


**MICHIGAN STATE
UNIVERSITY**

April 16, 2021

MEMORANDUM

APPROVED
APRIL 16, 2021
BOARD OF TRUSTEES
MICHIGAN STATE UNIVERSITY

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

RECOMMENDATION

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and Advertent Biotherapeutics, Inc., a Michigan corporation, in which MSU faculty member Dr. Erik Martinez-Hackert holds a financial interest.

RESOLUTION

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an option agreement with Advertent Biotherapeutics, Inc., consistent with earlier public notice 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 Advertent Biotherapeutics, 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. Erik Martinez-Hackert, Associate Professor of Biochemistry and Molecular Biology, has 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 Advertent Biotherapeutics, Inc.

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



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OPTION AGREEMENT TERM SHEET

Party:	Advertent Biotherapeutics, Inc.
Agreement:	Exclusive option to acquire an exclusive, royalty-bearing, worldwide license to MSU technology, including patent rights and proprietary biological materials. Company shall be provided the right to evaluate the technology for commercialization opportunities.
Technology:	<p>MSU TEC2019-0064 - Novel Therapy for Reducing/Preventing Muscle Fibrosis and Fatty Infiltration After Rotator Cuff Injury; PCT patent application PCT/US2020/043119, entitled "Inhibiting Fatty Degeneration of Skeletal Muscle Tissue", filing date 7/22/2020</p> <p>MSU TEC2021-0009 - Novel second-generation biologic agent for reducing/preventing fatty degeneration in rotator cuff tears and other musculoskeletal injuries; provisional application to be filed</p> <p>Biological materials: TGFBR2-Fc fusion protein; TGFBR2-chimera-Fc fusion protein; Growth Factors including TGFb1, Activin A and B, BMP4 and GDF8/Myostatin</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:	18 months from the effective date of the option agreement
Potential Commercial Application:	The optioned technologies may provide potential therapeutic benefit in a patient's recovery from rotator cuff repair surgery. The

technologies may have expanded applications in other injuries to the musculoskeletal system, and in patients with neurodegenerative and neuromuscular diseases.

Payment Terms: \$1000 option fee; reimbursement of fees for nationalization patent filing(s)

Services Provided: None contemplated under the agreement

Organization Type: Michigan corporation


Personnel Interest: Dr. Erik Martinez-Hackert, Associate Professor of Biochemistry and Molecular Biology, has options to buy an ownership interest of more than 1% of the company.

MICHIGAN STATE
UNIVERSITY

April 16, 2021

MEMORANDUM

To: Committee on Audit, Risk and Compliance

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

Subject: Approval of Contract Terms: *West Central Michigan Horticultural Research, Inc.*

RECOMMENDATION

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and West Central Michigan Horticultural Research, Inc., a Michigan non-profit corporation, on which MSU faculty member Dr. Douglas Buhler serves as a board member.

RESOLUTION

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a license agreement with West Central Michigan Horticultural Research, Inc., consistent with earlier public notice 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 West Central Michigan Horticultural Research, Inc., a Michigan non-profit corporation was given at the Board of Trustees meeting on February 12, 2021. The terms of a license agreement are now presented for Board approval.

Dr. Douglas Buhler, Director of MSU AgBioResearch, serves on the board of directors of West Central Michigan Horticultural Research, Inc.

The attached "License Agreement Term Sheet" summarizes the agreement that MSU has negotiated with West Central Michigan Horticultural Research, Inc.

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



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LICENSE AGREEMENT TERM SHEET


Party:	West Central Michigan Horticultural Research, Inc. (the "Foundation")
Agreement:	<p>The Foundation owns and maintains a horticultural research station consisting of approximately sixty-five acres of land and a training, conference, and education facility in Hart, Michigan</p> <p>The Foundation grants to MSU a license to utilize all areas of the research center for MSU research, extension and teaching programs</p>
Term:	5 years from the effective date of the License Agreement, with the option to extend the term
Payment Terms:	The Foundation is providing the research center license in exchange for MSU's provision of its research, extension and teaching programs at the research center; there will be no monetary license fee
Services Provided:	<p>MSU will provide research, extension and teaching programs</p> <p>The Foundation will provide maintenance and upkeep of the research center</p>
Organization Type:	Michigan non-profit corporation
Personnel Interest:	Dr. Douglas Buhler, Director of MSU AgBioResearch, serves on the board of directors of the Foundation

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

April 16, 2021

MEMORANDUM

To: Committee on Audit, Risk and Compliance

From: Douglas A. Gage 
Interim 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 a service agreement with Iaso Therapeutics, Inc., consistent with earlier public notice 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 Iaso Therapeutics, Inc., a Michigan corporation, was given at the Board of Trustees meeting on February 16, 2018. The terms of a service 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 "Service 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, N. Barr, M. Zeig, B. Mattes, B. Quinn, N. Stuart



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SERVICE AGREEMENT TERM SHEET


Party:	Iaso Therapeutics, Inc.
Project Description:	Comparative studies of vaccine constructs
Term:	June 1, 2020 – May 31, 2021
Payment Terms:	A fixed price total of \$10,000 to MSU
Services Provided:	MSU to provide testing service
Use of University Facilities/Personnel:	MSU faculty member Zhen Qiu will provide service and the studies will be housed at MSU facilities
Organization Type:	Michigan corporation
Personnel Interest:	Dr. Xuefei Huang, a Professor in the Department of Chemistry, owns, or has options to buy, an interest in the company.

MICHIGAN STATE
UNIVERSITY

April 16, 2021

MEMORANDUM

To: Committee on Audit, Risk and Compliance

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

Subject: Approval of Contract Terms: *STEP for Success LLC*

RECOMMENDATION

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and STEP for Success LLC, a Michigan company, in which MSU faculty member Dr. Connie Sung, an Associate Professor in the Department of Counseling, Educational Psychology and Special Education holds a financial interest.

RESOLUTION

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a license agreement with STEP for Success LLC, consistent with earlier public notice 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 STEP for Success LLC, a Michigan company was given at the Board of Trustees meeting on October 20, 2020. The terms of a license agreement are now presented for Board approval.

Dr. Connie Sung, an Associate Professor in the Department of Counseling, Educational Psychology and Special Education serves as a director of the company.

The attached "License Agreement Term Sheet" summarizes the agreement that MSU has negotiated with STEP for Success LLC.

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



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LICENSE AGREEMENT TERM SHEET


Party:	STEP for Success LLC
Agreement:	Non-exclusive worldwide license agreement
Technology:	TEC2019-0080 Assistive Social Skills and Employment Training (ASSET) and Employment Preparation and Skills Support (EPASS) Programs for Transition-age Individuals with Autism, Intellectual and Developmental Disabilities
Term:	12 years
Potential Commercial Application:	Company will use the ASSET and EPASS program curriculums to provide training to school districts and regional governmental agencies
Payment Terms:	5% royalty on net sales of products and services; \$100 annual minimum royalty payment starting in Year 3
Services Provided:	None contemplated under the agreement
Organization Type:	Michigan limited liability company
Personnel Interest:	Dr. Connie Sung, an Associate Professor in the Department of Counseling, Educational Psychology and Special Education serves as a director of the company

MICHIGAN STATE
UNIVERSITY

April 16, 2021

MEMORANDUM

To: Committee on Audit, Risk and Compliance

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

Subject: Approval of Contract Terms: *RedoxBlox, Inc.*

RECOMMENDATION

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and RedoxBlox, Inc., a Delaware corporation, in which MSU faculty members Dr. James Klausner, Professor in the College of Engineering, Joerg Petrasch, Associate Professor in the College of Engineering, Kelvin Randhir, Research Associate in the College of Engineering, Nima Rahmatian, Research Associate in the College of Engineering, and Alessandro Bo, a doctoral student in the College of Engineering, owns or has options to buy, an interest in the company or are officers or paid employees of the company.

RESOLUTION

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an option agreement with RedoxBlox, 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 RedoxBlox, Inc., a Michigan corporation was given at the Board of Trustees meeting on February 12, 2021. The terms of an option agreement are now presented for Board approval.

James Klausner, Professor in the College of Engineering, Joerg Petrasch, Associate Professor in the College of Engineering, Kelvin Randhir, Research Associate in the College of Engineering, Nima Rahmatian, Research Associate in the College of Engineering, and Alessandro Bo, a doctoral student in the College of Engineering, owns or has 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 RedoxBlox, Inc.



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Approval of Contract Terms, *RedoxBlox, Inc.*

April 16, 2021

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

OPTION AGREEMENT TERM SHEET

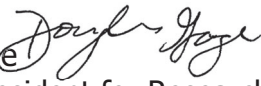
Party:	RedoxBlox Inc.
Agreement:	Worldwide option in all fields of use
Technology:	<p>TEC2019-0035 Scalable Thermochemical Option for Renewable Energy Storage (STORES)</p> <p>TEC2020-0080 Electrodes for High Temperature Heating of Conductive Ceramics in Oxidizing Environments</p> <p>The parties may add 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:	24-month option term
Potential Commercial Application:	Thermochemical energy storage solution
Payment Terms:	Option fee of Two Thousand Five Hundred Dollars (\$2,500)
Services Provided:	None contemplated
Organization Type:	Delaware corporation
Personnel Interest:	James Klausner, Professor in the College of Engineering, Joerg Petrasch, Associate Professor in the College of Engineering, Kelvin Randhir, Research Associate in the College of Engineering, Nima Rahmatian, Research Associate in the College of Engineering, and Alessandro Bo, a doctoral student in the College of Engineering, has or has options to buy, an interest in the company or are officers or paid employees of the company.

MICHIGAN STATE
UNIVERSITY

April 16, 2021

MEMORANDUM

To: Committee on Audit, Risk and Compliance

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

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 is the Executive Director of the National Pesticide Safety Education Center.

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, M. Woo, T. Woodruff, N. Beauchamp, N. Barr, M. Zeig, B. Mattes, B. Quinn, N. Stuart



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SERVICE AGREEMENT TERM SHEET

Party:	National Pesticide Safety Education Center
Project Description:	Executive Director, National Pesticide Safety Education Center
Term:	February 1, 2021 – January 31, 2022
Payment Terms:	\$128,335.76 to MSU in fees for service
Services Provided:	<p>By MSU to National Pesticide Safety Education Center: Provide Executive Director services including, but not limited to: (1) oversight, establishment and operation of the governance structure for the NPSEC; (2) development, implementation and management of a business plan and budget; (3) marketing and communication regarding services offered by NPSEC; (4) maintenance of quality control and efficiencies for NPSEC products and services; and (5) oversight of fiscal activities, budget management and financial practices</p> <p>By National Pesticide Safety Education Center to MSU: None contemplated under the Agreement.</p>
Use of University Facilities/Personnel:	Efforts of Mr. Tom Smith
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 Education Center.

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

April 16, 2021

MEMORANDUM

To: Committee on Audit, Risk and Compliance

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

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 Michigan corporation, in which MSU faculty member Dr. Timothy Grotjohn holds a financial interest.

RESOLUTION

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

Dr. Timothy Grotjohn, a Professor in the Department of Electrical and Computer Engineering, owns or has options to buy an interest in the company or is an officer or paid employee of the company.

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

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



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SERVICE AGREEMENT TERM SHEET

Party:	Great Lakes Crystal Technologies, Inc.
Project Description:	Subcontract from Great Lakes Crystal Technologies, Inc. prime award from the US Department of Energy to MSU (IP00524176)
Term:	May 3, 2021 – May 2, 2023
Payment Terms:	\$366,000 payment to MSU for service
Services Provided:	By MSU to Great Lakes Crystal Technologies, Inc.: Large Diffraction-grade Single Crystal Diamond for Applications at New Generation Synchrotron and FEL X-ray Sources By Great Lakes Crystal Technologies, Inc. to MSU: None contemplated under this agreement
Use of University Facilities/Personnel:	Work is to be performed at MSU's Engineering Research Building. Personnel includes Dr. Sergey Baryshev (Principal Investigator) and Dr. Elias Garratt (Co-Principal Investigator).
Organization Type:	Michigan corporation
Personnel Interest:	Dr. Timothy Grotjohn, a Professor in the Department of Electrical and Computer Engineering, owns or has options to buy an interest in the company or is an officer or paid employee of the company.