

Minutes
Missouri Technology Corporation
Tuesday, February 21, 2023

The regular meeting of the Missouri Technology Corporation (the “MTC”) Board of Directors (the “Board”) was held on Tuesday, February 21, 2023, beginning at 2:00 p.m. by teleconference.

Members present or absent:

Dr. Dedric Carter	Chair	Present
Dr. Jim Baker	Member	Present
Dan Cobb	Member	Present
Kathryn Allen	Member	Present
Shad Burner	Member (proxy for the Acting Director of Economic Development) – present	
Allen Dillingham	Member	Present
Sen. Denny Hoskins	Member	Absent
Ajay Jhamb	Member	Absent
Michael O’Connell	Member	Absent
Stephanie Regagnon	Member	Absent
Donn Rubin	Member	Present
Dr. Tom Spencer	Member designee-MU	Present
Erv Switzer	Member	Present

Staff, Outside Legal Counsel, and Guest present:

Jack Scatizzi	MTC Executive Director
Erika Fiola	MTC Staff
Melissa Grizzle	MTC Staff
Nate Marschalk	MTC Staff
Amy Steinman	MTC Staff
Greg Patterson	Thompson Coburn LLP, MTC Legal Counsel

WELCOME AND CALL TO ORDER:

Chair Carter called the meeting to order at 2:02 p.m. with a quorum established with nine members present.

APPROVAL OF MINUTES:

Chair Carter asked if there were any comments on the draft minutes of the January 26, 2023, Board meeting, which had been distributed to the Board prior to the meeting. There were no comments. On a motion by Mr. Switzer, seconded by Mr. Cobb, the following resolution was unanimously approved by those members present:

RESOLVED, the Board hereby approves the minutes of the regular Board meeting held on January 26, 2023, as submitted.

CLOSED SESSION:

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

RESOLVED, the Board hereby approves entering Closed Session at 2:04 p.m. pursuant to Sections 610.021 (12), (14), and (15) RSMo.

Dr. Dedric Carter	aye	Kathryn Allen	aye	Dr. Baker	aye
Dan Cobb	aye	Allen Dillingham	aye	Shad Burner	aye
Donn Rubin	aye	Dr. Spencer	aye	Erv Switzer	aye

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

RESOLVED, the Board hereby approves exiting Closed Session at 2:17 p.m.

Dr. Dedric Carter	aye	Kathryn Allen	aye	Dr. Baker	aye
Dan Cobb	aye	Allen Dillingham	aye	Shad Burner	aye
Donn Rubin	aye	Dr. Spencer	aye	Erv Switzer	aye

During the Closed Session, Mr. Cobb and Dr. Baker notified the Board of certain potential conflicts of interest arising from their service as a board member or other involvement with respect to Missouri State University (Mr. Cobb serves as a board member of Springfield Innovation, Inc. which is affiliated with Missouri State University and Dr. Baker serves as Assistant to the President for Government Relations for Missouri State University). As a result of such potential conflicts of interest, Mr. Cobb and Dr. Baker recused themselves from all discussions with regard to Missouri State University – Jordan Valley Innovation Center.

Chair Carter reported that the Board took no action in the Closed Session after a discussion confined to the matters set forth in the agenda. The Board continued its discussion in Open Session.

DISCUSSION OF ADVANCED MANUFACTURING GRANT PROGRAM RECOMMENDATIONS:

On a motion by Mr. Dillingham, seconded by Ms. Allen, the following resolutions were unanimously approved by those members present (Mr. Cobb and Dr. Baker recused themselves from all discussions and the vote due to the potential conflicts of interest described above.)

RESOLVED, the Board hereby approves the following Advanced Manufacturing Grant Program applications, subject to satisfaction of ordinary program conditions:

AdvManu 2023-02-003 API Innovation Center in an amount up to \$9.45 million; and
AdvManu 2023-02-005 Missouri State University – Jordan Valley Innovation Center in an amount up to \$5.4 million

FURTHER RESOLVED, the Board hereby delegates to the MTC Executive Committee full power and authority on behalf of the MTC to complete any remaining due diligence and 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 awards; and

FURTHER RESOLVED, the Board hereby authorizes the MTC Executive Director on behalf of the MTC to execute and deliver all documents relating to such awards.

NEW BUSINESS:

None.

ADJOURNMENT:

Having no further business on the agenda, and on motion by Mr. Cobb, seconded by Chair Carter, the meeting adjourned at 2:22 p.m.

MEETING ADJOURNED