

Innovation Park TLH, Inc.
Board of Directors Meeting
Collins Building
2051 East Paul Dirac Drive
Tallahassee, FL 32310

June 1, 2021
Immediately following 11:00am
LCRDA Board of Governors Meeting

Agenda

The meeting will be live streamed on our Facebook page at: <https://www.facebook.com/InnovationParkTLH>. Due to the ongoing Coronavirus/COVID-19 pandemic, anyone wishing to address the Committee may appear in person (attendance in the room may be limited) or submit written comments by 9:00am the day before the scheduled meeting date so that the comments can be distributed to the committee members. Comments submitted after this time (up to the time of the meeting) will be accepted and included in the official record of the meeting. Email comments to: publicinput@inn-park.com and reference the meeting title and date in the subject line. Include your name and contact information. All times are approximate.

1. Call to Order
2. Introduction of Guests
3. Approval of Participation by Electronic Means

In accordance with the Bylaws, there being a quorum of members present in person, the members of the Board present in person are required to approve participation by those participating via Electronic Means acknowledging that the COVID-19 pandemic constitutes extraordinary circumstances.

4. Modifications to the Agenda
5. Public Comment

Any public comment received prior to the meeting will be provided to the Board members in addition to any in-person public comment.

6. Approval of Draft Meeting Minutes, October 1, 2020 (Attachment A)
7. Financial Statements, April 30, 2021
(Link: <https://innovation-park.com/04-21-iptlh-inc-monthly-report/>)

8. Code of Ethics Policy (Attachment B)

Staff requests approval of the attached Code of Ethics Policy consistent with the requirements of Florida Statute and to comply with Conflict-of-Interest Policy requirements for federal non-profit status.

9. New Business
10. Adjourn

**Innovation Park TLH, Inc.
Board of Directors Meeting**

*This meeting was held via teleconference in accordance with
Fla. Exec. Order No. 20-69 as extended by the Governor of Florida.*

October 1, 2020
Immediately following 11:00am
LCRDA Board of Governors Meeting

DRAFT Minutes

Members in Attendance: President Kimberly Moore, Vice President Kevin Graham, Secretary/Treasurer Sonjoy Goswami.

Members Not in Attendance: None.

Guests: Melissa VanSickle, Nelson Mullins Broad & Cassel; Staff: Ron Miller, Executive Director; Peggy Bielby, Administrative Coordinator.

1. Call to Order

The meeting was called to order at 1:21 pm by President Kimberly Moore.

2. Introduction of Guests

All present introduced themselves.

3. Modifications to the Agenda

None.

4. Public Comment

None.

5. Resignations

April Salter and Eric Holmes have resigned from the IPTLH Board of Directors effective immediately prior to this meeting

6. Appointments

The Board of Governors of the Leon County Research and Development Authority have appointed Kevin Graham and Sonjoy Goswami to the IPTLH Board of Directors. Kimberly Moore shall remain as the only other current appointment to the IPTLH Board of Directors

7. Election of Officers

Melissa VanSickle presented the slate of nominees: Kimberly Moore – Chair, Kevin Graham – Vice Chair, Sonjoy Goswami - Secretary / Treasurer. There were no nominations from the floor.

Kim Moore offered a motion to elect the slate. Kevin Graham seconded the motion which passed unanimously.

8. Approval of Draft Meeting Minutes, December 12, 2019

Kevin Graham offered a motion to approve the December 12, 2019 draft meeting minutes. Sonjoy Goswami seconded the motion which passed unanimously.

9. Approval of Bank Resolution

Staff requests the Board's adoption of a bank resolution authorizing the officers of the Board of Governors and the Executive Director to exercise the banking powers for the organization, and approval for the newly elected officers to execute any other forms necessary to transfer administrative powers from the prior officers to the newly elected officers.

Kevin Graham offered a motion to adopt the bank resolution. Sonjoy Goswami seconded the motion, which passed unanimously.

10. Financial Statements, August 21, 2020

Ron Miller reviewed the financial statements as of August 2020.

11. New Business

None.

12. Adjourn

The meeting was adjourned at 1:27pm.

Next Meeting:

TBD

Innovation Park TLH, Inc.

Policy No. 21-01

Title: Code of Ethics

Date Adopted:

Effective Date:

1. PURPOSE

The proper operation of the Innovation Park TLH, Inc. (“IPTLH”) requires that the Board of Directors be independent and impartial so that the public has confidence in the integrity of the IPTLH. The purpose of this policy, “Code of Ethics” is to provide “IPTLH” Board of Directors, committee members, and employees with guidelines on behavior that inspire public confidence and avoid actions which create the appearance of using their position to obtain a personal benefit.

2. SCOPE

This Policy shall apply to the members of the IPTLH’s Board of Directors and its employees, as well as to all members of appointed boards and committees that have been created by the IPTLH. The IPTLH’s Board, committee members and employees are governed by the requirements of the Florida Code of Ethics in Sections 112.311-112.326, Florida Statutes. Particular adherence is required to the requirements in Section 112.313, Florida Statutes, as it relates to: solicitation or acceptance of gifts; doing business with one’s agency; unauthorized compensation; salary and expense; misuse of public position; conflicting employment or contractual relationship; and disclosure or use of certain information.

3. CONFLICTS BETWEEN THIS POLICY AND FLORIDA STATUTES

It is the purpose of this policy to supplement and implement the statutory requirements. The Florida Statutes shall apply in the event of any conflict between this adopted policy and the Florida Statutes.

4. INTERPRETATION

When in doubt as to the applicability and interpretation of the IPTLH's Code of Ethics, a Board member may request an opinion letter from the IPTLH's General Counsel. The General Counsel shall keep a file, open to the public, of all written opinions issued and submit a copy of each opinion rendered to every Board member. Any Board member may request a review of the opinion letter by the full Board of Directors within thirty (30) days of its issuance or it shall become final. A majority vote of the Board shall be the final determination of said opinion.

5. DEFINITIONS

As used in this Policy, the following terms shall have the following meanings:

- a. "Breach of the public trust" means a violation of a provision of the State Constitution, the Florida Code of Ethics, or this policy which establishes a standard of ethical conduct, a disclosure requirement, or a prohibition applicable to public officers or employees in order to avoid conflicts between public duties and private interests, including, without limitation, a violation of s. 8, Art. II of the State Constitution or of this part.
- b. "Conflict" or "conflict of interest" means a situation in which regard for a private interest tends to lead to disregard of a public duty or interest.
- c. "Family Member" includes: spouse, parents, siblings, aunts/uncles, children, domestic partner, and any person residing in a person's household.
- d. A "Business Associate" means any person any person or entity engaged in or carrying on a business enterprise with the person as a partner, joint venture, corporate shareholder where the shares of such corporation are not listed on any national or regional stock exchange, or co-owner of property.
- e. "Business Associated" with a person means an organization, corporation, partnership, joint venture, proprietorship or other entity or associate(s) with respect to which either the individual or Family Member:
 - i. Receives compensation or has any contractual right to future income, investment or savings income, retirement or insurance benefits, rents or alimony, or non-financial consideration and benefits;
 - ii. Serves as an officer, director, partner, or employee; or

- iii. Holds a foreseeable financial interest, which may result from an individual's official IPTLH as a member of the Committee or Board.
- f. "Gift," for purposes of ethics in government and financial disclosure required by law, means that which is accepted by a donee or by another on the donee's behalf, or that which is paid or given to another for or on behalf of a donee, directly, indirectly, or in trust for the donee's benefit or by any other means, for which equal or greater consideration is not given within 90 days, including:
- i. Real property.
 - ii. The use of real property.
 - iii. Tangible or intangible personal property.
 - iv. The use of tangible or intangible personal property.
 - v. A preferential rate or terms on a debt, loan, goods, or services, which rate is below the customary rate and is not either a government rate available to all other similarly situated government employees or officials or a rate which is available to similarly situated members of the public by virtue of occupation, affiliation, age, religion, sex, or national origin.
 - vi. Forgiveness of indebtedness.
 - vii. Transportation, other than that provided to a public officer or employee by an agency in relation to officially approved governmental business, lodging, or parking.
 - viii. Food or beverage.
 - ix. Membership dues.
 - x. Entrance fees, admission fees, or tickets to events, performances, or facilities.
 - xi. Plants, flowers, or floral arrangements.
 - xii. Services provided by persons pursuant to a professional license or certificate.
 - xiii. Other personal services for which a fee is normally charged by the person providing the services.
 - xiv. Any other similar service or thing having an attributable value not already provided for in this section.

6. GUIDELINES

- a. Use of Office for Political Campaigns or Personal Matters. Use of IPTLH resources, including but not limited to material goods and the use of office staff and/or IPTLH

personnel, for either political campaign purposes or other personal matters, is strictly forbidden.

- b. Conflict of Interest. An Employee, Board member or Committee member has a conflict of interest whenever the employee or member, or family member or business associate thereof has an existing or potential financial/personal interest in a matter pending before the IPTLH. Any potential conflicts of interest or uncertainty regarding a conflict shall be brought to the immediate attention of the Chair of the Board. Committee and Board members with a Conflict of Interest shall not vote on matters before the Committee or Board.
- c. Solicitation or Acceptance of Gifts. No Board member, Committee member or Employee shall solicit or accept anything of value to the recipient, including a gift, loan, and reward, promise of future employment, favor, or service, based upon any understanding that the vote, official action, or judgment of the Board member, Committee member, or Employee would be influenced thereby.
- d. Investigation and Prosecution of Alleged Violation of Code of Ethics. The investigation and prosecution of any alleged violation of this Code of Ethics shall be in accordance with the Florida Statutes or local ordinances.