

Minutes
Missouri Technology Corporation Executive Committee
Tuesday, March 13, 2018

The Executive Committee (the “Executive Committee”) of the Board of Directors of Missouri Technology Corporation (the “MTC”) met on Tuesday, March 13, 2018, beginning at 3:00 p.m. The meeting was held via conference call.

Members of the Executive Committee participating:

Jason Hall	Chair
Garry Kemp	Member
Dr. Dedric Carter	Member

Staff and Counsel participating:

Bill Anderson	MTC Executive Director
Bill Vega	MTC Staff
Amy Steinman	MTC Staff
Dan Kaemmerer	MTC Staff
Tom Litz	Thompson Coburn LLP

WELCOME AND CALL TO ORDER:

Chair Hall called the meeting to order at 3:01 p.m. and declared a quorum to be present with three members of the Executive Committee participating.

APPROVAL OF MINUTES:

Chair Hall asked if there were any comments on the draft minutes of the meeting of the Executive Committee held on December 20, 2017, which had been distributed to the Executive Committee prior to the meeting. On motion by Mr. Kemp, seconded by Mr. Hall, the following resolution was unanimously approved:

RESOLVED, the Executive Committee hereby approves the minutes of the Executive Committee’s meeting held on December 20, 2017, as presented.

CLOSED SESSION:

On motion by Chair Hall, seconded by Mr. Kemp, the following resolution was approved by roll call vote:

RESOLVED, the Executive Committee hereby approves entering into Closed Session at 3:02 p.m. pursuant to Sections 610.021 (1), (12), (14) and (15) RSMo.

Chair Hall	aye
Mr. Kemp	aye
Dr. Carter	aye

On motion by Chair Hall, seconded by Dr. Carter, the following resolution was approved by roll call vote:

RESOLVED, the Executive Committee approves reconvening from Closed Session at 3:12 p.m.

Chair Hall	aye
Mr. Kemp	aye
Dr. Carter	aye

Chair Hall reported that the Executive Committee took no action in Closed Session after a discussion confined to the matters stated above. Dr. Carter disclosed that a founder of Geneoscopy, which had applied for an award under MTC’s IDEA Fund, was a former student at Washington University, of which Dr. Carter serves in various senior leadership

positions. Dr. Carter confirmed, however, that Geneoscopy's business does not involve commercialization of Washington University technology and is not otherwise affiliated with the University.

IDEA FUND TRANSACTION DOCUMENTS:

After discussion and on motion by Mr. Kemp, seconded by Mr. Hall, the following resolutions were unanimously approved:

StoryUp Inc.

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the transaction documents for an investment by the MTC in an amount up to \$50,000 to purchase Series A Preferred Shares of StoryUp, Inc. pursuant to TechLaunch Application 2016-19-004 (StoryUp, Inc.) in substantially the form presented;

FURTHER RESOLVED, the Executive Committee on behalf of the MTC Board hereby authorizes the MTC Executive Director to execute and deliver on behalf of the MTC all documents relating to such investment on behalf of the MTC; and

FURTHER RESOLVED, the Executive Committee on behalf of the MTC Board hereby authorizes the MTC Executive Director on behalf of the MTC to negotiate, amend, and approve any and all agreements, documents or instruments and to take such other actions as may be required or desirable in connection with, or in furtherance of such investment.

Little Hoots LLC

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the transaction documents for an investment by the MTC in an amount up to \$100,000 to purchase Class A Preferred membership units of Little Hoots LLC pursuant to Seed Capital Co-Investment Application 2016-21-007 (Little Hoots LLC) in substantially the form presented;

FURTHER RESOLVED, the Executive Committee on behalf of the MTC Board hereby authorizes the MTC Executive Director to execute and deliver on behalf of the MTC all documents relating to such investment on behalf of the MTC; and

FURTHER RESOLVED, the Executive Committee on behalf of the MTC Board hereby authorizes the MTC Executive Director on behalf of the MTC to negotiate, amend, and approve any and all agreements, documents or instruments and to take such other actions as may be required or desirable in connection with, or in furtherance of such investment.

Geneoscopy LLC

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the transaction documents for an investment by the MTC in an amount up to \$100,000 in the form of a "SAFE" (Simplified Agreement for Future Equity) pursuant to TechLaunch Application 2017-23-004 (Geneoscopy LLC.) in substantially the form presented;

FURTHER RESOLVED, the Executive Committee on behalf of the MTC Board hereby authorizes the MTC Executive Director to execute and deliver on behalf of the MTC all documents relating to such investment on behalf of the MTC; and

FURTHER RESOLVED, the Executive Committee on behalf of the MTC Board hereby authorizes the MTC Executive Director on behalf of the MTC to negotiate, amend, and approve any and all agreements, documents or instruments and to take such other actions as may be required or desirable in connection with, or in furtherance of such investment.

IDEA FUND TRANSACTION MODIFICATION:

After discussion and on motion by Mr. Hall, seconded by Dr. Carter, the following resolutions were unanimously approved:

Emerald Automotive

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the amended and restated loan documents for the MTC's secured loan to London EV Company (USA), LLC, formerly known as Emerald Automotive, LLC, pursuant to High-Tech Industrial Expansion Application 2011-006 (Emerald) in substantially the form presented;

FURTHER RESOLVED, the Executive Committee on behalf of the MTC Board hereby authorizes the MTC Executive Director to execute and deliver on behalf of the MTC all documents relating to such loan modification on behalf of the MTC; and

FURTHER RESOLVED, the Executive Committee on behalf of the MTC Board hereby authorizes the MTC Executive Director on behalf of the MTC to negotiate, amend, and approve any and all agreements, documents or instruments and to take such other actions as may be required or desirable in connection with, or in furtherance of such loan modification.

NEW BUSINESS: Having no new business to discuss, and on motion by Chair Hall, seconded by Dr. Carter, the meeting adjourned at 3:20 p.m.

MEETING ADJOURNED