

THE UNIVERSITY OF MICHIGAN

REGENTS COMMUNICATION

Approved by the Regents
February 15, 2007

ACTION REQUEST

Subject: License Agreement between the University of Michigan and SensiGen, LLC

Action Requested: Approval of License Agreement

Preamble:

A statutory conflict of interest situation was identified by the Office of Technology Transfer while reviewing the technology transfer agreement, which then triggered a review by the Medical School Conflict of Interest Board. A plan for management of the possible risks associated with the conflict of interest was then developed by this Board and agreed to by the parties involved.

This proposed license agreement ("Agreement") falls under the State of Michigan Conflict of Interest Statute because Professor David Kurnit is both an employee of the University of Michigan ("University") and a partial owner and director of SensiGen, LLC. The law permits such an Agreement provided it is disclosed to the executive officers and approved in advance by a 2/3 vote of the Regents of the University of Michigan.

Background:

Dr. David Kurnit is a Professor in the Departments of Pediatrics & Communicable Diseases and Human Genetics in the Medical School and a tenured faculty member. He also is the partial owner and director of a for-profit company called SensiGen, LLC. SensiGen was formed to commercialize advanced technologies to enable early detection of diseases. To date, SensiGen has licensed UM File No. 1758, related to early detection of kidney diseases, and now desires to license the following technology, related to early detection of human papillomavirus (HPV), from the University:

UM File No. 2909, entitled: "Sensitive Detection in Body Fluids of Human Papilloma Virus for Analyses of Cancer and Dysplasia" (Kurnit)

Parties to the Agreement:

The Regents of the University of Michigan and SensiGen, LLC

License Terms:

License terms include giving SensiGen an exclusive license with the right to grant sublicenses. SensiGen will pay a royalty on sales and reimburse patent costs. The University will retain ownership of the licensed technology and may continue to further develop it and use it internally. No use of University services or facilities, nor any assignment of University employees, is obligated or contemplated under the agreement. Standard disclaimers of warranties and

indemnification apply, and the contract may be amended by consent of the parties. University procedures for approval of these changes will be followed and additional conflict of interest review will be done as appropriate.

Pecuniary Interest:

The pecuniary interests of Dr. Kurnit arise from his ownership interest in SensiGen. He has waived any personal participation in the sharing of revenue received by the University.

Net Effect:

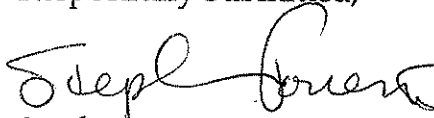
The Office of Technology Transfer has negotiated and finalized the terms of a world-wide exclusive license agreement for patents related to UM OTT File No. 2909 in the field of use of diagnostics, including the effectiveness and progress of treatment, and research reagents.

SensiGen will obtain use and commercialization rights to the above listed University technology.

Recommendations:

This matter has been reviewed and approved by the Medical School Conflict of Interest Board. In light of this disclosure and our finding that the Agreement was negotiated in conformance with standard University practices, I recommend that the Board of Regents approve the License Agreement between the University and SensiGen, LLC.

Respectfully Submitted,



Stephen R. Forrest
Vice President for Research

February 2007