

**MICHIGAN STATE
UNIVERSITY**

September 10, 2021

MEMORANDUM

APPROVED
SEPTEMBER 10, 2021
BOARD OF TRUSTEES
MICHIGAN STATE UNIVERSITY

To: Committee on Audit, Risk and Compliance

From: Douglas A. Gage 
Vice President for Research and Innovation

Subject: Approval of Contract Terms: *Mid-Michigan Research LLC*

RECOMMENDATION

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and *Mid-Michigan Research LLC*, a Michigan limited liability company, in which MSU faculty member Dr. Harold J. Schock holds a financial interest.

RESOLUTION

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with *Mid-Michigan Research LLC* consistent with earlier public notice and with a "Services Agreement Term Sheet" now presented to the Board for inclusion in its minutes.

BACKGROUND

In compliance with State law, public notice of the University's intent to negotiate contracts with *Mid-Michigan Research LLC*, a Michigan limited liability company, was given at the Board of Trustees meeting on February 12, 2003. The terms of a service agreement are now presented for Board approval.

Dr. Harold J. Schock, a Professor in the Department of Mechanical Engineering, and members of his family own or have options to buy an ownership interest of more than 1% of the company.

The attached "Service Agreement Term Sheet" summarizes the agreement that MSU has negotiated with *Mid-Michigan Research LLC*.

cc: Board of Trustees, S. Stanley, M. Woo, T. Woodruff, N. Beauchamp, M. Zeig, B. Mattes, B. Quinn, N. Stuart



Office of
**RESEARCH
AND INNOVATION**

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SERVICE AGREEMENT TERM SHEET

Party:	Mid-Michigan Research LLC
Project Description:	Testing of a Jetfire Engine
Term:	July 1, 2021 to June 30, 2022
Payment Terms:	\$115,000 payment to MSU for services
Services Provided:	By MSU to Mid-Michigan Research LLC: MSU will oversee the testing of a Jetfire engine – Phase II. By Mid-Michigan Research LLC to MSU: None.
Use of University Facilities/ Personnel:	Services conducted in the Engineering Research South complex by Dr. Guoming Zhu
Organization Type:	Mid-Michigan Research LLC, a Michigan limited liability company
Personnel Interest:	Dr. Harold J. Schock, a Professor in the Department of Mechanical Engineering, and members of his family own or have options to buy an ownership interest of more than 1% of the company.


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To: Committee on Audit, Risk and Compliance

From: Douglas A. Gage 
Vice President for Research and Innovation

Subject: Approval of Contract Terms: *IASO Therapeutics, Inc.*

RECOMMENDATION

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and IASO Therapeutics, Inc., a Michigan corporation, in which MSU faculty member Dr. Xuefei Huang holds a financial interest.

RESOLUTION

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an option agreement with IASO Therapeutics, Inc., consistent with earlier public notice and with a "Option Agreement Term Sheet" now presented to the Board for inclusion in its minutes.

BACKGROUND

In compliance with State law, public notice of the University's intent to negotiate contracts with IASO Therapeutics, Inc., a Michigan corporation, was given at the Board of Trustees meeting on February 16, 2018. The terms of a option agreement are now presented for Board approval.

Dr. Xuefei Huang, a Professor in the Department of Chemistry, owns, or has options to buy, an interest in the company.

The attached "Option Agreement Term Sheet" summarizes the agreement that MSU has negotiated with IASO Therapeutics, Inc.

cc: Board of Trustees, S. Stanley, M. Woo, T. Woodruff, N. Beauchamp, M. Zeig, B. Mattes, B. Quinn, N. Stuart



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OPTION AGREEMENT TERM SHEET

Party:	IASO Therapeutics, Inc.
Agreement:	Amendment to previously executed Option Agreement. Option Agreement to negotiate a Worldwide, Exclusive License to inventions and patent rights for use as Vaccine carrier platform for diseases.
Technology:	<p>TEC2017-0099, "Engineered virus-like particle Qβ as a novel carrier for vaccine development; including the following biological materials: Qβ-A38K, Qβ-A38K/A40C/D102C; Qβ-A40C/D102C, WT-Qβ</p> <p>The parties may add or remove technologies under the agreement, including improvements generated under a separate sponsored research agreement, provided the change does not affect the financial consideration of the parties or the nature or extent of any pecuniary interest of MSU personnel</p>
Term:	Twelve (12) months extension of the Option period to July 2022
Potential Commercial Application:	Worldwide vaccine market for diseases including but not limited to cancer and infectious diseases
Payment Terms:	<p>During the extension term, IASO Therapeutics, Inc. will reimburse University for Patent Expenditures incurred due to the preparation, filing and prosecution of patent applications in United States.</p> <p>IASO Therapeutics, Inc. will reimburse University for Patent Expenditures incurred due to the preparation, filing and prosecution of patent applications in jurisdictions outside the United States in accordance with the following payment plan ("Payment Plan").</p>

Payment Plan: \$1500 per month during the extension period

Services Provided: None contemplated

Organization Type: Michigan C-Corporation


Personnel Interest: Dr. Xuefei Huang, a Professor in the Department of Chemistry, owns, or has options to buy, an interest in the company.

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MEMORANDUM

To: Committee on Audit, Risk and Compliance
From: Douglas A. Gage 
Vice President for Research and Innovation
Subject: Approval of Contract Terms: *Moonsail North, LLC*

RECOMMENDATION

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and Moonsail North, LLC, a Michigan limited liability company, in which MSU faculty member Roselyn Tantraphol holds a financial interest.

RESOLUTION

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a consulting agreement with Moonsail North, LLC consistent with a "Consulting Agreement Term Sheet" now presented to the Board for inclusion in its minutes.

BACKGROUND

In compliance with State law, public notice of the terms of the agreement with Moonsail North, LLC, a Michigan limited liability company, was provided prior to this board meeting. The terms of a consulting agreement are now presented for Board approval.

Roselyn Tantraphol, a fixed-term faculty member in the Department of Advertising and Public Relations in the College of Communication Arts and Sciences, is a principal of Moonsail North, LLC.

The attached "Consulting Agreement Term Sheet" summarizes the agreement that MSU has negotiated with Moonsail North, LLC.

cc: Board of Trustees, S. Stanley, M. Woo, T. Woodruff, N. Beauchamp, M. Zeig, B. Mattes, B. Quinn, N. Stuart



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CONSULTING AGREEMENT TERM SHEET

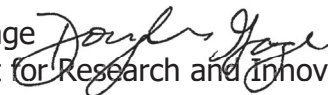
Party:	Moonsail North, LLC
Project Description:	Collaborate with the MSU College of Natural Science on social media strategy and other strategic communication services
Term:	July 1, 2021 to June 30, 2022; with the option to renew the agreement for two additional one-year terms
Payment Terms:	\$35,400 for the 12-month period through June 30, 2022, plus up to \$300 per month in expenses; subsequent renewal terms subject to reasonable fee increases
Services Provided:	By MSU to Moonsail North: None By Moonsail North to MSU: Work with the Natural Science Communications Director to realign the overall NatSci strategic communications plan with the college's strategic plan; project management of new NatSci series that will highlight students, faculty, staff and alumni; assist with assets that support social media and digital platforms; other marketing and PR projects as agreed upon.
Use of University Facilities/ Personnel:	None.
Organization Type:	Moonsail North, LLC, a Michigan limited liability company
Personnel Interest:	Ms. Roselyn Tantraphol, a fixed-term faculty member in the Department of Advertising and Public Relations in the College of Communication Arts and Sciences, is a principal of Moonsail North, LLC.

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To: Committee on Audit, Risk and Compliance
From: Douglas A. Gage 
Vice President for Research and Innovation
Subject: Approval of Contract Terms: *Dylan Miner*

RECOMMENDATION

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and *Dylan Miner*, an MSU faculty member.

RESOLUTION

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a purchase agreement with Dylan Miner consistent with a "Purchase Agreement Term Sheet" now presented to the Board for inclusion in its minutes.

BACKGROUND

In compliance with State law, public notice of the terms of the agreement with Dylan Miner, was provided prior to this board meeting. The terms of a purchase agreement are now presented for Board approval.

Dylan Miner is a Professor and Interim Dean of the Residential College in the Arts and Humanities.

The attached "Purchase Agreement Term Sheet" summarizes the agreement between MSU Dylan Miner.

cc: Board of Trustees, S. Stanley, M. Woo, T. Woodruff, N. Beauchamp, M. Zeig, B. Mattes, B. Quinn, N. Stuart



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PURCHASE AGREEMENT TERM SHEET

Party:	Dylan Miner
Purchase Description:	The Broad Art Museum's acquisition of a painting entitled "It Spills" created by Dylan Miner
Term:	N/A
Payment Terms:	\$16,000
Services Provided:	By MSU to Dylan Miner: None By Dylan Miner to MSU: None
Use of University Facilities/ Personnel:	None.
Organization Type:	N/A
Pecuniary Interest:	<p>Dr. Miner is a Professor and Interim Dean of the Residential College in the Arts and Humanities.</p> <p>The work, which was borrowed from Dr. Miner as part of the "Seeds of Resistance" exhibition, was on display at the MSU Broad Art Museum as part of the exhibition from January-July 2021.</p> <p>The Broad Museum's Collection Committee, which consists of Museum Board members, MSU faculty, curatorial staff, and students, decided to acquire the work for the Museum's collection.</p>