

**MICHIGAN STATE**  
**U N I V E R S I T Y**

January 17, 2012

MEMORANDUM

To: Trustee Policy Committee  
From: Kim A. Wilcox, Provost *KAW*  
Re: Approval of Contract Terms: *NamesforLife, LCC*

Recommendation:

BE IT RESOLVED that the Trustee Policy Committee recommends to the Board of Trustees that it approve the execution of a research contract with *NamesforLife, LLC*, consistent with earlier public notice given at a Board meeting and with the "Research Contract Term Sheet" now presented to the Board for inclusion in its minutes.

Background:

In compliance with State law, public notice of the University's intent to negotiate contracts with *NamesforLife, LLC*, a Michigan limited liability company based in Okemos, Michigan, was given at the Board of Trustees' meeting on January 14, 2005. The terms of a research contract are now being presented for approval.

Dr. George Garrity, a Professor in the Department of Microbiology & Molecular Genetics, and his family own or have options to buy an ownership interest of more than 1% of the company. Dr. Garrity is also a managing member of *NamesforLife, LLC*.

The attached "Research Contract Term Sheet" summarizes the agreement that MSU has negotiated with *NamesforLife, LLC*.

Cc: Trustee Finance Committee  
President Lou Anna K. Simon  
Vice President Fred Poston  
Vice President J. Ian Gray  
Vice President Robert A. Noto  
Secretary Bill Beekman  
Dr. Terry May  
Deputy General Counsel Kristine Zayko  
Assistant General Counsel Lee Bollinger



**OFFICE OF THE  
PROVOST**

Michigan State University  
430 Administration Building  
East Lansing, MI 48824-1046

517-355-6550  
Fax: 517-355-9601  
provost.msu.edu

## RESEARCH CONTRACT TERM SHEET

- Party:** NamesforLife, LLC
- Contracts:** Sponsored research agreement  
“The NamesForLife Semantic Index of Phenotypic and Genotypic Data for Systems Biology”
- Term:** From the effective date of the agreement to March 30, 2012
- Payment Terms:** \$44,729
- Services Provided:** By MSU to NamesforLife: Semantic indexing of phenotypic and genotypic data for systems biology  
  
By NamesforLife to MSU: none
- Use of University Facilities/Personnel:**  
Use of MSU facilities/personnel by NamesforLife provided at prevailing rates for industrial research
- Organization Type:** Michigan limited liability company
- Personnel Interest:** Dr. George Garrity, a Professor in the Department of Microbiology & Molecular Genetics, and his family own or have options to buy an ownership interest of more than 1% of the company. Dr. Garrity is also a managing member of NamesforLife, LLC.

**MICHIGAN STATE**  
**UNIVERSITY**

January 17, 2012

MEMORANDUM

To: Trustee Policy Committee  
From: Kim A. Wilcox, Provost *KAW*  
Re: Approval of Contract Terms: *Northern Technologies International Corporation*

Recommendation:

BE IT RESOLVED that the Trustee Policy Committee recommends to the Board of Trustees that it approve the execution of a research contract with *Northern Technologies International Corporation* consistent with earlier public notice given at a Board meeting and with the "Research Contract Term Sheet" now presented to the Board for inclusion in its minutes.

Background:

In compliance with State law, public notice of the University's intent to negotiate contracts with *Northern Technologies International Corporation*, a Delaware corporation based in Circle Pines, Minnesota, was given at the Board of Trustees' meeting on November 5, 2010. The terms of a research contract are now being presented for approval.

Dr. Ramani Narayan, a Professor in the Department of Chemical Engineering and Materials Science, and his family own or have options to buy an ownership interest of more than 1% of the company. Dr. Narayan is also an officer of *Northern Technologies International Corporation*.

The attached "Research Contract Term Sheet" summarizes the agreement that MSU has negotiated with *Northern Technologies International Corporation*.

Cc: Trustee Finance Committee  
President Lou Anna K. Simon  
Vice President Fred Poston  
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## RESEARCH CONTRACT TERM SHEET

**Party:** Northern Technologies International Corporation

**Contract:** Sponsored Research Agreement  
“SBTT Phase 2: Advanced Polylactide (PLA) Materials for Extrusion and Molding Applications”

**Term:** From the effective date of the agreement to October 13, 2013

**Payment Terms:** \$201,294

**Services Provided:** By MSU to Northern Technologies International Corporation: research regarding advanced polylactide (PLA) materials for extrusion and molding applications  
  
By Northern Technologies International Corporation to MSU: None under contemplated agreement

**Use of University Facilities/Personnel:**  
  
Use of MSU facilities and personnel by Northern Technologies International Corporation provided at prevailing rates for industrial research

**Organization Type:** Delaware Corporation based in Circle Pines, Minnesota

**Personnel Interest:** Dr. Ramani Narayan, a Professor in the Department of Chemical Engineering and Materials Science, and his family own or have options to buy an ownership interest of more than 1% of the company. Dr. Narayan is also an officer of Northern Technologies International Corporation.

**MICHIGAN STATE**  
**U N I V E R S I T Y**

January 17, 2012

MEMORANDUM

To: Trustee Policy Committee  
From: Kim A. Wilcox, Provost *KAW*  
Re: Approval of Contract Terms: *Retia Medical, LLC (formerly Hemodynamic Monitoring Solutions)*

Recommendation:

BE IT RESOLVED that the Trustee Policy Committee recommends to the Board of Trustees that it approve the execution of a license agreement with *Retia Medical, LLC (formerly Hemodynamic Monitoring Solutions)* consistent with earlier public notice given at a Board meeting and with the "License Agreement Term Sheet" now presented to the Board for inclusion in its minutes.

Background:

In compliance with State law, public notice of the University's intent to negotiate contracts with *Hemodynamic Monitoring Solutions, LLC (now Retia Medical, LLC)* a Delaware limited liability company based in East Lansing, Michigan, was given at the Board of Trustees' meeting on June 17, 2011. The terms of a license agreement are now being presented for approval.

Dr. Ramakrishna Mukkamala, an Associate Professor in the Department of Electrical and Computer Engineering, and his family own or have options to buy an ownership interest of more than 1% of *Retia Medical, LLC*. Dr. Mukkamala is also a member of *Retia Medical, LLC*.

The attached "License Agreement Term Sheet" summarizes the agreement that MSU has negotiated with *Retia Medical, LLC*.

Cc: Trustee Finance Committee  
President Lou Anna K. Simon  
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## LICENSE AGREEMENT TERM SHEET

**Party:** Retia Medical, LLC

**License:** Exclusive license on Patent Rights in the field of hemodynamic monitoring

**Term:** From the effective date of the agreement extending to the expiration of the last to expire of the patents

**Technology:** MSU Invention Disclosure Nos. TEC2005-0010 "Method and Apparatus for Continuous Monitoring of Cardiac Output and left Atrial Pressure"; TEC2006-0077 "Methods and Apparatus for Determining Ejection Fraction"; TEC2008-0063 "Methods and Apparatus for Determining Circulatory Pressures and Flows"; TEC2010-0098 "Methods and Apparatus for Determining Arterial Pulse Wave Velocity"; TEC2010-0103 "Methods and Apparatus for Determining Cardiac Output"

U.S. Patent Nos. 7,666,144; 7,815,578; and U.S. Patent Application Nos. 12/646,362; 12/225,133; 60/782,724; 12/993,544; 61/128,956; 31/372,958; 10/667,956; 12/903,915

**Technology's Potential Commercial Utilization:**

Cardiac output monitoring

**Payment Terms:** Payment of \$10,000 within 30 days of signing; a running royalty of 5% on net sales; 15% on all sublicensing revenues; an option to exclusively license certain University-owned patents developed by Dr. Mukkamala; 3.5% of all distributions made to members of Retia Medical (excluding employee compensation); minimum royalty payments of \$20,250 beginning in calendar year 2016; reimbursement of prior patent costs beginning in 2013 with a payment of \$50,000 and the remaining balance paid in 2014; patent costs incurred after effective date of agreement paid as incurred; milestone payments of \$20,000 at testing validation and \$20,000 upon completion of first prototype.

The parties may add or remove technologies under the agreement, including improvements generated under a separate sponsored research agreement, provided that the change does not affect the financial consideration of the parties or the nature or extent of any pecuniary interest of MSU personnel.

**Services Provided:** By MSU to Retia Medical, LLC: None under contemplated agreement

By Retia Medical, LLC to MSU: None under contemplated agreement

**Organization Type:** Delaware limited liability company

**Personnel Interest:** Dr. Ramakrishna Mukkamala, an Associate Professor in the Department of Electrical and Computer Engineering, and his family own or have options to buy an ownership interest of more than 1% of the company. Dr. Mukkamala is also a member of Retia Medical, LLC.