

**Minutes**  
**Missouri Technology Corporation Executive Committee**  
**Friday, January 14, 2022**

The Executive Committee (the “Executive Committee”) of the Board of Directors of Missouri Technology Corporation (the “MTC”) met on Friday, January 14, 2022, beginning at 3:00 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
Dan Cobb	Member – present
Garry Kemp	Member – present
Maggie Kost	Member – present – joined 3:03 p.m.

Staff and Counsel participating:

Jack Scatizzi	Executive Director
Erika Fiola	MTC Staff
Amy Steinman	MTC Staff
Greg Patterson	Thompson Coburn LLP – joined 3:03 p.m.

**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 December 17, 2021, Executive Committee meeting, which had been distributed prior to the meeting. On motion by Mr. Kemp, seconded by Chair 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, 2021, as submitted.

**CLOSED SESSION:**

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

**RESOLVED**, the Executive Committee hereby approves entering into Closed Session at 3:02 p.m. pursuant to Sections 610.021 (1), (12), (14) and (15) RSMo.

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

Ms. Kost and Mr. Patterson joined the meeting at 3:03 p.m.

Chair Carter recused himself from the discussion of Cardialen, Inc.

On 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 3:38 p.m.

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

**VENTURE ASSOCIATE CONSULTANT AGREEMENT:**

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

**RESOLVED**, the Executive Committee on behalf of the MTC Board hereby approves the Consulting Agreement by and between the MTC and Michael Curnes, on the terms presented, including (a) payment to Mr. Curnes for time billed and accounted for at a rate equal to \$51 per hour (b) such agreement is terminable by either party at any time on at least ten days' written notice, and (c) Mr. Curnes will be an independent contractor, and not an employee, of the MTC; and

**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 Consulting Agreement on the terms presented with such modifications as the Executive Director deems necessary or desirable in connection with, or in furtherance of, the engagement of Mr. Curnes.

**FY22 MID-YEAR OPERATING BUDGET AMENDMENTS:**

Executive Director Scatizzi presented proposed budget modifications to the Executive Committee due to: (a) two contracts with the National Geospatial-Intelligence Agency not anticipated at the time of the current budget, (b) consulting need increases due to the continued open Venture Associate position, and (c) the proposed increased staffing plan due to anticipated SSBCI Federal funds. The budget modifications will be presented to the MTC's Board at the January 27, 2022, meeting for approval.

**STATEWIDE STRATEGIC INITIATIVE UPDATE:**

Chair Carter reported to the Executive Committee the following status updates of the Statewide Strategic Initiative: (a) a draft of Missouri's Strategic Plan to Catalyze Innovation and Entrepreneurship has been distributed and reviewed by MTC staff and the Steering Committee which met on January 6, 2022, and (b) the most recent draft of the document will be distributed to the MTC Board prior to the January 27, 2022, meeting with an operational plan regarding the recommendations in the report to be finalized this spring.

**NEW BUSINESS:**

Chair Carter introduced a proposal to split the Board Secretary and Treasurer positions, currently both held by Dr. Baker, for administrative convenience and reported that he intended to request the MTC's Board's views at the January 27, 2022, meeting. Mr. Patterson will review the MTC bylaws and Committee charters for legal purposes.

Executive Director Scatizzi reminded the Executive Committee of the next scheduled meeting on February 10, 2022.

Ms. Kost informed the Executive Committee of the Governor's State of the State address on Wednesday, January 19, 2022.

**MEETING ADJOURNED:**

On motion by Dr. Baker, seconded by Mr. Cobb, the meeting adjourned at 3:58 p.m.



***Draft* AGENDA**  
**Missouri Technology Corporation**  
**Executive Committee**  
**January 14, 2022**  
**3:00 p.m. to 4:00 p.m.**  
**Remote Meeting via WebEx**

**WebEx Link:** <https://missouritechnology.webex.com/meet/amy.steinman>

**Call-In Number:** 1-415-655-0001

**Meeting Access Code:** 120 038 1236 ##

3:00 p.m.	Call to Order and Establishment of Quorum	Chairman
3:03 p.m.	Review Minutes from December 17, 2021 Meeting <b><u>Action:</u></b> Consider and Vote on Minutes	Chairman
Closed Session Pursuant to §§610.021 (1), (3), (12), (14) and (15) RSMo		
3:05 p.m.	Review IDEA Fund Write Offs	Executive Director
3:07 p.m.	Review MOBEC Recommendations	Executive Director
3:14 p.m.	Review Venture Associate Consultant Agreement	Executive Director
3:20 p.m.	Portfolio Company Updates Cardialen, Inc. Forrest Innovations USA, Inc. BetterWeekdays, Inc. Transportant, Inc.	Executive Director
3:30 p.m.	Statewide Strategic Initiative Update	Chairman
Exit Closed Session		
3:40 p.m.	Discuss Venture Associate Consultant Agreement <b><u>Action:</u></b> Consider and Vote on Consultant Agreement	Executive Director



3:43 p.m.	Review FY22 Mid-Year Operating Budget Adjustments	Executive Director
3:50 p.m.	Statewide Strategic Initiative Update	Chairman
3:55 p.m.	New Business	Chairman
4:00 p.m.	Adjourn	Chairman