

Board of Trustees Meeting

**Boars Head Inn & Resort
Charlottesville, VA**

**Friday, December 2, 2022
11:00 AM – 2:30 PM**

Members Present

Mr. Doug Frost
Mr. Rick Gagliano
Mr. Jeffrey Jaycox
Mr. Gabriel Lamois
Mr. Abdelkarim Moharram
Ms. Karen Sorber
Mr. Kaushik Vashee
Dr. Kristen Westover

Members Absent

Dr. Makola Abdullah
Mr. Peter Bale
Mr. Matthew Clarke
Mr. Marc Foglia
Dr. Tiffany McKillip Franks
Dr. Shannon Kennedy
Mr. John Mead
Mr. Wesley Reid
Hon. G. Bryan Slater
Dr. Bob Stolle
Mr. Wayne Stilwell

Representative Present

Mr. Fernando Espinoza (Hon. Slater)
Mr. Conway Haskins (Dr. Bob Stolle)
Ms. Flora Hezel (AG)
Mr. Andrew Nobleman (NIST)
Hon. Sarah Spota (Hon. Aimee Guidera)

Representative Absent

Dr. Eileen Van Aken (VT)
Mr. Chris Lomax (Dr. Kennedy)
Dr. Dan Roberts (Dr. Abdullah)

Others Present: Dr. Cheryl Carrico, Mr. Tony Cerilli, Mr. Steve Dalton, Mr. Josh Dawson, Mr. Bill Donohue, Mr. Mike Levy, Mr. Teddy Martin, Mr. Scott Schein, Ms. Valerie Simpson, and Mr. Dean Young.

~Call to Order~

Mr. Jaycox welcomed everyone and thanked them for attending. Next Mr. Jaycox ask Ms. Simpson to call the roll to establish a quorum. A quorum was verified by Ms. Simpson, so Mr. Jaycox called the meeting to order at 11:05 A.M.

~Approval of Minutes~

Mr. Jaycox asked the board members to review the minutes from September 2022, meeting. Mr. Jaycox next asked for any additions, corrections, changes, or discussion to the minutes. Ms. Sorber pointed out a few grammatical errors and Ms. Simpson agreed to make the corrections. Mr. Jaycox then called for a motion to accept the minutes. Mr. Lamois made a motion to accept the minutes. The minutes were properly seconded by Ms. Sorber and were approved.

~FY23 Meeting Dates~

Next, Ms. Simpson informed the board of the FY23 meeting dates:

- March 17
- June 16
- September 15
- December 1

Ms. Simpson concluded by stating that the March meeting will be held at the Boars Head Resort, Charlottesville and all other venues are TBD.

~FY22 Financial Update, FY23 Plan (4 months) ~

Mr. Dawson began by reviewing the Operations Metrics FY23. He stated that Gross bookings were \$2,958,434. Gross billings totaled \$1,922,765. Net billings were \$674,134. Backlog was \$3,041,659 and net cash position was \$2,040,947.

My Dawson next reviewed the Proposal Pipeline YTD FY23 (4 months). He stated that the number of proposals is 41, the number of contracts booked are 51, and the number of new manufacturers booked are 2.

Mr. Dawson concluded by reviewing the conflict-of-interest requirements reminding the board to file a disclosure statement with Virginia Conflict of Interest and Ethics Advisory Council. He stated that Citizen board members file a Financial Disclosure Statement annually and State employees file a Statement of Economic Interests annually.

~Strategic & Operational Updates~

Mr. Dalton began by reviewing the Impact & Survey Team progress, stating that the team was formed in mid to late September. This is when the initial meetings started, and the draft Project Charter was created. In October the Project Charter was finalized and the drafting of new procedures started and tested, and NIST training was

implemented. The GENEDGE Associates meeting was held in November at Berry Hill Inn & Resort. During the meeting in-person teams convened for discussion. NIST representative Andrew Nobleman was in attendance and heard the concerns related to the survey.

Next Mr. Levy and Mrs. Sorber informed the board of the Growth Planning Service “GENEDGE GPS”. Mr. Levy spoke on the Value Proposition stating that we believe that GENEDGE is the only manufacturing-focused consulting firm to utilize a highly transparent set of structured, proven commercialization planning tools to deliver a comprehensive and transparent pre-market evaluation, screening, and funding selection matrix prior to a firm securing financial commitments and closing on funding. Part of NIST-MEP and a nationwide network of technical and business resources that supports MEP and Virginia Commonwealth clients throughout their business growth journeys. Mr. Levy concluded by reviewing a possible example of the Anatomy of Account Based Marketing.

~Emerging Business Program Update~

Mr. Young began by stating that the intent of the program is to raise visibility and accountability for RGM leads to become prospects to become client processing.

Mr. Young next spoke on building the GENEDGE Alliance membership portal which offers subscription access to value-added, on-demand and self-paced services. The initial services include: Connex Virginia Marketplace rollout, Manufacturing Now in Virginia (a destination for content relevant to our market), Online Training Learning Management System, SME (Society of Manufacturing Engineers) Tooling U. Mr. Young concluded with presented the Business Transformation timeline to the board.

~Mobile Technology Insertion Program (MTIP)

Next Mr. Schein reviewed the Program (MTIP) with the board members. He stated that MTIP presents a unique approach to support small and mid-sized businesses to adopt advanced manufacturing and automation technologies in order to provide higher returns on investment, recapitalize the industrial base, improve production skills and retention, and address workforce shortages. Mr. Schein concluded informing the board that MTIP is awaiting Government feedback on the proposal. He concluded by informing the board members that the response is expected by the end of the 2022. The award is due in the first quarter of 2023.

~GoVA Retooling Update~

Mr. Gagliano, Chair of the GoVA Retooling Committee introduced Dr. Carrico. Dr. Carrico began by giving an overview of Phase One and Two stating that 56 companies were served, 384 jobs were created or retained, and four businesses were expanded.

She next reviewed Phase Three stating that the purpose is to provide companies an opportunity to accelerate or mitigate risk to their commercialization plans with the remaining unobligated Go Virginia funds (\$450K). She presented the timeline that covers October and November 2022, and June 2023.

Ms. Carrico concluded by giving details of the plan stating that the plan is approved through GoVA and the Department of Housing and Community Development (DHCD), that there are twelve complete and compliant

proposals received with eight being funded during a special called session of the Advisory Committee that was held on November 15, 2022, and that the average funding is \$56,000.

~Remote Participation Policy~

Ms. Hezel presented four options to the board. 1) There is no change in the current policy - meetings are all in-person. This requires that GENEDGE committee meetings also be in-person and GENEDGE will arrange to hold these to minimize travel for participants. 2) Remote participation policy – meetings allow for remote attendance with approval of chair when a physical quorum is present at the in-person portion of the meeting, if the requesting board member satisfies the criteria set forth in 2.2-3708.3(B). Committee meetings could allow members to attend virtually, if they satisfy the criteria set forth in 2.23708.3 and a quorum is physically assembled in one location. 3) Adopt a virtual meeting policy allowing up to two board meetings a year to be conducted in that manner. For committee meetings, 50 % can be virtual. 4) The remote participation and virtual meeting policy are not mutually exclusive – the board can adopt one or both, depending on the boards preference. We can also hold committee meetings in person in conjunction with a full board meeting. JMU, VT and others do this.

Next, she informed the board that a policy needs to be adopted. She stated that with whatever option adopted GENEDGE still has to have at a remote location, a quorum of eight in-person members to conduct any type of voting. She informed that a policy must be adopted for the full board and one for board committee meetings. She also stated that virtual meetings cannot be back-to-back.

A motion was made by Dr. Westover and properly seconded for the virtual meeting policy and the remote participation and virtual meeting policy for the board and for the committee meetings (a combination of 3 and 4 from above). Mr. Gagliano moved to adopt the virtual policy for committee meetings and full board meetings. It was so moved and properly seconded and adopted.

~State and Federal Initiatives, Staffing~

Mr. Donohue began by presenting two letters of support for GENEDGE, one is from the Honorable Craig C. Crenshaw, Secretary of Veterans and Defense Affairs and the other one is from the Honorable Robert J. Wittman, Member of Congress.

Mr. Donohue concluded by reviewing the GENEDGE Organization Chart with the board informing them that there are five vacant positions that need to be filled. The positions are: Digital Marketing and Content Delivery Director, Emerging Business Program Manager, Regional Growth Manager Region 3, Business Services Director – Quality, Risk Management, and a Supply Chain Service Event Manager.

~Nominating Committee~

Mr. Lamois began presenting the proposed slate of new officers to the board:

Mr. Jaycox Chair, Mr. Lamois, Vice Chair, Mr. Rick Gagliano, Retooling Committee Chair, Mrs. Sorber, Finance Committee Chair, Mr. Abdelkarim Moharram, HR and Comp Committee Chair, Mr. Donohue, Secretary, and Mr. Josh Dawson, Treasure.

Next, Mr. Jaycox called for a motion to accept the new slate of officers. Mr. Frost made a motion to accept. The motion properly seconded, and the new slate of officers was approved.

~Public Comment and Adjournment~

Mr. Jaycox called for other items and public comment. There being none, Mr. Jaycox and Mr. Donohue thanked everyone for attending. Mr. Jaycox called for a motion to adjourn. A motion was made and properly seconded and the meeting was adjourned.