

## GENEDGE Board of Trustees Meeting Minutes

Boar's Head Resort – Charlottesville, Virginia

Friday, December 5, 2025 11:00am-2:30pm

### Members Present:

Dr. Robert Brandon, Mr. Matthew Clarke, Dr. Tracy Fitzsimmons (left 1:31 PM), Dr. John Gaskins (11:28 arrival), Mr. Gabriel LaMois, Mr. Alexander Marcus, Dr. Andre Marshall, Mr. Denny McDermott, Mr. Abdelkarim Moharram (virtual), Mr. Wesley Reid, Ms. Karen Sorber (virtual), Mr. Michael Tyson (virtual), Dr. Eileen Van Aken, Mr. Scott Watson

### Representatives Present:

Ms. Flora Hezel – AG Representative (virtual)

### Others Present:

Mr. David Bartlow (virtual), Mr. Tony Cerilli, Mr. Joshua Dawson, Mr. Bill Donohue, Mr. Teddy Martin, Mr. Dan Miemczewski, Mr. Scott Schein

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### CALL TO ORDER

Chairman Gabriel LaMois called the meeting to order. Teddy Martin conducted the roll call and verified quorum. New members introduced themselves to the board in turn, per request from Chairman LaMois.

### APPROVAL OF MINUTES

Chairman LaMois asked board members to review the minutes. He thanked Karen Sorber for her edits, which had been incorporated. A motion was made by Wesley Reid, seconded by Tracy Fitzsimmons, and unanimously adopted to approve the September meeting minutes.

### APPOINTMENT OF BOARD SECRETARY

Chairman LaMois motioned, seconded by Mr. Reid, and approved unanimously to appoint Scott Schein as Secretary. Prior to the vote, there was discussion regarding the motion with Ms. Sorber questioning the appointment of GENEDGE internal staff. The Virginia Office of the Attorney General representative, Ms. Flora Hezel, verified that appointing internal staff to board administration roles followed standard practice in the public sector.

### APPOINTMENT OF NOMINATING COMMITTEE LEAD

Chairman LaMois motioned to appoint Alexander Marcus to lead the Nominating Committee, seconded by Mr. Reid, and adopted unanimously. Mr. Marcus noted the need for volunteers to serve in these critical roles, spoke to his service as the HR and Compensation Committee Chair, and confirmed that he would keep the members apprised of the progress.

REVIEW OF PLANNED 2026 MEETINGS

Mr. Martin presented the meeting dates for 2026. The dates and expected locations are as follows:

- March 27- Boar’s Head Resort- Charlottesville, VA
- June 5 (Location to be confirmed; expected Shipbuilding Cobic Alliance Center- Norfolk, VA)
- September 11 (Location to be confirmed; expected New College Institute- Martinsville, VA)
- December – Date/time/location to be confirmed

NIST-MEP, DOE, and GENEDGE OPERATIONS PLAN UPDATES

GENEDGE Executive Director, Scott Schein, provided the following operations updates:

Following a MEP Cooperative Agreement meeting with Acting MEP Director Nagesh Rao, Mr. Schein reported confidence in receiving FY26 funding but uncertainty as to the timing. Organizational cashflow will be monitored closely in the interim. There remains concern toward FY27 funding given the presidential zeroing out the budget line and the administration’s willingness to disregard Congressional budgetary mandates. Senate Majority Leader Thune’s office had directly contacted NIST to follow through on MEP as Congressionally directed. January MEP renewals and recompetes were set to be issued, which was a positive development.

A productive meeting was held with Department of Energy regarding funding for the second year (POP 2) of the Virginia Smart Manufacturing Accelerator (VSMA) program. GENEDGE has been continuing the VSMA program using state funds after the first round of DOE funds had been exhausted. A rebudgeting and extension is needed due to the impacts of the federal shutdown, and DOE indicated that they were amenable to proceeding.

The leadership team held a planning session in October, working toward development of the Operating Plan, as noted in the 90-day plan and reviewed during the September board meeting. The planning session themes included 1) Day-to-day focus and goal orientation; 2) People development and team cohesiveness; 3) Maximizing client and program impacts; 4) Diversifying and growing sources of revenue; 5) Decisions driven by priorities and business cases. Mr. Schein reviewed progress from the first 90 days and the expected progress during the next 90 days across the plan’s key areas: Operations, People, Business Development, Marketing and Strategy.

Kim Joyce & Associates has been hired as a grants development resource to build a proactive pipeline toward grant opportunities as both a prime recipient and teaming with partners. Mr. Schein also noted GENEDGE’s partnership with the New College Institute - where the GENEDGE headquarters is now located - including the potential transfer of fiscal agent responsibilities, grant teaming opportunities, the utilization of NCI’s machine shop and metrology center for the developing Advanced Manufacturing programs, and other potential NCI operations to complement GENEDGE’s training, subject matter experts, and existing partners.

The planned requests from GENEDGE to the General Assembly for the forthcoming fiscal year include the request for funding to be independent of the NIST MEP grant, and for all fiscal agent responsibilities to be

decoupled from Patrick & Henry Community College. The initial meetings scheduled in December are in preparation for the coming session.

Board members were asked to assist with advocacy efforts to the Governor’s Office and General Assembly. Mr. Schein asked for assistance leveraging the members’ networks throughout the state to build awareness and drive partnership strategy. He requested a board response to the NIST Request For Information (RFI), with a detailed email forthcoming. Lastly, he requested board member attendance at the NIST virtual town hall for manufacturers on December 10<sup>th</sup>.

Expectations for long-term strategic plan development to cover FY27-31 were outlined, with a working session scheduled for February, and additional sessions expected to refine and gather feedback. Updates will be provided at the March and June board meetings. The FY27 Operations Plan is expected to be reviewed at the June 5<sup>th</sup> board meeting, and the long-term strategic plan is expected to be reviewed at the September 11<sup>th</sup> board meeting.

PERSONNEL AND ADVOCACY UPDATES

The following personnel and advocacy updates were presented by GENEDGE Chief People Officer, Teddy Martin:

The restructuring actions from late FY25/early FY26 had been completed. DHRM and DPB had approved the first set; DHRM had approved the second, and DPB approval was expected shortly. Mr. Martin noted that the compensation analysis is expected to be completed in January/February, which will inform the Performance Management System update for the Board’s review in March.

Mr. Martin noted that Bill Donohue is set to retire in March with this as his last board meeting. Chairman LaMois and fellow board members expressed their appreciation to Mr. Donohue for his 25 years of service and their working relationship with him. Elisabeth “Maz” Mazza had departed GENEDGE to accept a substantial full-time promotion in her military service. Koryne Andrew had been brought on full-time as Cobotic Systems Manager as of 11/10 due to the successful launch of the Shipbuilding Cobotic Alliance facility and classes.

A Partnership Relations Manager position has been posted and was in recruitment to support partnership and subcontractor administration including university/student teams - addressing Ms. Mazza’s departure, as well as organizational strategy outlined by Mr. Schein. Other recruitments have been postponed due to operational reviews including current cashflow, funding status, and organizational priorities and commitments.

Results of the elections and advocacy for this cycle’s General Assembly requests were outlined. Mr. Martin noted how favorably board members and manufacturers speak to the value of GENEDGE, which is very well-received in Richmond and Washington. Overall support for American manufacturing from both political parties and their voters is generally strong. He explained that GENEDGE has been well-positioned with the incoming administration and by its patrons, Delegate Betsy Carr, and previously Lt. Governor-Elect Ghazala Hashmi and Senator Creigh Deeds. The request to decouple both fiscal agent responsibility and funding lines

are generally well-received and supported, but funding increases have been resisted across the board due to uncertainty of the fiscal impacts from economic trendlines - particularly health and education mandates. Goals meetings were held individually with all staff, and Individual Development Plans were developed, reviewed, and signed off by employees and managers. Mr. Martin presented the Project-Based Bonus Initiative, which provides \$1,000 bonus for each goal fully met or exceeded. This initiative is in alignment with the Board and Mr. Schein's efforts to financially incentivize exceptional performance, tied specifically to organizational metrics.

BOARD RECESS

The Board took a recess for lunch.

PROGRAMS UPDATE

GENEDGE Vice President of Programs, David Bartlow, presented the following program updates:

Mr. Bartlow thanked the Board for permitting him to present remotely during lunch, as he had to be elsewhere for a critical meeting.

The Programs Team and their respective program areas were introduced. Program portfolio areas include Naval, Cobotic Welding, and Analytical/Other. Formal project reviews with monthly checkpoints for scope, schedule, budget, and risks have been instituted using standardized quad charts.

All operations plan program tasks were either completed or on track with one exception, which is the establishment of the individual Salesforce Program dashboards. The overall programs dashboard has been established; the individual dashboards remain in active development.

A presentation was provided to review upcoming significant opportunities – including the contract value, factored value, percentage, and decision date for each. He also reviewed the Program team's 90-day priorities, including executing the active Navy and Cobotic Center projects, the pursuit of high-value growth opportunities, and the finalization of program turnovers and standardization of controls. The next 90 days will be a continuation of that execution, identification, and shaping of new opportunities, and the build-out of the teams to have the capacity and capability to execute the opportunities long-term.

Mr. Bartlow thanked Susan Schjonning and Andre Marshall for their participation on the Cobotic Center Advisory Committee. He thanked Ms. Schjonning and Chairman LaMois for their participation with the Riverside Research Roundtable.

FINANCIAL UPDATE

Financial updates were reviewed by GENEDGE Chief Financial Officer, Josh Dawson:

The FY26 Operating YTD Metrics (4 months) were provided: Gross bookings were \$1,379,529. Gross billings were \$1,129,021. Net billings were \$563, 147. The contract backlog was \$4,131,489, and the net cash position was \$2,022,897. He also reviewed the results of operations on a cash basis for FY26 to date.

For the Proposal Pipeline for FY 26 (4 months), the number of proposals submitted was 49, the number of contracts booked was 45, and the number of new manufacturers booked at this point was 10.

There is ongoing focus on reducing aging accounts receivable. Recent employee turnover has been a factor in some invoices exceeding 30 days. Past due accounts had risen to \$184,121 on September 30. Through a coordinated effort, this had been reduced to \$131,250 by October 31. An automatic Salesforce notification for project owners is in development, which will feature an escalation process for invoices as they reach 30, 60, and 90 days past due. This process will also help manage contract backlogs via more regular status updates from project owners, including estimates of when billing will occur. While the backlog had increased by \$102,615 since the start of the fiscal year, it is primarily due to the October booking of a GoVirginia (GoVA) program.

The results of operations on a cash basis for the first 4 months of FY26 was a beginning net position of \$435,534, with an ending net position of \$2,022,897, resulting in a change of \$1,587,363. However, without mitigation by MEP funding and programmatic and business development efforts providing more billing opportunities, net cash would be expected to reduce by \$288,218 per month over the next 3 months, using a conservative estimate based on the October data. Mr. Marcus asked clarifying questions regarding this basis. Mr. Dawson expects significant upside in January from GoVA, Department of Energy, and NIST, which will have started or be progressing by that time, and is not yet factored in.

#### AUDIT AND SECURITY UPDATES

GENEDGE Chief Financial Officer, Josh Dawson, presented the following audit and security updates:

The FY25 audit testing has largely been completed. The single audit report is on hold until release of the final 2025 Compliance Supplement by the Office of Management and Budget.

The requirement for Board Members to file a disclosure statement with the Virginia Conflict of Interest and Ethics Advisory Council was noted. Mr. Dawson also noted the requirement to adopt regularly a security clearance exclusion resolution covering the Board Members. A draft was presented for consideration. Chairman LaMois motioned to adopt the exclusion resolution as presented, with the addition of new member Robert Brandon. This was seconded by Dr. Brandon and approved unanimously.

#### MEP CLIENT SERVICES UPDATE

Client Services updates were provided by GENEDGE MEP Center Director, Tony Cerilli:

The sales and delivery team members were outlined, including regions served and services offered. He presented financial metrics comparing this year's performance to the past two fiscal years, as well as an outline of the opportunities pipeline as documented in Salesforce. The Purchasing Managers Index for Manufacturing indicates that the market is experiencing contraction with slowing suppliers, delayed investments and purchases, and ripple effects thereof. Similarly, the Richmond Fed's survey on outputs reflect a similar negative position. He noted that this data indicates a likely demand for operational performance

initiatives and that GENEDGE services could provide low-cost, high return-on-investments to help clients to free up cash, improve flow, and reduce waste while in this environment.

Mr. Cerilli reported that the foundation of the Client Services team is strong, including the launch of the business development campaign, the completion of partner targeting, enhancement of Salesforce visibility, and a pipeline for quick-hitter half-day introductory workshop events initiated. Delays in accounts receivable, surveys, transitions, and marketing were acknowledged, but improvements are expected in the next phase with the enhanced alignments. Mr. Cerilli outlined the development campaign expectations and milestones through the anticipated completion date of February 20<sup>th</sup> and onward.

Board Member support was requested to help make strong connections with regional and statewide organizations. More organizational visibility is needed to enhance, reach, and impact – including help identifying non-traditional partners such as financial groups, technology vendors, and advanced manufacturing solution providers who influence or support manufacturers.

#### GENERAL ASSEMBLY ENGAGEMENT REQUEST

Mr. Schein returned to his earlier request for board member engagement with outlining the messaging for the General Assembly, emphasizing GENEDGE's contributions to the state and the nation. Dr. Marshall noted resilience as an element. A draft script and legislator contact information will be forthcoming via email by Mr. Martin. Board members were asked to contact them prior to the holiday season.

#### PUBLIC COMMENT AND CONCLUSION

Chairman LaMois called for other items and public comment. There being none, Chairman LaMois made a motion to adjourn, seconded by Scott Watson, and approved unanimously.

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The meeting adjourned at 2:13 PM.