

**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
Interim Vice President for Research and Innovation

June 2025

Attachment A

Agreement #1

License Agreement between the University and Blue Arbor Technologies, Inc. Reviewed by the Medical School Conflict of Interest Board		
<u>Innovation Partnerships Intellectual Property File Information</u>		
Number	Title	Inventors
4889	A Living Biosynthetic Peripheral Nerve Interface	Paul Cederna, Melanie Urbanchek, David Martin
6457	Method for Amplifying Signals from Individual Nerve Fascicles to Above 250 uVpp	Richard Gillespie, Cynthia Chestek, David Martin, Nicholas Langhals, Melanie Urbanchek, Paul Cederna, Zachary Irwin, Daniel Ursu
2022-074	Wireless Prostheses Signal Interpreter	Paul Cederna, Cynthia Chestek, Alex Vaskov, Philip Vu
2023-530	Multiple electrodes for enhanced RPNI signaling	Paul Cederna, Alex Vaskov, Stephen Kemp, Shelby Svientek, Carrie Kubiak, Widya Adidharma, Theodore Kung
2024-515	Bi-directional interface with electrodes in different tissues (C-RPNI)	Paul Cederna, Alex Vaskov, Stephen Kemp, Shelby Svientek, Carrie Kubiak, Widya Adidharma, Theodore Kung, Cynthia Chestek
2024-516	Composite cuff RPNI (CC-RPNI)	Paul Cederna, Alex Vaskov, Stephen Kemp, Widya Adidharma, Theodore Kung
2024-517	Muscle Cuff + Skin RPNI, electrodes in muscle and skin	Paul Cederna, Alex Vaskov, Stephen Kemp, Widya Adidharma, Ritvik Jilala
<u>Background</u>		
Blue Arbor Technologies, Inc. was formed to commercialize the regenerative peripheral nerve interface system for advanced control of prosthetic devices and desires to license 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 exclusive• Patents• All fields of use• Right to commercialize		<p>Blue Arbor Technologies, Inc. will:</p> <ul style="list-style-type: none">• Obtain the right to grant sublicenses• Pay a royalty on sales• Reimburse patent costs <p>The University will:</p> <ul style="list-style-type: none">• Retain the right to acquire equity in Blue Arbor Technologies, Inc.

University Employee; University Title; Relationship with Blue Arbor Technologies, Inc.

- Alex Vaskov; Research Fellow, Plastic Surgery; Partial Owner
- Paul Cederna; Professor, Plastic Surgery; Partial Owner
- Theodore Kung; Clinical Associate Professor, Surgery; Partial Owner

Agreement #2**License Agreement between the University and Connected Traffic Intelligence LLC
Reviewed by the OVPR Conflict of Interest Committee****Innovation Partnerships Intellectual Property File Information**

Number	Title	Inventors
7356	Detector-Free Signal Control with Crowd-Sourced Vehicle Trajectory Data	Henry Xianghong Liu, Jianfeng Zheng
2023-258	Optimizing Traffic Signals Using Partially Observed Vehicle Trajectory Data	Henry Xianghong Liu, Xingmin Wang, Zachary William Jerome, Shengyin Shen, Zihao Wang

Background

Connected Traffic Intelligence LLC was formed to commercialize technology that makes increasingly available connected and automated vehicle (CAV) data more accessible to traffic engineers 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

Connected Traffic Intelligence LLC will:

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

The University will:

- Receive equity in Connected Traffic Intelligence LLC
- Retain the right to purchase more equity in Connected Traffic Intelligence LLC

University Employee; University Title; Relationship with Connected Traffic Intelligence LLC

- Henry Liu; Center Director, U-M Transpiration Research Institute (UMTRI), Professor, Civil and Environmental Engineering; Partial Owner
- Zachary Jerome; Graduate Student Research Assistant, Civil and Environmental Engineering; Partial Owner

Agreement #3
**License Agreement between the University and Intero Biosystems Inc.
Reviewed by the Medical School Conflict of Interest Board**
Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
2020-370	Vascularized Intestinal Organoids	Jason Spence, Emily Holloway
2021-093	Improved Physiologic Growth of Cultured Human Intestinal Tissue	Jason Spence, Emily Holloway, Charlie Childs
2022-374	iPSC Derived Serosal Mesothelial Cells	Jason Spence, Meghan Marie Capeling
2025-166	Human Intestinal Organoids 2.0: Enhanced complexity with EREG	Jason Spence, Charlie Childs, Madeline Eiken
2025-171	Inducing Apical-Out Organoids with Lysophosphatidic Acid	Jason Spence, Andrew Tidball

Background

Intero Biosystems Inc. was formed to commercialize organoids and desires to license the University's rights associated with the technology listed above.

Net Effects

- Worldwide exclusive
- Patents
- All fields of use except for 2021-093 (EGF media kit use only)
- Right to commercialize

Agreement Terms

Intero Biosystems Inc. will:

- Pay a royalty on sales

The University will:

- Receive equity in Intero Biosystems Inc.
- Retain the right to purchase more equity in Intero Biosystems Inc.

University Employee; University Title; Relationship with Intero Biosystems Inc.

- Jason Spence; Professor, Internal Medicine-Gastroenterology; Partial Owner
- Charlie Childs; Research Fellow, Internal Medicine-Gastroenterology; Partial Owner

Agreement #4**Option Agreement between the University and Motion Sync LLC
Reviewed by the OVPR Conflict of Interest Committee****Innovation Partnerships Intellectual Property File Information**

Number	Title	Inventors
2020-163	PRE-ACT: Preemptively Controlled Active Seating, Restraint, and Wearable Technology to Mitigate Passenger Motion Sickness in Human/Computer Driven Vehicles	Shorya Awtar, Nishant Mangesh Jalgaonkar, Daniel Sousa Schulman
2024-026	Preemptive stimuli to occupants of a Moving Vehicle	Shorya Awtar, Nishant Mangesh Jalgaonkar, Daniel Sousa Schulman

Background

Motion Sync LLC was formed to commercialize technology that mitigates motion sickness for passengers of on-road vehicles 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

Motion Sync LLC will:

- Pay an upfront fee

University Employee; University Title; Relationship with Motion Sync LLC

- Shorya Awtar; Professor, Mechanical Engineering; Partial Owner
- Daniel Schulman; Graduate Student Research Assistant, Mechanical Engineering; Partial Owner

Agreement #5

License Agreement between the University and Potato Industries, Inc. Reviewed by the OVPR Conflict of Interest Committee

Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
2023-442	Potato: the POrtable Text Annotation TOol	Jackson Sargent, Jiaxin Pei, David Jurgens, Aparna Ananthasubramaniam, Naitian Zhou, Xingyao Wang
2025-427	The Potato Platform	David Jurgens, Tristan Hilbert

Background

Potato Industries, Inc. was formed to develop, commercialize, and provide services based on a text annotation platform tool called Potato Annotator that helps people label data and desires to license the University's rights associated with the technology listed above.

Net Effects

- Worldwide open source non-exclusive except for 2025-427 (closed exclusive)
- Copyrights
- All fields of use
- Right to commercialize

Agreement Terms

Potato Industries, Inc. will:

- Obtain the right to grant sublicenses

The University will:

- Receive equity in Potato Industries, Inc.
- Retain the right to purchase more equity in Potato Industries, Inc.

University Employee; University Title; Relationship with Potato Industries, Inc.

- David Jurgens; Associate Professor, School of Information; Partial Owner