

**MICHIGAN STATE**  
**UNIVERSITY**

September 11, 2020


**APPROVED**

**SEPTEMBER 11, 2020**

**BOARD OF TRUSTEES**  
**MICHIGAN STATE UNIVERSITY**

**MEMORANDUM**

**To:** Committee on Audit, Risk and Compliance

**From:** Teresa K. Woodruff   
Provost and Executive Vice President for Academic Affairs

**Subject:** Approval of Contract Terms: *3DFoundri, Inc.*

**RECOMMENDATION**

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and *3DFoundri, Inc.*, a company in which MSU faculty members Dr. Patrick Kwon and Dr. Haseung Chung hold a financial interest.

**RESOLUTION**

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an option agreement with *3DFoundri, Inc.* consistent with earlier public notice given at a Board meeting and with an "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 *3DFoundri, Inc.*, a Michigan corporation, was given at the Board of Trustees meeting on February 14, 2020. The terms of an option agreement are now presented for Board approval.

Dr. Patrick Kwon, a Professor in the Department of Mechanical Engineering and Dr. Haseung Chung, an Assistant Professor in the Department of Mechanical Engineering, and members of their families, have, or have options to buy, an interest in the company or are officers or paid employees of the company.

The attached "Option Agreement Term Sheet" summarizes the agreement that MSU has negotiated with *3DFoundri, Inc.*

cc: Board of Trustees, S. Stanley, N. Beauchamp, N. Barr, M. Zeig, D. Gage, B. Mattes, B. Quinn, L. Gremel, C. Leese



**OFFICE OF THE  
PROVOST**

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East Lansing, Michigan 48824

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## OPTION AGREEMENT TERM SHEET

**Party:** 3DFoundri, Inc.

**Agreement:** Option in all fields of use

**Technology:** TEC2008-0079 xGnP-based Lubricant and  
TEC2019-0103 Transformational Magnetic-field  
Assisted Finishing (MAF) using exfoliated graphite  
nanoplatelets (xGnP)

The parties may add or remove technologies under the 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.

**Term:** One year from the effective date with a six-month extension for an additional fee

**Potential Commercial Application:** Magnetic-field Assist Finishing

**Payment Terms:** \$1,500 to MSU with \$500 to MSU if six-month extension option is exercised

**Services Provided:** None contemplated under the agreement

**Organization Type:** Michigan corporation


**Personnel Interest:** Dr. Patrick Kwon, a Professor in the Department of Mechanical Engineering and Dr. Haseung Chung, an Assistant Professor in the Department of Mechanical Engineering, and members of their families, have, or have options to buy, an interest in the company or are officers or paid employees of the company.

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**MEMORANDUM**

**To:** Committee on Audit, Risk and Compliance  
**From:** Teresa K. Woodruff   
Provost and Executive Vice President for Academic Affairs  
**Subject:** Approval of Contract Terms: *FibrosIX Inc.*

**RECOMMENDATION**

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and *FibrosIX Inc.*, a company in which MSU faculty member Dr. Richard R. Neubig holds a financial interest.

**RESOLUTION**

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with *FibrosIX Inc.* consistent with earlier public notice given at a Board meeting and with a "Service 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 *FibrosIX Inc.*, a Michigan corporation, was given at the Board of Trustees meeting on June 15, 2016. The terms of a service agreement are now presented for Board approval.

Dr. Richard R. Neubig, Professor and Chair of the Department of Pharmacology and Toxicology, 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 *FibrosIX Inc.*

cc: Board of Trustees, S. Stanley, N. Beauchamp, N. Barr, M. Zeig, D. Gage, B. Mattes, B. Quinn, L. Gremel, C. Leese



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## SERVICE AGREEMENT TERM SHEET

**Party:** FibrosIX Inc.

**Agreement:** MSU, as a subrecipient under an NIH grant, will perform testing services to evaluate CCG-257081 in a bleomycin mouse model of pulmonary fibrosis.

**Term:** Effective September 15, 2020 to January 31, 2021

**Potential Commercial Application:** Human Therapeutics

**Payment Terms:** \$81,472 to MSU in fees for service

**Services Provided:** By MSU to FibrosIX Inc.: conduct a study to evaluate CCG-257081 in a bleomycin mouse model of pulmonary fibrosis  
  
By FibrosIX Inc. to MSU: None contemplated under the agreement

**Use of University Facilities/Personnel:** Work to be performed at MSU's In Vivo Facility by, or supervised by, Dr. Teresa Krieger-Burke

**Organization Type:** Michigan corporation

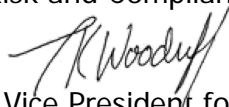
**Personnel Interest:** Dr. Richard R. Neubig, Professor and Chair of the Department of Pharmacology and Toxicology, and members of his family, own or have options to buy an ownership interest of more than 1% of the company.

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**MEMORANDUM**

**To:** Committee on Audit, Risk and Compliance  
**From:** Teresa K. Woodruff   
Provost and Executive Vice President for Academic Affairs  
**Subject:** Approval of Contract Terms: *Lansing Biosciences LLC*

**RECOMMENDATION**

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and *Lansing Biosciences LLC*, a company in which MSU faculty members Dr. Brett Etchebarne and Dr. Mary Hughes hold a financial interest.

**RESOLUTION**

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a license agreement with *Lansing Biosciences LLC*, consistent with earlier public notice given at a Board meeting and with a "License Agreement Term Sheet" now presented to the Board for inclusion in its minutes.



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**BACKGROUND**

In compliance with State law, public notice of the University's intent to negotiate contracts with *Lansing Biosciences LLC*, a Michigan limited liability company, was given at the Board of Trustees meeting on June 26, 2020. The terms of a license agreement are now presented for Board approval.

Dr. Brett Etchebarne, an Assistant Professor in the Department of Osteopathic Medical Specialties, Dr. Mary Hughes, the Chair of the Department of Osteopathic Medical Specialties, and members of their families, have, or have options to buy, an interest in the company or are officers or paid employees of the company.

The attached "License Agreement Term Sheet" summarizes the agreement that MSU has negotiated with *Lansing Biosciences LLC*.

cc: Board of Trustees, S. Stanley, N. Beauchamp, N. Barr, M. Zeig, D. Gage, B. Mattes, B. Quinn, L. Gremel, C. Leese

## LICENSE AGREEMENT TERM SHEET

|  |   |
|--|---|
| <b>Party:</b>                            | Lansing Biosciences LLC   |
| <b>Agreement:</b>                        | Non-exclusive license without sublicensing rights   |
| <b>Technology:</b>                       | Advanced Molecular Tests for Human Clinical Infection Detection Including Novel Coronavirus CoVID-2019 (COVID19);<br><br>MSU invention disclosure TEC2020-0168;<br>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. |
| <b>Potential Commercial Application:</b> | Products which are research reagents and diagnostic testing of COVID-19 during the pandemic as defined by the World Health Organization   |
| <b>Term:</b>                             | 18 months from effective date of agreement.   |
| <b>Payment Terms:</b>                    | \$10,000 to MSU with \$2,000 paid within 30 days of effective date;<br><br>\$8,000 to MSU on twelve month anniversary of effective date   |
| <b>Services Provided:</b>                | None contemplated under the agreement   |
| <b>Organization Type:</b>                | Michigan limited liability company  |
| <b>Personnel Interest:</b>               | Dr. Brett Etchebarne, an Assistant Professor in the Department of Osteopathic Medical Specialties, Dr. Mary Hughes, the Chair of the Department of Osteopathic Medical Specialties, and members of their families, have, or have options to buy, an interest in the company or are officers or paid employees of the company.   |


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**MEMORANDUM**

**To:** Committee on Audit, Risk and Compliance

**From:** Teresa K. Woodruff   
Provost and Executive Vice President for Academic Affairs

**Subject:** Approval of Contract Terms: *National Pesticide Safety Education Center*

**RECOMMENDATION**

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and *National Pesticide Safety Education Center*, a company in which MSU employee Tom Smith holds an interest.

**RESOLUTION**

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with *National Pesticide Safety Education Center* consistent with earlier public notice given at a Board meeting and with a "Service 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 *National Pesticide Safety Education Center*, a Michigan nonprofit corporation, was given at the Board of Trustees meeting on April 12, 2019. The terms of a service agreement are now presented for Board approval.

Mr. Tom Smith, Associate Director of MSU's Institute of Agricultural Technology, has an interest in the company.

The attached "Service Agreement Term Sheet" summarizes the agreement that MSU has negotiated with *National Pesticide Safety Education Center*.

cc: Board of Trustees, S. Stanley, N. Beauchamp, N. Barr, M. Zeig, D. Gage, B. Mattes, B. Quinn, L. Gremel, C. Leese



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## SERVICE AGREEMENT TERM SHEET

**Party:** National Pesticide Safety Education Center (NPSEC)

**Agreement:** Invoice and Scope of Work for two online courses

**Term:** Until completed

**Payment Terms:** \$5,000 to NPSEC in fees for service

**Services Provided:** By MSU to NPSEC: None contemplated under this agreement

By NPSEC to MSU: Develop two online courses

**Use of University  
Facilities/Personnel:** None contemplated under this agreement

**Organization Type:** Michigan nonprofit corporation

**Personnel Interest:** Mr. Tom Smith is the Associate Director of MSU's Institute of Agricultural Technology and is the Executive Director of the National Pesticide Safety and Education Center.




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**MEMORANDUM**

**To:** Committee on Audit, Risk and Compliance

**From:** Teresa K. Woodruff   
Provost and Executive Vice President for Academic Affairs

**Subject:** Approval of Contract Terms: *Scion Plasma LLC*

**RECOMMENDATION**

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and *Scion Plasma LLC*, a company in which MSU faculty member Dr. Qi Hua Fan holds a financial interest.

**RESOLUTION**

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a license agreement with *Scion Plasma LLC* consistent with earlier public notice given at a Board meeting and with a "License 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 *Scion Plasma LLC*, a Michigan limited liability company, was given at the Board of Trustees meeting on June 22, 2018. The terms of a license agreement are now presented for Board approval.

Dr. Qi Hua Fan, Associate Professor in the Department of Electrical and Computer Engineering and members of his family, own or have options to buy an ownership interest of more than 1% of the company.

The attached "License Agreement Term Sheet" summarizes the agreement that MSU has negotiated with *Scion Plasma LLC*.

cc: Board of Trustees, S. Stanley, N. Beauchamp, N. Barr, M. Zeig, D. Gage, B. Mattes, B. Quinn, L. Gremel, C. Leese



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## LICENSE AGREEMENT TERM SHEET

|                            |   |
|----------------------------|---|
| <b>Party:</b>              | Scion Plasma LLC  |
| <b>Agreement:</b>          | Exclusive license in all fields of use  |
| <b>Technology:</b>         | See attached list   |
| <b>Term:</b>               | Effective date of agreement until expiration of last patent   |
| <b>Payment Terms:</b>      | 5% equity in lieu of upfront payment;<br>2.0% of Net Sales for Cumulative Net Sales below \$500,000;<br>3.0% of Net Sales for Cumulative Net Sales above \$500,000;<br>\$2,000 minimum annual royalty commencing January 1, 2024<br>25% of sublicense revenue not included in Net Sales |
| <b>Services Provided:</b>  | None contemplated under the agreement   |
| <b>Organization Type:</b>  | Michigan limited liability company  |
| <b>Personnel Interest:</b> | Dr. Qi Hua Fan, Associate Professor in the Department of Electrical and Computer Engineering and members of his family, own or have options to buy an ownership interest of more than 1% of the company.  |

### Licensed Technology

| University Reference No. | Title                      | Serial No./Filing Date            | Patent No./Issue Date | Country   |
|--------------------------|----------------------------|-----------------------------------|-----------------------|-----------|
| TEC2018-0035             | Single Beam Plasma Source  | US 62/687,357 filed 6/20/2018     |                       | USA       |
| TEC2018-0035             | Single Beam Plasma Source  | PCT/US2019/038034 filed 6/19/2019 |                       | worldwide |
| TEC2018-0035             | Single Beam Plasma Source  | US 16/642,133 filed 2/26/2020     |                       | USA       |
| TEC2019-0123             | Single Beam Plasma Source  | US62/823,872 filed 3/26/2019      |                       | USA       |
| TEC2019-0123             | Single Beam Plasma Source  | PCT/US2020/023869 filed 3/20/2020 |                       | worldwide |
| TEC2020-0012             | Single Beam Plasma Sources | PCT/US2020/023869 filed 3/20/2020 |                       | worldwide |

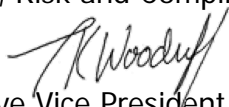
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**MEMORANDUM**

**To:** Committee on Audit, Risk and Compliance

**From:** Teresa K. Woodruff   
Provost and Executive Vice President for Academic Affairs

**Subject:** Approval of Contract Terms: *XG Sciences, Inc.*

**RECOMMENDATION**

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and *XG Sciences, Inc.*, a company in which MSU faculty member, Dr. Lawrence Drzal, holds a financial interest.

**RESOLUTION**

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an amendment to an amended and restated license agreement with *XG Sciences, Inc.* consistent with earlier public notice given at a Board meeting and with an "Amended License 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 *XG Sciences, Inc.*, a Michigan corporation, was given at the Board of Trustees meeting on June 16, 2006. Subsequently, the Board approved the terms of a license agreement on April 16, 2010, and approved the terms of an amended and restated license agreement on May 15, 2020. The terms of an amended agreement are now being presented for Board approval.

Dr. Lawrence Drzal, a Professor in the Department of Chemical Engineering and Material Science, and members of his family own or have options to buy an ownership interest of more than 1% of the company.

The attached "Amended License Agreement Term Sheet" summarizes the agreement that MSU has negotiated with *XG Sciences, Inc.*

cc: Board of Trustees, S. Stanley, N. Beauchamp, N. Barr, M. Zeig, D. Gage, B. Mattes, B. Quinn, L. Gremel, C. Leese



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## AMENDED LICENSE AGREEMENT TERM SHEET

|  |   |
|--|---|
| <b>Party:</b>                            | XG Sciences, Inc.   |
| <b>Amended terms:</b>                    | Change variable royalty rate based on specialty fields to a flat royalty rate for all fields due to changed market conditions.  |
| <b>Term:</b>                             | Effective date until the last of patents expire   |
| <b>Potential Commercial Application:</b> | Compositions, production methods and use of graphene nanoplatelets, which have unique capabilities for energy storage, thermal conductivity, electrical conductivity, barrier properties and improvement of mechanical properties when incorporated in plastics and other materials |
| <b>Payment Terms:</b>                    | Amended to flat royalty rate of 2% of net sales in all fields of use.   |
| <b>Organization Type:</b>                | Michigan corporation  |
| <b>Personnel Interest:</b>               | Dr. Lawrence Drzal, a Professor in the Department of Chemical Engineering and Material Science and members of his family own or have options to buy an ownership interest of more than 1% of the company.   |