

**MINUTES**

**SPECIAL TELEPHONIC MEETING OF THE  
BOARD OF REGENTS**

**THE TEXAS A&M UNIVERSITY SYSTEM**

**HELD IN**

**COLLEGE STATION, TEXAS**

**June 14, 2023**

*(Approved August 17, 2023)*

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**MINUTES OF THE  
SPECIAL TELEPHONIC MEETING  
BOARD OF REGENTS, THE TEXAS A&M UNIVERSITY SYSTEM**

**June 14, 2023**

**CONVENE**

Chairman Bill Mahomes convened a special meeting of the Board of Regents of The Texas A&M University System at 3:01 p.m., Wednesday, June 14, 2023, in the Board of Regents Meeting Room, on the campus of Texas A&M University, College Station, Texas.

Chairman Mahomes began by welcoming and congratulating newly appointed Student Regent Annie Valicek -- He said that Annie is a student at West Texas A&M University.

The following members of the Board were present via teleconference call:

Mr. Robert L. Albritton  
Mr. David Baggett  
Mr. John W. Bellinger  
Mr. Jay Graham  
Mr. Michael A. Hernandez  
Mr. Michael J. Plank  
Mr. Sam Torn  
Ms. Annie Valicek (Student Regent)

The following member of the Board was present in the meeting room:

Mr. Bill Mahomes, Chairman

The following member of the Board was not present:

Mr. Randy Brooks

*(Note: Governor Greg Abbott appointed Ms. Elizabeth "Annie" Valicek as the 2023-2024 Student Regent on June 1, 2023.)*

**RECESS TO EXECUTIVE SESSION**

Chairman Mahomes said the Board would recess to executive session to consider matters as permitted by Chapter 551, Sections 71 and 74 of the Texas Government Code, and in accordance with the law, no final action, decision, or vote with regard to any matter considered in the executive session would be made or taken.

*(Note: The Board met in executive session from 3:04 p.m. until 4:35 p.m.)*

**RECONVENE IN OPEN SESSION**

Chairman Mahomes reconvened the meeting in open session at 4:35 p.m. He said the Board conferred with Chancellor Sharp, administration, and attorneys on legal and personnel matters including Items 1 through 5.

Chairman Mahomes presented Items 1 through 3 and asked if there was any further discussion. There being none he called for a motion for these three items.

Regent Plank moved adoption of the minute orders contained in Items 1 through 3. Regent Bellinger seconded the motion. Chairman Mahomes called each regent’s name for the vote. The record of the vote is as follows: Albritton – yes, Baggett – yes, Bellinger – yes, Graham – yes, Hernandez – yes, Plank – yes, Torn – yes, and Chairman Mahomes voted “yes.”

Chairman Mahomes acknowledged Mr. Al Davis, newly appointed director of the Texas A&M Forest Service, who was present in the room. Mr. Davis thanked the Board and Chancellor Sharp. He said he looked forward to being the leader of the Forest Service.

The following minute orders were approved (136-138).



**MINUTE ORDER 136-2023 (ITEM 1)**

**APPOINTMENT OF  
DR. SALVADOR HECTOR OCHOA, AS PRESIDENT OF  
TEXAS A&M UNIVERSITY-SAN ANTONIO,  
THE TEXAS A&M UNIVERSITY SYSTEM**

Effective August 2, 2023, Dr. Salvador Hector Ochoa is hereby appointed President of Texas A&M University-San Antonio, at an initial salary of \$400,000.

**MINUTE ORDER 137 (ITEM 2)**

**NAMING OF  
DR. ROSS ALEXANDER AS THE  
SOLE FINALIST FOR THE POSITION OF PRESIDENT OF  
TEXAS A&M UNIVERSITY-TEXARKANA,  
THE TEXAS A&M UNIVERSITY SYSTEM**

Dr. Ross Alexander is hereby named the sole finalist for the position of President of Texas A&M University-Texarkana. As required by state law, final action may be taken after the 21-day notice is given.

**MINUTE ORDER 138 (ITEM 3)**

**APPOINTMENT OF  
MR. ALPHONSE GREGORY DAVIS AS  
DIRECTOR OF THE TEXAS A&M FOREST SERVICE,  
THE TEXAS A&M UNIVERSITY SYSTEM**

Effective immediately, Mr. Alphonse Gregory Davis is hereby appointed Director of the Texas A&M Forest Service, at an initial salary of \$250,000.

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Chairman Mahomes presented Item 4 and asked if there was any further discussion. There being none he called for a motion for this item.

Vice Chairman Albritton moved adoption of the minute order contained in Item 4. Regent Graham seconded the motion. Chairman Mahomes called each regent’s name for the vote. The record of the vote is as follows: Albritton – yes, Baggett – yes, Bellinger – yes, Graham – yes, Hernandez – yes, Plank – yes, Torn – yes, and Chairman Mahomes voted “yes.”

The following minute order was approved (139).

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**MINUTE ORDER 139-2023 (ITEM 4)**

**AUTHORIZATION FOR THE PRESIDENT TO NEGOTIATE  
AND EXECUTE AN AMENDED EMPLOYMENT CONTRACT WITH  
BRENT “BUZZ” WILLIAMS, HEAD MEN’S BASKETBALL COACH,  
TEXAS A&M UNIVERSITY**

Authority is hereby granted to the President of Texas A&M University to negotiate and execute an amended employment contract, upon review for legal form and sufficiency by the Office of General Counsel, with the following person:

Head Men’s Basketball Coach – Brent “Buzz” Williams

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Chairman Mahomes presented Item 5 and asked if there was any further discussion. There being none he called for a motion for this item.

Regent Torn moved adoption of the minute order contained in Item 5. Regent Graham seconded the motion. Chairman Mahomes called each regent’s name for the vote. The record of the vote is as follows: Albritton – yes, Baggett – yes, Bellinger – yes, Graham – yes, Hernandez – yes, Plank – yes, Torn – yes, and Chairman Mahomes voted “yes.”

The following minute order was approved (140).



**MINUTE ORDER 140-2023 (ITEM 5)**

**APPROVAL OF SUBSTANTIVE REVISIONS TO  
SYSTEM POLICY 17.01, INTELLECTUAL  
PROPERTY MANAGEMENT AND COMMERCIALIZATION,  
AND APPROVAL FOR THE CHANCELLOR TO ADJUST  
THE ALLOCATION OF THE COMMERCIALIZATION INCOME,  
PREVIOUSLY DISTRIBUTED TO THE MEMBER(S) UNDER  
SYSTEM REGULATION 17.01.04, DISTRIBUTION OF ROYALTIES,  
LICENSE FEES AND SALE PROCEEDS FROM LICENSING,  
TO TEXAS A&M INNOVATION,  
THE TEXAS A&M UNIVERSITY SYSTEM**

The substantive revisions to System Policy 17.01, *Intellectual Property Management and Commercialization*, as shown in the attached exhibit, are approved, effective March 1, 2023, and the Chancellor’s adjustment of the allocation of the commercialization income previously distributed to the Member(s) under System Regulation 17.01.04, *Distribution of Royalties, License Fees and Sale Proceeds from Licensing*, to Texas A&M Innovation, as shown in the attached exhibit, is approved, effective March 1, 2023.



**ADJOURN**

There being no further business, on motion of Regent Albritton, seconded by Regent Hernandez, the meeting was adjourned at 4:44 p.m.

Vickie Burt Spillers  
Executive Director, Board of Regents

*(Minutes transcribed by Jackie Bell, Office of the Board of Regents.)*

## 17.01 Intellectual Property Management and Commercialization



Revised [March 1, 2023](#) (MO -2023)  
Next Scheduled Review: March 1, 2028  
Click to view [Revision History](#).

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### Policy Summary

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This policy establishes principles for the management and administration of intellectual property (IP) within The Texas A&M University System (system) in order to ensure that the new ideas, discoveries and technologies arising from research conducted as a part of the educational process are used in the best interest of the system, its members and the public it serves.

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### Definitions

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Click to view [Definitions](#).

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### Policy

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#### 1. INTRODUCTION

The system is committed to teaching, inquiry-driven learning and the research associated with it, and public service. Research is one of the most important and rewarding aspects of the educational process, regularly leading to the development of new ideas, discoveries and technologies with the potential to benefit the public at large.

This policy is based on three fundamental principles: enhancing academic freedom, providing a clear pathway for pursuing technology commercialization and protecting all interested parties. To that end, the purposes of this policy are to:

- (a) ensure that the commercial development of research results enhances the system's education, research and public service missions;
- (b) protect the academic freedom of faculty with respect to the publication of their research findings;
- (c) foster an entrepreneurial environment through incentives and protections that encourages the creation, discovery, development and rapid transfer of new knowledge for the public benefit;
- (d) educate and assist faculty, staff and others in the use of the intellectual property process with respect to their discoveries and inventions; and

- (e) establish the principles for determining and protecting the interests of the system, IP creator, and sponsor with respect to discoveries and inventions created by faculty, staff and others in a manner that is equitable to all parties.

#### 1.1 Delegation of Authority

In accordance with Texas Education Code, Chapter 153, the system Board of Regents (board), as the governing board, holds ownership in all intellectual property developed by faculty, scientists, staff, and students employed by the members. Texas A&M Innovation (TI) was established by the board under Texas Education Code, Chapter 153, to manage, transfer, market and otherwise commercialize intellectual property owned by the system, in which it owns an interest, or controls. In addition, TI provides centralized IP administrative, accounting, revenue distribution and reporting services, as well as assistance and resources for new venture formation. The board authorizes TI to undertake some or all of the activities described in Sections 153.004 and 153.006 of the Texas Education Code.

The board delegates to the chancellor responsibility to manage, transfer, market and otherwise commercialize intellectual property subject to ownership, interests in, or control by the system. The chancellor may further delegate some or all of such responsibilities.

#### 1.2 Board of Directors Representation Authorization

The chancellor or designee is authorized to serve, in the chancellor's or designee's official capacity, on the governing board or as an officer of entities formed for the purpose of development and commercialization of intellectual property owned by the system until the next regular meeting of the board. At the next regular meeting of the board, the chancellor or designee provides information concerning the entity and the system's involvement to the board with a request for authorization for the chancellor or designee or a system designee to continue serving or serve as a member of the governing board of that entity.

#### 1.3 Equity Holdings Related to Commercialization

The system is not restricted in the percentage of equity it may own in an entity formed for the purpose of developing and/or commercializing system intellectual property. All such equity will be and is owned and held by the system.

#### 1.4 Applicability

This policy applies to all employees of the system and its members including, but not limited to, full and part-time faculty and staff and all persons using system facilities under the supervision of system personnel including visiting and adjunct faculty and researchers, and students, provided that visiting and adjunct faculty may be excluded in a written agreement negotiated by the system or its member in advance of employment or visitation.

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## **Related Statutes, Policies or Requirements**

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[37 C.F.R. Part 401](#)

[Tex. Educ. Code § 51.004](#)

[Tex. Educ. Code Ch. 153](#)

[System Policy 22.02 \*System Investment\*](#)

The May 2006 version superseded:

System Policy 17.02, *Patents*

System Regulation 17.02.01, *Management of Intellectual Property*

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## **Member Rule Requirements**

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A rule is not required to supplement this policy.

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## **Contact Office**

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Research  
(979) 458-0243

# **System Policy 17.01, Intellectual Property Management and Commercialization**

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## **Definitions**

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The following definitions apply to this policy and all regulations under this policy:

Background intellectual property – intellectual property, which is usually a patent or patent application, that was conceived or developed prior to or independently developed of a disclosure, research agreement or license agreement and is necessary for or necessary to practice the technology set forth in such disclosure, research agreement or license agreement. The phrase “necessary to practice” means that a party cannot make, use, sell or offer to sell a product or use a method covered by the technology without potentially infringing the claims of the background patent or pending patent application if that pending patent application issues with such claims.

Copyrightable work – an original work of authorship that has been fixed in any tangible medium of expression from which it can be perceived, reproduced or otherwise communicated, either directly or with the aid of a machine or device, such as books, journals, software, computer programs, musical works, dramatic works, videos, multimedia products, sound recordings, pictorial and graphical works. A copyrightable work may be the product of a single author or a group of authors who have collaborated on a project, or may be a derivative work based upon one or more preexisting copyrightable works.

Cost of legal protection – cost of legal protection includes, but is not limited to, the following: (a) legal costs and fees for obtaining protection of intellectual property; (b) legal costs and fees for determining if there is a legal issue in the way of commercializing or the protection of the system, member(s), IP creator(s), and/or the intellectual property itself; (c) legal costs and fees for enforcement of intellectual property rights and/or settlement of intellectual property disputes; (d) legal costs and fees for investigating alleged or actual infringement of intellectual property; and (e) other legal costs and fees for obtaining opinions related to the intellectual property. Cost of legal protection does not include the legal costs and fees for the formation of companies and legal opinions and/or advice associated with system interests in companies where the system owns or may own interest.

Intellectual property – collectively, all forms of intellectual property including but not limited to issued patents, patent applications, patentable inventions, (including without limitation those inventions where the system has decided not to file for patent protection, or has deferred a decision to file for patent protection, or a patent application is not currently filed), plant variety protection certificates, copyrightable works, trademarks, mask works and trade secrets.

Intellectual property documents – legal documents relating to system’s rights in intellectual property, including, but not limited to, license agreements, letter agreements, option agreements, release agreements, inter-institutional agreements, confidentiality agreements, corporate agreements, applications, declarations, affidavits, disclaimers, and other such documents for the commercialization of system intellectual property.

Intellectual property family – all intellectual property described in a single disclosure (excluding any background intellectual property) and created by the IP creator(s). For more information on disclosures, see System Regulation 17.01.02, *Evaluation and Protection of Intellectual Property*.

Invention – any discovery, including without limitation, any art or process (*way of doing or making things*), methods, machine, devices, manufacture, design or composition of matter, or any new and useful improvement thereof, or any new plant or variety of plant, which is or may be patentable under the patent laws or protected under the Plant Variety Protection Act of the United States or other similar laws in foreign jurisdictions. An invention further includes those inventions that may not be eligible for patent protection, but are otherwise commercially valuable.

IP creator – an individual or an entity who invents, authors or otherwise creates intellectual property. If the intellectual property was authored or created under a works for hire, the IP creator will be the member or the system.

License fees – any type of monetary amount received for a grant of any intellectual property right or right associated with ownership or control of an intellectual property. Licensing Fees do not include material fees.

License or license agreement – any agreement that grants any type of intellectual property right.

Material fees – any fees or expenses incurred in the production, development, growing, maintaining, harvesting, and/or shipping of intellectual property. Material fees do not include any fees or expenses for tasks that would normally be in a sponsored research or sponsored services agreement.

Patent – a property right granted by a government to an inventor to exclude others from making, using, offering for sale, or selling the invention in a territory, or importing the invention into a territory, for a limited time in exchange for public disclosure of the invention when the patent is granted.

Published – produced or released for distribution or dissemination in paper or digital form.

Tangible research property (TRP) – tangible items produced in the course of system research that can be distributed to and/or used by a third party, including without limitation such items as biological materials, engineering drawings, integrated circuit chips, software, computer databases, prototype devices, circuit diagrams, and equipment. Individual items of tangible research property may be associated with one or more intangible properties, such as inventions, copyrightable works and trademarks.

Trademark (including service mark) – a distinctive word, design or graphic symbol, or combination word and design, that distinguishes and identifies the goods and services of one party from those of another, such as names or symbols used in conjunction with plant varieties or computer programs.

Works for hire – copyrightable works that are created by an employee who was hired by a member or the system specifically to create such works; or copyrightable works created within the scope of his or her employment to produce copyrightable works for institutional purposes; or copyrightable works created by a third party that was commissioned or contracted by a member and assigned to that member, or commissioned or contracted by the system and assigned to the system. Example works for hire include, but are not limited to: work assigned to programmers employed by the system or one of its members; software developed for the member by staff working collaboratively as part of their job duties; and creation of brochures, training programs, videos and manuals developed by staff or faculty as part of their job duties. The general expectation that faculty teach, research and publish does not by itself make intellectual property a work for hire.



## 17.01.04 Distribution of Royalties, License Fees and Sale Proceeds from Licensing

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### Regulation

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#### 2.2 Distribution of Royalties, License Fees and Sale Proceeds from Licensing or Sale of Patentable Inventions, Copyrightable Works, Plant Varieties and TRP

Step 1 – Deduct from gross royalties, license fees or sale proceeds the cost of legal protection (when the cost of legal protection has not already been paid in full by another source at the time of distribution) and payments to any third parties to arrive at net income.

Step 2 – Distribute 37.5 % of net income to the IP creator(s) as personal income per Section 2.3 - *Distribution of IP Creators Portion of Net Income*.

Step 3 – Distribute 57.5 % of net income to TI supporting the operation of commercialization and member innovation.

Step 4 – Distribute 5% of net income to the CDF.