

THE UNIVERSITY OF MICHIGAN  
REGENTS COMMUNICATION

ACTION REQUEST

Subject: License Agreement between the University of Michigan and Amphionic LLC

Action Requested: Approval of License Agreement

Preamble:

A statutory conflict of interest situation was identified by the Office of Technology Transfer while reviewing the technology transfer agreement that then triggered a review by the UMOR Conflict of Interest Review Committee. A plan for management of the possible risks associated with the conflict of interest was then developed and approved by this Committee and agreed to by the parties involved in this plan.

This proposed license agreement (“Agreement”) falls under the State of Michigan Conflict of Interest Statute because Dr. Mark Hammig is an employee of the University of Michigan (“University”) and a partial owner of Amphionic LLC. The law permits such an Agreement provided it is disclosed to the Board of Regents (“Regents”) of the University of Michigan and approved in advance by a 2/3 vote.

Background:

Dr. Mark Hammig, an Associate Research Scientist in the Department of Nuclear Engineering and Radiological Sciences, is the partial owner of a for-profit company called Amphionic LLC (the “Company”). The Company was formed to commercialize sensors for radiation detection and connectors for electrical power and desires to license from the University of Michigan the University’s rights associated with the following technologies:

UM OTT File No. 2020-032, entitled: “Nanosemiconductor-based Sensors” (Inventors: Mark Hammig, Nicholas Kotov)

UM OTT File No. 2020-034, entitled: “Strong Flexible Metals based on Metal-Polymer Composites” (Inventors: Mark Hammig, Nicholas Kotov, Jing Lyu)

The Office of Technology Transfer selected the Company as a University partner and negotiated the terms of the proposed Agreement in accordance with University policy and its accepted licensing principles.

Parties to the Agreement:

The Regents of the University of Michigan and Amphionic LLC

Agreement Terms Include:

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 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 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.

Pecuniary Interest:

The pecuniary interests of Dr. Hammig arise from his ownership interest in Amphionic LLC.

Net Effect:

The Office of Technology Transfer has negotiated and finalized the terms of a worldwide exclusive license agreement for patents related to UM OTT File Nos. 2020-032 and 2020-034 for all fields of use. Amphionic LLC will obtain use and commercialization rights to the above listed University technologies.

Recommendations:

This matter has been reviewed and approved by the UMOR Conflict of Interest Review Committee. In light of this disclosure and our finding that the Agreement was negotiated in conformance with standard University practices, I recommend that the Board of Regents approve the Agreement between the University and Amphionic LLC.

Respectfully submitted,



Rebecca Cunningham  
Interim Vice President for Research

October 2019