

**Massachusetts Technology Collaborative
Personnel and Governance Committee Meeting
May 11, 2022**

MINUTES

Directors: Pamela Reeve (Chairperson) and Rupa Cornell attended the Meeting.

Staff: Carolyn Kirk, Lisa Erlandson, Jennifer Saubermann, Holly Lucas Murphy, Brianna Wehrs and Kelly Kleanthous attended the Meeting.

Location: The Meeting was held virtually via Zoom.

Ms. Reeve observed the presence of a quorum and called the Meeting to order at 3:04 p.m.

Agenda Topic	Discussion	Action Taken
Approval of Minutes	The minutes of the September 7, 2021, meeting of the Personnel and Governance Committee (“Committee”) were presented for approval.	The Committee voted unanimously and without abstention to approve the meeting minutes, as presented.
Governance Overview- Overview of Board Seat Status	Ms. Kirk began an overview of the full Board of Directors of the MassTech Collaborative (“Board”) vacancies, explaining that people can serve on expired terms. Ms. Saubermann stated MassTech has 23 total Board seats and of those 5 are vacant: 1 technology seat, 2 higher education seats, and 2 undesignated seats. Of the 18 current Board members 9 are in expired seats. The Committee then discussed how members get on the MassTech Boards, and how to move forward with recommendations for the vacancies. Ms. Kirk indicated some names have been submitted, and Ms. Wehrs said	Not Applicable

	<p>that the goal of the Governor’s Office is to address vacancies first, and then expired seats; names have been submitted but it is a slow process. When asked if she needed names of potential candidates, Ms. Kirk said that we could use higher education and undesignated seat recommendations.</p> <p>The Committee then discussed the candidates for the Personnel and Governance Committee vacancy, the Finance and Audit Committee vacancy, and the Executive Committee vacancies.</p>	
Personnel and Governance Committee Nomination to Fill Vacancy (motion item)	Ms. Kirk indicated that the MassTech Personnel and Governance Committee consists of two members – Pam Reeve and Rupa Cornell. The prior Personnel and Governance Committee member resigned from the MassTech Board of Directors, therefore a new member is needed. A recommendation was put forth that the Committee nominate Paige Fetzer-Borelli to serve on the Personnel and Governance Committee.	The Committee members unanimously voted to adopt Motion #1- Nomination of Personnel and Governance Committee Member (see Exhibit A).
Finance and Audit Committee Nomination to Fill Vacancy (motion item)	Ms. Kirk then explained that the MassTech Finance and Audit Committee consists of three members – Joe Dorant, Julie Chen, and Paige Fetzer-Borelli. As Paige Fetzer-Borelli is recommended to the Personnel and Governance Committee, a new member is needed. A recommendation was put forth that the Committee nominate Nate Walton as a new member of the Finance and Audit Committee.	The Committee members unanimously voted to adopt Motion #2- Nomination of Finance and Audit Committee Member (see Exhibit A).
Executive Committee Nomination to Fill Vacancies (motion item)	Finally, Ms. Kirk provided an overview of the status of the MassTech Executive Committee, which consists of five members: Julie Chen, Vice Chancellor for Research and Innovation, UMass Lowell; Rupa Cornell, Vice President, Legal, Vaccine Business Unit, Takeda Pharmaceuticals; Mark Fuller, Undersecretary for Business Growth, Executive Office of Housing and Economic Development; Pam Reeve, Chair, The Commonwealth Institute; and Christina	The Committee members unanimously voted to adopt Motion #3- Nomination of Executive Committee Members (see Exhibit A).

	<p>Royal, President, Holyoke Community College. Two prior Executive Committee members resigned from the MassTech Board of Directors, therefore two new members are needed. A recommendation was put forth that the Committee nominate Bogdan Vernescu and Paige Fetzer-Borelli as new members of the Executive Committee.</p>	
	<p>There being no other business to discuss, the Chairperson adjourned the meeting at 3:35 p.m.</p>	

Materials and Exhibits Used at this Meeting:

1. Draft Minutes of the September 7, 2021 meeting of the Personnel and Governance Committee
2. Overview of Board Seat Status Presentation
3. Motion #1 - Nomination of Personnel and Governance Committee Member
6. Motion #2 - Nomination of Finance and Audit Committee Member
5. Motion #3 - Nomination of Executive Committee Members

Exhibit A – Motions Adopted at May 11, 2022 Personnel and Governance Committee Meeting

Motion #1 Nomination of Personnel and Governance Committee Member

The Personnel and Governance Committee of the Board of Directors of the Massachusetts Technology Park Corporation (“MassTech”), acting pursuant to the authority delegated by the Board of Directors, does hereby recommend to Housing and Economic Development Secretary and Chair of the MassTech Board of Directors, Mike Kennealy that he appoint Paige Fetzer-Borelli to the Personnel and Governance Committee, who should serve until a successor is appointed.

Motion #2: Nomination of Finance and Audit Committee Member

The Personnel and Governance Committee of the Board of Directors of the Massachusetts Technology Park Corporation (“MassTech”), acting pursuant to the authority delegated by the Board of Directors, does hereby recommend to Housing and Economic Development Secretary and Chair of the MassTech Board of Directors Mike Kennealy, that he appoint Nate Walton to the Finance and Audit Committee of the MassTech Board of Directors, who should serve until a successor is appointed.

Motion #3: Nomination of Executive Committee Members

The Personnel and Governance Committee of the Board of Directors of the Massachusetts Technology Park Corporation, acting pursuant to the authority delegated by the Board of Directors, does hereby nominate Paige Fetzer-Borelli and Bogdan Vernescu to serve on the Executive Committee of the MassTech Board of Directors, and recommends that the Board of Directors consider the nomination at its next meeting.