

**Innovation Park TLH, Inc.
DBA North Florida Innovation Labs
Board of Directors Meeting**

Collins Building
2051 East Paul Dirac Drive
Tallahassee, FL 32310

March 16, 2023
11:00am – 12:00pm

Agenda

Anyone wishing to address the Board may appear in person or submit written comments by 9:00am the day before the scheduled meeting date so that the comments can be distributed to the Board 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.

1. Call to Order—Kevin Graham, Chair

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 6, 2022 (*Attachment A*)

7. Appointments to the IPTLH Board of Directors – Bill Lickson and Kevin Graham

The Board of Governors previously voted to expand the number of Innovation Park TLH (IPTLH) d/b/a North Florida Innovation Labs Board of Directors from three to seven. LCRDA has the majority of appointments to the nonprofit and will appoint four of the seven directors: the LCRDA Board of Governors will appoint one current Board of Governors member to the IPTLH Board of Directors, and three additional community members. The IPTLH Board of Directors will then appoint the remaining three directors. The LCRDA Board of Governors Chair is authorized to make the appointments to the IPTLH Board of Directors without further action from the Board of Governors.

The IPTLH Board of Directors meetings will alternate months with the LCRDA Board of Governors meetings.

Staff requests that the Board identify potential directors/advisors today and be prepared to request at the upcoming LCRDA Board of Governors meeting.

8. Director's Report – Bill Lickson

Including a discussion of sponsorship plans and pricing, and FF&E discussion.

9. Draft Operative Documents for NFIL discussion:

- a. Ground lease
- b. Side Letter Agreement (to be drafted)
- c. Membership Agreement and attachments
- d. Non-Disclosure Agreement

10. Innovation Park TLH Signature Authority – Michael Kramer

Staff requests signature authority for the Interim Executive Director of the LCRDA, or his designee, to execute and/or enter all grant requests, contracts, membership agreements, non-disclosure agreements, and human resource decisions within the current financial parameters utilized by the LCRDA.

For Discussion: Staff seeks guidance on the best approach to address:

- *Advances from FSURF*
- *Liquidation of Investment Accounts at LCRDA*

11. New Business

12. Adjourn

Upcoming 2023 Meetings

The second Thursday of every odd numbered month, 11:00am – 12:00pm
one week in advance of the Executive Committee meeting:

May 11, 2023 (conflicts with TechGrant)

July 13, 2023

September 14, 2023

November 9, 2023

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

October 6, 2022
Immediately following 11:00am
LCRDA Board of Governors Meeting

DRAFT Minutes

Members in Attendance: Kevin Graham, Tom Allen, Dave Ramsay.

Members Not in Attendance: None.

Guests: Ron Miller, Bill Lickson, Peggy Bielby, LCRDA staff.

1. Call to Order

Chair Kevin Graham called the meeting to order at 1:46pm.

2. Introduction of Guests

All present introduced themselves.

3. Approval of Participation by Electronic Means

As all members were present no approval was needed.

4. Modifications to the Agenda

Ron Miller requested to add an item following Item 12 increasing the number of IPTLH Board of Directors from the current three to seven as approved in writing at the LCRDA Board of Governors meeting on October 6, 2022.

5. Public Comment

None.

6. Election of Officers

In accordance with IPTLH Bylaws, at each Annual Meeting of the Board, the Directors shall elect officers including Chair of the Board, President, Vice President, and Secretary/Treasurer. The proposed slate of officers is as follows: Kevin Graham, Chair of the Board and President; Tom Allen, Vice President; and David Ramsay, Secretary/Treasurer.

Dave Ramsay offered a motion to elect the proposed slate of officers. Tom Allen seconded the motion which passed unanimously.

7. Approval of Draft Meeting Minutes, February 3, 2022

Tom Allen offered a motion to approve the meeting minutes. Dave Ramsay seconded the motion which passed unanimously.

8. Interim Executive Director and Signature Authority

Staff requests approval of the appointment of Leon County R&D Authority's ("LCRDA") Interim Executive director to serve as IPTLH's Interim Executive Director and delegating signature and approval authority of the Executive Director to the Interim Executive Director, effective not later than October 14, 2022, consistent with LCRDA's bylaws, policies, and procedures.

Tom Allen offered a motion to approve the appointment and delegate the authority as described. Dave Ramsay seconded the motion which passed unanimously.

9. Financial Statements, August 31, 2022

Ron Miller reviewed the Financial Statements.

Dave Ramsay offered a motion to accept the Financial Statements. Tom Allen seconded the motion which passed unanimously.

10. Budget

Staff requests approval of the draft budget for Fiscal Year 2022-23.

Ron Miller reviewed the budget and forecast.

Dave Ramsay offered a motion to approve the budget. Tom Allen seconded the motion which passed unanimously.

11. 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.

Tom Allen offered a motion to adopt the resolution and approve the officers' authority as described. Dave Ramsay seconded the motion which passed unanimously.

12. Director's Report

Bill Lickson presented the report as submitted to the LCRDA Board of Governors at its meeting. He asked for suggestions for potential members of the IPTLH Board of Directors.

13. IPTLH Board of Directors

Staff request approval to expand the number of directors on the Innovation Park TLH, Inc. board from the current 3 members to 7 members. Staff further requests authorization to develop applicants, and for the LCRDA Executive Committee to make nominations to the LCRDA board to appoint one additional member and to make nominations to the IPTLH board to make 3 additional nominations, consistent with the Bylaws of IPTLH.

Dave Ramsay offered a motion to amend the IPTLH Bylaws, subject to the review of counsel, to require that the Chair and President of the IPTLH Board of Directors shall be a member of the LCRDA Board

of Governors. Tom Allen seconded the motion which passed unanimously. This change will also require approval of the LCRDA Board of Governors.

Tom Allen offered a motion to expand the number of directors from three to seven, and for the authorizations as described. Dave Ramsay seconded the motion which passed unanimously. This change was also approved by the LCRDA Board of Governors.

14. New Business

None.

15. Adjourn

The meeting adjourned at 2:10pm.