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The Association of Federal Technology Transfer Executives

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Small
colleges
can help
you make
it big."

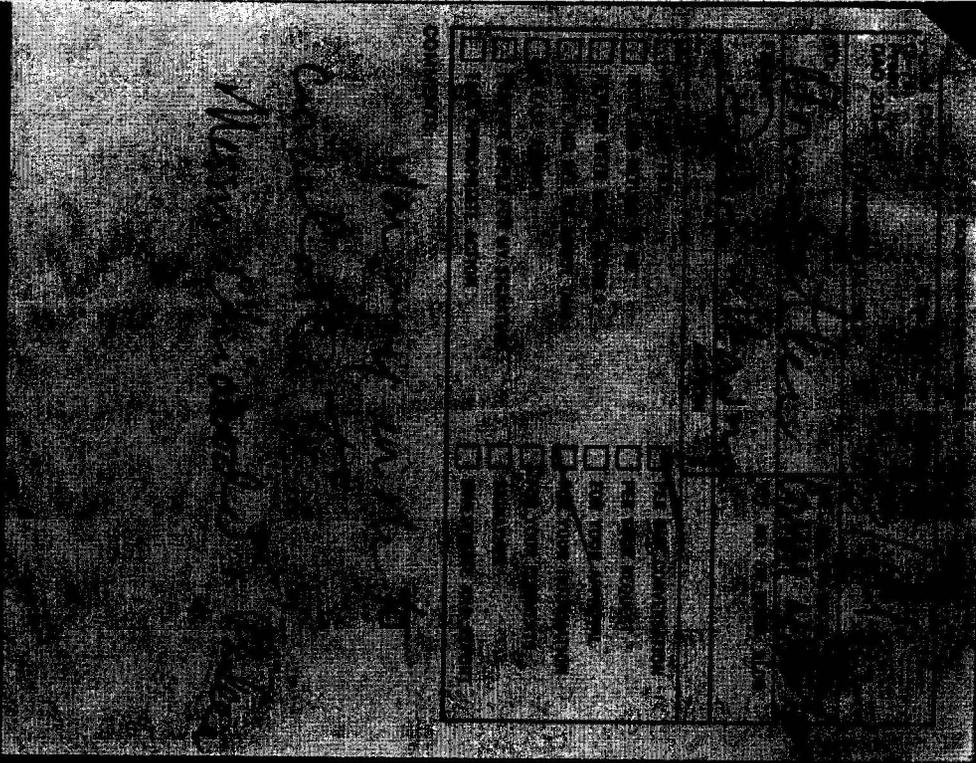
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NORMAN J LATKER, ESQ
BROWDIE AND NEIMARK
419 7TH STREET, NW
WASHINGTON, DC 20004



John P. Schaefer, Ph.D.
President
212/907-9418

RESEARCH CORPORATION

405 Lexington Avenue, New York, N. Y. 10174-0370 212/907-9400

George M. Stadler
Executive Vice President

602-296-6400 Mr:

**Research
Corporation**

405 Lexington Avenue
New York, New York 10174-0370
212/907-9400

~~III~~
~~Joe~~
~~Passer~~

Please read through the
attached. Not only is
this good sense for
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~~may be a future~~

~~for technology~~ may be one
of future directions
~~used~~ for ~~the~~ GOGO
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N.

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• Straight venture - (incorporated)

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annexes -



3/14/83

To : Norm Lasker

From: Egils

Bruce wants to
get behind these
guys -

① Feel free to
help them put a
proposal together
(commercial screen)

② Get the following
people on TT contract
to talk to them

P.S. Let me know your strategy
Egils

COLUMBIA UNIVERSITY
**DIRECTOR OF THE OFFICE
OF SCIENCE AND
TECHNOLOGY DEVELOPMENT**

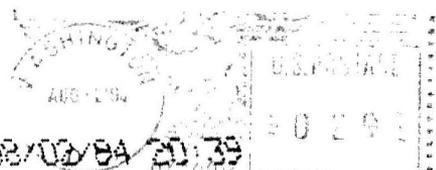
Columbia University invites applications for the position of Director of the Office of Science and Technology Development. The position reports to the Vice President for Research and Technology Development.

The Office of Science and Technology Development, with a main office on Morningside Heights and laboratory offices at the Health Sciences Campus, fosters collaborative efforts among faculty, staff, and students. The University and the private sector, and identifies and protects intellectual property and products in forms of inventions developed by the faculty and researchers of Columbia University. Working closely with the Vice President, the Director will

negotiate and administer agreements. The Director will also work actively on project development and industrial research agreements with senior officers and faculty of the University.

Qualifications: An advanced degree in the basic or applied sciences or an M.B.A. with a strong science background. Candidates should possess broad experience, including management responsibility, in an industrial or academic setting, preferably with university-industry collaborative, applying research agreements, patents, and licensing, and an understanding of internal university process. Curriculum vitae with letter of application, including salary history, should be sent before May 31, 1988, to:

MELVIN C. GARROW
1200 NEW HAMPSHIRE AVENUE, N. W.
WASHINGTON, D. C. 20036



WASH., D.C. GMF DCR#7 08/02/84 20:39

Norman J. Latker, Esq.
Browdy & Neimark
419 7th Street, N.W.
Suite 300
Washington, D.C. 20004



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FOLLOWING:

- FUND FOR STRATEGIC PARTNERING:
THE FUND PROVIDES MONIES FOR MODEL
PROGRAMS THAT TEAM COMPANIES AND
FEDERAL LABORATORIES WITH COMBINA-
TIONS OF STATE AND LOCAL ECONOMIC
DEVELOPMENT ENTITIES, RESEARCH
UNIVERSITIES, AND NON-PROFIT ORGANI-
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ECONOMIC GROWTH, CREATE JOBS AND
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TECHNOLOGY TRANSFER.
- MECHANISMS TO MEASURE SUCCESS OF
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THE NATIONAL, STATE, AND LOCAL LEVELS.

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THE WAYS.

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OUR PURPOSE IS TO STRENGTHEN THE
COMPETITIVENESS OF AMERICAN INDUSTRY
BY ASSURING THAT BUSINESS HAS RAPID
AND PRODUCTIVE ACCESS TO MARKETABLE
FEDERAL TECHNOLOGIES AND BY PROMOTING
COLLABORATION BETWEEN COMPANIES
AND FEDERAL LABORATORIES IN THE
DEVELOPMENT AND COMMERCIALIZATION OF
TECHNOLOGICAL PRODUCTS, PROCESSES,
AND SERVICES.



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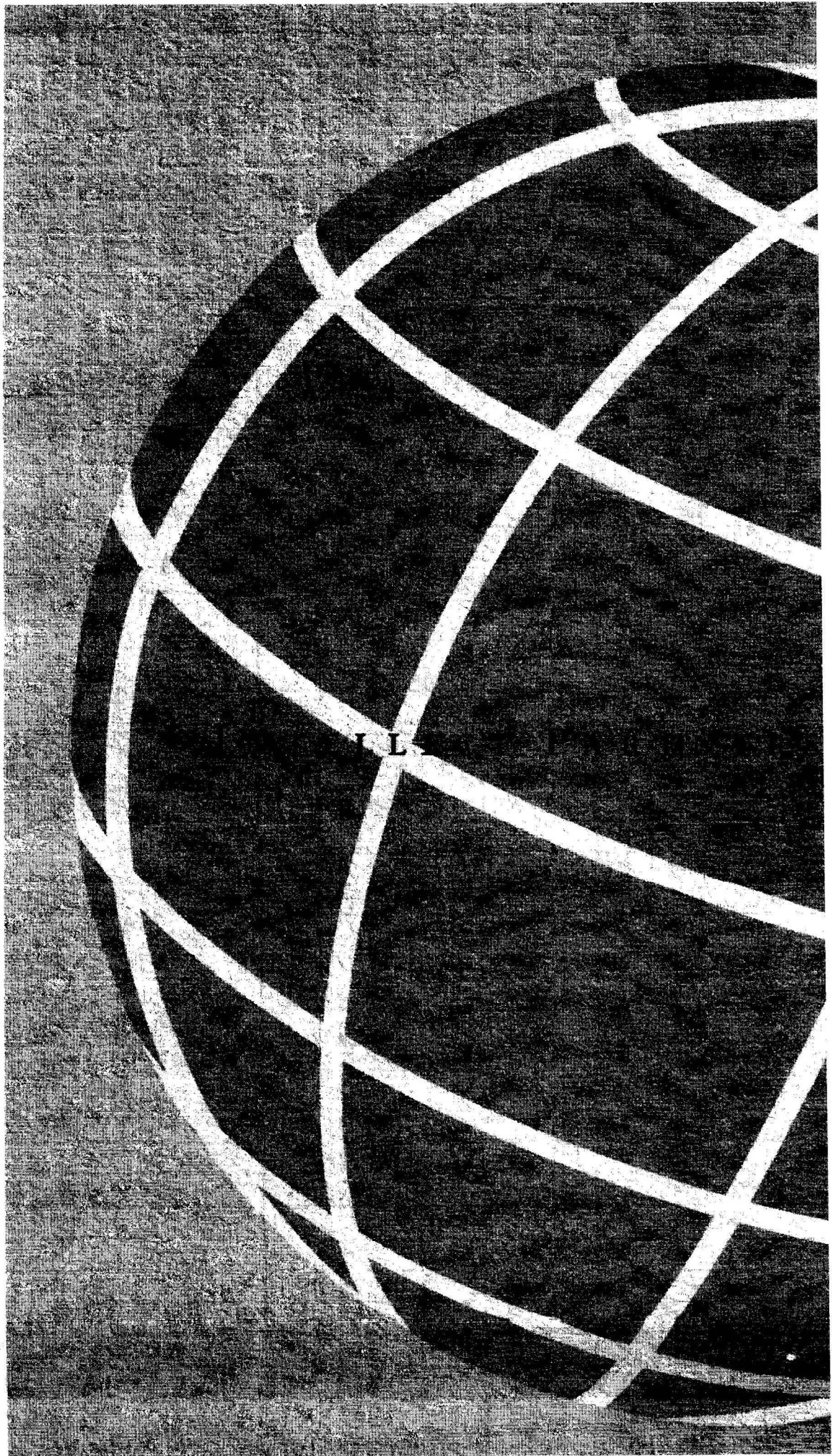
BRIDGING THE MAZE



Intellect Partners is an international partnership based in Silicon Valley that helps clients exploit their technology and acquire innovative technology worldwide.



We service a diverse client base which includes large and small technology based enterprises located in North America, Europe and the Asia Pacific basin.



FOUNDING PRINCIPALS

Niels J. Reimers

As the Founder and Director of Stanford University's Office of Technology Licensing, Mr. Reimers created innovative and successful approaches to commercialize technology. He also established similar programs at the Massachusetts Institute of Technology and at UC Berkeley.

Mr. Reimers' accomplishments in technology licensing include formulating and implementing the licensing strategy for the Cohen Boyer DNA cloning technology, a gene splicing method fundamental in biotechnology. Licensing programs were developed by Mr. Reimers in numerous market and technology fields as diverse as medicine, materials, software and music. In this capacity Mr. Reimers sought out and negotiated several hundred licensing agreements with corporations worldwide, agreements which today generate over \$1 billion in revenue for its licensees. In his last year as director, the Stanford Licensing Office generated \$26 million in royalty income.

Mr. Reimers is former President of the Licensing Executives Society (U.S.A. and Canada) and is a recognized authority in technology licensing. After receiving degrees in mechanical engineering and shipboard duty in the U.S. Navy, he worked in two technology based Silicon Valley companies prior to joining Stanford in 1968. In 1992 he co-founded Intellect with Greg Franklin.

Gregory O. Franklin

In various executive capacities Mr. Franklin has successfully commercialized a diverse range of technology products. He has both high tech industry experience and international venture capital experience. Mr. Franklin successfully brought technology products to market in executive positions in sales, marketing, finance and corporate development at Envirotech, Measurex, and Dionex — three successful venture capital financed companies.

Prior to founding Intellect, Mr. Franklin established the North American operations of a Pacific Rim focused venture capital group with over \$75 million under management. He has close ties to, and knowledge of the US, Asian, Australian and European venture capital industry. Both in industry and as a venture capitalist, Mr. Franklin had active management responsibility for formulating and implementing the North American, European and Asian market entry strategies for several emerging technology companies.

Mr. Franklin has a Bachelor of Science and a Master of Applied Science from the University of New South Wales, Australia, and an MBA from the Stanford University Graduate School of Business.

Contact Intellect

Please call, fax or E-mail us to discuss how our services can address your technology commercialization needs.

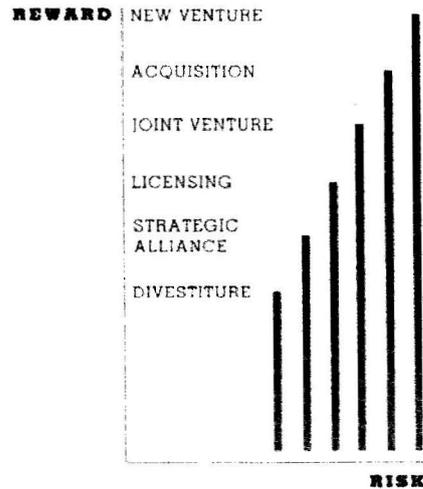
Intellect Partners
2275 E. Bayshore Rd.
Suite 108
Palo Alto, CA 94303
USA

Tel 415/852-9600
Fax 415/852-0600
E-Mail 75540.626
@Compuserve.Com

HOW IS INTELLECT COMPENSATED?

Intellect has a strong preference for results-based compensation. Each Intellect engagement requires a unique compensation package consistent with the client's objectives. Typically a retainer and success fees in the form of equity, warrants, a share of licensing royalties, or investment banking-type fees are discussed and agreed upon. For some engagements, consulting fees are appropriate.

Figure 2: Choosing between alternative strategies involves trade-offs between the potential return of alternative commercialization pathways and the risk each pathway represents.



W O R L D T R A N S A C T I O N S

Intellect helps you formulate strategies to exploit or acquire technology. If you have not already done this exercise, it involves evaluating and mapping your technology and complementary asset positions (Figure 1), then choosing the optimal technology management strategy based on risk/reward considerations (Figure 2).

For example, you transfer technology out to a partner as a way of gaining access to capital, markets, specialized production capabilities and any other "complementary assets" needed to achieve successful commercialization.

In other cases technology is transferred into your organization to create the optimal mix of resources needed to successfully commercialize it.

Intellect networks to find technology partners. To accomplish this, Intellect draws on its extensive network which includes a diverse and international investor group that has a vested interest in seeking out or finding a "home" for innovative technologies.

Our Silicon Valley location and network are also strategically important in finding leading edge recipients and providers of technology.

Furthermore, Intellect has an inventory of technology from universities and research organizations worldwide to match with client needs.

Intellect structures and negotiates technology transactions. Technology transactions involve complex issues, including:

- ▲ Evaluating and securing intellectual property
- ▲ Performing technology valuations
- ▲ Creatively structuring the terms of deals and contract language at an international level

Intellect professionals can significantly reduce the cost, time and risk involved in technology deal making.

WHAT CAPABILITIES DOES INTELLECT BRING TO A CLIENT ENGAGEMENT ?

Extensive technology commercialization experience. For over twenty years Intellect's professionals have successfully brought a broad range of products and technologies to international markets, having a proven track record of licensing transactions, product introductions, and new venture financing. This experience allows Intellect to identify the potential and the pitfalls in technology commercialization efforts and provides our clients with confidence in structuring and negotiating transactions.

Specialized skills as needed. Intellect has a powerful Affiliate Program that deploys mission specific teams with skills and experience relevant to the client engagement. Intellect Affiliates are selected from our extensive network on the basis of specialized knowledge and experience in particular technologies and markets. Affiliates typically have advanced technical degrees and senior executive business experience in technology based companies. Many are multilingual.

An international network. To support client engagements Intellect frequently draws upon the resources of its international investors and advisory board members. These individuals and their organizations are both functionally and internationally diverse. They include:

- ▲ US and European venture capital firms which, in aggregate, manage over \$500 million
- ▲ Law firms with international intellectual property practices
- ▲ An international management consulting firm
- ▲ Specialist intellectual property and valuation accountants
- ▲ Industry and university technology transfer executives
- ▲ Academics with strong industry connections
- ▲ Private investors

Services

Intellect...

Formulates and implements strategies to exploit technology

Finds corporate partners, financing and creates new ventures

Sources and acquires innovative technology and technology-based products and services

Structures and negotiates international technology transactions including licensing, acquisitions, divestitures and strategic alliances

Monitors post transaction implementation

Client Benefits

Exploit technology and products beyond existing applications and geographic markets

Accelerate the rate of technology commercialization

Acquire new technology to enhance competitiveness and business performance

Extract profits from non-strategic technology and products through divestiture

Current trends in the global business environment are forcing major changes in traditional management approaches to commercialize technology. Rapidly increasing technology development costs, shrinking product life cycles, and the globalization of markets are major factors contributing to these trends.

To extract value and commercial advantage from innovative technology in this environment you need to deploy it quickly and cover international markets broadly. If you do not have the technology required to compete, then you need to access it rapidly. The key in both cases is to understand the technology you have or need and how to manage it within time constraints.

- What are your technology assets?
- What is the value of these assets?
- What type of intellectual property protection should you use?
- Should you manufacture and market products, license or divest your technology or form an alliance ?
- What technology assets do you need?
- If you need to acquire technology, where will you find it?
- How much is it worth and what should you pay for it?
- If you do a deal, how should you structure it?

S T R A T E G Y P A R T N E R

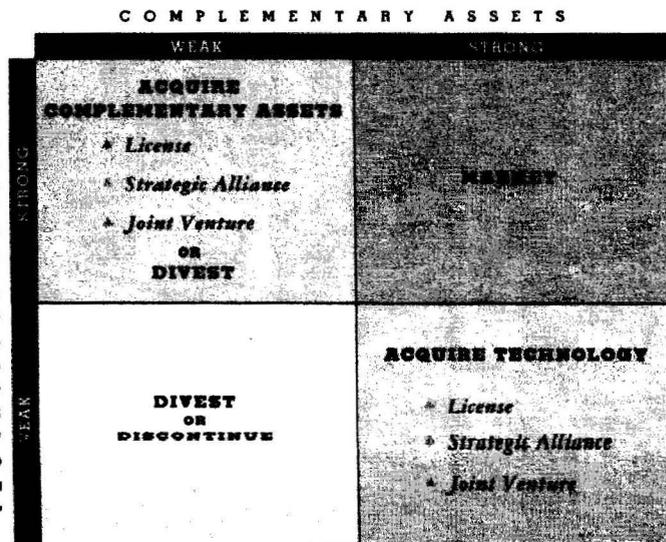
HOW CAN INTELLECT HELP ?

Intellect Partners has a unique organizational structure that delivers comprehensive technology commercialization expertise. It includes an established international network of business contacts and affiliate relationships for assembling a client specific mix of technical, marketing

and financial skills. The result is a powerful combination of resources to help our clients exploit their technology through rapid and international commercialization or to acquire innovative technology worldwide.

Technology Management Strategy Options

Figure 1: Feasible technology strategies can be analyzed by evaluating the technology and complementary asset positions of the client.



COLLEGE SCIENCE GRANTS

College Science Grants are given to help scientists at private, predominantly un-

institutions conduct basic research of and importance in the natural sciences. No restrictions with regard to age, rank, service, or previous or current research

ions for grants are judged primarily on originality and significance of the re-

search and the demonstrated competence of creativity of the principal investi-

al factors include (a) the degree of stu-

pation, (b) the suitability of the problem research-oriented teaching program, (c) the academic atmosphere in which the work will be done, (d) the extent of the college's commitment and (e) the contribution which the research may be expected to make toward the college's science program.

Grants may be approved for periods of up to one year; installment payments will be contingent on receipt of reports indicating satisfactory

Support Provided

College Science Grants provide only for direct expense essential to the research proposed.

Grants are given only if there is evidence of the institution's genuine interest in the research and if it is expected through its provision of facilities and services and indirect costs. A grant will be strengthened by the institution's contribution toward the direct costs of the program. Only those items allowable as budget items where it is shown that they are essential to the proper conduct of the proposed research program:

Stipends. For students actively en-

gaged in the research, summer stipends of up to \$1,200 each but not to exceed the maximum prevailing at the institution.

Faculty Summer Stipends. For principal investigators a stipend of up to \$3,000 for at least ten weeks of full-time work on the project. Shorter periods will be adjusted accordingly.

Equipment and Supplies. Special equipment and supplies necessary for the proposed research; for expensive equipment having use beyond that needed for the specific project it is expected that the institution will share the cost.

Travel. As required, to use facilities not available at the home institution, to learn techniques necessary to accomplish the program, or to confer with experts in the field where this can be demonstrated as clearly necessary.

Unusual Expenses. For requirements not falling in the above categories but demonstrated to be essential to satisfactory performance of the proposed research. Requests for student academic year stipends and for computer and instrument time charges are not encouraged.

Unallowable Support. In keeping with the Research Corporation grant-in-aid philosophy, indirect costs, common supplies and services, faculty academic year salaries, secretarial assistance, publication charges, and scientific meeting travel expenses are not allowed.

Application for Grant

A prospective applicant should describe his project succinctly in a letter addressed to the Regional Director of Grants named in this folder. The following points should be covered in a few pages:

- Subject of the investigation.
- The question posed.
- Significance of the research; why it is worth doing and how it will contribute to the solution of an important scientific problem. List pertinent literature references.
- Description of experiment to be conducted and interpretation of data in light of the question posed.
- Itemized budget for each year.
- Role and extent of participation of any students in the research.
- Sources, amounts and duration including institutional (indicate) of any current, anticipated or requested support for your research. Indicate whether related or unrelated to the proposed project.
- Principal investigator's present position and previous appointments.

On receipt of this information, if it appears that an application should be submitted, forms will be furnished.

Formal applications are reviewed by referees and the foundation staff. The applications, together with staff comments and reference letters, are evaluated by the Cottrell Program Advisory Committee at meetings held three times a year.

After the foundation's Board of Directors approves a favorable recommendation of the Advisory Committee, funds are forwarded to the applicant's institution for expenditure at his direction in accordance with the approved budget.

Research Corporation does not "sponsor" research; it disclaims specifically any proprietary rights in the findings. The foundation does, how-

re progress and financial reports, and it at publication of results in professional clude acknowledgment of Research Cor-support.

ndation also funds a Cottrell Research gram for basic research in the physical private and public universities.

ndence concerning grants should be ad-

Other Foundation Activities

The Research Corporation Invention Administration Program operates independently of the foundation's grants programs. All grants explicitly disclaim any proprietary interest in the results of research sponsored by the foundation.

Services contributed to educational and scientific institutions include evaluating faculty and staff inventions, offering to accept assignment of those which appear useful and marketable, applying for patents through qualified counsel, licensing issued patents to industry, and protecting these patents against infringement where the foundation deems it appropriate.

Royalties received from patents assigned to the foundation are apportioned among the inventor, his institution and the foundation with the institution's patent policy determining the inventor's share. The foundation's share is used to help support its programs of invention administration and grants in support of research.

Inquiries regarding these services should be addressed to: Vice President—Invention Administration Program, Research Corporation, 405 Lexington Avenue, New York, New York 10017.

COTTRELL COLLEGE SCIENCE GRANTS

A Program of Grants for
Research in the Natural Sciences
at Private Undergraduate Institutions

The Cottrell College Science Grants Program is named for Frederick Gardner Cottrell, former professor of physical chemistry at the University of California and inventor of the first practical electrostatic precipitator for control of air pollution. A philanthropist as well as a scientist, Dr. Cottrell created Research Corporation in 1912 to spur the development of his own and other inventions and to support scientific research.

RESEARCH CORPORATION

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RESEARCH CORPORATION

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405 LEXINGTON AVENUE, NEW YORK, N.Y. 10174-0370

APR 11 1955 NY Times

Science and Technology: The Gap Is Shrinking Fast

By WILLIAM BROAD

INVENTORS are dramatically increasing their reliance on basic scientific research to produce in the industrial range for penicillins, plastics and related new studies show that the average lag in patenting scientific discoveries is now only a few years.

Experts say the union marks a turning point in the history of invention.

Over the ages, by technical breakthroughs have often had no direct link to pure science. This was chiefly the case with the plow, printing press and steam engine. Science and technology operated independently of one another, with basic and applied sciences. Moreover, scientific discoveries that did find practical application often did so only after the passage of decades or centuries.

Today, the delay between science and technology, between understanding nature and using that knowledge to reshape the natural world, can be as short as years and sometimes months.

Recently, the rush of inventors to make use of basic science has been statistically identified for the first time in studies of patents which are key expressions of technical know-

ledge. New studies show that American patents awarded in the last decade are giving scientists papers with rapidly increasing frequency and that these patents measure technological change in ever faster recent decades.

The link between the creation of new knowledge and its incorporation into new products and processes is shortening very rapidly, said John Irving, a science policy analyst at the University of Sussex in England. "To a certain extent, science is becoming technology."

The trend means that universities, the bases of basic research in the United States, are playing an increasingly direct role in the formulation of ideas that industry turns into new goods and products.

The fusion of science and technology is viewed as crucial by Federal officials who head up the nation's research and development effort which this year will cost about \$132 billion. For instance, President Truman in his weekly radio address on Saturday urged not only greater Federal support for basic research but closer cooperation with industry so discoveries "can quickly lead to new and better and internationally competitive products."

To date, the National Science Foundation, a

Continued on Page C6



Leading AIDS Researcher Gallo May Leave NIH

GALLO, From A1

...last week, according to NIH sources.

...last March, the two were ... in a head over head ... get credit for discovering the HIV virus that causes AIDS. On March 31, ... signed a treaty that designated shared credit, and Gallo said they ... speak on the phone every ... day.

...Pharmaceuticals and several other companies have joined with Johns Hopkins in trying to lure Gallo. But Gallo has insisted that he ... the medical faculty wherever he ... something several Johns Hopkins officials have opposed.

...has ruffled feathers everywhere, said one Johns Hopkins medical professor who supports Gallo. "Why not here? There are ... egos in Baltimore and we ... his would take up a lot of ... Gallo have tried to dis-

courage Gallo from leaving and he was scheduled to discuss his plans at a dinner meeting last night with NIH director James B. Wyngaarden.

"Bob Gallo is the single most ... and productive and creative person in AIDS research," Wyngaarden said yesterday in an interview. "I'd hate to see him go. We are not in a fallow phase for any kind of research. But in the long run what can we do?"

Wyngaarden noted that scientists with the accomplishments of Gallo—a Samuel Rader, chief of clinical virology at NIH and another leading AIDS researcher—could earn far more at private institutions than in the government.

Rader has also been involved in discussions about the new center, although yesterday he said he was unaware of "any place other than NIH where I can do as much as I do here."

Gallo said he had not decided

whether to leave or where to go, but his friends and colleagues say that after 23 years at NCJ he is ready for a new challenge. Several companies have shown interest in Gallo but neither he nor other officials would name potential backers besides Nova.

With royalty payments, Gallo will earn more than \$100,000 this year, according to Wyngaarden. But until now his annual salary has been about \$60,000. NIH officials concede he could earn several times that amount if he left government service.

There has been frequent speculation in the past that Gallo, 50, would leave NCJ. But until recently the rumors have not been taken seriously.

"I have never crossed the emotional boundary lines of [the NIH] before," Gallo said. "But now I have. It will be an emotional thing for me to leave here. It has been my home."

But says the NIH has shifted most AIDS funding from NCJ to the Institute of Allergy and Infectious Diseases (IAID). Gallo has worried about his role in AIDS research.

He had one AIDS institute under Anthony S. Fauci, referring to the NIAID director, who is a close associate of Gallo's, "that could work for me. But its not that way here."

He said that in seeking a new base for his work, he does not think NIH is all that he would be wanted to speak as part of his career at a "great university." He added that he sought the freedom to bring separate groups from industry, academic and government together under one roof.

A statement released by Johns Hopkins yesterday said: "We are still actively discussing future possibilities with Dr. Gallo. Nothing has been offered or accepted."

Government sources said that



Gallo's AIDS research has made ... the departure of Gallo, Rader several other key NCJ officials would have severe implications for the federal AIDS research effort. But it was not clear whether Rader, one of the country's best cancer and AIDS treatment experts, would leave his post. "There are significant financial problems associated with work in the government," he said. "I



Dr. Peter D. Lusk, a chemist at the National Institute of Health, is one of the nation's most famous scientists.

and asked my family to make sacrifices to further my career. While earning \$60,000 is not taking a row of poverty, I don't think there is anything wrong with wanting better things for my wife and family.

"But NIH is unique," Barber added. "It provides the only opportunity for rapid effective drug development on a wide scale. And we have need that badly."

INTELLECT PARTNERS

ASSOCIATE

Bertil E. Chappuis

Prior to joining Intellect, Mr. Chappuis was involved in establishing and managing a high technology seed capital fund. In this capacity he managed the evaluation, funding and initial operations of the Fund's first five ventures and negotiated intellectual property rights and ownership structures.

Mr. Chappuis received BS and MS degrees in engineering from MIT and an MBA from Stanford Business School.

Mr. Chappuis is a US and Swiss citizen and is fluent in Spanish and conversational in French; he has worked in Spain and Puerto Rico.



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<input type="checkbox"/> NOTE AND RETURN TO ME	<input type="checkbox"/> PER YOUR REQUEST	
<input type="checkbox"/> RETURN WITH MORE DETAILS	<input type="checkbox"/> FOR YOUR APPROVAL	
<input type="checkbox"/> NOTE AND SEE ME ABOUT THIS	<input type="checkbox"/> FOR YOUR INFORMATION	
<input type="checkbox"/> PLEASE ANSWER	<input type="checkbox"/> FOR YOUR COMMENTS	
<input type="checkbox"/> PREPARE REPLY FOR MY SIGNATURE	<input type="checkbox"/> SIGNATURE	
<input type="checkbox"/> TAKE APPROPRIATE ACTION	<input type="checkbox"/> INVESTIGATE AND REPORT	

COMMENTS:

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Top AIDS Expert May Quit NIH

Gallo Negotiating With Johns Hopkins Over New Facility

By Michael Specter
Washington Post Staff Writer

Robert C. Gallo, America's most prominent AIDS researcher, has entered "serious, substantial" negotiations to leave the National Cancer Institute and establish an international center for AIDS research at one of three major universities.

Gallo said that he wished to create the "world's foremost institute of human virology," and said several leading scientists at NCI, part of the National Institutes of Health, and other institutions have expressed an interest in joining him. Gallo's illustrious career and his unabashed flamboyance have turned him into one of the country's most controversial and well-known scientists.

Gallo's lab has been a magnet for many of the world's most talented AIDS and cancer researchers, and his departure would be a blow to NIH. Johns Hopkins University has emerged as the most likely location for the new center, but Gallo has carried out extensive discussions with both Duke and Yale universities.

At least two major groups of investors—one in Europe and one in the United States—have discussed creating a foundation to fund the venture, which would spin off a biotechnology firm specializing in AIDS research in addition to backing basic research associated with human retroviruses.

In addition to Gallo and leading American researchers, sources in the federal health community said yesterday that French virologist Luc Montagnier, of the Pasteur Institute, may have a role in the proposed enterprise. Gallo will meet with Montagnier to discuss the op-

See GALLO, A9, Col. 1