
December 18, 2017 - 9:00 a.m.

UNT System Building
1901 Main Street, Room 711
Dallas, Texas 75201

The University of North Texas System Board of Regents will convene a special called meeting by telephone according to the following agenda. It is nece

Title: Delegation of Authority to Extend Agreement with Improving Enterprises.

At an official meeting of the Board of Regents of the University of North Texas System properly posted and held on December 18, 2017, pursuant to a motion made by Regent _____ and seconded by Regent _____, the Board approved the motion presented below:

Whereas, UNT Health Science Center (UNTHSC) provides daily management and

Committee: Full Board

Date Filed: December 11, 2017

Title: Authorization to Serve on Outside Board

Background:

In May 2017, in compliance with Regents Rule 05.800, *Service on Outside Boards*, the Board authorized Gregory R. Anderson, UNTHSC, Executive Vice President, to serve on the board of Cx Precision Medicine, Inc., and it was determined that his service on this board is of substantial benefit to UNTHSC and UNT System.

UNTHSC seeks to receive board authorization for Mr. Cameron W. Cushman, Director, Innovation Ecosystem to replace Gregory R. Anderson as UNTHSC's appointee to the Cx Precision Medicine, Inc. board.

UNTHSC owns intellectual property developed by Dr. Sid O'Bryant and other co-inventors related to the diagnosis and treatment of Alzheimer's disease. These technologies have been licensed into a new company, Cx Precision Medicine, Inc. (Cx) that has been formed expressly for the purpose of commercializing those technologies by bringing the goods and services the technologies will enable, into the commercial practice of healthcare. Because of the work done in the creation and founding of the new company and the licensing of technologies into the company, UNTHSC owns an initial amount of equity in the form of common stock equivalent to about 34% of the total issued shares prior to the first major round of funding.

The benefits UNTHSC will receive from Mr. Cushman's service on the Cx board will derive directly from his ability to represent the interests of UNTHSC and assist in supporting the success of Cx consistent with his responsibilities as an employee of UNTHSC and the fiduciary responsibilities of being a member of a board of directors. UNTHSC will derive substantial financial benefits resulting from the success of the company due to the relatively large amount of equity and royalties that will be earned from the commercialization of the licensed technologies from UNTHSC. The success of Cx will likely also result in additional sponsored research back into UNTHSC and result in a significant enhancement of public reputation for a high quality of science at UNTHSC. Mr. Cushman would serve on the board in the course and scope of his employment in his position at UNTHSC and would receive no compensation for these services.

Financial Analysis/History:

UNTHSC has invested more than \$100,000 in th

Vice Chancellor for Finance

Legal Review:

This item has been reviewed by General Counsel.

Vice Chancellor/General Counsel

Schedule:

Immediately upon Board approval

Recommendation:

The President recommends that the Board of Regents find that service by Mr. Cameron W. Cushman, Director, Innovation Ecosystems, on the board of Cx Precision Medicine, Inc. is of substantial benefit to the UNT System and to UNTHSC, and further that the Office of General Counsel may seek a determination from the Attorney General of Texas regarding representation and indemnification of Mr. Cameron

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At an official meeting of the Board of Regents