



MICHIGAN STATE UNIVERSITY
BOARD OF TRUSTEES
Executive Action Summary

Audit, Risk, and Compliance-Attachment 1a

APPROVED
DECEMBER 15, 2023
BOARD OF TRUSTEES
MICHIGAN STATE UNIVERSITY

Committee Name: Audit, Risk, and Compliance

Date: December 14, 2023

Agenda Item: Michigan State University (MSU) Global Innovations in Deveopment, Engagement, and Scholarship (IDEAS) and Editing Fix, LLC Purchasing Agreement

Information

Discussion

Action

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with Editing Fix, LLC, consistent with earlier public notice and with a service agreement term sheet now presented to the Board of Trustees for inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk, and Compliance recommends that the Board of Trustees authorize the agreement between Michigan State University and Editing Fix, LLC, in which MSU employee, John Bonnell, has a financial interest through his spouse’s ownership in Editing Fix, LLC.

Prior Action by BOT:

Not applicable.

Responsible Officers:

Douglas A. Gage, Ph.D., Vice President for Research and Innovation

Summary:

The parties wish to enter into a one-time purchasing agreement for which Editing Fix, LLC will perform editing services for the MSU Global IDEAS department.

Background Information:

The MSU employee's (John Bonnell) spouse is the sole proprietor of Editing Fix, LLC, and Editing Fix, LLC will be performing services for the Global IDEAS department. The services are for a one-time agreement for Editing Fix, LLC to perform editing work for two United States Agency for International Development (USAID) handbooks. The attached term sheet summarizes the agreement.

Source of Funds:

MSU Global IDEAS will compensate Editing Fix, LLC, up to \$2,260 for the work performed as part of this agreement.

Resource Impact:

Not applicable.

MICHIGAN STATE UNIVERSITY

SERVICE AGREEMENT TERM SHEET

Party:	Editing Fix, LLC
Project Description:	MSU Global IDEAS Department seeks to enter into a purchasing agreement with Editing Fix, LLC.
Term:	One-time agreement
Financial Terms:	\$2,260.00
Services Provided:	By MSU to Editing Fix, LLC: None By Editing Fix, LLC to MSU: Review, edit and proofread United States Agency for International Development (USAID) Handbooks for the MSU Global IDEAS Department.
Use of University Facilities/Personnel:	None
Organization Type and Domicile:	Michigan Limited Liability Company
Personnel Interest:	MSU employee John Bonnell's spouse is the sole proprietor of Editing Fix, LLC. John Bonnell is Senior Specialist – Outreach at the MSU Global IDEAS department.



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MICHIGAN STATE UNIVERSITY
BOARD OF TRUSTEES
Executive Action Summary

Audit, Risk, & Compliance-Attachment 1b

APPROVED
DECEMBER 15, 2023
BOARD OF TRUSTEES
MICHIGAN STATE UNIVERSITY

Committee Name: Audit, Risk, and Compliance

Date: December 14, 2023

Agenda Item: Michigan State University (MSU) and Akiela Bio, LLC Second Amendment to Option Agreement

Information

Review

Action

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an Option Agreement with Akiela Bio, LLC, consistent with earlier public notice and with an Option Agreement Term Sheet now presented to the Board for its inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk, and Compliance recommends that the Board of Trustees authorize a contract between Michigan State University and Akeila Bio, LLC, a Delaware C-Corp, in which MSU Professor Dr. Edmund Ellsworth holds a financial interest.

Prior Action by BOT:

An Option Agreement was reviewed and approved between Michigan State University and Akiela Bio, LLC, at the December, 2022 Board of Trustees meeting.

Responsible Officers:

Douglas A. Gage, Ph.D., Vice President for Research and Innovation

Summary:

The parties wish to amend the Option Agreement to update certain financial terms. 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.

Background Information:

Dr. Edmund Ellsworth is a co-founder of Akiela Bio, LLC. The attached term sheet summarizes the agreement.

Source of Funds:

The Second Amendment to the Option Agreement amends the additional twelve-month option extension fee to One (1) thousand US dollars.

Resource Impact:

Not applicable.

Term Sheet

Party: Akeila Bio, Inc.

Agreement: Second Amendment to Option Agreement AGR2023-00346 executed on December 22, 2022

The parties wish to amend the Option Agreement to update certain financial terms.

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: The term of the Option Agreement is twelve (12) months from its effective date and extendable for an additional twelve (12) months

Financial Terms: The Second Amendment to the Option Agreement amends the additional twelve-month option extension fee to One (1) thousand US dollars.

Services Provided: By MSU to Akeila Bio, Inc: None contemplated
By Akeila Bio, Inc. to MSU: None contemplated

Use of University Facilities/Personnel None contemplated

Organization Type and Domicile: Delaware C-Corp

Personnel Interest: Dr. Edmund Ellsworth, Professor in the Department of Pharmacology and Toxicology and members of their families, will own or have options to buy ownership interest of more than 1% of the company



MICHIGAN STATE UNIVERSITY
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Executive Action Summary

Audit, Risk, & Compliance- Attachment 1c

APPROVED
DECEMBER 15, 2023
BOARD OF TRUSTEES
MICHIGAN STATE UNIVERSITY

Committee Name: Audit, Risk, & Compliance

Date: December 14, 2023

Agenda Item: Michigan State University (MSU) and Motion Grazer AI, Inc. Exclusive License Agreement

Information

Review

Action

Resolution:

BE IT RESOLVED, that the Board of Trustees (BOT) of Michigan State University hereby approves an Exclusive License Agreement with Motion Grazer, Inc., consistent with earlier public notice and with an Exclusive License Agreement Term Sheet now presented to the Board for inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk, and Compliance recommends that the Board of Trustees authorize a contract between Michigan State University and Motion Grazer AI, Inc., a Michigan C-corp., incorporated in the State of Michigan, in which MSU faculty members Dr. Madonna Benjamin, Dr. Michael Lavagnino, and Dr. Daniel Morris, hold a financial interest.

Prior Action by BOT:

A contract was reviewed and approved between Michigan State University and Motion Grazer AI, Inc. at the December, 2022 Board of Trustees meeting.

Responsible Officers:

Douglas A. Gage, Ph.D., Vice President of Research, and Innovation

Summary:

An Exclusive License Agreement for the following technology is presented to the BOT for approval:

- TEC2019-0016 Development of Low-Cost Biometrics Software for Assessment of Sow Body Composition and Locomotion to Improve Individual Sow Health and Welfare
- TEC2020-0129 Transfer Labeling for Training a Depth-Based Pig-Pose Detector

Background Information:

The attached term sheet summarizes the agreement between MSU and Motion Grazer AI, Inc.

Source of Funds:

Equity with pro-rata rights, running royalty on net sales, minimum annual royalty, share of sublicense revenue, and 100% reimbursement of all past and future patent costs.

Resource Impact:

Not applicable.

Term Sheet

Party: Motion Grazer AI, Inc.

Agreement: Exclusive License Agreement

Term: Expiration of the Intellectual Property Rights

Financial Terms: Equity w/pro rata rights, running royalty on Net Sales, minimum annual royalty, share of sublicense revenue, 100% reimbursement of all past and future patent costs.

Technology: TEC2019-0016 Development of Low-Cost Biometrics Software for Assessment of Sow Body Composition and Locomotion to Improve Individual Sow Health and Welfare.

TEC2020-0129 Transfer Labeling for Training a Depth-Based Pig-Pose Detector

Services Provided: By MSU to MGAI: None contemplated under the agreement.
By MGAI to MSU: None contemplated under the agreement.

Use of University Facilities/Personnel: None contemplated under the agreement.

Organization Type and Domicile: C-corp. incorporated in the State of Michigan

Personnel Interest:

Name	MSU Appointment	Interest in Company
Madonna Benjamin	Assistant Professor Dept. of Large Animal Clinical Sciences College of Veterinary Medicine	Co-Founder Equity (27.5%)
Daniel D. Morris	Associate Professor Electrical and Computer Engineering College of Engineering	Co-Founder CTO – Motion Grazer AI Equity (19.1%)
Michael Lavagnino	Academic Specialist Mechanical Engineering College of Engineering	Co-Founder Equity (14.5%)



MICHIGAN STATE UNIVERSITY
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Executive Action Summary

Audit Risk, and Compliance, Attachment 1d

APPROVED
DECEMBER 15, 2023
BOARD OF TRUSTEES
MICHIGAN STATE UNIVERSITY

Committee Name: Audit, Risk and Compliance

Date: December 14, 2023

Agenda Item: Michigan State University (MSU) and KOPESS AgTech, LLC; Sponsored Research Agreement

Information

Review

Action

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University (MSU) hereby approves a Sponsored Research Agreement with KOPESS Ag Tech, LLC, consistent with earlier public notice and with a Sponsored Research Agreement term sheet now presented to the Board for inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk, and Compliance recommends that the Board of Trustees authorize a contract between Michigan State University and KOPESS Ag Tech, LLC, a Michigan Limited Liability, in which MSU faculty Dr. Kyung-Hwan Han holds a financial interest.

Prior Action by BOT:

A XERICO Option Agreement with KOPESS AgTech, LLC was approved by the Board of Trustees in April, 2023.

Responsible Officers:

Douglas A. Gage, Vice President for Research, and Innovation

Summary:

MSU will be the sub-recipient of this Sponsored Research Agreement. This research project entails the field testing of transgenic corn expressing XERICO drought tolerance trait.

- The Prime Sponsor is the National Institute of Food and Agriculture (NIFA).
- Term: 07/01/2023- 02/28/2025

Background Information:

Dr. Addie Thompson will be the Principal Investigator of this project and Dr. Maninderpal Singh will be the Co-Investigator on this project. The attached term sheet summarizes the agreement between MSU and KOPESS AgTech, LLC.

Source of Funds:

The National Institute of Food and Agriculture (NIFA) grant will provide MSU with up to \$174,999.00 dollars.

Resource Impact:

Plant and Soil Science Building.

MICHIGAN STATE **UNIVERSITY**

SPONSORED RESEARCH AGREEMENT TERM SHEET

Party: KOPESS AgTech, LLC

Project Description: XERICO drought tolerance technology

Term: 07/01/2023- 02/28/2025

Financial Terms: \$174,999 funded by a National Institute of Food and Agriculture (NIFA) grant.

Services Provided: By MSU to company: The research project entails the field testing of transgenic corn expressing the XERICO drought tolerance trait.
By company to MSU: None

Use of University Facilities/Personnel: Plant and Soil Science Building. Dr. Addie Thompson (Principal Investigator); Dr. Maninderpal Singh (Co-investigator)

Organization Type and Domicile: Michigan Limited Liability Company

Personnel Interest: Dr. Kyung-Hwan Han, MSU Professor in the Department of Horticulture holds a financial interest in this company.



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MICHIGAN STATE UNIVERSITY
BOARD OF TRUSTEES
Executive Action Summary

Audit, Risk and Compliance- Attachment 1e

APPROVED
DECEMBER 15, 2023
BOARD OF TRUSTEES
MICHIGAN STATE UNIVERSITY

Committee Name: Audit, Risk and Compliance

Date: December 14, 2023

Agenda Item: Michigan State University (MSU) and KOPESS Biomass Solutions, LLC; Sponsored Research Agreement

Information

Review

Action

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University (MSU) hereby approves a Sponsored Research Agreement with KOPESS Biomass Solutions, LLC, consistent with earlier public notice and with a Sponsored Research Agreement term sheet now presented to the Board for inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk, and Compliance recommends that the Board of Trustees authorize a contract between Michigan State University and KOPESS Biomass Solutions, LLC, a Michigan Limited Liability, in which MSU faculty Dr. Kyung-Hwan Han holds a financial interest.

Prior Action by BOT:

A EliteTree Option Agreement with KOPESS Biomass Solutions, LLC was approved by the Board of Trustees in April, 2023.

Responsible Officers:

Douglas A. Gage, Vice President for Research, and Innovation

Summary:

MSU will be the sub-recipient of this Sponsored Research Agreement. The research taking place entails the genetic modification of hybrid poplars using genetic constructs.

- The Prime Sponsor is the National Institute of Food and Agriculture (NIFA).
- Term: 07/01/2023 - 06/30/2024

Background Information:

Dr. Kyung-Hwan Han will be the Principal Investigator of this project. The attached term sheet summarizes the agreement between MSU and KOPESS Biomass Solutions, LLC.

Source of Funds:

The National Institute of Food and Agriculture (NIFA) grant will provide MSU up to \$101,131.03 dollars.

Resource Impact:

Plant and Soil Science Building.

MICHIGAN STATE UNIVERSITY

SPONSORED RESEARCH AGREEMENT TERM SHEET

Party: KOPESS Biomass Solutions, LLC

Project Description: EliteTree Biomass Tree Crop Technology

Term: 07/01/2023- 06/30/2024

Financial Terms: \$101,131.03 funded by a National Institute of Food and Agriculture (NIFA) grant.

Services Provided: By MSU to company: The research project entails the genetic modification of hybrid poplars using genetic constructs.
By company to MSU: None.

Use of University Facilities/Personnel: Plant and Soil Science Building. Dr. Kyung-Hwan Han (Principal Investigator).

Organization Type and Domicile: Michigan Limited Liability Company

Personnel Interest: Dr. Kyung-Hwan Han, MSU Professor in the Department of Horticulture holds a financial interest in this company.



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MICHIGAN STATE UNIVERSITY
BOARD OF TRUSTEES
Executive Action Summary

Audit, Risk, and Compliance-Attachment 1f

APPROVED
DECEMBER 15, 2023
BOARD OF TRUSTEES
MICHIGAN STATE UNIVERSITY

Committee Name: Audit, Risk, and Compliance

Date: December 14, 2023

Agenda Item: Michigan State University (MSU) Axia Institute and Gantec, Inc. Option Agreement

Information

Review

Action

Resolution:

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

Recommendation:

The Trustee Committee on Audit, Risk, and Compliance recommends that the Board of Trustees authorize a contract between Michigan State University and Gantec, Inc., a Michigan Incorporated company, in which MSU staff member Dr. Joseph Affholter holds a financial interest.

Prior Action by BOT:

Not applicable.

Responsible Officers:

Douglas A. Gage, Vice President for Research, and Innovation

Summary:

The parties wish to implement an Option Agreement with Gantec, Inc. The field of use is a fertilizer and biostimulant.

Background Information:

The attached term sheet summarizes the agreement between MSU and Gantec, Inc.

Source of Funds:

Option fee and reimbursement of patent costs incurred during term.

Resource Impact:

Not applicable.

Term Sheet

Party: GANTEC Inc.

Agreement: Option Agreement (Field of Use: Fertilizer/Biostimulant)

Term: 3 Months

Financial Terms: Option Fee, Reimbursement of patent costs incurred during Term.

Technology: TEC2019-0101 Food Waste Biorefinery

Services Provided: By MSU to GANTEC: None contemplated under the agreement.
By GANTEC to MSU: None contemplated under the agreement.

Use of University Facilities/Personnel: None contemplated under the agreement.

Organization Type and Domicile: C-corp. incorporated in the State of Michigan

Personnel Interest:

Name	MSU Appointment	Interest in Company
Joseph Affholter	Director Michigan Translational Research and Commercialization (MTRAC) AgBio Innovation Hub MSU Technologies	Co-Founder Consulting Scientist Board of Directors



MICHIGAN STATE UNIVERSITY
BOARD OF TRUSTEES
Executive Action Summary

Audit, Risk, and Compliance-Attachment 1g

APPROVED
DECEMBER 15, 2023
BOARD OF TRUSTEES
MICHIGAN STATE UNIVERSITY

Committee Name: Audit, Risk, and Compliance

Date: December 14, 2023

Agenda Item: Michigan State University (MSU) Axia Institute and Gantec, Inc. Sponsored Research Agreement

Information

Review

Action

Resolution:

BE IT RESOLVED, that the Board of Trustees (BOT) of Michigan State University hereby approves a Sponsored Research Agreement with Gantec, Inc., consistent with earlier public notice and with a Sponsored Research Agreement Term sheet now presented to the Board for inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk, and Compliance recommends that the Board of Trustees authorize a contract between Michigan State University and Gantec, Inc., a Michigan Incorporated company, in which MSU staff member Dr. Joseph Affholter holds a financial interest.

Prior Action by BOT:

Not applicable.

Responsible Officers:

Douglas A. Gage, Vice President for Research, and Innovation

Summary:

The project will utilize an extraction technique developed by Dr. Bahar Aliakbarian’s research team under the MSU Axia Institute to isolate antioxidants from selected biomasses.

Background Information:

MSU Axia Institute faculty member, Dr. Bahar Aliakbarian will be the Principal Investigator (PI) of this project. The attached term sheet summarizes the agreement between MSU and Gantec, Inc.

Source of Funds:

Sponsor shall provide a payment of up to \$12,070.00 to Michigan State University.

Resource Impact:

Not applicable.

MICHIGAN STATE
UNIVERSITY

SPONSORED RESEARCH AGREEMENT TERM SHEET

Party: Gantec, Inc.

Project Description: This investigation will characterize the antioxidant properties of different biomasses (often waste products), contributing to a deeper understanding of their potential applications as biofertilizer or biopesticides as requested by Gantec Inc. The project will utilize an extraction technique developed by Dr. Bahar Aliakbarian's research team under the MSU Axia Institute to isolate antioxidants from selected biomasses. This method has demonstrated efficacy and efficiency in various extraction processes. However, if necessary, modifications and optimizations will be made to adapt the technique to specific biomasses under investigation.

Term: September 19, 2023 to January 31, 2024

Financial Terms: The total amount to be paid to the University by Gantec Inc will be twelve thousand seventy U.S. dollars (\$12,070). Payments shall be made to the University by the Sponsor upon the receipt of an invoice.

Services Provided: By MSU to company: A detailed report summarizing the experimental procedures, results, conclusions, and recommendations for the next steps will be provided.
By company to MSU: Gantec will provide payment for the research activities as described in the above Financial Terms.

Use of University Facilities/Personnel: MSU Axia Institute faculty member Bahar Aliakbarian will be the MSU PI for this project.

Organization Type and Domicile: Michigan Corporation

Personnel Interest: MSU employee Joe Affholter has an ownership interest in and is on the board of directors of Gantec, Inc.



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