



**GENEDGE ALLIANCE
Board of Trustees Meeting
Friday, December 6, 2019**

Charlottesville, VA

Members Present

Mr. Matthew Clarke
Dr. John Downey
Mr. Rick Gagliano
Ms. Marilyn Hanover
Mr. Roy Irvine
Mr. Jeff Jaycox
Mr. Jim McEwan
Mr. Abdelkarim Moharram
Dr. Wayne Stilwell
Mr. Wesley Reid

Members Absent

Dr. Makola Abdullah (rep)
Mr. Peter Bale
The Honorable Brian Ball
Dr. John Dever
Mr. Marc Foglia
Ms. Tamea Franco
Mr. Doug Frost
Dr. Jackie Gill Powell
Mr. Aviv Goldsmith
Dr. Brian Hemphill
Dr. Tiffany McKillop Franks (rep)
Mr. John Mead

Representative Present

Representative Absent

Dr. Jaime Camelio

Others Present: Mr. Jose Colucci (NIST), Mr. Tony Cerilli, Mr. Josh Dawson, Mr. Bill Donohue, Mr. Charles Harris (rep for Dr. Franks), Ms. Flora Hezel (Attorney General), Dr. Dan Roberts (rep for Dr. Abdullah), Ms. Valerie Simpson, and Mr. Dean Young.

~Call to Order~

Dr. Stilwell, called the meeting to order at 11:00 a.m. He welcomed everyone and thanked them for attending. Next Dr. Stilwell introduced Mr. Matthew Clarke to the board members.

~Approval of Minutes~

Dr. Stilwell asked the board members to review the minutes from the September 20, 2019 meeting. Dr. Stilwell next asked for any additions, corrections, changes, or discussion to the minutes. With there being no changes, Mr. Gagliano made a motion to accept the minutes, Mr. Reid properly seconded and the minutes were approved.

~Financial~

Mr. Dawson began by reviewing the Operating Metrics YTD FY20 (four months). Gross bookings were \$2,060,245. Gross billings totaled \$1,401,142. Net billings were \$562,949. Backlog was \$1,541,280 and net cash position was \$1,982,980.

Mr. Dawson next reviewed the bookings by program YTD FY20 (four months) and billings by program YTD FY20 (four months) . He then discussed the proposal pipeline YTD FY20 (four months) stating that the number of proposals was 86, number of contracts booked were 66 and the number of new manufacturers was 16.

Mr. Dawson concluded by discussing the Conflict of Interest Requirements. He reminded the board members that citizen board members are to file a Financial Disclosure Statement annually and that state employees are to file a Statement of Economic Interests annually.

~Succession Management Plan~

Mr. Donohue began by stating that the objectives were 1) to assure the continuity of the business, 2) provide for resiliency in the case of interim and/or long-term key employee losses, 3) to allow for employees to develop recognized and supported career paths that are medium to long range in nature and 4) to provide the Board of Trustees guidance to execute their responsibilities as required.

Next Mr. Donohue thanked Mr. Abdelkarim Moharram for a job well done as the board representative on the project.

Mr. Moharram addressed the key issues derived from the planning which are 1) key position driven, 2) to address critical responsibilities for the business, 3) provide guidance during unforeseen / extended circumstances and 4) assure continuity of business.

Mr. Donohue and Mr. Moharram concluded by discussing the interim position backfills stating that prior experience and term in position should be considered in the rational provided.

~ CRM / Platform Go Forward Plan~

Mr. Dawson present the plan outline to the board. Mr. Dawson next stated that the Go Forward Plan is primarily made up of a series of five task orders being executed by the Rubia Group in concert with each. He explained that the task orders will help GENEDGE update its brand messaging and materials; refresh its website; and help to implement the full CRM platform (which includes the development of training materials and training sessions with GENEDGE staff).

Mr. Dawson concluded by stating that the goal is to have GENEDGE on a new CRM System by the end of FY20 so that it can be fully engaged with the new system by the beginning of FY21.

~Proposed Legislative Change~

Mr. Donohue began by updating the board on the proposed Enabling Legislation Change.

Next Mr. Donohue reviewed a Bill to amend and reenact § 23.1-3101 et seq of the Code of Virginia, relating to the A.L. Philpott Manufacturing Extension Partnership, which requires board approval to proceed.

A recommended motion was introduced: I move that the GENEDGE Board of Trustees authorize the Executive Director to request the proposed update to the enabling legislation through the Education committees of the Virginia General Assembly.

Dr. Downy made the motion to move that the GENEDGE Board of Trustees authorize the Executive Director to request the proposed update to the enabling legislation through the Education committees of the Virginia General Assembly. Mr. Jim McEwan seconded, and the motion was approved.

~Election of Officers~

Dr. Stilwell stated that the Nominating Committee unanimously nominates the following slate of officers:

Board Chair – Mr. Jeff Jaycox

Board Vice Chair – Mr. Doug Frost

Secretary – Mr. Bill Donohue, President / Executive Director, GENEDGE

Treasurer – Mr. Josh Dawson, CFO / Business Manager, GENEDGE

Chair, Human Resources & Compensation Committee – Mr. Abdelkarim Moharram

Dr. Stilwell concluded by stating that the board members nominated have confirmed to the Nominating Committee their willingness and availability to serve in their respective roles if their nomination is approved by the full board.

Mr. Gagliano made the motion to accept the new officers. The motion was properly seconded and the officers for 2020 were unanimously approved. Mr. Donohue clarified that the board chair elect is in the process of obtaining a security clearance. The transition of the board chair responsibility will be sometime after January 1, but prior to the next board meeting, to allow for the clearance to process.

~Annual Report~

Mr. Young presented the board with a draft copy of the Annual Report.

Next Mr. Young stated that the key message for the report are 1) to build organization and systems to achieve Strategic Vision, 2) to be uniquely positioned among state resources to provide value to SME's throughout their journey to growth as trusted advisors and 3) our measure of success is impact to the Commonwealth.

Mr. Young concluded by asking the board members to contact him with any input they may have.

~Other Business / Public Comment / Adjournment~

Dr. Stilwell asked for new business and public comment. There being none, the meeting was adjourned.