

Minutes
Missouri Technology Corporation Executive Committee
Wednesday, January 29, 2020

The Executive Committee (the “Executive Committee”) of the Board of Directors of Missouri Technology Corporation (the “MTC”) met on Wednesday, January 29, 2020, beginning at 2:00 p.m. The meeting was held via conference call.

Members of the Executive Committee participating:

Jason Hall	Chair – present
Garry Kemp	Member – present
Dr. Jim Baker	Member – present
Dr. Dedric Carter	Member – present
Rob Dixon	Member – absent

Staff and Counsel participating:

Tori Benson	MTC Interim Executive Director
Greg Patterson	Thompson Coburn LLP

WELCOME AND CALL TO ORDER:

Chair Hall called the meeting to order at 2:03 p.m. and declared a quorum to be present with four members of the Executive Committee participating.

APPROVAL OF MINUTES:

Chair Hall asked if there were any comments on the draft minutes of the December 17, 2019, Executive Committee meeting, which had been distributed to the Committee prior to the meeting. There were no comments. On motion by Chair Hall, seconded by Dr. Carter, the following resolution was unanimously approved by those members present:

RESOLVED, the Executive Committee hereby approves the minutes of the Executive Committee meeting held on December 17, 2019, as submitted.

CLOSED SESSION:

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

RESOLVED, the Executive Committee hereby approves entering into Closed Session at 2:05 p.m. pursuant to Sections 610.021 (1), (12) (14) and (15) RSMo.

Chair Hall	aye
Dr. Baker	aye
Dr. Carter	aye
Mr. Kemp	aye

Interim Executive Director Benson exited the meeting during Closed Session.

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

RESOLVED, the Executive Committee hereby approves reconvening from Closed Session at 2:44 p.m.

Chair Hall	aye
Dr. Baker	aye
Dr. Carter	aye
Mr. Kemp	aye

Chair Hall reported that the Executive Committee took no action in Closed Session after a discussion confined to the matters stated above.

NEW EXECUTIVE DIRECTOR:

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

RESOLVED, that the Executive Committee on behalf of the MTC Board hereby authorizes Dr. Carter to negotiate the terms of employment with the lead candidate for the permanent Executive Director position, in accordance with the terms discussed by the Committee.

ENGAGEMENT OF PROFESSIONAL EMPLOYER ORGANIZATION:

On motion by Mr. Kemp, seconded by Dr. Baker, the following resolutions were unanimously approved by those members present:

RESOLVED, that, in connection with the employment of the permanent Executive Director, the Executive Committee on behalf of the MTC Board hereby authorizes the MTC Chairman to negotiate the engagement of a professional employer organization on such terms as the MTC Chairman may determine necessary or advisable; and

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

NEW BUSINESS

None.

On motion by Chair Hall, seconded by Dr. Carter, the meeting adjourned at 2:48 p.m.

MEETING ADJOURNED