

**Minutes**  
**Missouri Technology Corporation Audit and Finance Committee**  
**Thursday, June 11, 2020**

The Audit and Finance Committee (the “Audit Committee”) of the Board of Directors of the Missouri Technology Corporation (the “MTC”) met on Thursday, June 11, 2020, beginning at 9:15 a.m. The meeting was held via conference call.

**Members Participating:**

|                |                  |
|----------------|------------------|
| Dr. Jim Baker  | Chair - present  |
| Erv Switzer    | Member - present |
| Donn Rubin     | Member - present |
| Jason Hall     | Member - absent  |
| Mike O’Connell | Member - absent  |

**Staff and Legal Counsel Participating:**

|               |                    |
|---------------|--------------------|
| Jack Scatizzi | Executive Director |
| Tori Benson   | MTC Staff          |
| Amy Steinman  | MTC Staff          |

**WELCOME AND CALL TO ORDER:**

Dr. Baker called the meeting to order at 9:16 a.m. and declared a quorum to be present with three members of the Audit Committee participating.

**APPROVAL OF MINUTES:**

Dr. Baker asked if there were any comments on the draft minutes of the Audit Committee’s meeting held October 28, 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. Rubin, the following resolution was unanimously approved:

**RESOLVED**, the Audit Committee hereby approves the minutes of its meeting held October 28, 2019, as submitted.

**Outstanding Travel Expense**

Director Scatizzi presented the Audit Committee with expense reports for Ms. Benson and Director Scatizzi for the months of February and March 2020. Director Scatizzi explained that if an expense report is not submitted for approval within a month after the reported expense is incurred, the Audit Committee’s approval is required. These expense reports were delayed due to the ongoing revisions of the MTC employee handbook. While that process is ongoing, in an effort to get all FY20 expenses paid, Director Scatizzi requested the approval for payment.

On motion by Mr. Rubin, seconded by Mr. Switzer, the following resolution was unanimously approved:

**RESOLVED**, the Audit Committee hereby approves the February and March 2020 expense reports for Jack Scatizzi and Tori Benson as submitted, pursuant to the Audit Committee’s authority as set forth in the MTC Travel Policy adopted on October 26, 2012.

**State Science and Technology Institute (SSTI)**

Director Scatizzi reviewed the benefits that membership in the State Science and Technology Institute (SSTI) will provide for the organization. The Audit Committee members discussed the MTC’s continued membership and agreed to continue the MTC’s membership for CY20.

### **Procedures for Processing ACH/Checks**

Director Scatizzi outlined to the Audit Committee the current procedures for processing payments which grants the Executive Director authority to sign checks with a value up to \$1,000. However, the current procedures do not address the processing of ACH payments. Director Scatizzi requested specific guidance from the Audit Committee on the current procedures and whether any updates were appropriate.

Dr. Baker requested feedback from the Audit Committee related to increasing the Executive Directors authority to sign checks up to an amount of \$5,000.

After a discussion by the Audit Committee, the members recommended updating the current procedures to include the current practices for approving ACH payments and increasing the check signing authority of the Executive Director for expenditures up to \$5,000. The Audit Committee also recommended that the new procedures be presented to the Executive Committee for review and approval.

### **New Business**

Director Scatizzi gave a brief update on the situations surrounding the MTC's FY21 state budget allocation.

The Audit Committee discussed the importance of establishing sufficient cash reserves to address the foreseeable needs of the MTC, specifically the capital required to fund active portfolio management activities for the next five years. The Audit Committee requested Director Scatizzi develop an outline of the MTC's capital requirements for essential functions of the MTC assuming different financial support for the next five years. The Audit Committee proposed that the outline be presented to the Executive Committee for consideration and possible approval of setting up reserves to provide for the MTC's long-term operations.

### **ADJOURNMENT:**

Having no further business on the agenda to discuss, the Audit Committee adjourned at 9:56 a.m. on a motion from Dr. Baker seconded by Mr. Switzer.

Meeting Adjourned