

THE UNIVERSITY OF MICHIGAN
REGENTS COMMUNICATION

ACTION REQUEST

Subject: License Agreement between the University of Michigan and Alight Sciences, Inc.

Action Requested: Approval of the 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 Medical School Conflict of Interest Board and 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 the Board and 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 Professors Nils Walter and Muneesh Tewari, and Dr. David C. Olson are employees of the University of Michigan (“University”), and partial owners of Alight Sciences, Inc. 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:

Nils Walter, PhD, a Professor in the Department of Chemistry, Muneesh Tewari, MD, PhD, a Professor in the Department of Internal Medicine – Hematology/Oncology, and David C. Olson, PhD, an Intermittent Lecturer in the Department of Microbiology and Immunology and a Mentor-in-Residence in the Office of Technology Transfer, are partial owners of a for-profit company called Alight Sciences, Inc. (the “Company”). The Company was formed to develop and commercialize technologies useful for the detection of low levels of proteins and nucleic acids and desires to license from the University of Michigan the University’s rights associated with the following technologies:

UM OTT File No. 6250, entitled: “High-Confidence Single-Molecule Detection of RNA Biomarkers Using Transiently Binding Probes” (Inventors: Nils Walter, Alexander Johnson-Buck, Arlie Rinaldi, Mario Bianco)

UM OTT File No. 6472, entitled: “High-Confidence Detection of Nucleic Acid Binding Partners at the Single Molecule Level” (Inventors: Nils Walter, Arlie Rinaldi, Mario Bianco)

UM OTT File No. 6948, entitled: “High-Confidence Single-Molecule Detection of DNA Biomarkers Using SIMREPS and Dcas9-Guided Melting” (Inventors: Nils Walter, Alexander Johnson-Buck, Muneesh Tewari)

UM OTT File No. 7340, entitled: “Detection and Quantification of Single Molecular Analytes Using Transient Interactions with Peptide and Aptamer Probes” (Inventors: Nils Walter, Alexander Johnson-Buck, Muneesh Tewari)

UM OTT File No. 7623, entitled: “Aqueous Two-Phase Systems for Concentration of Dilute Analytes from Biofluids” (Inventors: Nils Walter, Alexander Johnson-Buck, Muneesh Tewari)

UM OTT File No. 7638, entitled: “Intramolecular Transition Kinetic Probes for Specific Detection of Single Molecular Analytes” (Inventors: Nils Walter, Alexander Johnson-Buck, Muneesh Tewari)

UM OTT File No. 7735, entitled: “Electrophoretic Concentration and Surface Capture of Dilute Analytes” (Inventors: Nils Walter, Muneesh Tewari)

UM OTT File No. 2020-007, entitled: “Capture of Biomarkers for Digital Single-Molecule Detection” (Inventors: Nils Walter, Alexander Johnson-Buck, Muneesh Tewari, Ning Liu, Evan Thrush, Kenneth Oh, William Strong)

UM OTT File No. 2020-176, entitled: “Molecular Memory Probes for Integrated Kinetic Fingerprinting” (Inventor: Alexander Johnson-Buck)

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 Alight Sciences, Inc.

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 will receive equity in the Company.

The University will retain ownership of the licensed patents and may continue to further develop them 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 Drs. Walter, Tewari, and Olson arise from their ownership interest in Alight Sciences, Inc.

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. 6250, 6472, 6948, 7340, 7623, 7638, 7735, 2020-007, and 2020-176 for the fields of use of treating and diagnosing human and animal diseases. Alight Sciences, Inc. will obtain use and commercialization rights to the above listed University technologies.

Recommendations:

This matter has been reviewed and approved by the Medical School Conflict of Interest Board and 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 Alight Sciences, Inc.

Respectfully submitted,



Rebecca Cunningham
Vice President for Research

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