

Minutes
Missouri Technology Corporation Executive Committee
Friday, December 23, 2022

The Executive Committee (the “Executive Committee”) of the Board of Directors of Missouri Technology Corporation (the “MTC”) met on Friday, December 23, 2022, beginning at 10:30 a.m. The meeting was held via conference call.

Members of the Executive Committee participating:

Dr. Dedric Carter	Chair – present
Dr. Jim Baker	Member – present
Shad Burner	Member (proxy for the Acting Director of Economic Development) – present
Dan Cobb	Member – present
Erv Switzer	Member – present

Staff and Counsel participating:

Jack Scatizzi	Executive Director
Jeff Macon	MTC Staff
Amy Steinman	MTC Staff
Greg Patterson	Thompson Coburn LLP

WELCOME AND CALL TO ORDER:

Chair Carter called the meeting to order at 10:30 a.m. and declared a quorum to be present with five members of the Executive Committee participating.

APPROVAL OF MINUTES:

Chair Carter asked if there were any comments on the draft minutes from the December 16, 2022, Executive Committee meeting, which had been distributed prior to the meeting. On a motion by Dr. Baker, 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 December 16, 2022, as submitted.

CLOSED SESSION:

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

RESOLVED, the Executive Committee hereby approves entering into Closed Session at 10:31 a.m. pursuant to Sections 610.021 (1), (11), (12) and (14) RSMo.

Chair Carter	aye
Dr. Baker	aye
Mr. Burner	aye
Mr. Cobb	aye
Mr. Switzer	aye

On a 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 10:45 a.m.

Chair Carter	aye
Dr. Baker	aye
Mr. Burner	aye
Mr. Cobb	aye

Mr. Switzer aye

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

DISCUSS ADVANCED MANUFACTURING GRANT MOU AGREEMENT WITH DED:

Following a discussion on the proposed Agreement Between the Missouri Department of Economic Development and the MTC Relating to the Advanced Manufacturing funding, on a motion by Mr. Cobb, seconded by Mr. Switzer, the following resolution was unanimously approved by those members present:

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the Agreement Between the Missouri Department of Economic Development and the MTC Relating to the Advanced Manufacturing funding in substantially the form presented (the “Advanced Manufacturing Agreement”); 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 Advanced Manufacturing Agreement and any and all agreements, documents or instruments and to take such other actions as may be required or desirable in connection with the Advanced Manufacturing Agreement.

DISCUSS ADVANCED MANUFACTURING GRANT GUIDELINES:

Following a discussion on the proposed Advanced Manufacturing Grant Program grant guidelines, on a motion by Dr. Baker, seconded by Mr. Switzer, the following resolution was unanimously approved by those members present:

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the Advanced Manufacturing Grant Program grant guidelines in the form presented (the “Grant Guidelines”); 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 amend, approve and publicize the Grant Guidelines and to take such other actions as may be required or desirable in connection with, or in furtherance of the Grant Guidelines.

DISCUSS SSBCI MOU AGREEMENT WITH DED:

Following a discussion on the proposed Agreement Between the Missouri Department of Economic Development and the MTC pending review by legal counsel Relating to the State Small Business Credit Initiative, on a motion by Chair Carter, seconded by Mr. Cobb, the following resolution was unanimously approved by those members present:

RESOLVED, the Executive Committee on behalf of the MTC Board hereby approves the Agreement Between the Missouri Department of Economic Development and the MTC Relating to the State Small Business Credit Initiative, pending review by legal counsel, in substantially the form presented (the “SSBCI Agreement”); 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 SSBCI Agreement and any and all agreements, documents or instruments and to take such other actions as may be required or desirable in connection with the SSBCI Agreement.

NEW BUSINESS:

MEETING ADJOURNED:

On a motion by Dr. Baker, seconded by Chair Carter, the meeting adjourned at 10:53 a.m.