



**MINUTES OF THE  
MARYLAND VENTURE FUND AUTHORITY  
December 7, 2022  
By ZOOM link**

**Members**

A quorum was present given that all members except one member of the Maryland Venture Fund Authority (the “Authority” or “MVFA”) were present via Zoom platform and participated in the meeting.

- Grace Garry, Chair
- Brian Darmody, Vice Chair
- Aaron Eidelman
- Mike Thielke
- Michael Tumbarello
- Renee Winsky
- David Wise, Secretary (*by phone*)
- Eileen O’Rourke

Member Ann Quinn was not in attendance.

**Others in Attendance**

The following members of the TEDCO staff also participated in the meeting.

- Solomon Asad
- Stephen Auvil
- Anne Balduzzi
- Theodore Gresser
- Mindy Lehman
- Jack Miner
- Katherine Hill Richie
- Troy Stovall
- Jean-Luc Park
- Terry Rauh

Sarah Zulkosky (Recast Capital) was also present as a guest at the meeting.

The following Assistant Attorneys General were also present at the meeting.

- Lara Hjortsberg
- Jigita Patel

## OPEN SESSION

The meeting was called to order by Grace Garry, the Chair, at 9:07 a.m.

### **I. Approval of September Meeting Minutes**

Mr. Miner introduced the September 7, 2022 (“September”) meeting minutes for approval. Members were given the September meeting minutes in advance to review. Upon a motion duly made by Ms. Garry to approve the minutes and seconded by Mr. Thielke, the September minutes were approved and adopted by all present members.

### **II. Introduction of Sarah and Recast Capital**

Mr. Miner introduced Ms. Sarah Zulkosky, co-founder and managing partner of Recast Capital. TEDCO has engaged Recast Capital to source diverse managers for its SSBCI Venture (VCLP) investments. Mr. Miner explained TEDCO’s selection process for such managers and stated his desire to form a subcommittee comprising of 2 MVFA members and 3 Investment Committee members to review and approve the managers found by Recast. Ms. Zulkosky briefly introduced herself and provided information regarding Recast’s background in venture and its ability to source diversified and emerging managers for venture investments. Ms. Garry followed up with questions surrounding Recast’s process and definitions of underrepresented managers, which Ms. Zulkosky answered. Mr. Stovall showed appreciation for Mr. Miner and his investment team’s efforts in launching the SSBCI programs, making SSBCI investments, and supporting the Maryland ecosystem.

### **III. SSBCI Program Update**

Mr. Miner stated in the first quarter of the fiscal year 2022-2023, TEDCO has invested approximately \$3.1 million in SSBCI investments and that TEDCO will most likely achieve its annual goal of investing approximately over \$5 million in SSBCI investments. Mr. Miner discussed the requirements of SSBCI as well as the oversight of the program. Ms. O’Rourke asked if the requirements for both the SSBCI investment and Maryland statute and regulations would apply. Ms. Patel clarified that all the SSBCI investments must comply with Maryland statutory and regulatory requirements and also the federal SSBCI requirements. The SSBCI investments must be reviewed and approved by the Authority for compliance.

### **IV. Departure of Member Brian Darmody**

Ms. Garry announced that Mr. Darmody will be stepping down from the Authority and thanked Mr. Darmody for his contributions as a member and the vice-chair of the Authority. Ms. Garry further noted that this would be Mr. Darmody’s last meeting. Ms. Garry noted that the Authority would need to vote to appoint a successor vice-chair of the Authority, which would likely take place at the next meeting.

**V. Closed Session – Statement for Closing the Meeting**

Ms. Garry noted the Closed Session on the meeting agenda and the meeting was moved into a closed session under the Open Meetings Act as follows: General Provisions (“GP”) 3-305(a)(1)(i), to carry out an administrative function, specifically to approve the minutes of the Authority from September 1, 2021, to December 31, 2021; GP 3-305(b)(7), to consult with counsel to obtain legal advice; and GP 3-305(b)(5), to consider the investment of public funds.

Upon motion duly made by Ms. Garry and seconded by Mr. Tumbarello, the Authority unanimously approved that the meeting enter Closed Session for the referenced statutory justifications at 9:30 a.m. In addition to the Authority members who voted in favor of entering Closed Session, the following individuals remained during the Closed Session at the invitation of the Committee: Messrs. Miner, Asad, Gresser, Park, Rauh, and Stovall, and Ms. Balduzzi, Ms. Richie, Ms. Hjortsberg, and Ms. Patel.

The following is a brief summary of what occurred during the Closed Session:

- a. **Staff Update:** Mr. Miner gave a brief update on the staff turnover in the investment team. Mr. Miner discussed the departure of certain staff members and noted that currently the investment team has three open positions that needs to be filled. Mr. Miner provided a brief description and responsibilities for each open position. Mr. Wise asked whether the Authority would receive a portfolio review at the next meeting. Mr. Stovall and Mr. Miner noted that it is TEDCO’s goal to provide portfolio reviews and investment reports soon.
- b. Upon motions duly made and seconded, the Authority unanimously voted to confirm compliance for the following investments:
  - **Quidient LLC:** \$500,000, Convertible Promissory Note, Seed – Gap Fund (Ms. Garry questioned as to whether TEDCO has been making investments that are diverse and inclusive as provided in the statute and whether TEDCO has employed benchmarks for its various funds. Mr. Miner stated that Ms. Elizabeth Mazhari is TEDCO’s DEI consultant and has provided recommendations for investments. TEDCO has begun the process of collecting DEI data from applicants, but more work needs to be done as to the analysis thereof and benchmarks.)
  - **Tuzmo, Inc.:** \$100,000, Convertible Promissory Note, Pre-Seed Builder Fund (Mr. Tumbarello left the meeting at this time.)
  - **The Black Brain Trust LLC:** \$100,000, Convertible Promissory Note, Pre-Seed Builder Fund (Ms. O’Rourke left the meeting at this time.)
  - **Hopr Corporation:** \$200,000; Convertible Promissory Note; Seed - Cybersecurity Investment Fund
  - **Zero Point Five Therapeutics:** \$1,500,000; Convertible Promissory Note; Maryland Venture Fund – InvestMaryland II

- EliteGamingLIVE, Inc.: \$200,000; Convertible Promissory Note; SSBCI Social Impact Fund
- Tao Treasures LLC: \$200,000; Convertible Promissory Note; Pre-Seed Builder Fund
- Balance Theory: \$500,000; Convertible Promissory Note; Seed - Cybersecurity Investment Fund
- Medcura: \$1,000,000; Convertible Promissory Note; Venture Funds – SSBCI
- Temperature SafeNet, Inc.: \$200,000; Convertible Promissory Note; Pre-Seed Builder Fund

Mr. Wise and Ms. Garry thanked the TEDCO management and team for their work and are looking forward to a strong 2023. Mr. Stovall also thanked the team and the OAG for their work and efforts.

**V. Adjournment:** There being no further business, the meeting adjourned in Closed Session at 10:31 AM.