

**SUBMITTED BY:                   STEPHEN M. LANIER, PH.D., VICE PRESIDENT FOR RESEARCH**

**UNIVERSITY CONTRACT TO LICENSE TECHNOLOGY TO  
A COMPANY OWNED BY  
A SCHOOL OF MEDICINE FACULTY**

**RECOMMENDATION**

The Administration recommends the Board of Governors authorize the President or his designee to contract with Mitovation, Inc to enter into an Option for an Exclusive license for commercialization of the intellectual property encompassing the technologies and methods for the treatment of ischemia –reperfusion injury.

**BACKGROUND**

Dr. Maik Huttemann, Ph.D., professor, Center for Molecular Medicine and Genetics, Dr. Thomas Sanderson, formerly of the Department of Internal Medicine and the Department of Physiology at Wayne State University (and currently at the University of Michigan), and colleagues Dr. Karin Pryzklenk, Department of Physiology, Dr. Lawrence Grossman, Center or Molecular Medicine and Genetics, Dr. Nantwi Kwaku (Toledo, Ohio), Dr. John Kamholz (Coraville, Iowa) and Dr. Icksoo Lee (Republic of Korea), have developed novel technology methods and devices for the treatment of ischemia - reperfusion injury as disclosed in WSU Tech ID 09-940, “A Phototherapy Method and Device for the Prevention and Treatment of Tissue Damage” and Technology ID 15-1298, “Light Therapy Treatment,” and embodied in issued patents US 8,945,196 and US 9,160,460, and additional pending applications in the United States (Serial No. 14/709,869), EPO (20100718784) and Japan(2012508774), and collectively known as the “Technology.”

The Technology was developed with Wayne State University financial resources including Proof-of -Concept (TDI and MTRAC) funding from the Office of Technology Commercialization in addition to funding from the Ralph Wilson Medical Research Foundation and the National Institutes of Health.

Mitovation, Inc. was founded by Mr. Mark Morsfield (CEO) together with Drs. Huttemann and Sanderson and incorporated in Delaware, in 2017. It is the intent of Mitovation, Inc., to further develop the Technology for clinical applications including stroke, cardiac and neonatal applications.

Michigan Conflict of Interest law requires specific sunshine procedures in order for a University employee, or a company owned by a University employee, to contract directly or indirectly with the University:

(A) The employee must disclose any pecuniary interest in the contract to the Board and the disclosure must be made a matter of record in the Board’s proceedings.

(B) The contract must be approved by a vote of not less than two-thirds of the full membership of the Board in open session.

(C) The Board's minutes must report:

(i) The name of each party involved in the contract.

(ii) The terms of the contract, including duration, financial consideration between the parties, facilities or services of the public entity included in the contract, and the nature and degree of assignment of employees of the public entity for fulfillment of the contract.

(iii) The nature of any pecuniary interest.

If the Board approves this Recommendation, the minutes will report as follows:

The Board of Governors authorized the President, or his designee, to contract with Mitovation, Inc., of which Dr. Maik Huttemann holds an equity interest, and to grant Mitovation, Inc. an option to an exclusive license to the university Technology.

(i) The parties involved in the contract are Wayne State University and Mitovation, LLC.

(ii) The contract will provide:

(a) Scope: An option to acquire an exclusive, worldwide royalty bearing license.

(b) Duration for twelve (12) months.

(c) Financial consideration of:

(1) Option issue fee of \$3,000;

(2) Payment of patent expenses incurred during option.

(d) No University employees are assigned in connection with the licensing contract.

(iii) Dr. Huttemann's pecuniary interest consists of the OWNERSHIP INTEREST, holding 50% equity interest. Dr. Huttemann will therefore have the potential to financially benefit from the commercial success of the company, including the commercialization of the University Technology