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BOARD OF DIRECTORS
of Connecticut Innovations, Incorporated
Minutes –Regular Meeting
Wednesday, October 5, 2016

A regular meeting of the **Board of Directors of Connecticut Innovations, Incorporated** (the "Board") was held on October 5, 2016 at Connecticut Innovations, 865 Brook Street, Rocky Hill, CT 06067

1. Call to Order: Noting the presence of a quorum, Mr. Cantor, Chairperson of the Board, called the regular meeting to order at 2:36 p.m. Participating: Christopher Bandecchi (on phone); Michael Cantor; Valarie Gelb; Richard Mulready; John Pavia (on phone); Alexander Pencu (on phone); Paul Pescatello (on phone); Rafael Santiago; David Siegel; Catherine Smith, Commissioner of the Department of Economic and Community Development (at 2:39); Susan Weisselberg, Office of Policy and Management (at 2:52), Deborah Spalding, State Treasurer's office (at 3:35) and Erika H. Steiner designee for Mark Ojakian, Board of Regents of Higher Education.

Absent: Mun Choi, John Olsen.

Staff Attending: Lauren Carmody, Leslie Larson, Heidi Marshall, Matt McCooe, Pauline Murphy, Phil Siuta, Glendowyn Thames, and Dave Wurzer.

Other Guests: Stephen Singer.

2. Approval of Minutes:

Mr. Cantor asked the members of the Board to consider the minutes from the June 22, 2016 meeting.

Upon a motion made by Mr. Mulready, seconded by Mr. Santiago the Board members voted in favor of adopting the minutes from the June 22, 2016 as presented.

3. Administrative Action Items:

a.) Appointments:

Upon a motion by Ms. Smith, seconded by Mr. Santiago,

Connecticut Innovations Incorporated ("CI") at a duly called meeting held October 5, 2016, a quorum being present, voted to approve the following committee appointments.

**Valarie Gelb (Member, Finance)
Mark Ojakian or his designee (Member, Audit)**

b.) Proposed revision to Put Agreement:

Mr. McCooe indicated this revision, which allows for a "leaner" process had already been approved by the Eli Whitney Investment Committee and recommended to the full CI board for approval, and deferred to Mr. Wurzer for further comment. Some discussion ensued.

Upon a motion by Mr. Santiago, seconded by Mr. Cantor, Connecticut Innovations Incorporated ("CI") at a duly called meeting held October 5, 2016, a quorum being present, voted to approve the revised Connecticut presence language.

4. Chairman's Remarks:

Mr. Cantor enthusiastically asked his fellow board members to continue to work with CI through their own networks to provide leads and added that he believes our overall success will come from good startup companies. He emphasized that CI is moving in a global direction and is better positioned with the strategic and lean initiatives now in place to make a significant difference for Connecticut's economic development.

5. CEO Report:

Mr. McCooe engaged the board members with a discussion of CI's accomplishments during FY 2016. A discussion followed that emphasized key milestones achieved, including an expanded international effort, thanks in part to VentureClash, the increased quality and quantity of deals being done, and the overall increased productivity of the organization. Mr. McCooe then reviewed CI's FY 2017 goals and priorities he has established to build on the prior year's efforts. He also emphasized upcoming discussions for obtaining additional bonded money to support the CI portfolio of companies as a significant priority.

Mr. McCooe outlined an initiative to share with state legislators when a new business in their district receives an investment from CI. He also would like CI to be an active strategic investor and a catalyst to co-investment, whose

participation is highly sought after because of CI's commitment to assist portfolio companies beyond the dollars with customers and talent. And, Mr. McCooe spoke of the Fund-of-Funds investment pipeline strategy and risks. He highlighted how the Fund of Funds investments will benefit Connecticut. Finally, he mentioned CI's lean initiatives focused on integrating the Bioscience fund with the Venture team and on carrying out a streamlined portfolio valuation process.

6. Business Lines and Operations Updates:

Mr. Wurzer shared the significant rise in venture leads in 2016 and an increase in out-of-state deal flow. He emphasized that investments leveraged by outside private capital is trending up with Arvinas and etouches demonstrating strong investor syndicates. The venture portfolio has expanded to 118 companies and is generally very early stage. Mr. Wurzer also emphasized that the expanded executive-in-residence initiative has been a success. CI currently has 10 actively engaged EIR's that specialize in cash management, sales and marketing and executive coaching. Lastly, the rapid investment of the SSBCI funds was noted.

Ms. Thames provided the Board with a year in review summary sharing the amount of dollars deployed, companies funded and jobs supported. The accomplishments highlighted included winning two highly competitive federal grant awards, growing the network membership to 1,447 companies, mentoring 676 companies through the EIR program, launching the \$5MM Global Venture Challenge and beginning implementation of the 2016 legislation for expanded CTNext programs statewide. Ms. Thames expressed enthusiasm about the upcoming VentureClash event and shared the finalist's names and their respective countries. Finally, Ms. Thames apprised the Board of the new Innovation Places program, the growth company grants program and the entrepreneur's learner's permit program.

Ms. Carmody commented on CI's website migration to WordPress that will provide CI a cost savings, combined with a new creative look, an improved layout and ease in updating. She also mentioned CI has integrated video onto the website and will have new sleeker transitions. CTNext branding is being refreshed, with the addition of new programs and a new governance section. Finally, Ms. Carmody spoke about important changes to the VentureClash website both for updating back end programming and creating two versions of the site for dual functionality.

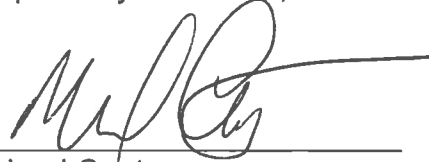
Mr. Siuta discussed 2016 assets under management and other programs, the budget to actual financial analysis, and the actual and projected balance sheet and cash flow through the end of the fiscal year 2017. He highlighted the areas where there were variances.

7. There was no other business.

8. **Adjournment:**

Upon a motion made by Mr. Mulready, seconded by Mr. Santiago, the Board voted unanimously in favor of adjourning the October 5, 2016 meeting at 4:42 p.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Michael Cantor', written over a horizontal line.

Michael Cantor
Chairperson of CI