

Minutes
Missouri Technology Corporation Executive Committee
Friday, March 26, 2021

The Executive Committee (the “Executive Committee”) of the Board of Directors of Missouri Technology Corporation (the “MTC”) met on Friday, March 26, 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 – absent
Rob Dixon	Member – absent
Garry Kemp	Member – present

Staff and Counsel participating:

Jack Scatizzi	Executive Director
Kaitlin Cavey	MTC Staff
Amy Steinman	MTC Staff
Greg Patterson	Thompson Coburn LLP

WELCOME AND CALL TO ORDER:

Chair Carter called the meeting to order at 3:00 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 March 12, 2021, Executive Committee meeting, which had been distributed prior to the meeting. There were no comments. On motion by Chair Carter, seconded by Mr. Cobb, 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 March 12, 2021, as submitted.

CLOSED SESSION:

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

RESOLVED, the Executive Committee hereby approves entering into Closed Session at 3:01 p.m. pursuant to Sections 610.021 (1), (12), (14) and (15) RSMo.

Chair Carter	aye
Mr. Cobb	aye
Mr. Kemp	aye

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

RESOLVED, the Executive Committee hereby approves reconvening from Closed Session at 3:36 p.m.

Chair Carter	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.

RESCIND MOBEC AWARD:

On motion by Chair Carter, seconded by Mr. Cobb, the following resolution was unanimously approved by those members present:

RESOLVED, the Board hereby rescinds its prior approval of the application for financial assistance under the Missouri Building Entrepreneurial Capacity (MOBEC) program for The Curators of the University of Missouri – Coulter Program (MOBEC 2016-21-002) adopted at its meeting held January 26, 2017, with respect to the undrawn amount of \$200.98 and, accordingly, the reservation of such funds hereby is revoked and the reserved funds shall be available for other use under MTC programs.

PLANIT IMPACT SAFE CONVERSION:

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

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the conversion of the MTC’s existing Simple Agreement for Future Equity (SAFE) into Series Seed Preferred Stock issued by PlanIT Impact Inc. pursuant to the conversion documents in substantially the forms presented (the “PlanIT Impact Conversion”); 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 all documents relating to the PlanIT Impact Conversion; 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, the PlanIT Impact Conversion.

IDEA FUND SURVEY MARKETING FLIER:

Executive Director Scatizzi presented the current draft marketing materials created in response to MTC’s survey of portfolio companies. A discussion was had and the Executive Committee provided suggestions on such marketing materials.

NEW BUSINESS: none

MEETING ADJOURNED:

On motion by Mr. Cobb, seconded by Mr. Kemp, the meeting adjourned at 3:54 p.m.