


MICHIGAN STATE
UNIVERSITY

September 11, 2020

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



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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

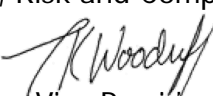
Personnel Interest: Dr. Patrick Kwon, a Professor in the Department of Mechanical Engineering and Dr. Haseung Chung, an Assistant Professor in the Department of Mechanical Engineering, and members of their families, have, or have options to buy, an interest in the company or are officers or paid employees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

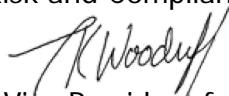
Personnel Interest: Dr. Richard R. Neubig, Professor and Chair of the Department of Pharmacology and Toxicology, and members of his family, own or have options to buy an ownership interest of more than 1% of the company.

MICHIGAN STATE
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September 11, 2020

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.

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



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LICENSE AGREEMENT TERM SHEET


Party:	Lansing Biosciences LLC
Agreement:	Non-exclusive license without sublicensing rights
Technology:	Advanced Molecular Tests for Human Clinical Infection Detection Including Novel Coronavirus CoVID-2019 (COVID19); MSU invention disclosure TEC2020-0168; 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.
Potential Commercial Application:	Products which are research reagents and diagnostic testing of COVID-19 during the pandemic as defined by the World Health Organization
Term:	18 months from effective date of agreement.
Payment Terms:	\$10,000 to MSU with \$2,000 paid within 30 days of effective date; \$8,000 to MSU on twelve month anniversary of effective date
Services Provided:	None contemplated under the agreement
Organization Type:	Michigan limited liability company
Personnel Interest:	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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September 11, 2020

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.

MICHIGAN STATE
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September 11, 2020

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

Party:	Scion Plasma LLC
Agreement:	Exclusive license in all fields of use
Technology:	See attached list
Term:	Effective date of agreement until expiration of last patent
Payment Terms:	5% equity in lieu of upfront payment; 2.0% of Net Sales for Cumulative Net Sales below \$500,000; 3.0% of Net Sales for Cumulative Net Sales above \$500,000; \$2,000 minimum annual royalty commencing January 1, 2024 25% of sublicense revenue not included in Net Sales
Services Provided:	None contemplated under the agreement
Organization Type:	Michigan limited liability company
Personnel Interest:	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

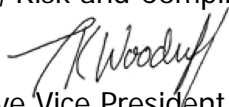
University Reference No.	Title	Serial No./Filing Date	Patent No./Issue Date	Country
TEC2018-0035	Single Beam Plasma Source	US 62/687,357 filed 6/20/2018		USA
TEC2018-0035	Single Beam Plasma Source	PCT/US2019/038034 filed 6/19/2019		worldwide
TEC2018-0035	Single Beam Plasma Source	US 16/642,133 filed 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

Party:	XG Sciences, Inc.
Amended terms:	Change variable royalty rate based on specialty fields to a flat royalty rate for all fields due to changed market conditions.
Term:	Effective date until the last of patents expire
Potential Commercial Application:	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
Payment Terms:	Amended to flat royalty rate of 2% of net sales in all fields of use.
Organization Type:	Michigan corporation
Personnel Interest:	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.