

Minutes
Missouri Technology Corporation Executive Committee
Friday, September 10, 2021

The Executive Committee (the “Executive Committee”) of the Board of Directors of Missouri Technology Corporation (the “MTC”) met on Friday, September 10, 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 – absent
Dr. Jim Baker	Member – present
Rob Dixon	Member – absent
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 3:00 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 August 27, 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 August 27, 2021, as submitted.

CLOSED SESSION:

On motion by Mr. Kemp, seconded by Chair Carter, 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), (2), (12), (14) and (15) RSMo.

Chair Carter	aye
Dr. Baker	aye
Mr. Kemp	aye

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

RESOLVED, the Executive Committee hereby approves reconvening from Closed Session at 3:34 p.m.

Chair Carter	aye
Dr. Baker	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.

CIC LEASE AGREEMENT:

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

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the CIC Service Agreement in substantially the form presented (the “CIC Lease”); 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, approve, execute and deliver the CIC Lease and 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 CIC Lease.

FY2021 INNOVATION CENTER CONTRACTS:

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

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the Innovation Center Contracts with the exception of contract with the Missouri State University Innovation Center (the “Contracts”) in substantially the forms presented; 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, approve, execute and deliver the Contracts and 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 Contracts.

On motion by Mr. Kemp, seconded by Chair Carter, the following resolutions were approved by those members present (Dr. Baker recused himself due to Dr. Baker’s relationship with the Missouri State University):

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the Missouri State University Innovation Center Contract (the “Missouri State Contract”) in substantially the forms presented; 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, approve, execute and deliver the Missouri State Contract and 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 Missouri State Contract.

NGA CONTRACTS:

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

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the Statement of Work, Order for Supplies or Services and the Contract Data Requirements List for each of Requisition # NR98G11207AS01 (Accelerator #3) and Requisition # NR98G11207AS02 (Innovation Training Services) (collectively, the “NGA Contracts”) 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 Contracts and 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 NGA Contracts.

STATEWIDE STRATEGIC INITIATIVE UPDATE:

Chair Carter reported to the Executive Committee on the following status updates of the Statewide Strategic Initiative: (a).the first meeting of the Steering Committee is scheduled for September 13, 2021; (b) Executive Committee members will be provided copies of all information provided to the Steering Committee ; and (c) responses to the digital stakeholder survey have been positive and robust.

NEW BUSINESS: None.

MEETING ADJOURNED:

On motion by Mr. Kemp, seconded by Dr. Baker, the meeting adjourned at 3:48 p.m.