

APPROVED MINUTES

TWO HUNDRED AND SEVENTY FIFTH MEETING

of the

EXECUTIVE COMMITTEE

of the

MASSACHUSETTS TECHNOLOGY PARK CORPORATION

April 15, 2022

Zoom Videoconference

The Two Hundred Seventy Fifth Meeting of the Executive Committee of the Board of Directors of the Massachusetts Technology Park Corporation (“Mass Tech Collaborative”) was held on April 15, 2022, via Zoom videoconference pursuant to notice duly given to the Directors and publicly posted on the Mass Tech Collaborative website with corresponding notice provided to the Office of the Secretary of State and the Executive Office for Administration and Finance.

The following members of the Mass Tech Collaborative Executive Committee were present and participated: Secretary of Housing and Economic Development Mike Kennealy (represented by Mark Fuller of the Executive Office of Housing and Economic Development), Christina Royal, Julie Chen, and Pam Reeve.

The following members of the Mass Tech Collaborative Staff were present: Ben Linville-Engler, Brian Noyes, Brianna Wehrs, Carolyn Kirk, Christine Nolan, Holly Lucas Murphy, James Byrnes, Jennifer Saubermann, Kelly Kleanthous, Lisa Erlandson, Michael Baldino, Pat Larkin, and Michelle Sweet.

Mr. Fuller and Ms. Saubermann noted we did not have the presence of a quorum and indicated once quorum was reached a roll call would be taken and approval of the last meeting’s minutes would occur, and Ms. Saubermann indicated there were no members of the public present.

Agenda Item I Report of the Chairperson

Mr. Fuller stated the Executive Office of Housing and Economic Development (“EOHED”) was investing a lot of effort to find resources to help with economic recovery of the Commonwealth. This recovery may come in different forms such as an economic development bond bill, which would include capital funding support for Mass Tech Collaborative programs. He stated that the Administration is also thinking about how they would like to see the second half of the unallocated federal State and Local Fiscal Recovery funds from American Rescue Plan Act (“ARPA”) spent. Mr. Fuller also indicated that there is a significant focus on workforce and workforce skills programs, and they are hoping that businesses will take

advantage of all the funding available for these programs. Mr. Fuller turned the meeting over to Ms. Kirk.

Agenda Item II Report of the Executive Director

Ms. Kirk stated her report would focus on the disposition of the MassBroadband123 Network. She stated she wanted to level set since the last Board Meeting in December. The current Network Operating Agreement is expiring in August 2023, necessitating an evaluation of options for the Network going forward. With budget approvals from the Massachusetts Broadband Institute (“MBI”) Board of Directors, and the Mass Tech Board in December 2021, Mass Tech engaged KPMG and outside counsel to assist in robust due diligence on options for the Network. KPMG and outside counsel have provided extensive analysis to date and have identified significant impediments to pursuing a network sale, which we have reviewed thoroughly. Internal briefings have been held with EOHEE leadership and legal counsel from the Governor’s office and there is widespread support for the recommendation that Mass Tech should proceed with a single path procurement towards securing a new Network Operator Agreement. Ms. Kirk indicated that network policy objectives have been informed over time with input from the MBI and MassTech Boards, state legislators, municipal officials, citizens, and members of the Administration, and it is believed the public policy objectives of the Network are best achieved by this course of action. The key findings informing decision to move from a dual track procurement process (sale and new network operating agreement) to solely a new agreement, as identified by KPMG and outside counsel, include: the fact that there are too many external factors out of Mass Tech and EOHEE’s control to effectuate a successful sale in the timeframe needed; an uncertain outcome based on statutory requirements associated with a sale; the ability to implement contractual mechanisms like performance standards in new network operator agreement to advance public policy objectives; the transition timeframe, if required, is more realistic and controllable, and competitively selecting an operator maximizes today’s Network opportunities.

Ms. Kirk then discussed the process going into securing the best possible Network Operator Agreement, which includes balancing the needs of the market, our public policy objectives, lessons learned over the last eight and a half years, and financial implications. Ms. Erlandson provided an overview of the current financial structure, and indicated that revenues are trending in the right direction. Ms. Kirk explained that KPMG and outside counsel are working with us to bring forward a highly informed RFP that will allow market players to respond with robust financial frameworks for MassTech to consider. Ms. Kirk discussed why it was important to receive the Board’s support for this course of action. Mr. Baldino provided an update on the work of KPMG, stating we will have a full draft of a new Network Operator Agreement to release with the new Network Operator RFP. Ms. Saubermann then discussed the role of outside counsel and their drafting of the procurement documents and Network Operator Agreement, as well as due diligence being conducted.

Ms. Chen joined the meeting at 12:22 p.m. Shortly thereafter, Ms. Saubermann noted that we had reached quorum, and Mr. Fuller conducted a roll call of the Board Members present.

Agenda Item III Mass Broadband Institute – Professional Service Awards and Fiscal Year 2022 Budget Modification – Additional Funding for External Support – Disposition of MassBroadband 123 Network (motion item)

Ms. Kirk then continued the MassBroadband123 Network discussion and explained the necessity of increasing the allocation of funds for KPMG and outside counsel as part of this course of action. The group then discussed the path forward, the use of additional funds by consultants, and the relationship to the Last Mile Network.

After a period of discussion and upon a motion duly made and seconded, it was unanimously VOTED by a roll call vote:

The Executive Committee of the Board of Directors of the Massachusetts Technology Park Corporation (“MassTech”), acting pursuant to the authority delegated under Chapter 40J of the General Laws of the Commonwealth, does hereby:

- 1. Amend the Fiscal Year 2022 Budget for MBI, approved by the by Executive Committee of the MassTech Board of Directors on June 24, 2021, and further amended on December 7, 2021, by increasing MBI’s Fiscal Year 2022 Professional Fees line item by \$850,000, to be used for consulting and legal services related to the Middle Mile Network; and**
- 2. Delegate authority to MassTech’s Executive Director to expend an additional amount not to exceed \$850,000 for consulting and legal services related to the Middle Mile Network during Fiscal Year 2022.**

Agenda Item IV Innovation Institute – Tech and Innovation Ecosystem Grant Program – QUBIC Labs / Algorand (motion item)

Mr. Larkin then introduced the first award under the new Technology & Innovation Ecosystem Awards Program (“Tech & Innovation Program”). Mr. Larkin indicated that Ms. Kirk has work with EOHE and the Legislature to enact into law a modification to allow more flexible use of the Scientific and Technology Research and Development Matching Grant Fund (“R&D Fund”). This is a new economic tool for the work at MassTech, allowing us to make awards in almost any category of tech and innovation. There is no statutory match in the legislation, and it is not limited to large-scale research and development projects.

Mr. Larkin explained the Tech & Innovation Program is specifically intended to improve the ecosystem generally, and is targeted to non-profits looking at needs in innovation technology sectors that feed into growth of industry clusters. He stated that applicants must demonstrate viability and sustainability, and these are capital dollars, not operating dollars. The process to apply for funding is similar to the R&D Fund, in that applicants first submit a concept paper. For this particular award there was a stellar outside review panel, focused on blockchain and economic development. Mr. Byrnes then reviewed the proposed award to grant QUBIC Labs, a in Quincy, an incubator that will work with startups and entrepreneurs interested in building blockchain apps just under \$2M. QUBIC would use the funding to develop an R&D platform to develop custom blockchain software toolkits. They are partnering with Algorand, and other partners to develop the platform. It was explained that QUBIC will engage with diverse

technology-enabled start-up companies and early-stage entrepreneurs, with the ambition of providing jobs and training to the unemployed or underemployed in Quincy and the surrounding communities.

After a period of discussion and upon a motion duly made and seconded, it was unanimously VOTED by a roll call vote:

The Executive Committee of the Board of Directors of the Massachusetts Technology Park Corporation (“Mass Tech Collaborative”), acting pursuant to the authority delegated under Chapter 40J of the General Laws of the Commonwealth, does hereby authorize the following grant award under the Grant Solicitation for Technology & Innovation Ecosystem Awards Program (RFP No. 2022- JAII-03) to be funded through the Scientific and Technology Research and Development Matching Grant Fund (M.G.L. Chpt. 40J, Sec. 4G):

- **to QUIBIC Labs in an amount not to exceed \$1,979,425, to create a research and development platform focused on advancing blockchain innovation and technology, as presented.**

The grant award is subject to the execution of a grant agreement in a form and with terms approved by MassTech Collaborative’s Executive Director.

Agenda Item V Approval of Minutes

After a period of discussion and upon a motion duly made and seconded, it was VOTED by roll call vote, with Ms. Royal abstaining:

The Executive Committee of the Board of Directors of the Massachusetts Technology Park Corporation, acting on behalf of the full Board pursuant to section three of Chapter Forty J of the General Laws of the Commonwealth, hereby adopts the Draft Minutes of the Two Hundred and Seventy Fourth Meeting of the Executive Committee, held on November 17, 2021 via Zoom teleconference, as the formal Minutes thereof.

Having determined that there was no other business to discuss Mr. Fuller adjourned the meeting at 12:58 p.m.

A TRUE COPY
ATTEST: (Secretary)

DATE:

Materials and Exhibits Used at this Meeting:

1. Draft Minutes for the November 17, 2021 Mass Tech Collaborative Executive Committee Meeting
2. Presentation- Executive Director's Report
3. Presentation- Professional Service Awards and Fiscal Year 2022 Budget Modification – Additional Funding for External Support – Disposition of MassBroadband 123 Network (motion item)
4. Presentation- Innovation Institute – Tech and Innovation Ecosystem Grant Program – QUBIC Labs / Algorand (motion item)