

**MINUTES OF THE BOARD OF
DIRECTORS MEETING
MARYLAND INNOVATION INITIATIVE (MII)**

June 28, 2016
1:30 p.m. to 4:30 p.m.

Participating Board Members:

Robert Hallenbeck, Chair
Patrick O'Shea
David Baggett
Philip Robilotto
Karl Steiner
Neil Veloso

Participating TEDCO Staff

Stephen Auvil
Dan Gincel
Silvia Goncalves
Jennifer Hammaker
John Wasilisin
Ira Schwartz, TEDCO Counsel

I. Call to Order

The meeting was called to order at 1:35 p.m.

II. Approval of Minutes of May 19, 2016.

The Board considered the minutes from the May 19, 2016 meeting. A motion was made and seconded to approve the minutes as submitted. The motion passed unanimously.

III. Chairman's Report

IV. Manager's Report

Ms. Hammaker provided an update on MII activities since the last Board meeting.

Ms. Hammaker talked about the Wilson Sonsini Medical Device Conference she attended in June 2016.

Ms. Hammaker updated the group on her efforts to hire a new Award Manager for MII.

Ms. Hammaker talked about the process for the convertible note structure that would replace the current Phase 3 reimbursable grant model.

S. Auvil explained the process for the convertible note structure as it currently function within other TEDCO programs.

A discussion ensued on the best process to notify the MII Board when TEDCO is notified by a company of the occurrence of a conversion event triggering TEDCO's option to

convert a Phase 3 to equity. It was decided that MII staff will notify the Board that TEDCO has been notified of such communication from the company. The Board will then be afforded an opportunity to comment. TEDCO will make the decision and will notify the Chair accordingly.

J. Wasilisin discussed preparation of the tech transfer report to the Legislature due December 1st. It was decided that each of the Universities would prepare and submit 1-2 paragraphs prior to the August retreat.

V. Statement for Closing the Meeting

A motion was made and seconded that the Board go into closed session. The motion included the following:

STATUTORY AUTHORITY TO CLOSE SESSION

State Government Article Sec.10-508(a)(5):

A public body may meet in closed session ... to consider the investment of public funds.

TOPICS TO BE DISCUSSED: The MII board will discuss which pending grant applications to consider, given the rankings received and other relevant factors. The discussion might also relate to the characteristics of specific applications.

REASON FOR CLOSING: The MII board believes that confidentiality is essential to protect sensitive information about plans and processes that applicants divulge, to avoid a chilling effect on future submissions, and to enable candid discussion of how best to invest limited resources.

The motion was seconded and passed unanimously. The Board went into a closed session at 2:24 p.m. to consider and vote on various grant applications. Six of the seventeen applications from the May 2016 submissions were recommended to the Board for consideration. In accordance with the provisions of the Maryland Public Ethics Law, Board members recused themselves from that portion of the discussion that pertained to applications from their own universities. The members then discussed and approved six applications.

VI. Other Business

The meeting was re-opened at 2:40pm.

B. Hallenbeck informed the Board that he will be away from January through May 2017.

P. O'Shea announced that he will be leaving his position at UMCP on January 1, 2017.

The Board agreed to elect a Vice Chair by the end of the year.

There being no further business, the meeting adjourned at 3:00 p.m.