

Leon County Research and Development Authority
Executive Committee Meeting
Collins Building
2051 East Paul Dirac Drive
Tallahassee, FL 32310

Thursday, March 23, 2023
11:00am – 1:00pm

Minutes

Members in Attendance In-Person: Vice Chair Tom Allen, Kimberly Moore, Dave Ramsay.

Members in Attendance by Electronic Means: Chair Kevin Graham.

Members Not in Attendance: None.

Guests: Michael Kramer, Bill Lickson, Ayne Markos, Christian Wnuk, Peggy Bielby, LCRDA Staff.

1. Call to Order

Vice Chair Tom Allen called the meeting to order at 11:02am.

2. Introduction of Guests

All present introduced themselves.

3. Approval of Participation by Electronic Means (if needed)

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

Dave Ramsay offered a motion to approve participation by electronic means. Kimberly Moore seconded the motion with Kevin Graham not voting.

4. Modifications to the Agenda

None.

5. Public Comment

None.

6. Approval of Draft Meeting Minutes – January 19, 2023

Kimberly Moore offered a motion to approve the draft meeting minutes. Dave Ramsay seconded the motion which passed unanimously.

7. Items for Consent Agenda at Board of Governors Meeting – April 13, 2023

- a. Engagement of agent (and commission) to lease space at Idea Lab.
- b. Request Sponsorships/Fund Raising and Board Member recruitment for NFIL.
- c. CAM collection issues and proposed change to reimbursement requests.

- d. Authorization to request EDA advances, FSURF advances, and to Liquidate Investment accounts to fund NFIL construction and furnishing.
- e. Financial Summary and Budget

Michael Kramer explained why he requested these items to be placed on the next Board of Governors meeting consent agenda. The committee agreed with the exception of Item 7.d., and directed that “Authorization to request EDA advances, FSURF advances, and to Liquidate Investment accounts to fund NFIL construction and furnishing” be placed on the regular agenda for consideration by the Board. Dave Ramsay requested that Item 7.e., “Financial Summary and Budget” also be included in the regular agenda for consideration by the Board.

Dave Ramsay offered a motion to approve the inclusion of Item 7.a., b., and c. on the Board of Governors meeting consent agenda, with Item 7.d. and e. being included as regular agenda items. Kimberly Moore seconded the motion which passed unanimously.

8. Audited Financial Statements for Fiscal Year 2021-22

The Audit Committee recommends and requests approval of the Fiscal Year 2021-22 Audited Financial Statements. Auditors Thomas Howell Ferguson issued an unmodified opinion with the report, and noted no irregularities, errors, or recommendations in its report on internal controls, report on compliance with local government investment policies, management letter or the Auditor’s Communication with Those Charged with Governance.

Dave Ramsay noted that an “unmodified opinion” is the best possible opinion.

9. Acknowledgment of the following – Bill Lickson and Ayne Markos

- a. Leasing on Idea Lab
- b. CareerSource tenancy
- c. Legislative request update
- d. EDA funding request #2
- e. NFIL Construction Status
- f. Funding and Cash Flow projections

Bill Lickson reported on the leasing inquiries, Michael Kramer reported on the CareerSource decision to reduce the square footage leased in the Morgan Building and the pending legislative request. Bill Lickson reported on the EDA funding, on-schedule construction, and potential change orders. Michael Kramer reiterated funding and cash flow challenges and their significant impact in the next 24 months. Bill Lickson highlighted the need for funding for FF&E, HR, and operations and that most lab tenants want a Biosafety Level 2 (BSL-2) lab. Ayne Markos reported on cost controls and financial projections.

The committee also decided, after discussion, to consider meeting more frequently and to discuss with the full Board authorization to act on Lab-related matters as needed.

10. Discussion Topics – Michael Kramer and Bill Lickson

- a. IPTLH Structure
- b. IPTLH Appointments
- c. IPTLH Draft Documents - Lease, Membership, Guaranty, NDA (Still needed - side letter agreement, sponsorship)
- d. Johnson Building Request

- e. FF&E for NFIL and impact
- f. OEV request

Bill Lickson shared his concerns about the proposed lease between the 501(c)(3) IPTLH and LCRDA. Bill opined that the new lab is LCRDA's most valuable asset, and that the lease to NFIL could create a more complex administrative burden in light of the lab's inevitably delayed profitability. His recommendation is that LCRDA, not IPTLH, operate the lab and that the IPTLH entity focus exclusively on fundraising.

After discussion the committee agreed to maintain the structure as established, and noted that fundraising, not structure, is the most important concern at this time.

Michael Kramer reported the Board of Governors will have to identify a member to serve on the IPTLH Board of Directors. He asked the committee to review the draft documents, and reported the National Park Service is interested in expanding their space for increased artifact storage in the Johnson Building, which would require building improvements.

11. New Business

None.

12. Adjourn

The meeting adjourned at 12:25pm.