Intellectual Property
Commercialization Structure

Daniel M. White
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

- Researchers innovate
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- NIC licenses IP
- Separate 501c3
- NTV builds startups
- Separate C-Corp
The Nanook Innovation Corporation Licenses Intellectual Property

Assigns IP under the Master agreement with the University of Alaska Fairbanks.

Licenses IP for an upfront fee and royalty payments to the Company.

Receives Royalties as per the CBA and BOR policy.
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.
Dan White
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UAF OIPC Director, 
INE Director, and 
Associate VCR

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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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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.

License IP

License of IP for equity

SBIR/ STTR grants

Startup

Services and direct investment

Royalties

Investment

Dividends or royalties
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.