

Minutes
Missouri Technology Corporation Audit and Finance Committee
Monday, April 22, 2019

The Audit and Finance Committee (the “Audit Committee”) of the Board of Directors of the Missouri Technology Corporation (the “MTC”) met on Monday, April 22, 2019, beginning at 1:30 p.m. The meeting was held via conference call.

Members Participating:

Dr. Jim Baker	Chair
Erv Switzer	Member
Donn Rubin	Member
Mike O’Connell	Member

Member Absent:

Jason Hall	Member
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Staff and Legal Counsel Participating:

Bill Vega	MTC Interim Executive Director
Amy Steinman	MTC Staff
Tori Benson	MTC Staff (exit at 1:54pm)
Greg Patterson	Thompson Coburn LLP

Guest:

Karyn Nunn	Mueller Prost CPA (exit at 2:01pm)
Katelyn Fitzler	Mueller Prost CPA (exit at 2:01pm)
Janette Bax-Kurtz	Mueller Prost CPA (exit at 2:01pm)

WELCOME AND CALL TO ORDER:

Dr. Baker called the meeting to order at 1:32 p.m. and declared a quorum to be present with four members of the Audit and Finance Committee participating.

APPROVAL OF MINUTES:

Dr. Baker asked if there were any comments on the draft minutes of the Audit Committee’s meeting held January 29, 2019, which had been made available to the Audit Committee prior to the meeting. There were no comments. On motion by Mr. Switzer, seconded by Mr. O’Connell, the following resolution was unanimously approved:

RESOLVED, the Audit Committee hereby approves the minutes of its meeting held January 29, 2019, as submitted.

CLOSED SESSION:

On motion by Dr. Baker, seconded by Mr. Switzer, the following resolution was approved by the following roll call vote:

RESOLVED, the Audit and Finance Committee hereby approves entering Closed Session at 1:33 p.m. pursuant to Sections 610.021 (1), (14) and (17) RSMo.

Dr. Jim Baker	aye	Mike O’Connell	aye
Erv Switzer	aye	Donn Rubin	aye

On motion by Dr. Baker, seconded by Mr. O’Connell, the following resolution was approved by the following roll call vote:

RESOLVED, the Audit and Finance Committee hereby approves exiting Closed Session at 2:08 p.m.

Dr. Jim Baker	aye	Mike O'Connell	aye
Erv Switzer	aye	Donn Rubin	aye

Dr. Baker reported that the Audit and Finance Committee took no action in the Closed Session after a discussion confined to the matters stated above. The Audit and Finance Committee continued its discussion in Open Session.

REVIEW DRAFT AUDIT FOR FY17 AND FY18:

On motion by Mr. Switzer, seconded by Mr. O'Connell, the following resolution was approved:

RESOLVED, the Audit and Finance Committee hereby recommends to the full MTC Board approval of the MTC draft audited financial statements of the MTC as of June 30, 2018, and for the fiscal years ended June 30, 2017 and 2018 prepared by Mueller Prost in substantially the form presented.

REVIEW MTC AMENDED 2015, AMENDED 2016, AND 2017 IRS FORM 990 FILING:

On motion by Mr. Switzer, seconded by Dr. Baker, the following resolution was approved:

RESOLVED, the Audit and Finance Committee hereby recommends to the full MTC Board approval of the MTC draft amended IRS 990 filings for years 2015 and 2016, and draft IRS 990 filing for 2017 compiled by Williams Keepers LLC in substantially the form presented.

REVIEW DRAFT TREASURER'S REPORT FOR FY2019 THIRD QUARTER:

Interim Executive Director Vega reviewed the draft Treasurer's Report for the third quarter of fiscal year 2019.

ADJOURNMENT:

Having no further business on the agenda to discuss, the Audit Committee adjourned at 2:20 p.m. on a motion from Dr. Baker, seconded by Mr. Rubin.

Meeting Adjourned