

**Minutes**  
**Missouri Technology Corporation Executive Committee**  
**Friday, August 26, 2022**

The Executive Committee (the “Executive Committee”) of the Board of Directors of Missouri Technology Corporation (the “MTC”) met on Friday, August 26, 2022, beginning at 3:30 p.m. The meeting was held via conference call.

Members of the Executive Committee participating:

Dr. Dedric Carter	Chair – present
Dr. Jim Baker	Member – present
Shad Burner	Member (proxy for the Acting Director of Economic Development) – present (joined 3:34 p.m.)
Dan Cobb	Member – present
Erv Switzer	Member – absent

Staff and Counsel participating:

Jack Scatizzi	Executive Director
Erika Fiola	MTC Staff (joined 3:33 p.m.)
Jeff Macon	MTC Staff
Michael Curnes	MTC Staff
Amy Steinman	MTC Staff
Greg Patterson	Thompson Coburn LLP

**WELCOME AND CALL TO ORDER:**

Chair Carter called the meeting to order at 3:31 p.m. and declared a quorum to be present with three members of the Executive Committee participating.

**APPROVAL OF MINUTES:**

Chair Carter asked if there were any comments on the draft minutes from the July 22, 2022, Executive Committee meeting, which had been distributed prior to the meeting. On a 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 July 22, 2022, as submitted.

**CLOSED SESSION:**

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

**RESOLVED**, the Executive Committee hereby approves entering into Closed Session at 3:33 p.m. pursuant to Sections 610.021 (1), (3), (12), (14) and (15) RSMo.

Chair Carter	aye
Dr. Baker	aye
Mr. Cobb	aye

The Executive Committee members, the Executive Director and Counsel held an Executive Session from 4:02 p.m. until 4:17 p.m. for a personnel update. No MTC staff other than the Executive Director attended the Executive Session.

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

**RESOLVED**, the Executive Committee hereby approves reconvening from Closed Session at 4:20 p.m.

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

Chair Carter reported that the Executive Committee took no action in Closed Session after a discussion confined to the matters set forth in the agenda. At the time of the discussion with respect to Compatio LLC, Mr. Cobb disclosed that he is a current investor in the company and recused himself from such discussion.

**DISCUSS INVESTMENT IN MISSION CONTROL GG, INC.:**

On a motion by Mr. Cobb, seconded by Dr. Baker, 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 the MTC in an amount up to \$50,000 in the form of a SAFE (Simplified Agreement for Future Equity) pursuant to Seed Capital Co-Investment Application SEED-2021-26-007 (Mission Control GG, Inc.) in substantially the form 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 the SAFE; 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.

**REVIEW FY2023 INNOVATION CENTER CONTRACTS:**

On a motion by Chair Carter, seconded by Mr. Burner, the following resolutions were unanimously approved by those members present (Mr. Cobb recused himself from the discussion and the vote due to his relationship with the Missouri State University. Chair Carter noted that conflicts of interest with respect to Dr. Baker were resolved as of the end of the prior fiscal year upon Dr. Baker’s retirement.):

**RESOLVED**, the Executive Committee on behalf of the MTC Board hereby approves the Innovation Center Contracts (the “Contracts”) in substantially the forms 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 the Contracts and 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, the Contracts.

**PRESENT FY2023 & FY2024 PROGRAMMIC CALENDARS:**

Executive Director Scatizzi presented the proposed programmatic calendar for the remainder of fiscal year 2023 and a portion of fiscal year 2024.

**NEW BUSINESS:**

**MEETING ADJOURNED:**

On a motion by Mr. Cobb, seconded by Dr. Baker, the meeting adjourned at 4:33 p.m.