

**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 UMOR Conflict of Interest Review 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 UMOR Conflict of Interest Review 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,



Rebecca Cunningham
Vice President for Research

December 2022

Attachment A

Agreement #1

**License Agreement between the University and Auricle Inc.
Reviewed by the Medical School Conflict of Interest Board**

Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
5507	Tailored Auditory - Somatosensory Stimulation to Treat Tinnitus	Susan Shore, David Martel, Seth Koehler

Background

Auricle Inc. was formed to commercialize a medical device to treat tinnitus 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

Auricle Inc. will:

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

The University may:

- Receive equity in Auricle Inc.
- Retain the right to acquire equity in Auricle Inc.
- Retain the right to purchase more equity in Auricle Inc.

University Employee; University Title; Relationship with Auricle Inc.

- Susan Shore; Professor, Otolaryngology; Partial Owner
- David Martel; Research Fellow, Kresge Hearing Research Institute; Partial Owner

Agreement #2

Option Agreement between the University and DASH Tech Integrated Circuits, Inc. Reviewed by the UMOR Conflict of Interest Review Committee

Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
2023-084	Domain Adaptive Processor for Wireless Communication and Linear-Algebra Kernels	David Blaauw, Hun-Seok Kim, Kuan-Yu Chen
2023-099	A Unified Forward Error Correction Accelerator for Multi-Mode Decoding	David Blaauw, Hun-Seok Kim, Yufan Yue

Background

DASH Tech Integrated Circuits, Inc. was formed to commercialize technologies introducing new system-on-chip (SoCs) that enable both field programmable gate arrays (FPGA)-like flexibility and application-specific integrated circuits (ASIC)-like energy efficiency for a wide range of applications and desires to option the University's rights associated with the technology listed above.

Net Effects

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

Agreement Terms

DASH Tech Integrated Circuits, Inc. will:

- Reimburse patent costs

University Employee; University Title; Relationship with DASH Tech Integrated Circuits, Inc.

- David Blaauw; Professor, Electrical Engineering and Computer Science – Electrical and Computer Engineering (EECS-ECE) Division; Partial Owner
- Hun-Seok Kim; Associate Professor, EECS-ECE Division; Partial Owner

Agreement #3

**License Agreement between the University and Fourth State LLC
Reviewed by the UMOR Conflict of Interest Review Committee**

Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
6616	Packed Bed with Water Dielectric Plasma Reactor for Water Purification	John Foster, Selman Mujovic
2023-064	Architecture for high throughput plasma based water treatment	John Foster, Joseph Groele, Roxanne Walker, Terese Olson

Background

Fourth State LLC was formed to commercialize the use of plasma for the decontamination of water 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

Fourth State LLC will:

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

The University will:

- Receive equity in Fourth State LLC
- Retain the right to purchase more equity in Fourth State LLC

University Employee; University Title; Relationship with Fourth State LLC

- John Foster; Professor, Nuclear Engineering and Radiological Sciences (NERS); Partial Owner
- Joseph Groele; Graduate Student Instructor, NERS; Partial Owner
- Roxanne Walker; Graduate Student Research Assistant, NERS; Partial Owner

Agreement #4

**License Agreement between the University and PathwaysGI, LLC
Reviewed by the Medical School Conflict of Interest Board**

Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
2018-262	Automated Assessment of Bowel Damage in Intestinal Diseases	Malmoud Al-Hawary, Binu Enchakalody, Ryan Stidham, Stewart Wang
2019-034	Automated Endoscopic Scoring of Ulcerative Colitis Severity	Wenshuo Liu, Brahmajee K Nallamothu, Ryan Stidham, Akbar Waljee, Ji Zhu
2019-275	Automated Anatomic and Regional Location of Disease Features in Colonoscopy Videos	Jonathan Gryak, Kayvan Najarian, Reza Sorousmehr, Heming Yao
2021-281	Automated Detection of Areas of Interest in Colonoscopy Videos	Kyavan Najarian, Ryan Stidham, Jonathan Gryak, Heming Yao
2021-282	Anatomic Localization in Colonoscopy Videos	Kyavan Najarian, Ryan Stidham, Jonathan Gryak, Heming Yao

Background

PathwaysGI, LLC was formed to commercialize a variety of automated colonoscopy video assessment tools to quantify and objectively assess disease state and progression in patients with chronic intestinal diseases such as inflammatory bowel disease and Crohn's and desires to license the University's rights associated with the technology listed above.

Net Effects

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

Agreement Terms

PathwaysGI, LLC will:

- Obtain the right to grant sublicense
- Reimburse patent costs

The University will:

- Receive equity in PathwaysGI, LLC
- Retain the right to purchase more equity in PathwaysGI, LLC

University Employee; University Title; Relationship with PathwaysGI, LLC

- Kayvan Najarian; Professor, Computational Medicine and Bioinformatics; Partial Owner
- Ryan Stidham; Associate Professor, Internal Medicine–Gastroenterology; Partial Owner

Agreement #5

**License Agreement between the University and RightScope Inc.
Reviewed by the UMOR Conflict of Interest Review Committee**

Innovation Partnerships Intellectual Property File Information

Number	Title	Inventors
2023-138	FedScale: A Scalable and Extensible Federated Computation Platform	Harsha Madhyastha, Fan Lai, NM Mosharaf Kabir Chowdhury, Sanjay Sri Vallabh Singaparam, Jiachen Liu, Yuxuan Zhu, Yile Gu, Qinye Li, Xingran Shen, Xiangfen Zhu, Yinwei Dai, Zhifeng Jiang, Chuheng Hu, Ehsan Etesami, Xuyang Ma

Background

RightScope Inc. was formed to commercialize platform technology to provide federated learning as a service and desires to license the University's rights associated with the technology listed above.

Net Effects

- Worldwide non-exclusive
- Copyrights
- All fields of use
- Right to commercialize

Agreement Terms

RightScope Inc. will:

- Obtain the right to grant sublicenses

The University may:

- Receive equity in RightScope Inc.
- Retain the right to acquire equity in RightScope Inc.
- Retain the right to purchase more equity in RightScope Inc.

University Employee; University Title; Relationship with RightScope Inc.

- Harsha Madhyastha; Associate Professor, Electrical Engineering and Computer Science – Computer Science and Engineering (EECS-CSE) Division; Partial Owner
- Mosharaf Chowdhury; Associate Professor, EECS-CSE Division; Partial Owner
- Fan Lai; Graduate Student Research Assistant, EECS-CSE Division; Partial Owner