MICHIGAN STATE UNIVERSITY

BOARD OF TRUSTEES

Executive Action Summary

APPROVED

OCTOBER 31, 2025

BOARD OF TRUSTEES
MICHIGAN STATE UNIVERSITY

Committee Name: Audit, Risk & Compliance **Date:** October 31, 2025

Agenda Item: Michigan State University (MSU) and XProteome, Inc. License Agreement

☐ **Information** ☐ **Discussion** ☒ **Action**

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an license agreement with XProteome, Inc. consistent with the term sheet now presented to the Board of Trustees for its inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk & Compliance recommends that the Board of Trustees authorize the agreement between Michigan State University and XProteome, Inc. in which Michigan State University faculty members, Dr. Morteza Mahmoudi and Dr. Babak Borhan, hold a financial interest.

Prior Action by BOT:

Not applicable.

Responsible Officers:

Douglas A. Gage, Vice President for Research Innovation

Summary:

A license agreement for the following technology is presented for the Board's approval:

- TEC2024-0057: (Addition of phosphatidylcholine to plasma enables deeper proteome analysis of protein corona)

- TEC2023-0128: (Adding lipids and metabolomes to biological fluids to enhance deep proteome analysis of protein corona).

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:

The attached term sheet summarizes the agreement between Michigan State University and XProteome, Inc.

Source of Funds:

(1) License issue fee in the amount of $25,000.

(2) Running Royalties on net sales: 5%.

(3) Non-royalty sublicense consideration in the range of 75% to 10%.

(4) Annual minimum payments in the range of $15,000– $100,000.

(5) Each of the pre and post-commercialization milestone payments will fall within the range of$25,000– $50MM.

(6) Reimbursement of all past patent costs and all ongoing costs related to Patent Rights during the license term, to be reimbursed by the Optionee.

Resource Impact:

None.

MICHIGAN STATE
UNIVERSITY

TERM SHEET

Party: XProteome, Inc.

Project Description: License agreement for an exclusive world-wide license to patent rights for the following technology:

TEC2024-0057 (Addition of phosphatidylcholine to plasma enables deeper proteome analysis of protein corona) and TEC2023-0128 (Adding lipids and metabolomes to biological fluids to enhance deep proteome analysis of protein corona).

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: Expiration or termination of Patent Rights, unless terminated earlier due to (1) Licensee's uncured breach or default; or (2) Licensee's written notice of termination.

Financial Terms:

(1) License issue fee: $25,000

(2) Running Royalties on net sales: 5%;

(3) Non-royalty sublicense considerations in the range of 75% to 10%;

(4) Annual minimum payments in the range of $15,000 – $100,000;

(5) Each of the pre and post commercialization milestone payments will fall within the range of $25,000 – $50MM.

(6) Reimbursement of all past patent costs and all ongoing costs related to Patent Rights during the license term, to be reimbursed by the Optionee.

Services Provided:

By MSU to company: None

By company to MSU: None

Office of
RESEARCH AND INNOVATION

Douglas A. Gage, Ph.D.
Vice President

Hannah Administration Bldg.
426 Auditorium Rd, Rm 249
East Lansing, MI 48824

517/355-0306
Fax: 517/432-1171

gage@msu.edu

MSU is an affirmative-action, equal-opportunity employer.

Use of University Facilities/Personnel:	None
Organization Type and Domicile:	Delaware Domestic Corporation
Personnel Interest:	Dr. Babak Borhan, Professor in the Department of Chemistry and Dr. Morteza Mahmoudi, Associate Professor in the Department of Radiology have an ownership interest in XProteome, Inc.

MICHIGAN STATE UNIVERSITY

BOARD OF TRUSTEES

Executive Action Summary

Committee Name: Audit, Risk and Compliance **Date:** October 31, 2025

Agenda Item: Michigan State University (MSU) and EarthMetric Innovations, Inc. Purchasing Agreement

☐ **Information** ☐ **Review** ☒ **Action**

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a purchasing agreement with EarthMetric Innovations, Inc., consistent with the term sheet now presented to the Board of Trustees for inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk & Compliance recommends that the Board of Trustees authorize the agreement between Michigan State University and EarthMetric Innovations, Inc. in which MSU employee, Dr. Younsuk Dong, holds a financial interest.

Prior Action by BOT:

The Board of Trustees of Michigan State University previously approved a license agreement with EarthMetric Innovations, Inc. on February 2, 2024.

Responsible Officers:

Douglas A. Gage, Vice President for Research and Innovation

Summary:

The Michigan State University AgBioResearch will purchase the Bluewise Remote Monitor System for use with remote weather stations that collect a full suite of environmental data and provide real-time access through a user application.

Background Information:

The attached term sheet summarizes the agreement between Michigan State University and EarthMetric Innovations, Inc.

Source of Funds:

Michigan State University AgBioResearch will compensate EarthMetric Innovations, Inc. $3,600.

Resource Impact:

None.

MICHIGAN STATE
UNIVERSITY

TERM SHEET

Party:	EarthMetric Innovations, Inc.
Project Description:	EarthMetric Innovations, Inc., will provide the Bluewise Remote Monitor System for the Smart Orchard Project to the Department of AgBioResearch.
Term:	Departmental purchase of the Bluewise Remote Monitor system for their project.
Financial Terms:	Michigan State University department of AgBioResearch will compensate EarthMetric Innovations, Inc., $3,600 dollars upon delivery of the Bluewise Remote Monitor System.
Services Provided:	By MSU to company: None By company to MSU: EarthMetric Innovations, Inc. will provide the Bluewise Remote Monitor System for use with remote weather stations that collect a full suite of environmental data and provide real-time access through a user application.
Use of University Facilities/Personnel:	None
Organization Type and Domicile:	C-corp incorporated in the State of Michigan
Personnel Interest:	Dr. Younsuk Dong, Assistant Professor, MSU Department of Biosystems and Agricultural Engineering, has an ownership interest in EarthMetric Innovations, Inc.

Office of
RESEARCH AND INNOVATION

Douglas A. Gage, Ph.D.
Vice President

Hannah Administration Bldg.
426 Auditorium Rd, Rm 249
East Lansing, MI 48824

517/355-0306
Fax: 517/432-1171

gage@msu.edu

MSU is an affirmative-action, equal-opportunity employer.

MICHIGAN STATE UNIVERSITY

BOARD OF TRUSTEES

Executive Action Summary

Committee Name: Audit, Risk and Compliance **Date:** October 31, 2025

Agenda Item: Michigan State University (MSU) and EarthMetric Innovations, Inc. Purchasing Agreement

☐ **Information** ☐ **Review** ☒ **Action**

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a purchasing agreement with EarthMetric Innovations, Inc., consistent with the term sheet now present to the Board of Trustees for inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk & Compliance recommends that the Board of Trustees authorize the agreement between Michigan State University and EarthMetric Innovations, Inc. in which MSU employee, Dr. Younsuk Dong, holds a financial interest.

Prior Action by BOT:

The Board of Trustees of Michigan State University previously approved a license agreement with EarthMetric Innovations, Inc. on February 2, 2024.

Responsible Officers:

Douglas A. Gage, Vice President for Research and Innovation

Summary:

The Michigan State University Department of Biochemistry and Molecular Biology will purchase the Bluewise Remote Monitor System that continuously monitors soil moisture, leaf wetness, temperature, and humidity.

Background Information:

The attached term sheet summarizes the agreement between Michigan State University and EarthMetric Innovations, Inc.

Source of Funds:

Michigan State University Department of Biochemistry and Molecular Biology will compensate EarthMetric Innovations, Inc. $3,200.

Resource Impact:

None.

MICHIGAN STATE
UNIVERSITY

TERM SHEET

Party: EarthMetric Innovations, Inc.

Project Description: EarthMetric Innovations, Inc. will provide Bluewise Remote Monitoring Sensors to the Department of Biochemistry & Molecular Biology.

Term: One year of data is being provided with the sensors.

Financial Terms: Michigan State University Department of Biochemistry & Molecular Biology will compensate EarthMetrics Innovations, Inc., $3,200 upon receipt of the Bluewise Remote Monitoring Sensors.

Services Provided: By MSU to company: None

By company to MSU: EarthMetric Innovations, Inc. will provide an AI driven Remote Monitoring System that continuously monitors soil moisture, leaf wetness, temperature, and humidity.

Office of
RESEARCH AND INNOVATION

Douglas A. Gage, Ph.D.
Vice President

Hannah Administration Bldg.
426 Auditorium Rd, Rm 249
East Lansing, MI 48824

517/355-0306
Fax: 517/432-1171

gage@msu.edu

Use of University Facilities/Personnel: None

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

MSU is an affirmative-action, equal-opportunity employer.

Personnel Interest: Dr. Younsuk Dong, Assistant Professor, MSU Department of Biosystems and Agricultural Engineering, has an ownership interest in EarthMetric Innovations, Inc.

MSU is an affirmative-action,
equal-opportunity employer.

MICHIGAN STATE UNIVERSITY

BOARD OF TRUSTEES

Executive Action Summary

Committee Name: Audit, Risk & Compliance **Date:** October 31, 2025

Agenda Item: Michigan State University (MSU) and Sit Sense, Inc. Sponsored Research Agreement

☐ **Information** ☐ **Discussion** ☒ **Action**

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a sponsored research agreement with Sit Sense, Inc., consistent with the term sheet now presented to the Board of Trustees for inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk & Compliance recommends that the Board of Trustees authorize the agreement between Michigan State University and Sit Sense, Inc., in which Michigan State University faculty members, Dr. Tamara Reid-Bush and Dr. Justin Scott, hold a financial interest.

Prior Action by BOT:

Not applicable.

Responsible Officers:

Douglas A. Gage, Vice President for Research and Innovation

Summary:

Michigan State University will carry out the following testing:

- MSU will design, build, and test a bariatric recliner prototype that supports and repositions bariatric patients.

Background Information:

The attached term sheet summarizes the agreement between Michigan State University and Sit Sense, Inc.

Source of Funds:

The National Science Foundation will provide $273,814 to MSU for this project.

Resource Impact:

MSU faculty member, Dr. Rebecca Anthony, will serve as the Principal Investigator for the project and Dr. Tamara Reid-Bush will serve as a Co-Investigator. MSU's Engineering Building will be utilized for this project.

MICHIGAN STATE
UNIVERSITY

SPONSORED RESEARCH AGREEMENT TERM SHEET

Party:	Sit Sense, Inc. (IP#00767173)
Project Description:	Sit Sense Bariatric Recliner
Term:	1/1/2026-12/31/2028
Financial Terms:	$273,814 funded by a National Science Foundation Grant
Services Provided:	By MSU to company: Design, build, and test a prototype that supports and repositions bariatric patients. By company to MSU: None
Use of University Facilities/Personnel:	Engineering Building. Dr. Rebecca Anthony (Principal Investigator); Dr. Tamara Reid-Bush (Co-Investigator).
Organization Type and Domicile:	Delaware C-corp
Personnel Interest:	Dr. Tamara Reid-Bush, Professor in the Department of Mechanical Engineering and Dr. Justin Scott, Research Associate in the Department of Mechanical Engineering, have an ownership interest in Sit Sense, Inc.

Office of
RESEARCH AND INNOVATION

Douglas A. Gage, Ph.D.
Vice President

Hannah Administration Bldg.
426 Auditorium Rd, Rm 249
East Lansing, MI 48824

517/355-0306
Fax: 517/432-1171

gage@msu.edu

MICHIGAN STATE UNIVERSITY

BOARD OF TRUSTEES

Executive Action Summary

Committee Name: Audit, Risk & Compliance **Date:** October 31, 2025

Agenda Item: Michigan State University (MSU) and Sit Sense, Inc. Allocation of Rights Agreement

☐ **Information** ☐ **Discussion** ☒ **Action**

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a allocation of rights agreement with Sit Sense, Inc., consistent with the term sheet now presented to the Board of Trustees for inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk, & Compliance recommends that the Board of Trustees authorize the agreement between Michigan State University and Sit Sense, Inc., in which Michigan State University faculty members, Dr. Tamara Reid-Bush and Dr. Justin Scott, hold a financial interest.

Prior Action by BOT:

Not applicable.

Responsible Officers:

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

Summary:

Sit Sense, Inc. is granted non-exclusive rights, solely to carry out the SBIR project, to the following technology: TEC2019-0055: Articulating Chair with Monitoring Abilities.

Background Information:

The attached term sheet summarizes the agreement between Michigan State University and Sit Sense, Inc.

Source of Funds:

None.

Resource Impact:

None.

MICHIGAN STATE
UNIVERSITY

TERM SHEET

Party:	Sit Sense, Inc.
Project Description:	Allocation of Rights agreement relating to an SBIR project to be carried out by Sit Sense, Inc. Sit Sense, Inc. is granted non-exclusive rights, solely to carry out the SBIR project, to the following technology: TEC2019-0055: Articulating Chair with Monitoring Abilities.
Term:	Twelve months from the effective date and extendable for an additional twenty four months.
Financial Terms:	None
Services Provided:	By MSU to company: None By company to MSU: None
Use of University Facilities/Personnel:	None
Organization Type and Domicile:	Delaware Domestic Corporation
Personnel Interest:	Dr. Tamara Bush, Professor in the Department of Mechanical Engineering and Dr. Justin Scott, Research Associate in the Department of Mechanical Engineering, have an ownership interest in Sit Sense, Inc.

Office of
RESEARCH AND INNOVATION

Douglas A. Gage, Ph.D.
Vice President

Hannah Administration Bldg.
426 Auditorium Rd, Rm 249
East Lansing, MI 48824

517/355-0306
Fax: 517/432-1171

gage@msu.edu

MSU is an affirmative-action, equal-opportunity employer.

MICHIGAN STATE UNIVERSITY

BOARD OF TRUSTEES

Executive Action Summary

Committee Name: Audit, Risk and Compliance **Date: October 31, 2025**

Agenda Item: Michigan State University (MSU) and Scion Plasma, LLC Purchasing Agreement

☐ **Information** ☐ **Review** ☒ **Action**

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a purchasing agreement with Scion Plasma, LLC consistent with earlier public notice and with a procurement 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 purchasing agreement between Michigan State University and Scion Plasma, LLC, in which Michigan State University faculty member, Dr. Qi Hua Fan, holds a financial interest.

Prior Action by BOT:

A license agreement was approved at the February 10, 2023, Board of Trustees meeting and an option agreement was approved at the October 27, 2023, Board of Trustees meeting.

Responsible Officers:

Douglas A. Gage, Vice President for Research and Innovation

Summary:

In this procurement agreement, MSU Department of Biomedical Engineering will utilize the Magnetic Anode and Anode Cooling Plate.

Background Information:

The attached term sheet summarizes the agreement between Michigan State University and Scion Plasma, LLC.

Source of Funds:

Michigan State University Department of Biomedical Engineering will compensate Scion Plasma, LLC $3,550 upon receipt of the instruments.

Resource Impact:

None.

MICHIGAN STATE
UNIVERSITY

TERM SHEET

Party:	Scion Plasma, LLC
Project Description:	Scion Plasma, LLC to provide a Magnetic Anode and an Anode Cooling Plate to the Department of Biomedical Engineering.
Term:	One time agreement
Financial Terms:	Michigan State University Department of Biomedical Engineering will compensate Scion Plasma, LLC $3,550 upon receipt of the instruments.
Services Provided:	By MSU to company: None By company to MSU: Components provided are to be used for developing a custom-made tool for building thin-film for essential devices in the imaging system.
Use of University Facilities/Personnel:	None
Organization Type and Domicile:	Michigan Limited Liability Corporation
Personnel Interest:	Dr. Qi Hua Fan, Professor in the College of Engineering, is a consultant for the company and Dr. Fan's spouse has an ownership interest in the company.

Office of
RESEARCH AND INNOVATION

Douglas A. Gage, Ph.D.
Vice President

Hannah Administration Bldg.
426 Auditorium Rd, Rm 249
East Lansing, MI 48824

517/355-0306
Fax: 517/432-1171

gage@msu.edu

MSU is an affirmative-action, equal-opportunity employer.

MICHIGAN STATE UNIVERSITY

BOARD OF TRUSTEES

Executive Action Summary

Committee Name: Audit, Risk & Compliance **Date:** October 31, 2025

Agenda Item: Michigan State University (MSU) and Entertain You Productions Service Agreement

☐ **Information** ☐ **Discussion** ☒ **Action**

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with Entertain You Productions consistent with the term sheet now presented to the Board of Trustees for inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk & Compliance recommends that the Board of Trustees authorize the agreement between Michigan State University and Entertain You Productions in which Michigan State University staff member, Sarah Hendrickson, has a financial interest.

Prior Action by BOT:

Not applicable.

Responsible Officers:

Douglas A. Gage, Vice President for Research and Innovation

Summary: The Broad College of Business will compensate Entertain You Productions $5,391.90 for workshops completed for the Broad College of Business and the Broad Museum will compensation Entertain You Productions $800 for workshops completed.

Background Information:

The attached term sheet summarizes the agreement between Michigan State University and Entertain You Productions.

Source of Funds:

The Broad College of Business will pay $5,391.90 for workshops conducted by the company. The Broad Museum will pay $800 for workshops conducted by the company.

Resource Impact:

Not applicable.

MICHIGAN STATE
UNIVERSITY

SERVICE AGREEMENT TERM SHEET

Party:	Entertain You Productions
Project Description:	The company has conducted improvisational workshops for the Michigan State University Broad Museum and Broad College of Business.
Term:	2023 - 2025
Financial Terms:	The Broad College of Business will compensate Entertain You Productions $5,391.90 for six workshops completed for the Broad College of Business, Business Data Science and Analytics Orientation and Accounting and Information Systems. The Broad Museum will compensate Entertain You Productions $800 for two workshops.
Services Provided:	By MSU to company: None By company to MSU: Workshops conducted with the Broad College of Business and Broad Museum
Use of University Facilities/Personnel:	None.
Organization Type and Domicile:	Michigan
Personnel Interest:	Sarah Hendrickson, Specialist in the Department of Theatre, has an ownership interest in Entertain You Productions.

Office of
RESEARCH AND INNOVATION

Douglas A. Gage, Ph.D.
Vice President

Hannah Administration Bldg.
426 Auditorium Rd, Rm 249
East Lansing, MI 48824

517/355-0306
Fax: 517/432-1171

gage@msu.edu

MSU is an affirmative-action, equal-opportunity employer.

MICHIGAN STATE UNIVERSITY

BOARD OF TRUSTEES

Executive Action Summary

Committee Name: Audit, Risk & Compliance **Date:** October 31, 2025

Agenda Item: Michigan State University (MSU) and Advertent Biotherapeutics, Inc. Amendment to a Sponsored Research Agreement

☐ **Information** ☐ **Discussion** ☒ **Action**

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an amendment to a sponsored research agreement with Advertent Biotherapeutics, Inc., consistent with the term sheet now presented to the Board of Trustees for inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk & Compliance recommends that the Board of Trustees authorize the amendment to the sponsored research agreement between Michigan State University and Advertent Biotherapeutics, Inc., in which Michigan State University faculty member, Dr. Erik Martinez-Hackert holds a financial interest.

Prior Action by BOT:

The Board of Trustees of Michigan State University previously approved this sponsored research agreement, on February 7, 2025. In addition, an option agreement with Advertent Biotherapeutics, Inc. on April 16, 2021, a service agreement on October 28, 2022, and a license agreement on June 16, 2023.

Responsible Officers:

Douglas A. Gage, Vice President for Research and Innovation

Summary:

MSU will produce, purify and QC TGFβRII-Fc in its current molecular form using CHO cells and provide analytical support for in vitro and in vivo results.

Background Information:

The attached term sheet summarizes the agreement between Michigan State University and Advertent Biotherapeutics, Inc.

Source of Funds:

The National Institutes of Health will provide $48,000 (a $15,759 increase from previous approval) to Michigan State University for this project.

Resource Impact:

MSU faculty, Dr. Erik Martinez-Hackert will serve as the Principal Investigator for the project. MSU's Biochemistry Building will be utilized for this project.

MICHIGAN STATE
UNIVERSITY

SPONSORED RESEARCH AGREEMENT TERM SHEET

Party:	Advertent Biotherapeutics
Project Description:	A novel agent for preventing fatty degeneration of muscles in LGMD2B
Term:	09/01/2025-08/31/2027
Financial Terms:	$48,000 ($15,759 increase from previous approval) funded by a National Inst of Health (NIH) grant.
Services Provided:	By MSU to company: Produce, purify and QC TGFβRII-Fc in its current molecular form using CHO cells and provide analytical support for *in vitro* and *in vivo* results By company to MSU: None
Use of University Facilities/Personnel:	Biochemistry Building. Dr. Erik Martinez-Hackert (Principal Investigator)
Organization Type and Domicile:	Michigan Limited Liability Company
Personnel Interest:	Dr. Erik Martinez-Hackert, MSU Professor in the Department of Biochemistry and Molecular Biology has an ownership interest in Advertent Biotherapeutics.

Office of
RESEARCH AND INNOVATION

Douglas A. Gage, Ph.D.
Vice President

Hannah Administration Bldg.
426 Auditorium Rd, Rm 249
East Lansing, MI 48824

517/355-0306
Fax: 517/432-1171

gage@msu.edu

MSU is an affirmative-action,
equal-opportunity employer.

MICHIGAN STATE UNIVERSITY

BOARD OF TRUSTEES

Executive Action Summary

Committee Name: Audit, Risk & Compliance **Date:** October 31, 2025

Agenda Item: Michigan State University (MSU) and Tarn Biosciences, Inc. Sponsored Research Agreement

☐ **Information** ☐ **Discussion** ☒ **Action**

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a sponsored research agreement with Tarn Biosciences, Inc., consistent with the term sheet now presented to the Board of Trustees for its inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk & Compliance recommends that the Board of Trustees authorize the agreement between Michigan State University and Tarn Biosciences, Inc., in which Michigan State University faculty members, Dr. Robert Abramovitch and Dr. Edmund Ellsworth, hold a financial interest.

Prior Action by BOT:

A service agreement was approved by the Board of Trustees at the June 16, 2023 meeting.

Responsible Officers:

Douglas A. Gage, Vice President for Research Innovation

Summary:

The goal of this Phase I project is to prioritize three HC2210 analogs with favorable, in vitro and in vivo drug-like properties and demonstrate efficacy in chronically infected mice with Mtb and Mab.

Background Information:

The attached term sheet summarizes the agreement between Michigan State University and Tarn Biosciences, Inc.

Source of Funds:

The National Institute of Health will provide $359,997 to Michigan State University for this project.

Resource Impact:

MSU faculty member, Robert Abramovitch, will serve as the Principal Investigator of this project, and Dr. Edmund Ellsworth will serve as a Co-investigator. MSU's Biomedical Physical Sciences Building will be utilized for this project.

MICHIGAN STATE
UNIVERSITY

SPONSORED RESEARCH AGREEMENT TERM SHEET

Party: Tarn Biosciences, Inc. (IP#00755514)

Project Description: Development of nitro reductase-activated inhibitors to treat mycobacterial infections.

Term: 7/1/2025-06/30/2027

Financial Terms: $359,997 funded by a National Institute of Health Grant

Services Provided: By MSU to company: The goal of this Phase I project is to prioritize three HC2210 analogs with favorable, in vitro and in vivo drug-like properties and demonstrate efficacy in chronically infected mice with Mtb and Mab.

By company to MSU: None

Use of University Facilities/Personnel: Biomedical Physical Sciences Building. Dr. Robert Abramovitch (Principal Investigator); Dr. Edmund Ellsworth (Co-Investigator).

Organization Type and Domicile: Michigan Incorporated Company

Personnel Interest: Dr. Robert Abramovitch, Professor in the Department of Microbiology, Genetics, and Immunology, and Dr. Edmund Ellsworth, Professor in the Department of Pharmacology & Toxicology and Medicinal Chemistry Facility Director, have an ownership interest in Tarn Biosciences, Inc.

Office of
RESEARCH AND INNOVATION

Douglas A. Gage, Ph.D.
Vice President

Hannah Administration Bldg.
426 Auditorium Rd, Rm 249
East Lansing, MI 48824

517/355-0306
Fax: 517/432-1171

gage@msu.edu

MICHIGAN STATE UNIVERSITY

BOARD OF TRUSTEES

Executive Action Summary

Committee Name: Audit, Risk & Compliance **Date:** October 31, 2025

Agenda Item: Michigan State University (MSU) and Tarn Biosciences, Inc. Option Agreement

☐ **Information** ☐ **Discussion** ☒ **Action**

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a sponsored research agreement with Tarn Biosciences, Inc., consistent with the term sheet now presented to the Board of Trustees for its inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk & Compliance recommends that the Board of Trustees authorize the agreement between Michigan State University and Tarn Biosciences, Inc., in which Michigan State University faculty members, Dr. Robert Abramovitch and Dr. Edmund Ellsworth, hold a financial interest.

Prior Action by BOT:

A service agreement was approved by the Board of Trustees at the June 16, 2023 meeting.

Responsible Officers:

Douglas A. Gage, Vice President for Research Innovation

Summary:

Second amendment to option agreement(a) extend the Option Rights to the following technology:TEC2020-0139, “Antimycobacterials targeting the MmpL3 protein” and

(b) grant option rights to the following technology: TEC2023-0076, “Nitro-containining compounds that kill mycobacteria”

Background Information:

The attached term sheet summarizes the agreement between Michigan State University and Tarn Biosciences, Inc.

Source of Funds:

Option Extension fee(s) for TEC2020-0139, “Antimycobacterials targeting the MmpL3 protein”
$2000 for the first twelve months granted under this Amendment
$3000 for the 1st twelve-month extension under this Amendment
$5000 for the 2nd twelve-month extension under this Amendment

Option Fee for TEC2023-0076, “Nitro-containing compounds that kill mycobacteria”: $1,000 for the first twelve months granted under this Amendment
$2000 for the 1st twelve-month extension under this Amendment
$3000 for the 2nd twelve-month extension under this Amendment

All foreign filing and prosecution costs during the term, to be paid/reimbursed by the Optionee.

Resource Impact:

None.

MICHIGAN STATE
UNIVERSITY

TERM SHEET

Party: Tarn Biosciences, Inc.

Project Description: Second Amendment to the Option Agreement (AGR2019-00717) to
(a) extend the Option Rights to the following technology: TEC2020-0139, "Antimycobacterials targeting the MmpL3 protein" and

(b) grant option rights to the following technology: TEC2023-0076, "Nitro-containing compounds that kill mycobacteria"

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: Twelve months from effective date of the Second Amendment and extendable for up to an additional twenty-four months. Extensions shall be based on performance and/ or payment of extension fees.

Financial Terms: Option Extension fee(s) for TEC2020-0139, "Antimycobacterials targeting the MmpL3 protein"
$2000 for the first twelve months granted under this Amendment
$3000 for the 1st twelve-month extension under this Amendment
$5000 for the 2nd twelve-month extension under this Amendment

Option Fee for TEC2023-0076, "Nitro-containing compounds that kill mycobacteria": $1,000 for the first twelve months granted under this Amendment
$2000 for the 1st twelve-month extension under this Amendment
$3000 for the 2nd twelve-month extension under this Amendment

Office of
RESEARCH AND INNOVATION

Douglas A. Gage, Ph.D.
Vice President

Hannah Administration Bldg.
426 Auditorium Rd, Rm 249
East Lansing, MI 48824

517/355-0306
Fax: 517/432-1171

gage@msu.edu

MSU is an affirmative-action, equal-opportunity employer.

	All foreign filing and prosecution costs during the term, to be paid/reimbursed by the Optionee.
Services Provided:	By MSU to company: None contemplated under this agreement By company to MSU: None contemplated under this agreement
Use of University Facilities/Personnel:	None
Organization Type and Domicile:	C-Corp Michigan
Personnel Interest:	Dr. Robert Abramovitch, Professor in the Department of Microbiology and Molecular Genetics and Dr. Edmund Ellsworth, Professor in the Department of Pharmacology and Toxicology have an ownership interest in Tarn Biosciences, Inc.

MICHIGAN STATE UNIVERSITY

BOARD OF TRUSTEES

Executive Action Summary

Committee Name: Audit, Risk & Compliance **Date:** October 31, 2025

Agenda Item: Michigan State University (MSU) and Infrastructure Analytics Company Option Agreement

☐ **Information** ☐ **Discussion** ☒ **Action**

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an option agreement with Infrastructure Analytics Company, consistent with the term sheet now presented to the Board of Trustees for inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk & Compliance recommends that the Board of Trustees authorize the agreement between Michigan State University and Infrastructure Analytics Company in which Michigan State University faculty member, Dr. Nizar Lajnef and staff member, Kenji Aono, hold a financial interest.

Prior Action by BOT:

Not applicable.

Responsible Officers:

Douglas A. Gage, Vice President for Research and Innovation

Summary:

The following is presented to the Board of Trustees: an exclusive option agreement for the following technologies:

- TEC2006-0098, Self-powered Sensor
- TEC2013-0018, Methods for estimating remaining life of a monitored structure

Background Information:

The attached term sheet summarizes the agreement between Michigan State University and Infrastructure Analytics Company.

Source of Funds:

An upfront fee of $1,000 upon signing the Option Agreement. Additional Fee for term extension.

Resource Impact:

None.

MICHIGAN STATE
UNIVERSITY

TERM SHEET

Party:	Infrastructure Analytics Company
Project Description:	Exclusive Option Agreement for US8,056,420 "Self-Powered Sensor" (TEC2006-0098) and US10,571,360 "Methods for Estimating Remaining Life of a Monitored Structure" (TEC2013-0018) for all fields of use. 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:	12 months extendable to 24 months
Financial Terms:	Upfront fee of $1,000 upon signing of the Option Agreement. Additional fee for term extension.
Services Provided:	By MSU to company: none By company to MSU: none
Use of University Facilities/Personnel:	Professor Nizar Lajnef may advise on development.
Organization Type and Domicile:	Wyoming for-profit corporation located in Michigan.
Personnel Interest:	Dr. Nizar Lajnef, Professor, in the Department of Civil Engineering, and Kenji Aono, Professional Aide in the Department of Civil Engineering, have an ownership interest in Infrastructure Analytics Company.

Office of
RESEARCH AND INNOVATION

Douglas A. Gage, Ph.D.
Vice President

Hannah Administration Bldg.
426 Auditorium Rd, Rm 249
East Lansing, MI 48824

517/355-0306
Fax: 517/432-1171

gage@msu.edu

MSU is an affirmative-action, equal-opportunity employer.

MICHIGAN STATE UNIVERSITY

BOARD OF TRUSTEES

Executive Action Summary

Committee Name: Audit, Risk & Compliance **Date:** October 31, 2025

Agenda Item: Michigan State University (MSU) and Drawbridge, Inc. Service Agreement

☐ **Information** ☐ **Discussion** ☒ **Action**

Resolution:

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a purchasing agreement with Drawbridge, Inc. consistent with the term sheet now presented to the Board of Trustees for its inclusion in its minutes.

Recommendation:

The Trustee Committee on Audit, Risk, & Compliance recommends that the Board of Trustees authorize the agreement between Michigan State University and Drawbridge, Inc., in which Michigan State University faculty member, Dr. Casey McArdle, holds a financial interest.

Prior Action by BOT:

A master service agreement was previously approved on August 28, 2020 and a service agreement extension was approved on September 8, 2023, by the Board of Trustees.

Responsible Officers:

Douglas A. Gage, Vice President for Research Innovation

Summary:

The service agreement presented to the Board of Trustees is for Drawbridge, Inc. and is a continuation to license Eli Review writing instruction software service to MSU.

Background Information:

The attached term sheet summarizes the agreement between Michigan State University and Drawbridge, Inc.

Source of Funds:

Michigan State University will compensate Drawbridge, Inc. $188,100 to continue to manage the software service.

Resource Impact:

None.

MICHIGAN STATE
UNIVERSITY

TERM SHEET

Party:	Drawbridge, Inc.
Project Description:	Drawbridge to continue to license Eli Review writing instruction software service to MSU and provide support and hosting of the software.
Term:	Extending a previously approved purchase order for the following term: 8/28/25-8/27/28
Financial Terms:	Michigan State University will compensate Drawbridge, Inc, $188,100 upon delivery of the Eli Review education platform.
Services Provided:	By MSU to company**:** None. By company to MSU**:** Drawbridge, Inc. will provide hosting services, customer service, and technical support to MSU with respect to problems related to access and/or use of Eli Review writing instruction software.
Use of University Facilities/Personnel:	None.
Organization Type and Domicile:	Michigan Corporation
Personnel Interest:	Dr. Casey McArdle, Assistant Professor, MSU Department of Writing, Rhetoric, and Culture, has an ownership interest in Drawbridge, Inc.

Office of
RESEARCH AND INNOVATION

Douglas A. Gage, Ph.D.
Vice President

Hannah Administration Bldg.
426 Auditorium Rd, Rm 249
East Lansing, MI 48824

517/355-0306
Fax: 517/432-1171

gage@msu.edu

MSU is an affirmative-action,
equal-opportunity employer.