

Minutes
Missouri Technology Corporation Executive Committee
Friday, June 4, 2021

The Executive Committee (the “Executive Committee”) of the Board of Directors of Missouri Technology Corporation (the “MTC”) met on Friday, June 4, 2021, beginning at 3:00 p.m. The meeting was held via conference call.

Members of the Executive Committee participating:

Dr. Dedric Carter	Chair – present
Dan Cobb	Member – present
Dr. Jim Baker	Member – present
Rob Dixon	Member – present (joined 3:15 p.m.)
Garry Kemp	Member – present

Staff and Counsel participating:

Jack Scatizzi	Executive Director
Amy Steinman	MTC Staff
Greg Patterson	Thompson Coburn LLP
Erika Fiola	MTC Consultant

WELCOME AND CALL TO ORDER:

Chair Carter called the meeting to order at 3:00 p.m. and declared a quorum to be present with four members of the Executive Committee participating.

APPROVAL OF MINUTES:

Chair Carter asked if there were any comments on the draft minutes from the May 21, 2021, Executive Committee meeting, which had been distributed prior to the meeting. There were no comments. On motion by Mr. Cobb, seconded by Dr. Baker, 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 May 21, 2021, as submitted.

CLOSED SESSION:

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

RESOLVED, the Executive Committee hereby approves entering into Closed Session at 3:01 p.m. pursuant to Sections 610.021 (1), (2), (12), (14) and (15) RSMo.

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

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

RESOLVED, the Executive Committee hereby approves reconvening from Closed Session at 3:36 p.m.

Chair Carter	aye
Dr. Baker	aye
Mr. Cobb	aye
Mr. Dixon	aye
Mr. Kemp	aye

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

INVESTMENT IN STORYUP INC. d/b/a HEALIUM:

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

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the transaction documents for an investment by MTC in an amount up to \$100,000 in the form of a Convertible Promissory Note pursuant to Seed Capital Co-Investment Application SEED 2020-25-006 (StoryUp Inc d/b/a Healium) in substantially the forms presented;

FURTHER RESOLVED, the Executive Committee on behalf of the MTC Board hereby authorizes the MTC Executive Director to execute and deliver on behalf of the MTC such transaction documents; and

FURTHER RESOLVED, the Executive Committee on behalf of the MTC Board hereby authorizes the MTC Executive Director on behalf of the MTC 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 investment.

MOBEC – ST. LOUIS ECONOMIC DEVELOPMENT PARTNERSHIP

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

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the amendment agreement to the MOBEC Grant agreement for the grant to St. Louis Economic Development Partnership pursuant to proposal MOBEC 2017-23-010, increasing the grant amount by \$249.79 and extending the time eligible to seek reimbursement for grant expenditures in substantially the form presented; and

FURTHER RESOLVED, the Executive Committee on behalf of the MTC Board hereby authorizes the MTC Executive Director full power and authority on behalf of the MTC to complete any remaining due diligence and to negotiate, amend, approve, execute and deliver any and all agreements, documents or instruments and to take such other actions as may be necessary or desirable in connection with, or in furtherance of, such amendment.

STATEWIDE STRATEGIC INITIATIVE VENDOR ENGAGEMENT:

On motion by Chair Carter, seconded by Mr. Cobb, the following resolution was unanimously approved by those members present:

RESOLVED, the Executive Committee on behalf of the MTC Board hereby authorizes the MTC Executive Director to commence negotiations with TEconomy Partners for the MTC's engagement of a vendor to design and operate the MTC's Statewide Strategic Initiative.

NEW BUSINESS: Executive Director Scatizzi provided updates to the Executive Committee on the status of the Innovation Center contract amendments, the MOBEC grant agreements and the outstanding IDEA projects. Chair Carter discussed the upcoming Board meetings, including his hope that the Board meeting in the fall to be held in-person in St. Louis.

MEETING ADJOURNED:

On motion by Mr. Cobb, seconded by Chair Carter, the meeting adjourned at 3:48 p.m.