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Minutes, March 19, 1947

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MINUTES OF THE MEETING
OF THE
BOARD OF TRUSTEES
OF
THE UNIVERSITY OF CONNECTICUT
held in Hartford, March 19, 1947

Present: Dr. Barker
Mr. McDonough
Mr. Ryan

Mr. Spencer
Mr. Suisman
Mr. Warncke
Mr. Jorgensen

1. The minutes of the meeting of February 19, having been mailed out, were approved without being read.

ROUTINE

2. THE BOARD VOTED to accept the following resignations:

- ✓ (1) Ralph Sturtevant, County Agricultural Agent, May 18, 1946.
- ✓ (2) William L. Brown, County Agricultural Agent, May 25, 1946.
- ✓ (3) Leonard P. Ball, Assistant State Supervisor, Farm Labor, March 20, 1947.
- ✓ (4) Laura May-Spain Brown, Assistant Instructor (Division of Publications), April 1, 1947.

3. THE BOARD VOTED to approve the following appointments:

- ✓ (1) Vincent Groupe, Associate Professor of Animal Diseases, annual salary \$4620, effective June 1, 1947. Replacing M. F. Hofstad.
- ✓ (2) Gerald G. Kube, Assistant Professor of Civil Engineering, annual salary \$3840, effective September 1, 1947. New position.

4. THE BOARD VOTED to approve the following corrections (See Minutes of February 19, 1947):

- ✓ (1) Raymond Ross, salary increase to be effective February 1, 1947.
- ✓ (2) S. C. McMillan, Associate Professor of Marketing

5. THE BOARD VOTED to approve the request of the Administration that the Administration be authorized to make reappointments of staff members at the several branches and on the campus in accordance with approved policy. A list of these reappointments is included in these minutes.

THE BOARD VOTED to accept the recommendations of the Administration that the following people be not reappointed for the reasons given:

has been reappointed ✓ Rene Rapin - English - was accepted for one year only. Alien (PT)
✓ James L. Cummings - Mathematics - habitual intemperance
✓ Morris E. Johnson - Engineering - going to the University of Illinois (PT)

- ✓ No part-time economics instructors at Waterbury to be reappointed. Hope to get full-time people
- ✓ Catharine M. Paul - Foreign Languages - Work unsatisfactory
- ✓ George McKee - Foreign Languages - Work unsatisfactory
- Richard Jaquith - Chemistry - to be reappointed for one year only (see Senate Resolution)
- Robert S. LaRue - Physics - to be reappointed for one year only (see Senate Resolutions)
- Joseph Brown - Foreign Languages - not to be reappointed until further study. Probably will receive a year's notice

6. THE BOARD VOTED To approve the following recommendation presented by the President which was the result of a vote at a meeting of the Faculty Senate held on Monday, March 17, 1947:

"That the President be asked to reinstate the special committee on Titles and Tenure, for further consideration of the tenure rules.

"That it be recommended to the Trustees that the provisions of the length of the probationary period be suspended for one year; and that in considering the length of the probationary period, military service be not counted."

7. The President discussed the matter of retirement of staff members with the rank of Emeritus Professor. After some discussion, IT WAS VOTED to table the matter for later consideration.
8. THE BOARD VOTED to approve the request of the Administration that the Administration be authorized to make promotions of staff members in accordance with approved policy. All exceptions to established policy will be presented at the next meeting. A list of these promotions is included in these minutes.
9. THE BOARD VOTED to accept the following scholarship gift from the Home Club of Cromwell and instructed the President to write an appropriate letter of appreciation - Two \$25 bonds.
10. The President presented to each trustee a copy of the revised budget requests which were presented at the hearing before the Appropriations Committee on March 4, 1947.
11. The President discussed the scheduled hearing on House Bill 449 - An Act Concerning the Endowment of Agricultural Experiment Stations. IT WAS VOTED to approve the President's presenting the following bill as a substitute for HB 449. The President reported on a conference with Director Slate and advised the trustees that Director Slate and the President were in agreement regarding the subject matter of the substitute bill.

Substitute for H.B. 449 - An Act Concerning the endowment of Agricultural Experiment Stations:

Be it enacted by the Senate and House of Representatives in General Assembly convened:

1. The State of Connecticut accepts the provisions of the act of congress known as the Bankhead-Jones Act, entitled, "an act to provide for research into basic laws and principles relating to agriculture and to provide for the further development of cooperative agricultural extension work and the more complete endowment and support of land-grant colleges," approved June 29, 1935; and the provisions of an amendment of the Bankhead-Jones Act and the Agricultural Marketing Act of 1946 (The Flannagan-Hope Act, Public Law 733, 79th Congress) approved August 14, 1946, entitled "an act to provide for further research into basic laws and principles relating to agriculture and to improve and facilitate the marketing and distribution of agricultural products."
2. Except in the cases provided for in subsections (a) and (b) of this section, any funds that may come to this State under the provisions of said acts of Congress shall be divided between the Connecticut Agricultural Experiment Station and the Storrs Agricultural Experiment Station, University of Connecticut, in such proportion as shall be agreed upon by the governing boards of the two institutions.
 - (a) Expenditure of funds under the Bankhead-Jones Act, Title II, Section 21 and Section 22 shall be under the control of the University of Connecticut.
 - (b) Any funds, under "amendment of the Bankhead-Jones Act and the Agricultural Marketing Act of 1946," Title I, Section 10, and Title II, Section 204, shall not be included, unless an experiment station is the agency under contract by the Secretary of Agriculture.
3. Section 759 (e) is repealed.

Statement of Purpose: To accept the provisions of the two acts of Congress which provide Federal funds for agricultural research in the State and to designate to what State agencies the funds shall be allotted.

12. The President presented the following communication from Laurence A. Janney, patent attorney:

This reports upon a proposal to commercialize certain inventions made by Dr. Raymond H. Wallace, upon which a United States patent application will be filed within a few days. Dr. Wallace will assign the inventions and prospective patents to the University, which, under the authorizing statute, may grant licenses to use them on a royalty basis.

The inventions relate to an aqueous emulsion of DDT, and a method and apparatus for producing it. The emulsion is said to be decidedly superior, in major fields of use, to other DDT compositions already on the market; and to be materially less toxic to human beings and animals, but equally

effective as an insecticide. Its fluid constituent is plain water, contrasted with relatively costly petroleum products, and similar solvents and vehicles, employed in other compositions. Apparently authentic evidence indicates that many efforts have been made to produce a water emulsion of DDT; but all have failed until Dr. Wallace's inventions. The emulsion can be produced economically in commercial volume by simply immersing powdered DDT in water, and subjecting them to mechanical vibrations within a preferred range of 400 to 700 kilocycles per second.

Crystal Research Laboratories, of Hartford, has developed (and covered in patent applications) equipment, for generating high-frequency vibrations, that can be applied efficiently to the practice of Dr. Wallace's inventions. Some of this equipment was supplied to Dr. Wallace by Crystal Research Laboratories whose executive have given him valuable cooperation in adapting his invention to commercial use. The placing of profitable licenses by the University, for the production of the new emulsion, should be greatly facilitated if simultaneously the equipment were made available for use by the licensees.

On the foregoing premises, it is proposed that the University and Crystal Research Laboratories cooperate in the promotion of commercial production and sale of the new emulsion; that Crystal Research Laboratories supply the equipment for production; that the operation be licensed by the University on a royalty basis; and that the two parties share the net proceeds in equitable proportions.

It would be possible for Crystal Research Laboratories to undertake large-scale production and sale of emulsion. For several reasons, however, it should be preferable from all viewpoints that Crystal Research Laboratories produce no emulsion except for purposes of cost analysis, research and demonstration; and lease the equipment to companies which already are established in the processing and marketing of DDT products.

These processors are said to be producing DDT solutions under the auspices and patent licenses of Geigy Company which originated and patented certain DDT insecticides (these patents are being investigated). Geigy Company and its licensees undoubtedly will recognize the merit of the aqueous emulsion, and appreciate the efficiency of the equipment of Crystal Research Laboratories. It seems logical to infer that the DDT industry, as now organized, would be receptive, and could adjust readily, to a program of the character next suggested.

1. Geigy Company already has been approached tentatively. Its executives have appeared sincerely interested. The principles of Dr. Wallace's inventions and of the equipment have not been disclosed. It seems probable that Geigy Company's influence may be enlisted in favor of the program.

2. If the Geigy executives continue interested, they and their licensees should be asked to send qualified observers to witness demonstrations at Crystal Research Laboratories. During these preliminaries, and until prospective licensees of the University

have virtually committed themselves to the program, the properties of the emulsion alone, and not the inventive principles or details, will be divulged.

3. When acceptable candidates have indicated willingness to participate in the program, the terms and conditions should be defined in carefully composed agreements incorporating both the authority to practice Dr. Wallace's inventions, and provisions governing the possession and use of the Crystal Research Laboratory equipment. Joining these in a single document would facilitate the enforcement of effectual discipline against non-conforming licenses. Each of the University and Crystal Research Laboratories should be named as licensor under its patents. Upon material breach of contract by a licensee (unless remedied within a specified time) the University should be entitled to cancel its license, and Crystal Research Laboratory to cancel its license and retrieve its equipment.

4. It is impossible at this time to ascertain rates of royalty, or rentals for the use of equipment, that may be collectible from licensees. Further comparative data must be assembled, following initial pilot production comparable to commercial production. Then an appraisal must be made of the economies and other advantages that would accrue to licensees. From that appraisal, it should be possible to compute the rate of compensation that can be required from the licensees. When that rate has been determined, and is assumed to be acceptable to the licensees, it should be easily practicable to arrive at an agreement for the apportionment of net proceeds between the University and Crystal Research Laboratories, and to arrange an equitable participation for Dr. Wallace. Undoubtedly, some portion of the net proceeds should be appropriated to continuous research and development by Dr. Wallace and Crystal Laboratories, but this too raises questions that cannot be answered as yet.

5. Probably it would be satisfactory in principle, to allocate revenue from licenses and leases approximately as follows:

- a. A royalty paid to the University of x cents per pounds of DDT processed under license; or y% of money received from sales of the licensed product; whichever is greater (this alternative is a precaution against inflation). Dr. Wallace would participate in the net amount of this royalty, upon a percentage to be determined.
- b. Rentals for use of equipment, on alternative bases as above, paid to Crystal Research Laboratories, including some allowance, analogous to a royalty, for the use of inventions embodied in the equipment.
- c. A down payment by the licensee to Crystal Research Laboratories in the amount of the factory cost of equipment leased to the licensee.
- d. Compensation paid by the licensee to Crystal Research Laboratories for services rendered by its employees to the licensee, for installation and maintenance of equipment and instruction of licensee's staff in the use of it.

The license and lease agreements should be limited strictly to authorize the production and sale of only the aqueous emulsion of DDT, so that all other uses of the inventions and equipment shall be reserved to the respective licensors, subject only to separate future agreements. Conventional protective provisions should be recited: e.g. rights of cancellation for breach of contract; licensors right to inspect production and test product; prohibition against assignment of license and against sub-licensing; Crystal Research Laboratories retention of title to equipment, against any disposal, loan or other unauthorized use; requirement of insurance coverage, maintenance in good working condition etc. Each license should be subject to cancellation upon the licensee's failure or neglect to maintain satisfactory standards of quality of product or reasonably diligent operation.

From all relevant viewpoints, it seems desirable to accelerate the early stages of the program so as to permit an early solution of preliminary problems and the negotiation of profitable licenses and leases.

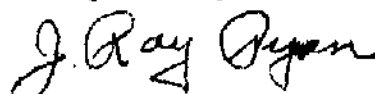
It is respectfully suggested, therefore, that if the Trustees of the University approve the foregoing outline, in principle, they then consider authorizing President Jorgensen (a) to make an interim agreement between the University and Crystal Research Laboratories under which the necessary preparations for launching the program may proceed without delay; and (b) ultimately to approve final details of the cooperation between the University and Crystal Research Laboratories, and of the license agreements.

THE BOARD VOTED to approve in principle the foregoing outline presented by L. A. Janney and

THE BOARD FURTHER VOTED to (a) authorize the President to make an interim agreement between the University and Crystal Research Laboratories under which the necessary preparations for launching the program may proceed without delay, said interim agreement to be approved by the Office of the Attorney General, and (b) ultimate approval as to final details of the cooperation between the University and Crystal Research Laboratories and of license agreements to be approved by the Board of Trustees.

13. The President discussed anticipated applications for September 1947 and reviewed the probable enrollment by schools, colleges, branches, and by classes. The President advised the Board that recommendations regarding quotas and priorities would be presented at the next meeting.
14. The President discussed the serious housing situation for faculty. It was the sense of the meeting that the University should not finance temporary housing for faculty. However, since it will not be possible to provide permanent faculty housing by September, 1947, the President was advised to revamp one of the temporary housing units provided by the FPHA for veterans housing.

Respectfully submitted



J. Ray Ryan
Secretary