

EXHIBIT C-2

North Campus Research Complex (NCRC)

BUILDING RULES AND REGULATIONS

These Building Rules and Regulations ("Building Rules") shall apply to all Tenants ("Tenants") of

_____, Ann Arbor, MI, 48109 at the University of Michigan's (the "University's") North Campus Research Complex ("NCRC Facility").

For purposes of these Building Rules, the term (i) "Tenant" includes all representatives, employees, agents and visitors of a Tenant and means a Tenant that is leasing space (the "Tenant Space") within the _____ space at the NCRC Facility pursuant to a Lease Agreement between the Tenant and University.

1. It is the policy of the University that all faculty, staff, students, retirees, and other persons acting on behalf of the University, or gaining access to resources or services through the University, obtain and maintain a single, current Universal Identification Card (Mcard). The Mcard will serve as the Tenant identification and access card, and as such, all security and safety policies are to be adhered to when using the Mcard. Tenant shall have their Mcard available at all times while on University property or in NCRC Facilities and may be asked to present such card as verification of their identification. For more information regarding the Mcard and other University policies regarding identification and access control cards, please visit <http://spg.umich.edu/pdf/601.13.pdf>.
2. For the safety and security of University NCRC occupants, Tenants and Visitors, access to certain areas during business hours, and all areas after business hours, will be restricted. Access to the NCRC Facility and Tenant Space will be limited to authorized individuals by interior and exterior security devices, such as keys and Mcards. External Tenants will obtain these items through Medical School Facilities while Office of Technology and Transfer (OTT) Venture Accelerator Tenants will obtain theirs through the Venture Accelerator Manager. Each Tenant must supply their designated NCRC Contact with a current list of all personnel to whom keys or Mcards will be issued, shall promptly inform Medical School Facilities of any changes to the list, and obtain from, and return to the University, any keys and Mcards of any personnel no longer accessing the NCRC Facility.
3. Upon termination or expiration of a Tenant's Lease Agreement or a Tenant's affiliation with _____, the Tenant, as applicable, shall immediately surrender all keys and Mcards to their designated NCRC Contact, and failure to do so will result in the Tenant, as applicable, being charged to change or reprogram all applicable locks and security devices. Each Tenant

shall be responsible for the full cost of replacement for any lost or stolen keys or Mcards, or keys or Mcards not returned following termination of the Tenant's Agreement, as applicable, and must notify their designated NCRC Contact immediately of any lost or stolen keys or Mcards.

4. No Tenant shall place any additional locks or security devices of any kind upon any of the doors or windows or change or remove any existing locks or other security mechanisms of the NCRC Facility.
5. Tenants will ensure that all doors are securely locked, and water faucets, lights and machinery are turned off in Tenant's Space before leaving the NCRC Facility at the end of each work day. Tenants may not prop open any doors in the NCRC Facility with rocks, bricks, etc. as doing so will cause problems with the alarm system and with security.
6. Tenant parking passes will be issued through the Medical School Facilities. Tenants are required to park in the designated parking lots. This also applies to all consultants hired by Tenants who will be working with Tenants for more than a one-month time period. Tenants should not park in spaces designated for specific parking (i.e. service and business vehicles, visitors) at any time, or Tenant vehicle parked in such spaces shall be subject to removal from the premises at the owner's expense.
7. All Tenants are required to display a parking tag at all times. All unauthorized vehicles are subject to removal from the premises at the owner's expense. Please refer to Logistics, Transportation and Parking policy on displaying tags at <https://ltp.umich.edu/>
8. The mailing address is: (your company name) c/o _____, 2800 Plymouth Rd., Building # _____, Room # _____, Ann Arbor, MI, 48109. Incoming mail can be picked up at the NCRC Central Service Center, located in Building 18, Room G019 and for Buildings 100 – 400 and 520 mail is located in Building 520, Room 1311. Pick up and drop off is Monday through Friday. There is no weekend, holidays or season days mail delivery or pickup.
9. University and Tenant Spaces within the NCRC Facility are private and no person shall be permitted to enter or remain in any University or Tenant Space without the express invitation or permission of the applicable Tenant or University employee. Violation of this policy may result in removal from the NCRC Facility of any unauthorized person and any other appropriate action as determined by University.
10. Subject to availability, Tenants will have access to specified conference rooms and other common areas within the NCRC Facility. Tenants may schedule use of NCRC conference rooms and other common areas with reasonable advance

notice through Medical School Facilities, subject to availability and other factors, as determined by University.

11. Tenants are responsible for using common areas, including conference rooms, kitchens and restrooms, appropriately and in accordance with University and NCRC policies and procedures. Following use of conference rooms, common areas or other space within the NCRC Facility, Tenants shall ensure that the space is in the same clean condition as prior to the Tenant's use. For a drawing or description of common areas please refer to your lease documents.
12. All visitors are required to register at the NCRC designated reception area and be accompanied by a representative of a Tenant at all times while in the NCRC Facility. This includes consultants/visitors who are working with Tenants, whether on a short-term or long-term basis. Under NO circumstances are consultants to have keys or Mcards for entry into the NCRC Facility on a permanent basis without the prior written consent of the University. Possession of these items by a consultant without University's consent may result in Tenant eviction. Under NO circumstances are minors allowed in any laboratory sector of the NCRC Facility at ANY time.
13. Alcoholic beverages are not permitted within the NCRC Facility.
14. The University of Michigan is a non-smoking campus. Please refer to the University smoking policy <http://spg.umich.edu/pdf/601.04.pdf> .
15. No Tenant will block or restrict access to any sidewalks, entrances, driveways, passages, elevators, stairways, stairwells, halls or other areas of the NCRC Facility. No Tenant will store any materials in hallways, corridors or other areas used for exiting or emergency evacuation. Delivery of merchandise or equipment to any Tenant will be made in a prompt and efficient manner using only entrances, elevators and passageways designated by University for deliveries. If Tenants are having compressed gases or hazardous material delivered, the Tenant must arrange to be present for the delivery. If large deliveries are made, they should be sent to the loading dock at Building 90, 2800 Plymouth Rd., Ann Arbor, MI 48109. The Tenant must be present to receive deliveries.
16. All areas and fixtures within the NCRC Facility will be used only for the purpose for which they were designed or constructed and the expense of any breakage, stoppage, or damage resulting from violation of this rule will be borne by the Tenant whose employees, agents or visitors caused it.
17. All items belonging to University must remain inside NCRC Facility.
18. No Tenant will sweep or throw any debris into the halls, elevators, stairways or other common areas of the NCRC Facility. No Tenant will use or store any foul or

noxious gas or substance in the NCRC Facility or use the NCRC Facility in any manner offensive or objectionable to University.

19. All hazardous materials that have been approved in advance by University shall be moved and disposed of following the guidelines per the lease agreement. Deliveries of hazardous materials to the Premises are covered in Section 15 of these rules, above. The Tenant shall not carry, use or store any Federal or State defined hazardous materials or hazardous wastes (including all chemicals, infectious materials and radioactive materials) outside of the Premises laboratory space, with the exception of small quantities of hazardous materials being transported to the core lab facilities. Transportation of hazardous materials to the core lab facilities must be less than 500ml volume and must be in a liquid-tight, non-breakable primary container within a liquid-tight non-breakable secondary container. Should the need arise to move these materials in excess of 500 ml through common areas, the Tenant shall contact the NCRC Research Services or their designee for any additional safety instructions and verbal approval prior to the move.
20. No Tenant shall wear gloves, lab coat, or any other personal protective equipment, with the exception of safety glasses, into any common area, including hallways and elevators.
21. No pets or other animals are allowed at NCRC. For details, please refer to the Regents' Ordinance (<http://www.regents.umich.edu/ordinance.html>) - Article XIV: Animals.
22. Tenant Space and common areas shall not be used as a residence or for sleeping.
23. No person shall disturb other occupants of the NCRC Facility by making loud or disturbing noises.
24. The toilets and other plumbing fixtures shall not be used for any other purpose than those for which they are designed. No sweepings, rubbish or other similar materials or substances shall be deposited therein.
25. All interns, temporary student employees of Tenant, and other temporary employees, must comply with all building rules while in the building and under the employment of any Tenant.
26. Tenants must obtain prior written consent from University before affixing, exhibiting, inscribing, or painting any sign, advertisement, notice or other lettering on or within any part of the NCRC Facility. Tenants will not mark, paint, drill into, or in any way deface any part of the NCRC Facility.
27. Tenants shall not alter or renovate any mechanical, electrical, lighting, walls, floors, ceilings, or any surfaces.

28. No window treatments or objects shall be attached to, hung in or used in connection with any exterior of any door or window or from outside the building.
29. The University may prohibit any advertising.
30. Canvassing, peddling, soliciting of any type and distribution of handbills or any other written materials at the NCRC Facility are prohibited.
31. All special requests for modifications, changes, additional construction or additional items must be made in writing from Tenant management, who will then consult with Medical School Facilities. Please refer to your lease for more information.
32. The University may waive any one or more of these Building Rules for the benefit of any particular Tenant, but any such waiver by NCRC shall neither be construed as a waiver of any Building Rules in favor of any other Tenant or other person nor prevent NCRC from enforcing any Building Rules against any Tenant or other person. These Building Rules are in addition to any Lease Agreement and in the event of any conflict between these Building Rules and the Lease Agreement between a Tenant and the University, the terms of the Lease Agreement shall govern.
33. The University reserves the right to make such other rules and regulations as in its judgment may from time to time be needed for the safety, care and cleanliness of the NCRC Facility and for other business and professional reasons as determined by the University.
34. The use of certain computer software and systems at the NCRC Facility is prohibited; please refer to your Lease Agreement for further information on practices and policies concerning computer hardware and software at the NCRC Facility.
35. All animal work shall be conducted only in designated areas and in accordance with Unit for Laboratory Animal Medicine (ULAM) and Institutional Animal Care & Use Committee (IACUC) regulations.
36. Bicycles are not permitted inside of NCRC buildings. Please use the bike racks located throughout the site ([see map](#)).
37. All Tenants are required to provide emergency contacts to the Medical School Facilities and the University and notify immediately of any changes.
38. Please refer to the University of Michigan Division of Public Safety & Security (DPSS) at <http://www.dpss.umich.edu/emergency-management> and EHS at www.ehs.umich.edu for information and procedures on emergency preparedness.

39. Please refer to the Life at NCRC website at <https://ncrc.umich.edu/life-ncrc> for further information.
40. Please refer to the NCRC website at <https://ncrc.umich.edu/> for updates to these Building Rules and Regulations.
41. Tenant shall not use a 3D printer in the Premises without University's prior written consent. If University approves the use of a 3D printer in the Premises, then Tenant shall be responsible for the cost of any improvements to the Premises required by University due to the 3D printer.
42. All Licensees are required to have any employee or invitee accessing the NCRC Facility to use the guest version of the ResponsiBLUE Guest screening tool each day such employee or invitee accesses the NCRC Facility and shall show the results of that screening upon request while at the NCRC Facility. [Guest ResponsiBLUE](#)
43. All Licensees are required to implement a COVID-19 Vaccination Requirement Policy ("Policy") for all employees accessing the NCRC Facility. Such Policy shall require all licensee staff accessing the NCRC Facility to be fully vaccinated by the later of (a) November 30, 2021 or (b) the start of the term of their License Agreement, subject only to exemptions for medical conditions and religious beliefs, and requiring those who receive an exemption to submit to weekly COVID-19 testing. Further the Policy must be no less restrictive than the University's COVID-19 Policy [\[COVID-19 Guidelines for Campus Facilities\]](#). All Licensees shall provide a copy of their implemented Policy to Venture Accelerator Manager, Office of Technology Transfer, 1600 Huron Parkway, Ann Arbor MI, 48109 by the later of (a) October 15, 2021 or (b) the start of the term of their License Agreement. All Licensees shall certify to University by the later of (a) November 30, 2021, or (b) the start of the term of their License Agreement, that all Licensee employees accessing the NCRC Facility are in compliance with the Licensee's Policy.