

Minutes
Missouri Technology Corporation Executive Committee
Friday, November 5, 2021

The Executive Committee (the “Executive Committee”) of the Board of Directors of Missouri Technology Corporation (the “MTC”) met on Friday, November 5, 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
Garry Kemp	Member – present

Staff and Counsel participating:

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

WELCOME AND CALL TO ORDER:

Chair Carter called the meeting to order at 3:06 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 October 8, 2021, Executive Committee meeting, which had been distributed prior to the meeting. On motion by Dr. Baker, 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 October 8, 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 3:07 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

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 3:23 p.m.

Chair Carter	aye
Dr. Baker	aye
Mr. Cobb	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.

MODIFICATION REQUEST TO NGA CONTRACTS:

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

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the Amendment of Solicitation/Modification of Contracts CPO-0001, 0002, & 0003 (collectively, the “NGA Contract Amendments”) in substantially the forms presented; and

FURTHER RESOLVED, the Executive Committee on behalf of the MTC Board hereby grants 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 NGA Contract Amendments any and all agreements, documents or instruments and to take such other actions as may be required or desirable in connection with the NGA Contract Amendments.

MOBEC GRANT REVIEWER CONSULTANT AGREEMENT:

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

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the execution of a Consulting Agreement by and between the MTC and Julie Maurer on the terms presented, including (a) payment to Ms. Maurer for time billed and accounted for at a rate equal to \$70 per hour, (b) an initial term of one year, subject to termination by either party at any time on at least ten days’ written notice, and (c) designation of Ms. Maurer as 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 Ms. Maurer.

SSBCI 2.0 PROGRAM OVERVIEW:

Executive Director Scatizzi presented the Executive Committee with an update on the Federal SSBCI 2.0 program, including recent guideline changes. Executive Director Scatizzi outlined preliminary MTC programs funded pursuant to the Federal SSBCI 2.0 program, prepared by MTC Staff following discussions with 16 key opinion leaders from Missouri’s most active risk-capital providers and entrepreneurial support organizations.

STATEWIDE STRATEGIC INITIATIVE UPDATE:

Chair Carter reported to the Executive Committee the following status updates of the Statewide Strategic Initiative: (a) the focus groups continue to meet and make progress, (b) MTC staff and Board members are preparing for the third meeting of the Steering Committee which is scheduled for November 18, 2021, and (c) the overall process remains on schedule.

NEW BUSINESS: Executive Director Scatizzi reported that preliminary invites for the 2022 Executive Committee meetings have been sent. Staff will continue to work to send the rest of the meeting invites through the end of the fiscal year.

Chair Carter informed the Executive Committee that MTC has received financials requests from Missouri Department of Revenue. The MTC team is working to get clarity and context on the requests and the historical engagements in this space.

MEETING ADJOURNED:

On motion by Mr. Cobb, seconded by Chair Carter, the meeting adjourned at 3:56 p.m.