

**MICHIGAN STATE
UNIVERSITY**

February 14, 2020



MEMORANDUM

To: Committee on Audit, Risk and Compliance

From: Teresa A. Sullivan *Teresa A. Sullivan*
Interim Executive Vice President and Provost

Subject: Approval of Contract Terms: *Corporation for Digital Scholarship*

RECOMMENDATION

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and *Corporation for Digital Scholarship*, a company in which MSU faculty member Dr. Sharon Leon holds an interest.

RESOLUTION

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a services agreement with *Corporation for Digital Scholarship* 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 *Corporation for Digital Scholarship*, a Virginia Corporation, was given at the Board of Trustees meeting on December 13, 2019. The terms of a services agreement are now presented for Board approval.

Dr. Sharon Leon, an Associate Professor in the Department of History, and members of her family, have, or have options to buy, an interest in the company or are officers or paid employees of the company.

The attached "Services Agreement Term Sheet" summarizes the agreement that MSU has negotiated with *Corporation for Digital Scholarship*.

cc: Board of Trustees, S. Stanley, N. Barr, M. Zeig, S. Hsu, B. Mattes, K. Wilbur, B. Quinn, C. Berg



OFFICE OF THE
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Michigan State University
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SERVICES AGREEMENT TERM SHEET

Party: Corporation for Digital Scholarship

Agreement: MSU to provide development, oversight, maintenance and guidance for a third-party, Omeka, open-source publishing platform

Term: Effective date – December 31, 2020

Payment Terms: \$53,338.83 payment to MSU for services

Services Provided: By MSU to Corporation for Digital Scholarship: oversee the development, maintain and set the direction for a third party software development team that operates an open-source web publishing platform that allows the user to work with digitized collections

By Corporation for Digital Scholarship to MSU: None contemplated under the agreement

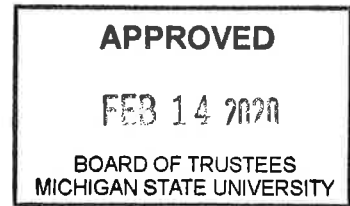
Use of University Facilities/ Personnel: Services conducted at 3432 Old Horticulture by or under the direction of Dr. Sharon Leon and/or Kathleen Fitzpatrick

Organization Type: Virginia corporation

Personnel Interest: Dr. Sharon Leon, an Associate Professor in the Department of History, and members of her family, have, or have options to buy, an interest in the company or are officers or paid employees of the company.

MICHIGAN STATE
U N I V E R S I T Y

February 14, 2020



MEMORANDUM

To: Committee on Audit, Risk and Compliance

From: Teresa A. Sullivan *Teresa A. Sullivan*
Interim Executive Vice President and Provost

Subject: Approval of Contract Terms: *Great Lakes Crystal Technologies, Inc.*

RECOMMENDATION

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and *Great Lakes Crystal Technologies, Inc.*, a company in which MSU faculty member Dr. Timothy Grotjohn holds an interest.

RESOLUTION

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a services agreement with *Great Lakes Crystal Technologies, Inc.* 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 *Great Lakes Crystal Technologies, Inc.*, a Michigan company, was given at the Board of Trustees meeting on September 6, 2019. The terms of a services agreement are now presented for Board approval.

Dr. Timothy Grotjohn, a Professor in the Department of Electrical and Computer Engineering, and members of his family, have, or have options to buy, an interest in the company or are officers or paid employees of the company.

The attached "Services Agreement Term Sheet" summarizes the agreement that MSU has negotiated with *Great Lakes Crystal Technologies, Inc.*

cc: Board of Trustees, S. Stanley, N. Barr, M. Zeig, S. Hsu, B. Mattes, K. Wilbur, B. Quinn, C. Berg



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SERVICES AGREEMENT TERM SHEET

Party: Great Lakes Crystal Technologies, Inc.

Agreement: Subcontract from Great Lakes Crystal Technologies, Inc. prime award from the US Department of the Air Force to MSU (IP00454612)

Term: December 12, 2019 – March 11, 2020

Payment Terms: \$11,665.04 payment to MSU for services

Services Provided: By MSU to Great Lakes Crystal Technologies, Inc.: travel and participate in discussions with corporations to develop further research collaborations in the area of advanced diamond material applications in magnetic field sensing and quantum computing

By Great Lakes Crystal Technologies, Inc. to MSU: None contemplated under the agreement

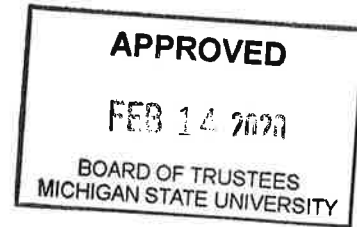
Use of University Facilities/ Personnel: Services conducted in the Engineering Building by or under Dr. Timothy Grojohn and/or Dr. Elias Garratt and/or Dr. Paul Quayle

Organization Type: Michigan corporation

Personnel Interest: Dr. Timothy Grotjohn, a Professor in the Department of Electrical and Computer Engineering, and members of his family, have, or have options to buy, an interest in the company or are officers or paid employees of the company.


MICHIGAN STATE
U N I V E R S I T Y

February 14, 2020



MEMORANDUM

To: Committee on Audit, Risk and Compliance

From: Teresa A. Sullivan 
Interim Executive Vice President and Provost

Subject: Approval of Contract Terms: *Nimble Acoustics, Inc.*

RECOMMENDATION

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

RESOLUTION

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an option agreement with *Nimble Acoustics, 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 *Nimble Acoustics, Inc.*, a Michigan corporation, was given at the Board of Trustees meeting on October 25, 2019. The terms of an option agreement are now presented for Board approval.

Dr. Mi Zhang, Assistant 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 "Option Agreement Term Sheet" summarizes the agreement that MSU has negotiated with *Nimble Acoustics, Inc.*

cc: Board of Trustees, S. Stanley, N. Barr, M. Zeig, S. Hsu, B. Mattes, K. Wilbur, B. Quinn, C. Berg



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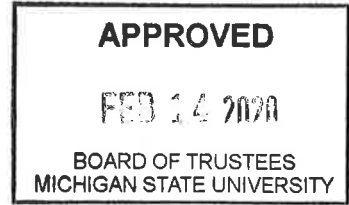
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OPTION AGREEMENT TERM SHEET

Party:	Nimble Acoustics, Inc.
Agreement:	Option for license in the field of audio signal processing
Technology:	<p>MSU technology disclosure TEC2018-0020 entitled "SharpEar: Real-Time Speech Enhancement in Noisy Environments" and related patent applications including US16/129,467. MSU technology disclosure TEC2018-0115 entitled "NestDNN: A Pruning-and-Recovery Paradigm for Deep Neural Networks: and related patent applications including PCT/US2019/046011.</p> <p>The parties may add or remove technologies under the agreement, including improvements generated under a separate sponsored research agreement, provided that 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:	One year from the effective date with a one-year extension for an additional fee
Potential Commercial Application:	Audio signal processing for enhancing performance of audio devices
Payment Terms:	\$1,000 to MSU within 30 days of the effective date
Services Provided:	<p>By MSU to Nimble Acoustics, Inc.: None contemplated under the agreement</p> <p>By Nimble Acoustics, Inc. to MSU: None contemplated under the agreement</p>
Organization Type:	Michigan corporation
Personnel Interest:	Dr. Mi Zhang, Assistant 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.

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February 14, 2020



MEMORANDUM

To: Committee on Audit, Risk and Compliance
From: Teresa A. Sullivan *Teresa A. Sullivan*
Interim Executive Vice President and Provost
Subject: Approval of Contract Terms: *Pavesoft, LLC*

RECOMMENDATION

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

RESOLUTION

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a license agreement with *Pavesoft, 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 *Pavesoft, LLC*, a Michigan limited liability company, was given at the Board of Trustees meeting on June 21, 2019. The terms of a license agreement are now presented for Board approval.

Dr. Muhammed Kutay, Associate Professor in the Department of Civil and Environmental 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 *Pavesoft, LLC*.

cc: Board of Trustees, S. Stanley, N. Barr, M. Zeig, S. Hsu, B. Mattes, K. Wilbur, B. Quinn, C. Berg



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LICENSE AGREEMENT TERM SHEET

Party: Pavesoft, LLC

Agreement: Exclusive license in the field of road design

Technology: MSU TEC2020-0077 "Asphalt Pavement Analysis and Design Software Two." 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.

Term: Effective Date – to the expiration of all copyrights or twenty (20) years from the effective date

Potential Commercial Application: Software for the design of roads, including asphalt specifications and analysis

Payment Terms: \$1,000 to MSU within one calendar year of the effective date; royalty of 5.0% on net sales

Services Provided: By MSU to Pavesoft, LLC: None contemplated under the agreement
By Pavesoft, LLC to MSU: None contemplated under the agreement

Organization Type: Michigan limited liability company

Personnel Interest: Dr. Muhammed Kutay, an Associate Professor in the Department of Civil and Environmental 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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February 14, 2020



MEMORANDUM

To: Committee on Audit, Risk and Compliance

From: Teresa A. Sullivan *Teresa A. Sullivan*
Interim Executive Vice President and Provost

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 research agreement with *Scion Plasma, LLC* consistent with earlier public notice given at a Board meeting and with a "Research 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 research 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 "Research Agreement Term Sheet" summarizes the agreement that MSU has negotiated with *Scion Plasma LLC*.

cc: Board of Trustees, S. Stanley, N. Barr, M. Zeig, S. Hsu, B. Mattes, K. Wilbur, B. Quinn, C. Berg



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RESEARCH AGREEMENT TERM SHEET

Party: Scion Plasma, LLC

Agreement: MSU intends to analyze and examine Indium Oxide films produced by Scion Plasma, LLC and characterize photo voltaic performance of the films.

Term: Twenty-four months from the effective date

Potential Commercial Application: Ion source for manufacture of transparent coatings

Payment Terms: \$90,000 to MSU for research

Services Provided: By MSU to Scion Plasma LLC: Analysis and examination of Indium Oxide films and characterize the photo voltaic performance of the films

By Scion Plasma LLC to MSU: None contemplated under the agreement

Use of University Facilities/Personnel: Work to be performed at MSU's Molecular and Organic Excitronics Lab in the College of Engineering by or supervised by Dr. Richard Lunt

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.