

Minutes
Missouri Technology Corporation
Wednesday, June 24, 2020

The regular meeting of the Missouri Technology Corporation (the “MTC”) Board of Directors (the “Board”) was held on Wednesday, June 24, 2020, beginning at 10:00 a.m. by teleconference. The MTC office is located at the Truman Building, Room 720, 301 West High St, Jefferson City, MO 65102.

Members present or absent:

Jason Hall	Chair	Present
Dr. Jim Baker	Member	Present
Dr. Dedric Carter	Member	Present – joined 10:05 a.m.
Dan Cobb	Member	Present
Rob Dixon	Member	Present - joined 10:08 a.m.
Rep Travis Fitzwater	Member	Present - joined 10:05 a.m.
Sen Dan Hegeman	Member	Absent
Garry Kemp	Member	Present
Dr. Mark McIntosh	Member designee-MU	Present
Lisa Nichols	Member	Present – exit 11:00 a.m. joined 11:28 a.m.
Michael O’Connell	Member	Present
Donn Rubin	Member	Present - joined 10:05 a.m.
Erv Switzer	Member	Present
Vacant	Member	
Vacant	Member	

Staff and Outside Legal Counsel present:

Jack Scatizzi	MTC Executive Director
Tori Benson	MTC staff
Amy Steinman	MTC staff
Tom Litz	Thompson Coburn LLP, MTC Legal Counsel

WELCOME AND CALL TO ORDER:

Chair Hall called the meeting to order at 10:04 a.m. Quorum was established with eight members present.

APPROVAL OF MINUTES:

Chair Hall asked if there were any comments on the draft minutes of the April 22, 2020, Board meeting, which had been distributed to the Board prior to the meeting. There were no comments. On motion by Mr. Cobb, seconded by Ms. Nichols, the following resolution was unanimously approved by those members present:

RESOLVED, the Board hereby approves the minutes of the regular Board meeting held on April 22, 2020, as submitted.

EXECUTIVE DIRECTOR REPORT:

Chair Hall asked Director Scatizzi to present the MTC Executive Director report. Director Scatizzi reported the following activities occurred during the fourth quarter:

- Portfolio Activities
 - Two new IDEA Fund investments
 - Two portfolio companies raised substantial capital - ZAF Energy Systems and Gremlin Social (which also merged with Demin)
 - Two notable updates from portfolio companies Orange EV and Bonfyre
 - Assets sold by a portfolio company – Apse dba RNAgri to TechAccel subsidiary RNAissance
 - Clinical trial in patients initiated by Aclaris Therapeutics
- Executive Director Activities

- Continued transition to direct employment model
- Active portfolio management
- Completed IDEA Fund Round 25
- NGA Partnership

Director Scatizzi reported that FY2021 first quarter tasks and activities will include (but not be limited to): the finalization of organization development activities required by the direct employment model, continuing active management of the portfolio, actively engaging the NGA under the new partnership agreement, preparing the annual report, and continuing a review of internal processes and procedures.

EXECUTIVE COMMITTEE REPORT:

Chair Hall reported the following actions taken by the MTC Executive Committee during the fourth quarter. The Committee met three times during the fourth quarter, on May 21st, June 3rd, and June 19th.

After discussion and on motion by Mr. Kemp, seconded by Dr. Carter, the following resolution was unanimously approved:

RESOLVED, the Board hereby approves and ratifies all of the actions taken by the Executive Committee and the Chairman, pursuant to the previously delegated authority, including, without limitation, those presented.

INVESTMENT COMMITTEE REPORT:

Chair Hall called on Mr. Cobb to present the Investment Committee report. Mr. Cobb reported that 28 IDEA applications were received with seven being for TechLaunch and 21 for SEED. Twelve applications were selected to present to the committee. Seven companies (one TechLaunch, six SEED Co-Investment) were recommended by the Investment Committee for approval of an investment by the Board.

CLOSED SESSION:

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

RESOLVED, the Board hereby approves entering Closed Session at 10:43 a.m. pursuant to Sections 610.021 (1) and (14) RSMo.

Jason Hall	aye	Dr. Jim Baker	aye	Dr. Detric Carter	aye
Dan Cobb	aye	Rob Dixon	aye	Rep Travis Fitzwater	aye
Garry Kemp	aye	Dr. Mark McIntosh	aye	Lisa Nichols	aye
Michael O’Connell III	aye	Donn Rubin	aye	Erv Switzer	aye

Ms. Nichols left the meeting at 11:00 a.m.

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

RESOLVED, the Board hereby approves exiting Closed Session at 11:04 a.m.

Jason Hall	aye	Dr. Jim Baker	aye	Dr. Detric Carter	aye
Dan Cobb	aye	Rob Dixon	aye	Rep Travis Fitzwater	aye
Garry Kemp	aye	Dr. Mark McIntosh	aye	Michael O’Connell III	aye
Donn Rubin	aye	Erv Switzer	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:

TechLaunch:

On motion by Mr. Cobb, seconded by Dr. Carter, the following resolutions were approved by those members present. Mr. Rubin recused himself from the vote (due to his affiliation with BioGenerator which is a co-investor in the applicant).

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

TL-2020-25-004 Impetus Agriculture Inc. \$100,000

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 award; and

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

SEED Capital Co-Investment:

On motion by Chair Hall, seconded by Dr. Carter, the following resolutions were approved by those members present. Mr. Cobb (due to his co-investment in the applicant) and Dr. Baker abstained themselves from the vote (due to his relationships with economic development organizations associated with Missouri State University).

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

SEED-2020-25-018 Compatio, LLC \$250,000.

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 Executive Director on behalf of the MTC to execute and deliver all documents relating to such awards.

On motion by Chair Hall, seconded by Dr. Carter, the following resolutions were unanimously approved by those members present.

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

SEED-2020-25-006	Healium dba StoryUp	\$100,000
SEED-2020-25-007	Kremenak NanoTech Inc.	\$250,000
SEED-2020-25-010	Outside360, LLC	\$100,000
SEED-2020-25-012	SensrTrx, LLC	\$200,000
SEED-2020-25-020	Healthy Hip Hop Inc.	\$100,000

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 Executive Director on behalf of the MTC to execute and deliver all documents relating to such awards.

ECONOMIC DEVELOPMENT REPORT:

Director Dixon presented to the Board an update on Missouri’s economy in light of the pandemic. He reviewed the unemployment rates in Missouri in comparison to the U.S. as a whole. He noted a recent increase of revenue for small businesses in Missouri after an earlier sharp drop. Lastly, he reviewed the Governor’s Show-Me Strong Recovery Plan for the reopening of the state.

FUTURE DIRECTION OF MTC:

Strategic Consideration for FY2021: Chair Hall talked with the Board about MTC future funding given the near-term uncertainty regarding the level of financial support that may be expected from the state and the needs to its various stakeholders, including Innovation Centers, MOBEC grant recipients, and the participants in the IDEA Fund program. Director Scatizzi outlined the current cash balance and current obligations and advised that the Board was scheduled to focus on budgetary matters at its upcoming special purpose meeting on July 13th. The Board discussed considerations for financial planning in light of the uncertainty of funding and implications for the future direction of MTC. Mr. Dixon spoke of the partnership that Missouri Department of Economic Development and MTC have. He added that with this partnership, MTC can expect assistance from the Department to work through the strategic planning and logistics.

NEW BUSINESS: None

2020 MEETING SCHEDULE

- July 13, 2020 – remote
- October 21, 2020 – St. Louis/remote

2021 MEETING SCHEDULE

- January 2021 – Central MO/remote
- April 2021 – Central MO/remote

ADJOURNMENT:

Having no further business on the agenda, and on motion by Chair Hall, seconded by Mr. Rubin, the meeting adjourned at 11:46 a.m.

MEETING ADJOURNED