RESOLUTION CONCERNING
INTELLECTUAL PROPERTY POLICY

Resolved, By the Board of Trustees (the "Board") of The Trustees of Purdue University (the "Corporation"), as follows:

1. The Corporation has for many years maintained a policy regarding Intellectual Property as it applies to activities involving Purdue University. Said policy as adopted by the Board is currently codified as Purdue University Policy VIII.4.1. Pursuant to Purdue University Policy VIII.4.1 the University owns all rights, title and interest in University Intellectual Property.

2. From time to time the University's mission may be advanced through research relationships in which a sponsor or other partner has a legitimate claim to title to research output from Purdue.

3. The University administration is hereby authorized to convey or compromise title to defined research output under an arrangement that returns commensurate consideration to the University or otherwise furthers the University's mission, subject to the following procedures and criteria:

> A proposed transfer or release of exclusive title to University Intellectual Property (as that term is defined in the University's Policy VIII.4.1) may be approved by the Vice President for Research, or in his or her absence by the Provost. Any approval shall follow consultation with the Purdue Director of Sponsored Program Services, the Associate Vice President, Research and the Vice President & Director of the Purdue Research Foundation Office of Technology Commercialization, with due attention to protection of the University's research mission, scholarly needs and prerogatives, and other intellectual property opportunities and obligations. All approvals must be reported to the President, and shall be cataloged with the Secretary for report to the Board.

4. All other compromises of title to University Intellectual Property shall be administered in the discretion of the President of the University.

5. The Chairman, Vice Chairman, Treasurer, Assistant Treasurer, Legal Counsel, Assistant Legal Counsel, Secretary and Assistant Secretary of The Trustees of Purdue University, and the Executive Vice President and Treasurer and the Assistant Treasurer of Purdue University, and each of said officers respectively, are hereby authorized and empowered for, on behalf of and in the

name of The Trustees of Purdue University, or of Purdue University, to take all other necessary and proper actions to carry out the purpose and intent of this Resolution whether herein specifically authorized or not, except such actions as are specifically required by law to be taken by the Board of Trustees as the governing board of The Trustees of Purdue University.

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