

Minutes
Missouri Technology Corporation
Monday, February 4, 2019

The regular meeting of the Missouri Technology Corporation (the “MTC”) Board of Directors (the “Board”) was held on Monday, February 4, 2019, beginning at 9:00 a.m. The meeting was held at the Missouri Department of Economic Development, Truman Building, Room 850, 301 West High St, Jefferson City, MO 65102.

Members present or absent:

Jason Hall	Chair	Present
Dr. Jim Baker	Member	Absent
Dr. Detric Carter	Member	Present via phone 9:23 to 9:55 a.m.
Dan Cobb	Member	Present
Rob Dixon	Member	Present 9:34 to 11:08 a.m.
Representative Travis Fitzwater	Member	Present via phone
Senator Dan Hegeman	Member	Absent
Jim Heeter	Member	Present
Garry Kemp	Member	Absent
Dr. Mark McIntosh	Member	Present via phone
Lisa Nichols	Member	Present
Michael O’Connell	Member	Present via phone
Erv Switzer	Member	Absent
Dr. William Weber	Member	Present

Staff and Outside Legal Counsel present:

Bill Vega	MTC Interim Executive Director
Amy Steinman	MTC staff
Tom Litz	Thompson Coburn LLP, MTC Legal Counsel

Guests:

Aaron Willard	Missouri Governor’s Office present from 10:12 to 10:44 a.m.
Bill Anderson	former MTC Executive Director present from 11:40 to 11:48 a.m.

WELCOME AND CALL TO ORDER:

Chair Hall called the meeting to order at 9:23 a.m.

Chair Hall welcomed the attendees and reviewed the matters to be covered at the meeting as set forth on the published agenda. He noted that certain items on the agenda could be re-ordered to assure the presence of a quorum for actions involving a Board vote.

Quorum was established with eight members present at 9:34 a.m..

APPROVAL OF MINUTES:

Chair Hall asked if there were any comments on the draft minutes of the October 30, 2018, Board meeting, and the minutes from January 28, 2019, Board meeting, which had been distributed to the Board prior to the meeting. There were no comments. On motion by Chair Hall, seconded by Mr. Cobb, the following resolutions were unanimously approved by those members present:

RESOLVED, the Board hereby approves the minutes of the regular Board meeting held on October 30, 2018 as submitted; and

FURTHER RESOLVED, the Board hereby approves the minutes of the MTC public hearing held on

October 30, 2018, as submitted; and

FURTHER RESOLVED, the Board hereby approves the minutes of the special Board meeting held on January 28, 2019 as submitted.

EXECUTIVE COMMITTEE REPORT:

Chair Hall reported the following for the Executive Committee:

- ❖ met six times during the second quarter on October 22nd, November 5th, November 21st, December 3rd, December 7th, and December 21st, 2018;
- ❖ addressed the leadership transition resulting from former Executive Director Bill Anderson's resignation and the appointment of Bill Vega as Interim Executive Director;
- ❖ approved transaction documents for six pending IDEA Fund investments totaling \$1.1 million; and
- ❖ approved NGA Partnership Intermediary Agreement.

AUDIT AND FINANCE COMMITTEE REPORT:

Chair Hall asked Interim Director Vega to present the Audit and Finance Committee report. Interim Director Vega presented the 2nd Quarter FY2019 Treasurer's Report, a copy of which had been distributed to the Board prior to the meeting.

TREASURER'S REPORT:

On motion by Mr. Berry, seconded by Mr. Kemp, the following resolution was unanimously approved by those members present:

RESOLVED, the Board hereby approves the 2nd Quarter FY2019 Treasurer's Report dated February 4, 2019, as submitted.

INTERIM EXECUTIVE DIRECTOR REPORT:

Chair Hall asked Interim Director Vega to present the MTC Interim Executive Director report. Interim Director Vega reported the following activities for the second quarter:

- ❖ Missouri IDEA (Innovation, Development, and Entrepreneurship Advancement) Fund highlights included the following:
 - Six IDEA Fund transactions closed since the October board meeting totaling \$1.1 million disbursed alongside more than \$3 million in leveraged private capital
 - Overall, 175 MTC investments have closed, totaling \$48 million in direct investment by the MTC and over \$648 million in leveraged capital
 - Kansas City based Sickweather and Mycroft collaborate on IoT public health management project
 - Benson Hill Biosystems partners with AB InBev, aiding SmartBarley
 - PayIt named GovTech 100 company for 3rd consecutive year
 - MOSourcelink to date accessed by 206 entrepreneurs and generated 636 referrals
 - SEMO Millinig dba Tiger Soy settled in Mexico PSC

Interim Director Vega then closed his report by reviewing activities that the MTC staff planned to undertake in the third quarter.

ECONOMIC DEVELOPMENT REPORT:

Director Dixon presented to the Board an outline of Missouri's economic development in regards to other Midwest states. He stated that Missouri's economic and workforce development policies have underperformed its peers, and were embedded within an underperforming state economy. Strategies hadn't been evaluated in over a decade. The Director talked about the Governor's priorities. He then outlined how the department is reorganizing and moving forward to enhance effectiveness with a view to

becoming the Best in the Midwest.

GOVERNOR’S OFFICE BRIEFING:

Chair Hall welcomed Mr. Aaron Willard, Governor Parson’s Chief of Staff. Mr. Willard spoke about the Governor’s excitement of leading this great state. He described how the Governor and his team are looking long term by taking a step back and figuring out the best process moving forward. Mr. Willard informed the Board that Governor Parson current focus is on infrastructure and workforce development, with MTC being an accelerator for this effort.

INVESTMENT COMMITTEE REPORT:

Chair Hall called on Ms. Nichols, chair to the Investment Committee to present the Investment Committee’s report. Ms. Nichols provided an overview of the Investment Committee’s activities for the second quarter. She called the Board’s attention to the Investment Committee report which was distributed to the Board prior to the meeting. Ms. Nichols reported the MTC received 28 IDEA Fund applications requesting more than \$5.4 million total, consisting of 13 TechLaunch (TL) applications requesting over \$1 million and 15 Seed Capital Co-Investment (SEED) applications requesting over \$4.2 million. The MTC staff evaluated the applications in accordance with the MTC’s customary practice applying the MTC’s Investment Guidelines. The IDEA Fund applications advanced to the Investment Committee for further consideration. The applicants gave presentations and the Investment Committee conducted in-person applicant interviews on January 8, 2019. The Investment Committee recommended eight applications for a total funding of \$1.3 million, subject to further due diligence and the preparation and execution of definitive transaction documents.

CLOSED SESSION:

On motion by Ms. Nichols, seconded by Mr. Heeter, the following resolution was approved by the following roll call vote:

RESOLVED, the Board hereby approves entering Closed Session at 10:46 a.m. pursuant to Sections 610.021 (1), (12), (14) and (15) RSMo.

Jason Hall	aye
Dr. Detric Carter	aye
Don Cobb	aye
Rob Dixon	aye
Representative Travis Fitzwater	aye
Jim Heeter	aye
Dr. Mark McIntosh	aye
Lisa Nichols	aye
Michael O’Connell	aye
Dr. William Weber	aye

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

RESOLVED, the Board hereby approves exiting Closed Session at 11:02 a.m.

Jason Hall	aye
Dr. Detric Carter	aye
Don Cobb	aye
Rob Dixon	aye
Representative Travis Fitzwater	aye
Jim Heeter	aye
Dr. Mark McIntosh	aye

Lisa Nichols aye
Michael O'Connell aye
Dr. William Weber aye

Chair Hall reported that the Board took no action in the Closed Session after a discussion confined to the matters stated above. The Board continued its discussion in Open Session.

INVESTMENT COMMITTEE RECOMMENDATIONS:

After discussion and on motion by Ms. Nichols, seconded by Chair Hall, the following resolutions were unanimously approved by those members present.

TechLaunch:

RESOLVED, the Board hereby approves the following TechLaunch Program awards, subject to satisfying the ordinary program conditions:

TL-2018-24-007	Digital Medical Arts LLC	\$100,000
TL-2018-24-009	Fairway Biomed Inc.	\$100,000

FURTHER RESOLVED, the Board hereby approves TL-2018-24-003 (CheckTheQ Inc.) in the amount of \$100,000 subject to receiving at least \$50,000 of matching funds from the Missouri Innovation Center's Accelerator Fund; and

FURTHER RESOLVED, the Board hereby delegates to the MTC Executive Committee full power and authority on behalf of the MTC to complete any remaining due diligence and 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 awards; and

FURTHER RESOLVED, the Board hereby authorizes the MTC Interim Executive Director on behalf of the MTC to execute and deliver all documents relating to such awards.

SEED Capital Co-Investment:

RESOLVED, the Board hereby approves the following Seed Capital Co-Investment Program awards, subject to satisfying the ordinary program conditions:

SEED-2018-24-007	Keybot Inc.	\$200,000
SEED-2018-24-011	Sickweather Inc.	\$200,000
SEED-2018-24-013	TAVR Solutions, LLC dba Atrial Innovations	\$200,000
SEED-2018-24-014	Real Estate Connected LLC dba Transactly	\$200,000

FURTHER RESOLVED, the Board hereby approves SEED-2018-24-006 (Intact Genomics) in the amount of \$200,000 subject to securing matching investment from at least one of the currently proposed institutional investors; and

FURTHER RESOLVED, the Board hereby delegates to the MTC Executive Committee full power and authority on behalf of the MTC to complete any remaining due diligence and 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 awards; and

FURTHER RESOLVED, the Board hereby authorizes the MTC Interim Executive Director on behalf of the MTC to execute and deliver all documents relating to such awards.

NEW BUSINESS:

Chair Hall welcomed Mr. Anderson who had joined the meeting in progress. The Board thanked Mr.

Anderson for his ten years of service with MTC. They wished him well in his future

❖ 2019 Meeting Schedule:

- April 2019 – Columbia
- July 2019 – Springfield
- October 2019 – Kansas City

MTC STRATEGIC PLANNING DISCUSSION:

Chair Hall presented the Board with some questions to frame the Board's discussion on MTC strategic planning for the future. A suggestion was made to investigate what other states are doing in similar initiatives. The Board discussed the value of the processes that the MTC had developed over several years which had led to its record of success. The Board discussed ways to seek input from members of the community that the MTC serves to inform the planning process.

The Board also discussed the implications of the strategic planning process on the Board's approach to addressing permanent leadership of the MTC.

ADJOURNMENT:

Having no further business on the agenda, and on motion by Chair Hall, seconded by Ms. Nichols, the meeting adjourned at 12:20 p.m.

MEETING ADJOURNED