



Intellectual Property Commercialization Structure

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Director of UAF OIPC

UAF Structure for Commercializing Technology



Researchers innovate

OIPC protects IP



NIC licenses IP
Separate 501c3



NTV builds startups
Separate C-Corp

UAF Office of Intellectual Property & Commercialization (OIPC)



- OIPC is part of UAF and has 2 full-time and 1 part-time staff
- OIPC engages employees and students to identify inventions
- OIPC processes invention disclosures
- OIPC investigates prior art and performs due diligence

OIPC Maintains an Intellectual Property Advisory Committee (IPAC)

OIPC manages IPAC to determine which IP to protect/market (\$\$)

- IPAC is comprised of 8 faculty and staff with General Counsel serving as an ex-officio member pursuant to R10.07.050(B)(4) (Jan. 8, 2013)
- IPAC meets quarterly to review decisions and return IP we can't commercialize

OIPC Works Across Campus

OIPC works with other UAF offices such as the Office of Research Integrity and the Office of Grants and Contracts to ensure that laws regarding grant reporting and export control are followed.

OIPC By The Numbers

- Invention Disclosures
 - 73 in FY13
 - 26 in FY14 (to Jan 8, 2013)
- Patents Filed/Prosecutions
 - 7 in FY13
 - 7 in FY14 (to Jan 8, 2013)
- Inventions returned to inventors through IPAC
 - 20 in FY13,
 - 17 in FY14 (to Jan 8, 2013)
- Granted 2 patents by USPTO in FY14
- Assigned 42 Technologies to NIC in FY14

UAF Structure for Commercializing Technology



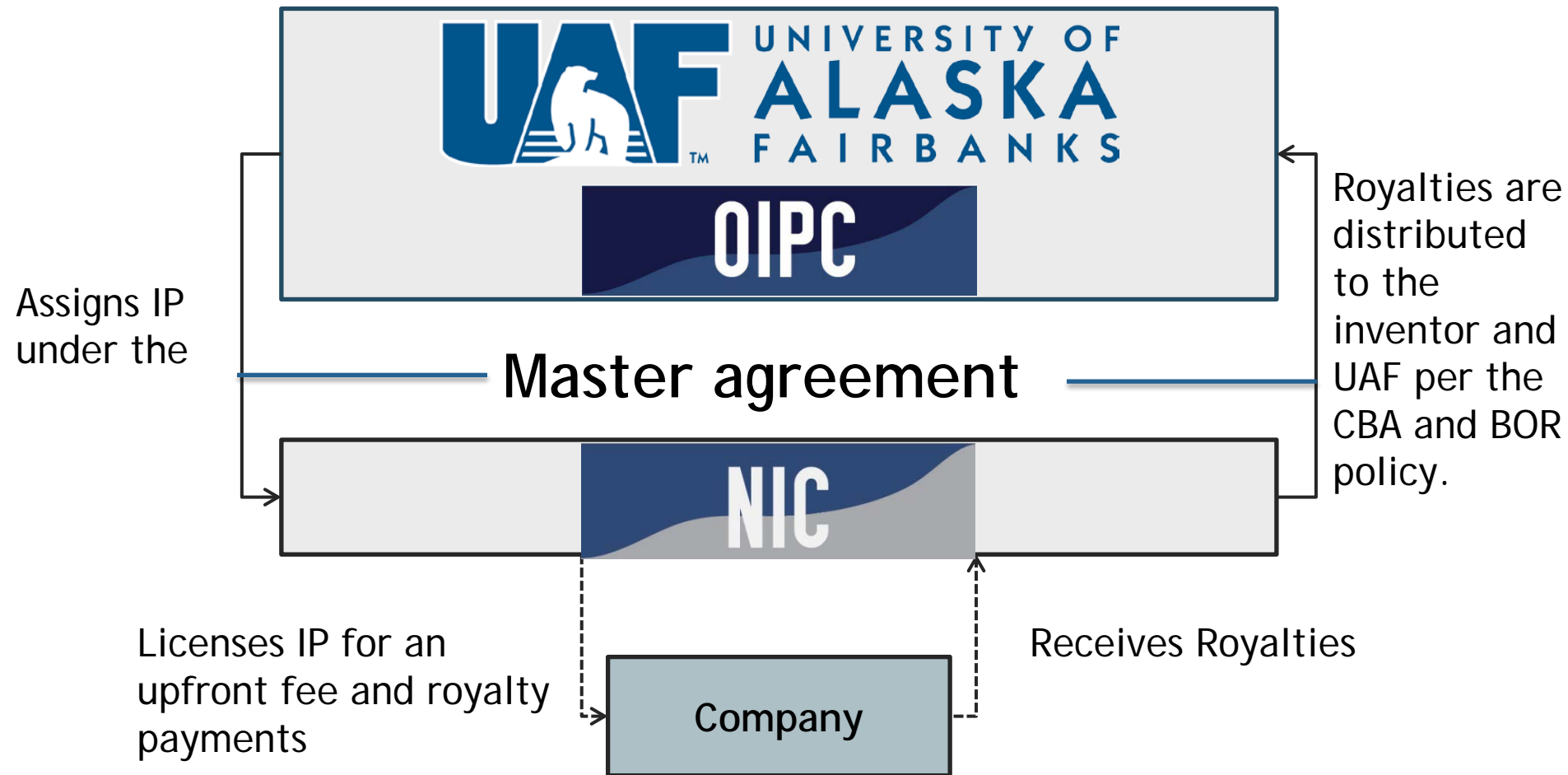
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The Nanook Innovation Corporation Licenses Intellectual Property



NIC Is An I.R.C. 501(c)(3) Non-profit Supporting Organization

NIC is organized to support UAF and ensure that all monies received are used for the benefit of UAF.

NIC is organized to limit liability to the University of Alaska.

- Separate Board of Directors
- Insurance Coverage: Professional, General, & Products Liability

NIC is organized to manage taxation issues and to protect the charitable status of the university.



NIC Works With UAF/OIPC Through A Master Agreement

The agreement ensures that NIC management of IP is consistent with BOR Policies & Regulations for revenue distribution.

The agreement ensures that all monies received into NIC must be used for the ultimate benefit of UAF and compensate inventors.

It allows OIPC to provide support to NIC.
It permits NIC to hold title to UAF IP.



Nanook Innovation Corporation Board Members



Dan White
President
UAF OIPC Director,
INE Director, and
Associate VCR



Lorna Shaw
Vice-President
External Affairs Manager
for Sumitomo Metal
Mining Pogo LLC



Mike Powers
Secretary
UA Board of Regents
Secretary,
CEO, Fairbanks
Memorial Hospital and
Denali Center



John Zarling
Treasurer
UAF Engineering Faculty,
Retired



John Burns
Board Member
Former Alaska Attorney
General,
Owner, Burns & Associates,
PC



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NTV builds startups
Separate C-Corp

Why NIC Formed NTV

Start-up companies may not have cash on hand and would prefer to trade equity for royalties. NIC may see a start-up as the best chance to commercialize IP.

Without NTV, NIC (or UAF) could have the following challenges:

- Lack of insulation from liability (if University is 100% owner, corporate veil could be pierced by litigation)
- Lack of additional layers of insurance coverage and oversight
- Threat to University's non-profit tax status
 - UA must act exclusively for exempt purposes (e.g., charitable, educational, and scientific) for IRS to maintain non-profit status.
 - Substantial activities for a non-exempt purpose (e.g., to benefit for-profit business) could threaten exempt status.*

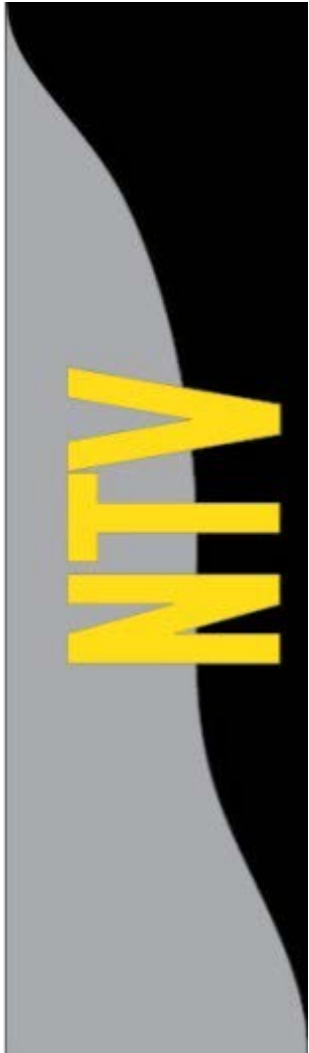
*Davis Wright Tremaine decision to UA General Counsel and OIPC dated August 23, 2012

Nanook Technology Ventures (NTV)

- Organized as a for-profit company.
- NTV licenses technology to startup companies in exchange for equity.
- NTV can provide services to the startups similar to an accelerator program.



Nanook Technology Ventures (NTV)

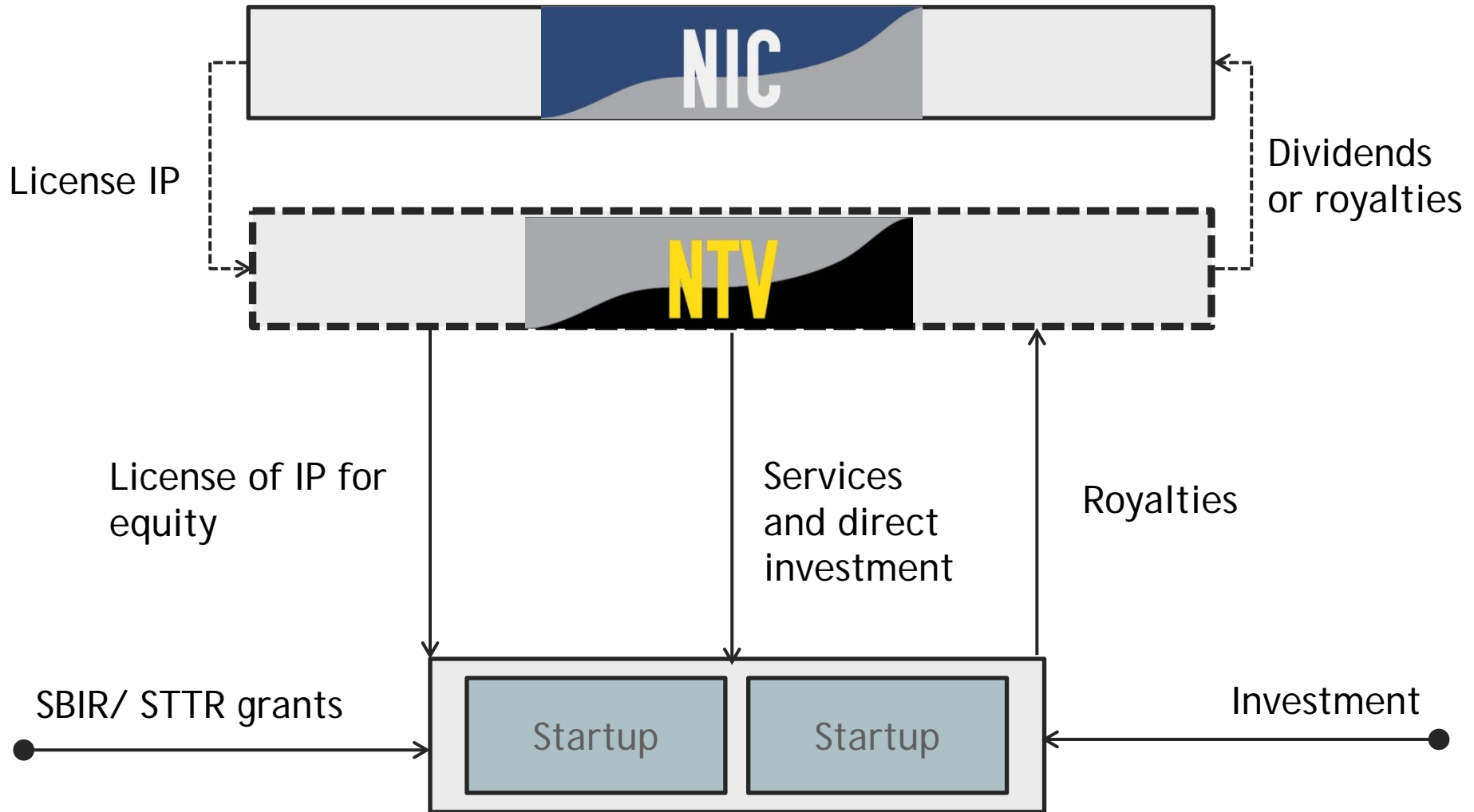


NTV is organized to limit liability to NIC and UAF.

- Separate Board of Directors
- Insurance Coverage: Professional, General, & Products Liability

Organized to manage taxation issues that occur due to equity.

NTV works with startups.



Nanook Tech Ventures Board Members



Scott Bell
President
UAF Director of
Facilities Services



Adam Krynicki
Vice-President
OIPC Business
Development
Director



Randy Weaver
Secretary
CFO Denali State Bank



Michelle Rizk
Treasurer
UA Associate VP of
Budget



Doug Johnson
Board Member
Executive VP of
Professional Growth
Systems



Bill S. Pierre
Board Member
Private Investor



Gloria O'Neill
Board Member
UA Board of Regents Member,
President & CEO of Cook Inlet
Tribal Council

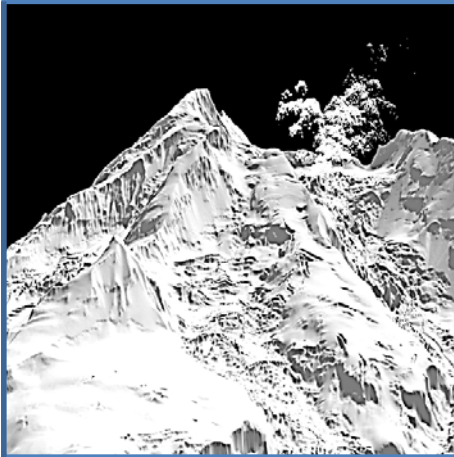
Benefits of OIPC/NIC/NTV Structure

- **Insulation from liability** - Separate NIC and NTV Boards and insurance coverage.
- **UA Non-Profit Tax Status Protected** - UAF's collaboration with NIC, an IRC non-profit organization, does not jeopardize UAF's charitable non-profit status.
- **Rewards Inventors** - Master Agreement (UAF-NIC) and NIC's majority shareholder interest in NTV ensure revenues from commercialization returned to inventors and UAF in accordance with BOR policy.
- **Complies with Board of Regents Policies** - Oversight by IPAC (within UAF) of technology protection/waiver ensures BOR compliance.

UAF Licensing Successes

- NIC presently holds title to seven UAF inventions being actively marketed.
- NIC licensed Pin Bone Machine patents and placed seven prototypes throughout Alaska.
- NIC, through NTV, licensed 33 pieces of IP to V-ADAPT, the first start-up company based on UAF IP, in exchange for equity ownership.

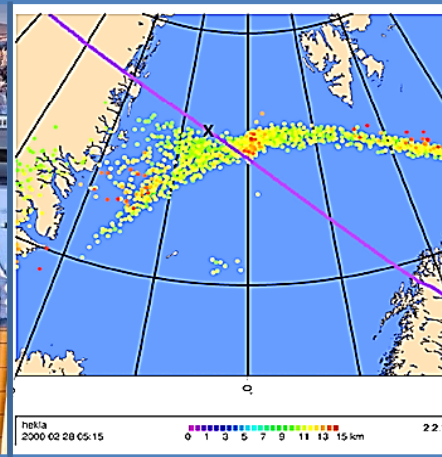
We are Alaska's Innovation Pipeline



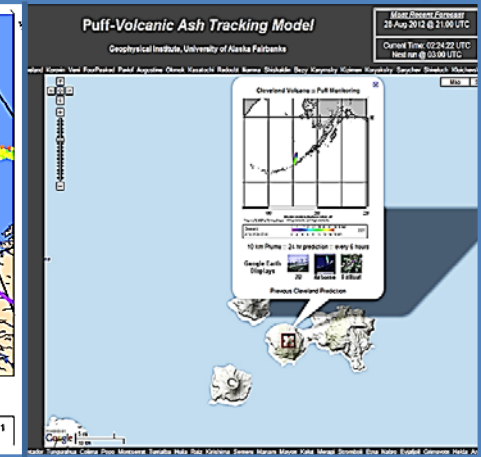
We solve
real
problems.



We protect
intellectual
property.



We license
technology.



We create
startups.



OIPC

NIC

NTV

