

SUBMITTED BY: MARK KORNBLUH, PH.D., PROVOST AND SENIOR VICE PRESIDENT FOR ACADEMIC AFFAIRS

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

RECOMMENDATION

The Administration recommends that the Board of Governors authorize the President or his designee to enter into a contract with Boritran, Inc., a Michigan Limited Liability Corporation for an option for an exclusive license for commercialization of the intellectual property encompassing the development of a 'Creation of combination vaginal ovule containing 750mg metronidazole and 600mg boric acid for treatment of bacterial vaginosis'.

BACKGROUND

Dr. Jack Sobel is a Distinguished Professor of Medicine, Department of Internal Medicine, and former Dean of Wayne State University School of Medicine, Detroit, MI. Dr. Sobel's collaborative research with co-inventor Koral Embil (not a WSU employee) has resulted in a technology to meet the unmet need in the treatment of bacterial vaginosis. (WSU File No. 20-1588; U.S. Provisional Application No. 63/363,038).

Bortiran, Inc, incorporated in Michigan in 2022, and was founded to develop and commercialize this therapeutic compound. Drs. Jack Sobel and co-inventor Koral Embil (not a WSU employee) are the cofounders, and are each owners of Boritran, the company being located at 6829 E. Knollwood Circle, West Bloomfield, Michigan 48322.

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 enter into a contract with Boritran, Inc, in which Dr. Jack Sobel holds an equity position.

- (i) The parties involved in the contract are Wayne State University and Boritran, Inc.
- (ii) The contract will provide:
 - (a) Scope: An option to acquire an exclusive, worldwide royalty bearing license.
 - (b) Duration: The term of the option shall be for twelve (12) months with the opportunity to extend for a further period of twelve (12) months upon payment of additional consideration.
 - (c) Financial Consideration: An option fee of \$2,000.
 - (d) No University facilities or services of the University are included in the contract; and
 - (e) No University employees are assigned in connection with the contract.
- (iii) Dr. Jack Sobel's pecuniary interest consists of a current fifty percent (50%) ownership of Boritran, Inc. Dr. Sobel will therefore have the potential to financially benefit from the commercial success of the company. Dr. Sobel has filed a Financial Conflict of Interest with the Office of Research Integrity.