

ACTION REQUEST

Subject: Subcontract Agreement between the University of Michigan and Soar Technology, Inc.

Action Requested: Authorization to enter into the Agreement

Preamble:

A statutory conflict of interest situation was identified by the Division of Research Development and Administration while reviewing the proposed research agreement. This triggered a review by the OVPR Conflict of Interest Review Committee. A plan for management of the possible risks associated with the conflicts of interest was then developed by the Committee and agreed to by the parties involved.

The proposed research agreement ("Agreement") falls under the State of Michigan Conflict of Interest Statute because Professor John Laird is both an employee of the University of Michigan ("University") and an owner of Soar Technology. 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. John Laird is a Professor of Electrical Engineering and Computer Science in the College of Engineering, and an owner of Soar Technology, Inc. Soar Technology, Inc. desires to enter into a subcontract with the University of Michigan under the direction of Timothy Gordon, Research Professor in the Department of Mechanical Engineering. Dr. Laird is not involved in this agreement in his capacity as a University of Michigan employee or as a representative of the Company.

Nature of the Agreement:

Alan Vayda of Soar Technology will work closely with both UMTRI and California PATH on the development of existing image processing algorithms for vehicle trajectory calculation for the SHRP 2 S09 project, p/g F016952. UMTRI and Soar Technology will collaborate to develop low-level image processing and Kalman filtering for refining path estimation using vehicle features.

Agreement Terms:

The subcontract agreement conforms to University policy. The period of performance is February 28, 2007 – November 27, 2008. The University's standard subcontract provisions will apply. Since research agreements are often amended, the subcontract includes provisions for changes in time, amount, and scope. University procedures for approval of these changes will be followed and additional conflict of interest review will be done as appropriate.

Recommendation:

This matter has been reviewed and approved by the OVPR Conflict of Interest Review Committee. 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 of the University entering into the Agreement with Soar Technology, Inc.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Stephen R. Forrest".

Stephen R. Forrest  
Vice President for Research

June 2007