director David Brandon and Jim Balgooyen, executive director of athletics business operations. The second agenda item was a regular bi-monthly audit update from Carol Senneff, executive director of University Audits. This was followed by a report from President Coleman on the search for the executive director of University Audits. The final topic was the proposed FY 2012-2013 University of Michigan Hospitals and Health Centers budget, presented by Executive Vice President Pescovitz, UMHHC director and CEO Doug Strong, Health System CFO Paul Castillo, and Tony Denton, COO of the UMHHC.

Personnel, Compensation and Governance Committee. Regent Ilitch reported that the Personnel, Compensation and Governance Committee, consisting of herself and Regent Taylor, had met with President Coleman, Provost Hanlon, and Vice President and Secretary Churchill. The committee received a report from Chancellor Little on faculty and staff recruitment on the Dearborn campus, and Provost Hanlon provided an update on dean searches.

Health Affairs Committee. Regent Darlow reported that the committee, consisting of herself, Regent Deitch, and Regent Newman, had met with Executive Vice President Pescovitz

and Executive Director of UMHS Doug Strong. President Coleman attended a portion of the meeting. Carol Senneff and senior audit manager Sherry Cogswell participated in a discussion of risk-based auditing. Several representatives from the Medical School joined the meeting for a discussion of potential clinical projects. The committee then joined the Finance, Audit and Investment Committee for the discussion of the FY 2012-2013 University of Michigan Hospitals and Health Centers budget.

President Coleman then turned to the consent agenda. Regent White joined the meeting by phone at this point, and Regent Maynard left.

Consent Agenda

Minutes. Vice President Churchill submitted for approval the minutes of the meeting of April 19, 2012.

Reports. Executive Vice President Slottow submitted reports on investment, plant extension, and University Human Resources.

Litigation Report. Vice President Scarnecchia submitted the Litigation Report.

Research Report. Vice President Forrest submitted the Report of Awards Established, July 1, 2011–April 30, 2012.

University of Michigan Health System. There was no additional report regarding the University of Michigan Health System.

Division of Student Affairs. There was no additional report from the vice president for student affairs.

University of Michigan-Dearborn. Chancellor Little welcomed the regents to the Dearborn campus, and thanked Professor Susko for his presentation on the Environmental Interpretative Center.

University of Michigan-Flint. Chancellor Person reported on a new internship program sponsored by Citizens Bank that plans eventually to accommodate 30 students.

Central Student Government Report. Shane Hensen, representative of the UM-Dearborn student government, welcomed the regents and others to the Dearborn campus. He reported that students are excited at the prospect of privately-funded student housing coming to campus. He then introduced Ann Arbor CSG president Manish Parikh. Mr. Parikh addressed the board about upcoming events and issues important to students.

Voluntary Support. There was no report on voluntary support.

Personnel Actions. Provost Hanlon noted that the annual recommendations for promotions to the ranks of professor and associate professor were being presented this month. He described the tenure review process, noting that on the Ann Arbor campus, 210 cases from the instructional, research, and clinical tracks had been reviewed, of which 155 from the instructional track were being submitted for review and approval. He highlighted three of these cases: Anne Curzan, recommended for promotion to professor of English Language and Literature with tenure in the College of Literature, Science, and the Arts; Nikolaos Chronis, recommended for promotion to associate professor with tenure in the College of Engineering; and Freda Herseth, recommended for promotion to professor of music, with tenure, in the School of Music, Theatre & Dance. Regent Richner commented that his son had recounted some of the things he had learned from a class he had taken from Professor Curzan, noting that “she is a brilliant and very enthusiastic teacher, and we’re lucky to have her.”

Executive Vice President Pescovitz described the work of Matthias Kretzler, professor of internal medicine, with tenure, who was being appointed Warner-Lambert/Parke-Davis Professor

of Medicine, and Shaomeng Wang, Warner-Lambert/Parke-Davis Professor of Medicine, professor of internal medicine, professor pharmacology, and professor of medicinal chemistry.

Chancellor Little highlighted the promotions of Suzanne Bergeron and Chunting Mi to full professor, and the promotion of Mitchell Sollenberger from assistant professor to associate professor of political science, with tenure.

Chancellor Person highlighted the recommended promotion of Brian DiBlassio from assistant professor to associate professor of music, with tenure.

Additional Personnel Actions/Personnel Reports. Provost Hanlon highlighted the recommended appointment of Gunalan Nadarajan as professor of art and design, with tenure, effective July 1, 2012, and dean, School of Art and Design, effective September 1, 2012. He also submitted a number of other personnel actions and personnel reports.

Retirement Memoirs. Vice President Churchill submitted memoirs for 17 retiring faculty members.

Memorials. No deaths of active faculty members were reported to the regents this month.

Degrees. There were no actions with respect to degrees this month.

Approval of Consent Agenda. On a motion by Regent Newman, seconded by Regent Darlow, the regents unanimously approved the consent agenda.

Alternative Asset Commitments

Executive Vice President Slottow informed the regents of follow-on investments that had been made with the following partnerships: \$40 million to GSO Capital Opportunities Fund II, L.P.; \$30 million to Stone Tower Structured Credit Recovery Fund II LTD; and \$20 million to Denham Commodity Partners Fund VI, L.P.

Alternative Asset Commitment

On a motion by Regent White, seconded by Regent Ilitch, the regents unanimously approved commitment of \$15 million from the Long Term Portfolio to Sterling Value Add Partners, L.P., and up to an additional \$10 million commitment to be used for co-investment opportunities.

Information and Technology Services Year 2013 Annual Maintenance Program

On a motion by Regent Newman, seconded by Regent Richner, the regents unanimously approved the ITS Year 2013 Annual Maintenance Program Project as described, and authorized proceeding with projects providing they are within the approved budget.

Planned Uses of Income from the Julian A. Wolfson and Marguerite Wolfson Endowment Funds for the Fiscal Year 2012-2013

On a motion by Regent White, seconded by Regent Newman, the regents unanimously approved the uses of the income of the Wolfson Endowment Funds as recommended by the Law School faculty and described in the regents communication.

University of Michigan Hospitals and Health Centers Livingston County Survival Flight Hangar

On a motion by Regent Newman, seconded by Regent Richner, the regents unanimously approved the University of Michigan Hospitals and Health Centers Livingston County Survival Flight Hangar Project as described, and authorized the execution of a lease of a 20-year duration for 12,269 square feet.

University of Michigan Hospitals and Health Centers University Hospital and A. Alfred Taubman Health Care Center Fire Alarm Upgrades

On a motion by Regent White, seconded by Regent Richner, the regents unanimously approved the University of Michigan Hospitals and Health Centers University Hospital and A. Alfred Taubman Health Care Center Fire Alarm Upgrades Project as described, and authorized

issuing the project for bids and awarding a design and construction contract providing that bids are within the approved budget.

Conflict of Interest Items

President Coleman announced that the agenda includes 17 conflict of interest items, each of which requires 6 votes for approval. Regent Deitch recused himself from the request involving an agreement with NanoBio Corporation. Therefore, that item was withdrawn from consideration. On a motion by Regent Newman, seconded by Regent Ilitch, the regents unanimously approved the following 16 items:

“MINTS” Program Investment Agreements between the University of Michigan and Ambiq Micro, Inc.

The regents approved investment agreements with Ambiq Micro, Inc. (“Company”) under the “Michigan Investment in New Technology Startup” (“MINTS”) program. Because Dennis Sylvester and David Blaauw, University of Michigan employees, are also partial owners of the Company, these agreements fall under the State of Michigan Conflict of Interest statute.

The following information is provided in compliance with statutory requirements:

1. Parties to the agreement are the Regents of the University of Michigan and Ambiq Micro Inc.
2. The University Investment Office will provide up to a total of \$2.5 million in potential investments in Ambiq Micro Inc. (through one or more rounds of financing) under MINTS. Agreements standard for venture capital investing will be executed. The University will receive an equity interest in the Company in return for its investment. No use of University services or facilities, nor any assignment of University employees, is obligated or contemplated under the agreement.
3. The pecuniary interest arises from the fact that David Blaauw and Dennis Sylvester, University of Michigan employees, are partial owners of Ambiq Micro Inc.

Lease Amendment Agreement with Phrixus Pharmaceuticals Inc.

The regents approved a lease amendment agreement with Phrixus Pharmaceuticals Inc. for space in the North Campus Research Complex start-up accelerator, located at 1600 Huron Parkway, 2nd floor, Ann Arbor. Because Thomas Collett and Bruce Markham, University of

Michigan employees, are also partial owners of Phrixus Pharmaceuticals Inc., this agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. Parties to the agreement are the Regents of the University of Michigan and Phrixus Pharmaceuticals Inc.
2. The service to be provided is the lease of laboratory and office space in the North Campus Research Complex start-up accelerator on the second floor of Building 520, located at 1600 Huron Parkway, Ann Arbor, Michigan, for twelve months. The lease amendment will begin in June 2012 and will use the standard University of Michigan accelerator lease template. Tenant will pay the standard accelerator rates of \$2250 per month for each half bay of laboratory space (maximum of 2); \$225 per month for each office (maximum of 4), and \$80 per month per cubicle (maximum of 4). Phrixus Pharmaceuticals Inc. will be responsible for providing monthly updates concerning its business progress to the University of Michigan Office of Technology Transfer, and will have access to Office of Technology Transfer personnel for advice concerning obtaining technology assessment, business consulting, technical assistance, capital raising, or other business services.
3. The pecuniary interest arises from the fact that Thomas Collet and Bruce Markham, University of Michigan employees, are owners of an equity interest in Phrixus Pharmaceuticals Inc.

Lease Amendment Agreement with Silicium Energy Inc.

The regents approved a lease amendment agreement with Silicium Energy Inc. for space in the North Campus Research Complex start-up accelerator, located at 1600 Huron Parkway, 2nd floor, Ann Arbor. Because Akram Boukai, a University of Michigan employee, is also a partial owner of Silicium Energy Inc., this agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. Parties to the agreement are the Regents of the University of Michigan and Silicium Energy Inc.
2. The service to be provided is the lease of laboratory and office space in the North Campus Research Complex start-up accelerator on the second floor of Building 520, located at 1600 Huron Parkway, Ann Arbor, Michigan, for twelve months. The lease amendment will begin in June 2012 and will use the standard University of Michigan accelerator lease template. Tenant will pay the standard accelerator rates of \$2150 per month for each half bay of laboratory space (maximum of 2); \$225 per month for each office (maximum of 4), and \$80 per month per cubicle (maximum of 4). Silicium Energy Inc. will be responsible for providing monthly updates concerning its

business progress to the University of Michigan Office of Technology Transfer, and will have access to Office of Technology Transfer personnel for advice concerning obtaining technology assessment, business consulting, technical assistance, capital raising, or other business services.

3. The pecuniary interest arises from the fact that Akram Boukai, a University of Michigan employee, is an owner of an equity interest in Silicium Energy Inc.

Lease Amendment Agreement with Civionics LLC

The regents approved a lease amendment agreement with Civionics LLC for space in the North Campus Research Complex start-up accelerator, located at 1600 Huron Parkway, 2nd floor, Ann Arbor. Because Jerome Lynch and Andrew Zimmerman, University of Michigan employees, are also partial owners of Civionics LLC, this agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. Parties to the agreement are the Regents of the University of Michigan and Civionics LLC.
2. The service to be provided is the lease of laboratory and office space in the North Campus Research Complex start-up accelerator on the second floor of Building 520, located at 1600 Huron Parkway, Ann Arbor, Michigan, for twelve months. The lease amendment will begin in June 2012 and will use the standard University of Michigan accelerator lease template. Tenant will pay the standard accelerator rates of \$2250 per month for each half bay of laboratory space (maximum of 2); \$225 per month for each office (maximum of 4), and \$80 per month per cubicle (maximum of 4). Civionics LLC will be responsible for providing monthly updates concerning its business progress to the University of Michigan Office of Technology Transfer, and will have access to Office of Technology Transfer personnel for advice concerning obtaining technology assessment, business consulting, technical assistance, capital raising, or other business services.
3. The pecuniary interest arises from the fact that Jerome Lynch and Andrew Zimmerman, University of Michigan employees, are owners of an equity interest in Civionics LLC.

Lease Amendment Agreement with 3D Biomatrix Inc.

The regents approved a lease amendment agreement with 3D Biomatrix Inc. for space in the North Campus Research Complex start-up accelerator, located at 1600 Huron Parkway, 2nd floor, Ann Arbor. Because Nikolas Kotov and Shuichi Takayama, University of Michigan employees, are also partial owners of 3D Biomatrix Inc., this agreement falls under the State of

Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. Parties to the agreement are the Regents of the University of Michigan and 3D Biomatrix Inc.
2. The service to be provided is the lease of laboratory and office space in the North Campus Research Complex start-up accelerator on the second floor of Building 520, located at 1600 Huron Parkway, Ann Arbor, Michigan, for twelve months. The lease amendment will begin in June 2012 and will use the standard University of Michigan accelerator lease template. Tenant will pay the standard accelerator rates of \$2250 per month for each half bay of laboratory space (maximum of 2); \$225 per month for each office (maximum of 4), and \$80 per month per cubicle (maximum of 4). 3D Biomatrix Inc. will be responsible for providing monthly updates concerning its business progress to the University of Michigan Office of Technology Transfer, and will have access to Office of Technology Transfer personnel for advice concerning obtaining technology assessment, business consulting, technical assistance, capital raising, or other business services.
3. The pecuniary interest arises from the fact that Nicholas Kotov and Shuichi Takayama, University of Michigan employees, are owners of a equity interest in 3D Biomatrix Inc.

Extension of contract with Michigan Interiorscaping LLC

The regents approved an extension of the current contract with Michigan Interiorscaping, LLC for continued services of indoor plant maintenance and periodic plant replacement while steps are taken to competitively bid these services.. Because Bruce Morrison, a University of Michigan employee, is also owner of Michigan Interiorscaping LLC, this agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. Parties to the contract are the Regents of the University of Michigan and Michigan Interiorscaping LLC.
2. The agreement is to provide indoor plant maintenance and periodic replacement of plants for various University departments for up to \$10,000 through June 30, 2012.
3. The pecuniary interest arises from the fact that Bruce Morrison, a University of Michigan employee, is the owner of Michigan Interiorscaping, LLC.

Authorization to enter into an agreement with Cornell Farms, LLC

The regents approved allowing the Unit for Laboratory Animal Medicine (“ULAM”) to enter into an agreement with Cornell Farms, LLC to provide sheep to be used in research

projects across the University. Because Marie S. Cornell, a University of Michigan employee, is also the owner of Cornell Farms, LLC, this agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. The parties to the agreement are the Regents of the University of Michigan and its Unit for Laboratory Animal Medicine and Cornell Farms, LLC.
2. The agreement is for the housing and delivery of sheep on an as-needed basis for three years not to exceed \$450,000.
3. The pecuniary interest arises from the fact that Marie S. Cornell, a University of Michigan employee, is owner of Cornell Farms, LLC.

Authorization to enter into an agreement with ArborMetrix LLC

The regents approved allowing the Department of Surgery to enter into an agreement with ArborMetrix to provide and implement a measurement and reporting platform to support the quality improvement initiative entitled the Michigan Surgical Quality Collaborative (MSQC). Because John Birkmeyer and Justin Dimick, University of Michigan employees, are also president/founder and co-founder, respectively, of ArborMetrix, this agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. The parties to the contract are the Regents of the University of Michigan and its Department of Surgery and ArborMetrix.
2. The agreement will provide the University with software licensing, maintenance, and analytical tools to support the quality improvement initiative entitled the Michigan Surgical Quality Collaborative (MSQC). The term of the agreement shall begin 4/15/2012 and end 12/31/2014. The total cost for implementation, software licensing, training, and on-going maintenance is \$1.6 million.
3. The pecuniary interest arises from the fact that John Birkmeyer and Justin Dimick, University of Michigan employees, are also president/founder and co-founder, respectively, of ArborMetrix.

License Agreement between the University of Michigan and Arborlight, LLC

The regents approved a license agreement with Arborlight, LLC (the “Company”) for the technology UM OTT File No. 4428, “Solid State Light Source Based on Hybrid Waveguide

Downconverter Diffuser.” Because Max Shtein and P.C. Ku, University of Michigan employees, are also partial owners of the Company, this agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. The parties to the agreement are the Regents of the University of Michigan and Arborlight, LLC.
2. Agreement terms include granting the Company an exclusive license with the right to grant sublicenses. The Company will pay a royalty on sales and reimburse patent costs. The University will retain ownership of the licensed technology and may continue to further develop it and use it internally. No use of University services or facilities, nor any assignment of University employees, is obligated or contemplated under the agreement. Standard disclaimers of warranties and indemnification apply, and the agreement 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.
3. The pecuniary interests of Drs. Shtein and Ku arise from their ownership interest in Arborlight, LLC.

Software Evaluation Agreement between the University of Michigan and ImBio, LLC

The regents approved a software evaluation agreement with ImBio, LLC (the “Company”) which will allow the Company to evaluate software from the University of Michigan associated with the following technology, prior to deciding if it wants to obtain a license: UM OTT File No. 5309, “Independent C-code Registration Algorithm Derived from MIAMI-Fuse.” Because Brian Ross and Alnawaz Rehemtulla, University of Michigan employees, are also partial owners of the Company, this agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. The parties to the contract are the Regents of the University of Michigan and ImBio, LLC.
2. Agreement terms include granting the Company a non-exclusive, royalty-free license for a limited time period to use the software solely to evaluate, modify, and test the software. The University will retain ownership of the licensed technology and may continue to further develop it and use it internally. No use of University services or facilities, nor any assignment of University employees, is obligated or contemplated

under the Agreement. Standard disclaimers of warranties and indemnification apply, and the Agreement 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.

3. The pecuniary interests of Dr. Ross and Dr. Rehemtulla arise from their ownership interest in ImBio, LLC.

Material Transfer Agreement between the University of Michigan ImBio, LLC

The regents approved a material transfer agreement with ImBio, LLC (“Company”) to allow the company to obtain the right to use selected de-identified medical images solely for testing developed computer algorithms. Because Brian D. Ross and Alnawaz Rehemtulla, University of Michigan employees, are also partial owners and officers of the Company, this agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. Parties to the contract are the Regents of the University of Michigan and ImBio, LLC.
2. Agreement terms include granting the Company the right to use de-identified medical images solely for testing developed computer algorithms. No use of University services or facilities, nor any assignment of University employees, is obligated or contemplated under the agreement. Standard disclaimers of warranties and indemnification apply, and the agreement 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.
3. The pecuniary interests of Drs. Ross and Rehemtulla arise from their ownership interest in ImBio, LLC.

Research Agreement between the University of Michigan and JV BioLabs, LLC

The regents approved a research agreement between the University of Michigan and JV BioLabs, LLC (“Company”) that will allow the Company to support a research project at the University of Michigan directed by Professor James Varani entitled “Biological Endpoints in Cell Culture: Evaluation of Three additional compounds” (University ID 12-PAF06566) which requires the use of facilities and resources of the University. Because James Varani, a University of Michigan employee, is also partial owner and chief scientific officer of the Company, this

agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. Parties to the agreement are the Regents of the University of Michigan and JV BioLabs, LLC.
2. The terms of the proposed agreement conform to University policy. The period of performance for the project is expected to be six (6) months and the amount of funding support is anticipated at \$26,000.
3. The pecuniary interests of James Varani arise from his status as partial owner and chief scientific officer of JV BioLabs, LLC.

License Agreement between the University of Michigan and Rhythm Solutions

The regents approved a license agreement with Rhythm Solutions (“Company”) to obtain a license from the University of Michigan to the following technology: UM OTT File No. 4633, “Algorithm and Device to Detect and Differentiate AF from Other Arrhythmias.” Because Hakan Oral, Omer Berenfeld, Grant Kruger, Nick Langhals, Fred Morady, and Jose Jalife, University of Michigan employees, are also partial owners of the Company, this agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. The parties to the agreement are the Regents of the University of Michigan and Rhythm Solutions.
2. Agreement terms include granting the Company an exclusive license with the right to grant sublicenses. The Company will pay a license fee, royalties on sales, certain milestone payments, and reimburse patent costs. The University will retain ownership of the licensed technology and may continue to further develop it and use it internally. No use of University services or facilities, nor any assignment of University employees, is obligated or contemplated under the Agreement. Standard disclaimers of warranties and indemnification apply, and the Agreement 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.
3. The pecuniary interests of Drs. Oral, Berenfeld, Kruger, Langhals, Morady, and Jalife arise from their ownership interest in Rhythm Solutions.

License Agreement between the University of Michigan and SenSigma, Inc.

The regents approved a license agreement with SenSigma (“Company”) to obtain a license from the University of Michigan to the following technologies: UM OTT File No. 3506,

“Optical Sensor for In-Process Quality Monitoring of Welds Made on Zinc-Coated Steel,” UM OTT File No. 4136, “In-Process Monitoring of Welding,” and UM OTT File No. 4651, “Sensor for In-Situ Identification of Phase Transformation for Direct Metal Deposition. Because Jyoti Mazumder and Lijun Song, University of Michigan employees, are also partial owners of the Company, this agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. The parties to the agreement are the Regents of the University of Michigan and SenSigma.
2. Agreement terms include granting the Company an exclusive license with the right to grant sublicenses. The Company will pay a royalty on sales and reimburse patent costs. The University will retain ownership of the licensed technology and may continue to further develop it and use it internally. No use of University services or facilities, nor any assignment of University employees, is obligated or contemplated under the Agreement. Standard disclaimers of warranties and indemnification apply, and the Agreement 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.
3. The pecuniary interests of Drs. Mazumder and Song arise from their ownership interest in SenSigma.

License Agreement between the University of Michigan and Silicium Energy

The regents approved a license agreement with Silicium Energy (“Company”) to obtain a license from the University of Michigan to the following technology: UM OTT File No. 5066, “Silicon Based Thermoelectric Devices Using Block Copolymer Nanolithography.” Because Akram Boukai, a University of Michigan employee, is also a partial owner of the Company, this agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. The parties to the agreement are the Regents of the University of Michigan and Silicium Energy.
2. Agreement terms include granting the Company an exclusive license with the right to grant sublicenses. The Company will pay a royalty on sales and reimburse patent costs. The University may receive equity in the Company, along with the right to purchase more equity. The University will retain ownership of the licensed technology and may continue to further develop it and use it internally. No use of

University services or facilities, nor any assignment of University employees, is obligated or contemplated under the Agreement. Standard disclaimers of warranties and indemnification apply, and the Agreement 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.

3. The pecuniary interests of Dr. Boukai arise from his ownership interest in Silicium Energy.

License Agreement between the University of Michigan and Structured Microsystems, LLC

The regents approved a license agreement with Structured Microsystems, LLC (“Company”) to obtain a license from the University of Michigan to the following technology: UM OTT File No. 4227, “Methods for Embedding Glass into Silicon Wafers.” Because Razi-UI Haque, a University of Michigan employee, is also a partial owner of the Company, this agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. The parties to the agreement are the Regents of the University of Michigan and Structured Microsystems, LLC.
2. Agreement terms include granting the Company an exclusive license with the right to grant sublicenses. The Company will pay a royalty on sales and reimburse patent costs. The University may receive equity in the Company, along with the right to purchase more equity. The University will retain ownership of the licensed technology and may continue to further develop it and use it internally. No use of University services or facilities, nor any assignment of University employees, is obligated or contemplated under the Agreement. Standard disclaimers of warranties and indemnification apply, and the Agreement 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.
3. The pecuniary interests of Dr. Haque arise from his ownership interest in Structured Microsystems, LLC.

Amendment to Option Agreement between the University of Michigan and Wolverine Energy Solutions & Technologies, Inc.

The regents approved an amendment to an option agreement with Wolverine Energy Solutions & Technologies, Inc. (“WEST”) to extend the option period in its current option agreement and add the following additional technology to its option rights: UM OTT File No.

3512, “Multi-Photon Detection of Materials.” Because Theodore Goodson III, Stephanie Goodson, and Oleg Varnavski, University of Michigan employees, are also partial owners of WEST, this agreement falls under the State of Michigan Conflict of Interest Statute. The following information is provided in compliance with statutory requirements:

1. The parties to the agreement are the Regents of the University of Michigan and WEST.
2. Agreement terms include granting the Company an option to obtain an exclusive license with the right to grant sublicenses. The Company will pay an option fee and reimburse patent costs. The University will retain ownership of the optioned technology and may continue to further develop it and use it internally. No use of University services or facilities, nor any assignment of University employees, is obligated or contemplated under the Agreement. Standard disclaimers of warranties and indemnification apply, and the Agreement 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.
3. The pecuniary interests of Theodore Goodson III, Stephanie Goodson, and Oleg Varnavski arise from their ownership interests in WEST.

Proposed Revisions to Regents’ Bylaws 11.38 and 11.58

Vice President Churchill reported that the Medical School’s Executive Committee and executive faculty had approved an increase in the size of the executive committee, which requires a change in Regents’ Bylaw 11.38. In addition, the change in name of Michigan Student Assembly (MSA) to Central Student Government (CSG), effective January 1, 2012, requires changing the name in Regents’ Bylaw 11.58.

On a motion by Regent Newman, seconded by Regent Ilitch, the regents approved the following revisions to Regents’ Bylaws Section 11.38 (The Medical School Executive Committee) and 11.58 (The Advisory Board on Intercollegiate Athletics). Additions are underlined; deletions are crossed out.

Section 11.38. The Medical School Executive Committee

The executive committee will consist of the dean, the chief executive officer of the University of Michigan Hospitals and Health Centers, and ~~eight~~ nine members of the executive faculty (four instructional, one research, ~~one~~ two clinical, and two department chairs) to be appointed by the Board of Regents on

recommendation by the president. The executive vice president for medical affairs may attend the executive committee meetings as an invited observer, but may not vote on matters before the executive committee. The appointed members will hold office for three years and will not be eligible for reappointment until after the lapse of one year. The terms will be staggered so as to provide continuity of membership. The dean will chair the committee.

Sec. 11.58. The Advisory Board on Intercollegiate Athletics

The Advisory Board on Intercollegiate Athletics (hereinafter “the Advisory Board”) will be constituted as follows:

1. Six members of the University Senate, to be appointed by the president from a panel of senate members chosen by the Senate Advisory Committee on University Affairs, subject to the approval of the Board of Regents. The six senate members will hold office in each case for three years, but in no event will any member of the senate serve more than two consecutive terms, except that if a member be appointed to fill an unexpired term of less than half of a full term, this will not make that member ineligible for two full terms. The terms of senate members will be staggered so that two terms will expire each year. The panel from which the appointments are made will be unranked and will contain twice the number of appointees. If a vacancy in the appointive senate membership will occur from causes other than the completion of the appointive term, the president is authorized to make an interim appointment from the most recent panel of names submitted by the Senate Advisory Committee on University Affairs; or, if the president so requests, from a new panel of names chosen by the Senate Advisory Committee on University Affairs.
2. The university representative in the Intercollegiate Conference of Faculty Representatives ex officio to serve a five year term.
3. Two alumni/ae, to be appointed by the president from a panel chosen by the board of directors of the University of Michigan Alumni Association, subject to approval by the Board of Regents, to hold office for three years in each case, provided always that no alumni/ae member will hold office more than two consecutive terms. The alumni/ae members will serve three year terms, which terms will be staggered so that they are not concurrent. The panel from which the appointments are made will contain twice the number of appointees. If a vacancy in the appointive alumni/ae membership will occur from causes other than the completion of the appointive term, the president is authorized to make an interim appointment from the most recent panel of names submitted by the board of directors of the University of Michigan Alumni Association; or, if the president so requests, from a new panel of names chosen by that board.
4. Two student athletes of the University, to be appointed by the president from a panel chosen by ~~Michigan Student Assembly~~ Central Student Government, subject to approval by the Board of Regents. The student athlete members will serve two-year terms which terms will be staggered so that one student athlete is appointed each year. The panel from which the appointment is made will be unranked and will contain at least twice the number of appointees. If a vacancy in the appointive student athlete membership will occur from causes other than the completion of the appointive term, the president is authorized to make an interim appointment from the most recent panel of names submitted by ~~Michigan Student Assembly~~ Central Student Government; or, if the president so requests, from a new panel of names chosen by ~~Michigan Student Assembly~~ Central Student Government.
5. Two members of the University Senate to be appointed by the president on the recommendation of the director, subject to the approval of the Board of Regents. The panel from which the appointments are made will contain twice the number of appointees. These members will hold office in each case for three years, except that one of the first two members so appointed will have an initial term of only 2 years so that henceforth their terms will be staggered. In no event will these members serve more than two consecutive terms. If a vacancy in the membership appointed on the athletic director’s recommendation occurs from causes other than the completion of the appointive term, the president is authorized to make an interim appointment from the most recent panel of names submitted by the athletic director; or, if the president so requests, from a new panel of names chosen by the athletic director.

6. The chair of the Senate Advisory Committee on University Affairs, ex officio.
7. One executive officer appointed by the president to be a member ex officio.
8. The director of athletics, ex officio, without vote.

New Undergraduate Degree Program School of Information

Provost Hanlon noted that the new undergraduate degree program would be a junior year transfer program, for which students would complete their first two years in another school or college and then transfer into this program during their junior year. On a motion by Regent Deitch, seconded by Regent Newman, the regents unanimously approved the new undergraduate degree, “Bachelor of Arts or Science in Information,” to be offered by the School of Information.

Public Comments on Non-Agenda-Related Topics

The regents heard comments from the following individuals, on the topics indicated: Daniel Benefiel, citizen, on the fall of the American university system; Jonathan Contreras, alumnus, on in-state tuition for undocumented students; C.W. Kauffman, citizen, on national recognition; Maria Ibarra-Frayre, student, on one Michigan; Brian Kruger, alumnus, on honoring Willis Ward; Brad Hershbein, student, on certified commencement for Ph.D. students; and Kevin Leistner, student, on UM-Flint not letting him graduate.

Adjournment

There being no further business, the meeting was adjourned at 4:40 p.m. The next meeting will take place June 21, 2012.