

Minutes
Missouri Technology Corporation Executive Committee
Tuesday, January 16, 2024

The Executive Committee (the “Executive Committee”) of the Board of Directors of Missouri Technology Corporation (the “MTC”) met on Tuesday, January 16, 2024, beginning at 3:30 p.m. The meeting was held via conference call.

Members of the Executive Committee participating:

Dan Cobb	Chair – present
Kathryn Allen	Member – present
Allen Dillingham	Member – absent
Michelle Hataway	Member – present
Erv Switzer	Member – present

Staff and Counsel participating:

Jack Scatizzi	Executive Director
Amy Steinman	MTC Staff
Greg Patterson	Thompson Coburn LLP
Paul Eisenstein	Missouri Department of Economic Development
Jonathan Levy	Levy Consulting Services, LLC – joined 4:10 p.m. left 4:50 p.m.
Monique Levy	Levy Consulting Services, LLC – joined 4:10 p.m. left 4:50 p.m.

WELCOME AND CALL TO ORDER:

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

APPROVAL OF MINUTES:

Chair Cobb asked if there were any comments on the draft minutes from the December 19, 2023, Executive Committee meeting, which had been distributed prior to the meeting. On a motion by Mr. Switzer, seconded by Ms. Allen, 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 19, 2023, as submitted.

CLOSED SESSION:

On a motion by Ms. Allen, seconded by Ms. Hataway, the following resolution was approved by roll call vote:

RESOLVED, the Executive Committee hereby approves entering into Closed Session at 3:34 p.m. pursuant to Sections 610.021 (1), (2), (3), (11), (12), (14) and (15) RSMo.

Chair Cobb	aye
Ms. Allen	aye
Ms. Hataway	aye
Mr. Switzer	aye

The Executive Committee members, the Executive Director, and Counsel held an Executive Session from 4:10 p.m. until 4:50 p.m. to discuss personnel updates.

On a motion by Ms. Allen, seconded by Ms. Hataway, the following resolution was approved by roll call vote:

RESOLVED, the Executive Committee hereby approves reconvening from Closed Session at 4:52 p.m.

Chair Cobb	aye
Ms. Allen	aye
Ms. Hataway	aye
Mr. Switzer	aye

Chair Cobb reported that the Executive Committee took no action in Closed Session after a discussion confined to the matters set forth in the agenda.

REVIEW FY24 MID-YEAR OPERATING BUDGET ADJUSTMENTS:

Executive Director Scatizzi reported to the Executive Committee on the MTC’s current income and expenditures relative to the approved budget. Executive Director Scatizzi presented an amended budget, which had been distributed to the Committee prior to the meeting. The budget modifications will be presented to the MTC’s Board at the January 25, 2024, meeting for approval.

DISCUSS KANSAS CITY TECH HUBS PROPOSAL:

On a motion by Chair Cobb, seconded by Ms. Allen, the following resolutions were approved by those members present (Ms. Allen recused herself from the voting due to a potential conflict of interest. Ms. Allen is a shareholder with Polsinelli PC. Kansas City Tech Hubs is a current client of Polsinelli. In the materials it provided, BioNexus stated that it will be receiving a grant from Kansas City Tech Hubs. Ms. Allen has not been directly involved in any representation of Kansas City Tech Hub.):

WHEREAS, the MTC received a grant request and supporting documentation from BioNexus KC (“BioNexus”) in connection with the launch of the Kansas City Inclusive Biologics and Biomanufacturing Tech Hub program (the “Program”); and

WHEREAS, BioNexus informed the MTC that BioNexus has applied for certain federal funding to support the Program and advised that the federal funding requires matching funding requirements from state and local sources to secure the award of federal funding; and

WHEREAS, in light of the time sensitivities outlined by BioNexus in its other funding initiatives, the Executive Committee reviewed the materials provided by BioNexus and determined that a grant to BioNexus is in the interests of the MTC and supports the economic development initiatives of the MTC in the state of Missouri; now therefore be it

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the grant to BioNexus KC for the purpose of the Kansas City Inclusive Biologics and Biomanufacturing Tech Hub program in the amount of up to \$250,000; 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, 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 grant; and

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

NEW BUSINESS:

None.

MEETING ADJOURNED:

On a motion by Chair Cobb, seconded by Ms. Allen, the meeting adjourned at 5:00 p.m.