

THE UNIVERSITY OF MICHIGAN

REGENTS COMMUNICATION

ACTION REQUEST

EXH	MOTION <i>Newman</i>
	REC'D <i>White</i>
	ACT APPROVED BY THE REGENTS
NOV 17 2005	

Subject: Reassignment Agreement between the University of Michigan and Mark D. Hammig, David K. Wehe, and John A. Nees

Action Requested: Approval of Reassignment 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 OVPR Conflict of Interest Review Committee. A plan for management of the possible risks associated with the conflict of interest was then developed by the committee and agreed to by the parties involved in this agreement.

This proposed Agreement for the Reassignment of Intellectual Property ("Reassignment Agreement") falls under the State of Michigan Conflict of Interest Statute because Drs. Mark D. Hammig, David K. Wehe, and John A. Nees ("Inventors") are employees of the University of Michigan ("University"). The law permits such a Reassignment 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:

John Nees, an Associate Research Scientist in Electrical Engineering and Computer Science, David K. Wehe, an Associate Professor in Nuclear Engineering, and Mark D. Hammig, an Assistant Research Scientist in Nuclear Engineering, have disclosed the Invention (see below) to the University. The University has made a decision not to pursue patent protection of the Invention, and the Inventors have agreed to file and prosecute a patent application covering the Invention, bearing all costs of filing and prosecution such patent application. The Inventors have agreed that continuing development of the Invention will not take place at the University.

Invention: UM File No. 2979, entitled: "Kinetic Cooling of Mechanical Structures"

Parties to the Agreement:

The Regents of the University of Michigan and Mark D. Hammig, David K. Wehe, and John A. Nees

Reassignment Agreement Terms Include:

The Reassignment Agreement terms include the University granting the Inventors its entire right, title and interest in the patent rights to the Invention, and the inventors shall pay to the University 15% of royalties, equity, or other value received by the Inventors through subsequent marketing and licensing of the Invention. 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 review by the Conflict of Interest Committee will be followed as appropriate.

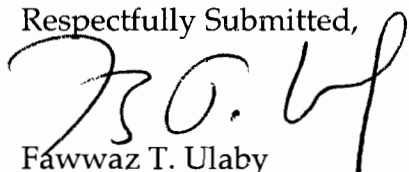
Net Effect:

The Office of Technology Transfer has negotiated and finalized the terms of a Reassignment Agreement for the Invention.

Recommendations:

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 Reassignment Agreement was negotiated in conformance with standard University practices, I recommend that the Board of Regents approve the Reassignment Agreement between the University and the Inventors.

Respectfully Submitted,



Fawwaz T. Ulaby
Vice President for Research

November 2005