

**MINUTES OF THE BOARD OF DIRECTORS MEETING  
MARYLAND INNOVATION INITIATIVE (MII)  
Thursday, December 13, 2012  
1:30 p.m. to 3:30 p.m.**

**Members in Attendance**

Judy Britz (representing Christian Johansson)

Eugene Deloatch

Elizabeth Good Mazhari

Robert Hallenbeck, Chair

James Hughes

Patrick O'Shea, Vice Chair

Greg Simmons

**TEDCO Staff**

Stephen Auvil

Dan Gincel

Jennifer Hammaker

Linda Saffer

Ira Schwartz, TEDCO Counsel

John Wasilisin

**I. Call to Order**

The meeting was called to order at 1:30 p.m.

**II. Approval of Minutes of November 9, 2012 Board Meeting**

The Board considered the minutes from the November 9, 2012 meeting. A motion was made and seconded to approve the minutes as submitted. The motion passed unanimously.

**III. Chairman's Report**

Mr. Hallenbeck reported that he and Ms. Hammaker have begun to meet with faculty, site miners, and administrators at each of the MII program universities. Their next 2 meetings will be held on January 11, 2013 (JHU Homewood campus and UMB).

Mr. Hallenbeck also reported that he will not be available to attend the February 14, 2013 Board meeting due to a scheduling conflict and has asked Mr. Patrick O'Shea to Chair the meeting during his absence.

#### **IV. Manager's Report**

Ms. Hammaker provided an update on MII activities since the November 9, 2012 Board meeting.

##### **A. Application Review Meeting**

The application review meeting was held on November 28, 2012. The Review Committee provided funding recommendations for the Board to review and approve.

##### **B. Site Miner Meetings**

Ms. Hammaker reported that she has begun to meet with site miners and has several meeting appointments scheduled within the upcoming months.

##### **C. December 2012 Applications**

The Board received 11 applications, which included the breakdown by category (6 Phase-I, 1 Phase-II, 4 Phase-III).

#### **V. Recusal Guidelines Update**

Mr. Schwartz reported that a waiver of the recusal requirements imposed by the Public Ethics Law will not be forthcoming from the State Ethics Commission. Mr. Schwartz offered two suggestions for consideration:

- A. to amend the enabling legislation to address this issue.
- B. to voluntarily adopt appropriate recusal guidelines like those proposed and briefly discussed previously.

Board members questioned how the recusal guidelines would impact the establishment of a quorum. Mr. Schwartz indicated that if the recusal of a member would result in the loss of a quorum, the conflicted member(s) may disclose the conflict and then be allowed to participate. If a quorum is not jeopardized, the recused member(s) must disclose the conflict and leave the room.

After discussion, a motion was made and seconded to adopt the recusal guidelines subject to language confirming the quorum provision noted above. The motion passed unanimously.

#### **VI. 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 Commission went into a closed session at 2:16 p.m. to consider and vote on various grant applications.

There being no further business, the meeting adjourned at 3:30 p.m.