

Application for Federal Assistance

ID: 3076125
Applicant Name: Tennessee Technology Development Corporation
Project Title: LaunchTN Industry Networks Expansion
Project Period: 11/01/2022 - 11/30/2025
Federal Funding Requested: \$1,989,339.00
Non-Federal Funding Requested: \$1,989,339.00
Fiscal Year of Funding Requested: 2022
Federal Application Receipt Date: 06/13/2022
Submitted for: 2022 Build to Scale Program
Notice of Funding Opportunity Number: EDA-HDQ-OIE-2022-2007288
CFDA Number: 11.024

Application Documents for Review

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Form CD511-V1.1.pdf	Certification Regarding Lobbying from Grants.gov	6
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ProjectNarrativeAttachments_1_2-Attachments-1248-FY22 Build to Scale VC Scale v2.pdf	Attachment from Grants.gov	19
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This Application Report has non-PDF or "PDF Catalog" embedded attachments. To print the entire application, each embedded attachment must be opened and printed separately.

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BUDGET INFORMATION - Non-Construction Programs

OMB Number: 4040-0006
Expiration Date: 02/28/2025

SECTION A - BUDGET SUMMARY

Grant Program Function or Activity (a)	Catalog of Federal Domestic Assistance Number (b)	Estimated Unobligated Funds		New or Revised Budget		
		Federal (c)	Non-Federal (d)	Federal (e)	Non-Federal (f)	Total (g)
1. Contractual (Mentor Networks/EIR) for Programmatic Support		\$	\$	1,847,089.00	1,847,089.00	3,694,178.00
2. Contractual (Travel) Travel costs for industry partners and LTN staff for events; convention and key meetings.				15,000.00	15,000.00	30,000.00
3. Contractual (Other, Technology, Events)				32,000.00	32,000.00	64,000.00
4. Salary				95,250.00	95,250.00	190,500.00
5. Totals		\$	\$	1,989,339.00	1,989,339.00	3,978,678.00

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SECTION B - BUDGET CATEGORIES

6. Object Class Categories	GRANT PROGRAM, FUNCTION OR ACTIVITY				Total (5)
	(1) <div style="border: 1px solid black; padding: 2px; font-size: 0.8em;">Contractual (Mentor Networks/EIR) for Programmatic Support</div>	(2) <div style="border: 1px solid black; padding: 2px; font-size: 0.8em;">Contractual (Travel) Travel costs for industry partners and LTN staff for events; convention and key meetings.</div>	(3) <div style="border: 1px solid black; padding: 2px; font-size: 0.8em;">Contractual (Other, Technology, Events)</div>	(4) <div style="border: 1px solid black; padding: 2px; font-size: 0.8em;">Salary</div>	
a. Personnel	\$ <div style="border: 1px solid black; width: 100px; height: 20px;"></div>	\$ <div style="border: 1px solid black; width: 100px; height: 20px;"></div>	\$ <div style="border: 1px solid black; width: 100px; height: 20px;"></div>	\$ <div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">190,500.00</div>	\$ <div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">190,500.00</div>
b. Fringe Benefits	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>
c. Travel	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">30,000.00</div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">30,000.00</div>
d. Equipment	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>
e. Supplies	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>
f. Contractual	<div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">3,694,178.00</div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">3,694,178.00</div>
g. Construction	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>
h. Other	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">64,000.00</div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">64,000.00</div>
i. Total Direct Charges (sum of 6a-6h)	<div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">3,694,178.00</div>	<div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">30,000.00</div>	<div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">64,000.00</div>	<div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">190,500.00</div>	\$ <div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">3,978,678.00</div>
j. Indirect Charges	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	<div style="border: 1px solid black; width: 100px; height: 20px;"></div>	\$ <div style="border: 1px solid black; width: 100px; height: 20px;"></div>
k. TOTALS (sum of 6i and 6j)	\$ <div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">3,694,178.00</div>	\$ <div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">30,000.00</div>	\$ <div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">64,000.00</div>	\$ <div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">190,500.00</div>	\$ <div style="border: 1px solid black; width: 100px; height: 20px; text-align: right;">3,978,678.00</div>
7. Program Income	\$ <div style="border: 1px solid black; width: 100px; height: 20px;"></div>	\$ <div style="border: 1px solid black; width: 100px; height: 20px;"></div>	\$ <div style="border: 1px solid black; width: 100px; height: 20px;"></div>	\$ <div style="border: 1px solid black; width: 100px; height: 20px;"></div>	\$ <div style="border: 1px solid black; width: 100px; height: 20px;"></div>

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SECTION C - NON-FEDERAL RESOURCES					
(a) Grant Program		(b) Applicant	(c) State	(d) Other Sources	(e)TOTALS
8.	Contractual (Mentor Networks/EIR) for Programmatic Support	\$ 247,089.00	\$ 1,000,000.00	\$ 600,000.00	\$ 1,847,089.00
9.	Contractual (Travel) Travel costs for industry partners and LTN staff for events; convention and key meetings.	7,500.00		7,500.00	15,000.00
10.	Contractual (Other, Technology, Events)	16,000.00		16,000.00	32,000.00
11.	Salary	95,250.00			95,250.00
12. TOTAL (sum of lines 8-11)		\$ 365,839.00	\$ 1,000,000.00	\$ 623,500.00	\$ 1,989,339.00

SECTION D - FORECASTED CASH NEEDS					
	Total for 1st Year	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
13. Federal	\$ 634,250.00	\$ 158,562.50	\$ 158,562.50	\$ 158,562.50	\$ 158,562.50
14. Non-Federal	\$ 634,250.00	158,562.50	158,562.50	158,562.50	158,562.50
15. TOTAL (sum of lines 13 and 14)	\$ 1,268,500.00	\$ 317,125.00	\$ 317,125.00	\$ 317,125.00	\$ 317,125.00

SECTION E - BUDGET ESTIMATES OF FEDERAL FUNDS NEEDED FOR BALANCE OF THE PROJECT					
(a) Grant Program		FUTURE FUNDING PERIODS (YEARS)			
		(b)First	(c) Second	(d) Third	(e) Fourth
16.	Contractual (Mentor Networks/EIR) for Programmatic Support	\$ 1,172,000.00	\$ 1,254,600.00	\$ 1,267,578.00	
17.	Contractual (Travel) Travel costs for industry partners and LTN staff for events; convention and key meetings.	10,000.00	10,000.00	10,000.00	
18.	Contractual (Other, Technology, Events)	23,000.00	20,500.00	20,500.00	
19.	Salary	63,500.00	63,500.00	63,500.00	
20. TOTAL (sum of lines 16 - 19)		\$ 1,268,500.00	\$ 1,348,600.00	\$ 1,361,578.00	

SECTION F - OTHER BUDGET INFORMATION	
21. Direct Charges:	22. Indirect Charges:
23. Remarks:	

CERTIFICATION REGARDING LOBBYING

Applicants should also review the instructions for certification included in the regulations before completing this form. Signature on this form provides for compliance with certification requirements under 15 CFR Part 28, 'New Restrictions on Lobbying.' The certifications shall be treated as a material representation of fact upon which reliance will be placed when the Department of Commerce determines to award the covered transaction, grant, or cooperative agreement.

LOBBYING

As required by Section 1352, Title 31 of the U.S. Code, and implemented at 15 CFR Part 28, for persons entering into a grant, cooperative agreement or contract over \$100,000 or a loan or loan guarantee over \$150,000 as defined at 15 CFR Part 28, Sections 28.105 and 28.110, the applicant certifies that to the best of his or her knowledge and belief, that:

- (1) No Federal appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress in connection with the awarding of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.
- (2) If any funds other than Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with this Federal contract, grant, loan, or cooperative agreement, the undersigned shall complete and submit Standard Form-LLL, 'Disclosure Form to Report Lobbying,' in accordance with its instructions.
- (3) The undersigned shall require that the language of this certification be included in the award documents for all subawards at all tiers (including subcontracts, subgrants, and contracts under grants, loans, and cooperative agreements) and that all subrecipients shall certify and disclose accordingly.

This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by section 1352, title 31, U.S. Code. Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure occurring on or before October 23, 1996, and of not less than \$11,000 and not more than \$110,000 for each such failure occurring after October 23, 1996.

As the duly authorized representative of the applicant, I hereby certify that the applicant will comply with the above applicable certification.

* NAME OF APPLICANT

Tennessee Technology Development Corporation

* AWARD NUMBER

EDA-HDQ-OIE-2022-B2S

* PROJECT NAME

LaunchTN Industry Networks Expansion

Prefix:

Mr.

* First Name:

Trent

Middle Name:

* Last Name:

Whicker

Suffix:

* Title: Grant Manager for LaunchTN

* SIGNATURE:

Trent Whicker

* DATE:

06/13/2022

.BYLAWS 10 15 14
of the
TENNESSEE TECHNOLOGY DEVELOPMENT CORPORATION

ARTICLE 1
NAME

The name of the Corporation is the Tennessee Technology Development Corporation.

ARTICLE 2

These Bylaws shall be subject in all respects to the laws of the State of Tennessee and the Corporation's Charter, to the extent it is consistent with applicable laws.

ARTICLE 3
PURPOSES

The purpose of the Corporation shall be as provided in its Charter. The aims of the Corporation are to be carried out through any and all lawful activities, including others not specifically stated in the Charter but incidental to the stated aims and purposes, both directly and through contributions to any other corporation, trust, fund or foundation whose purposes are charitable, scientific, or educational provided that any such activity or contribution shall conform to any applicable restrictions or limitations set forth in the Corporation's Charter or which are imposed on corporations described in Section 501(c)(3) of the Internal Revenue Code and the Regulations thereunder or on any contributions of the Corporation which are deductible under Section 170(c)(2) of the Internal Revenue Code as presently enacted, or as they may hereafter be amended or supplemented, or replaced by new sections of similar import, and to the final regulations thereunder.

ARTICLE 4
BOARD OF DIRECTORS

- 4.1 Composition of the Board. The Board will be composed according to the guidelines specified by the Corporation's Charter.
- 4.2 Election of Officers. The Board shall elect a Chair, Vice-Chair, Secretary and such other officers as it deems necessary from among its members.
- 4.3 Appointment of Committees. In accordance with the guidelines specified by the Corporation's Charter, the Board shall appoint an Executive Committee to administer the day-to-day operations of the Corporation, with the Executive Committee having authority to act on behalf of the Board during the periods between meetings of the Board. The Board may establish from time to time such additional committees, consisting of directors and/or others, as it deems appropriate, define their purposes and roles, and specify terms or provisions for termination, all on terms set out by the Board.

- 4.4 Staff Members. The Board of Directors shall appoint such staff members as deemed appropriate to assist the Executive Committee in administration of the day-to-day operations of the Corporation, with such staff members having duties, responsibilities, authority, and compensation as set out by the Board.

ARTICLE 5 MEETINGS

- 5.1 Meetings of Board and Committees. The Board shall hold an annual meeting each year, without call, on the first Thursday in April. By resolution, the Board may establish a date or dates on which regular meetings of the Board or any committee shall be held between annual meetings. Special meetings of the Board may be called at any time by the Chair, the President, the Secretary or any two (2) Directors, provided that the Board shall not meet more often than eight (8) times in a calendar year. A committee of the Board may meet on the dates established by the Board, or, if none, on the date set at its previous meetings or when earlier called by its chair or by a majority of its members, provided that the Executive Committee shall not meet more than four (4) times in a calendar year.
- 5.2 Place of Meetings. Meetings of the Board shall be held at any place either within or without the State of Tennessee that the Board may from time to time appoint by resolution or, if no resolution is in force, at the principal office of the Corporation, or at such other place as shall have been designated in the notice of the meetings.
- 5.3 Notice Requirements. Notice of annual and other regular meetings and of any special meetings, setting forth the place and the day and hour of the meeting, shall be given to each Director, by any usual means of communication, not less than two (2) days before the meeting date. The two-day notice requirement may be shortened to not less than twelve (12) hours if it is determined by the Chairman of the Board, to be recorded in the minutes, that the matters to be considered at that meeting require action by the Board within a time frame such that two (2) days' notice is not practicable. If required by applicable state laws, adequate notice of such meetings shall also be given to the general public. Neither the business to be transacted at, nor the purpose of, any regular or special meeting need be specified in the notice or any waiver of notice except as required by applicable laws of the State of Tennessee.
- 5.4 Quorum. At all meetings of the Board, a majority of the number of Directors then in office shall constitute a quorum for the transaction of business. The presence of a majority of the membership of a committee of the Board shall be required for the transaction of business by that committee. When a quorum is once present to organize a meeting, a meeting may be later adjourned despite the absence of a quorum caused by the subsequent withdrawal of any of those present.
- 5.5 Voting. The vote of a majority of the members present at a meeting at which a quorum is present shall be the act of the Board or any committee unless the provisions of the Tennessee Nonprofit Corporation Act provide for a higher or lower quorum.
- 5.6 Presumption of Assent. A Director who is present at a meeting of the Board, or any committee thereof, shall be presumed to have concurred in any action taken at the meeting unless his dissent to such action shall be entered in the minutes of the meeting or unless he shall submit his written dissent to the person acting as the Secretary of the meeting prior to the adjournment of the meeting or shall deliver or send such dissent by registered or

certified mail to the Secretary of the Corporation within seven (7) days after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action. A Director who is absent from a meeting of the Board, or any committee thereof, at which such action is taken shall be presumed to have concurred in the action unless he shall deliver or send by registered or certified mail his dissent to such action to the Secretary of the Corporation or shall cause such dissent to be filed with the minutes of the proceedings of the Board or committee within twenty-one (21) days after learning of such action.

- 5.7 Action by Consent. Directors may take any action which they are required or permitted to take without a meeting on written consent setting forth the action so taken, signed by all of the Directors.
- 5.8 Telephone Meetings. Participation by members of the board or any committee designated by the Board in any meeting of the Board or committee shall be permitted by means of telephone conference or similar communications equipment by means of which all persons participating in the meeting can hear each other. In order to meet by telephone conference, the board shall make a determination, to be recorded in the minutes, that the matters to be considered at that meeting require timely action by the Board, that physical presence by all members is not possible within the period of time requiring action, and that participation by some members by telephone is, therefore, necessary. Notice of any meeting by telephone conference shall be in accordance with paragraph 5.3. Such notice shall state that the meeting will be conducted with some members participating by telephone. Any meeting held by telephonic means must be broadcast in the meeting room so as to allow all in attendance to hear the deliberations of the Board. Participation in such a meeting pursuant to this paragraph 5.8 shall constitute presence in person at such meeting for purposes of quorum requirements and voting and for all other purposes not prohibited by applicable state law. The Directors shall be promptly furnished a copy of the minutes of any meeting held under this paragraph.
- 5.9 Record of Proceedings. The Board of Directors shall keep a record of all its proceedings, which shall be at all times subject to the inspection of any member of the Board of Directors. Such records shall be promptly and fully recorded, shall be open to public inspection if required by applicable state laws, and shall include, but not be limited to, a record of persons present, all motions, proposals and resolutions offered, the results of any votes taken, and a record of individual votes in the event of roll call. All decisions of the Board of Directors shall be by public vote, or public ballot or public roll call, unless exempt under applicable Tennessee law.

ARTICLE 6 DUTIES AS TO THE FUNDS OF THE CORPORATION

- 6.1 Disbursements. Disbursements from the income or from the assets of the Corporation for uses and purposes consistent with the objects and purposes of the Corporation as outlined in the Charter of Incorporation and these By-laws shall be made on the order of or with authority granted by the Board of Directors.
- 6.2 Contributions. Any contribution to the Corporation through any means whatsoever shall not be complete until accepted by the Corporation through action of the Board of Directors, and the Board shall have full authority to reject or refuse to accept any contribution for any reason, including but not limited to the specifications of a use of, or a restriction on the use

of, any contribution which conflicts with the purposes of the corporation, its tax-exempt status, or its status as a public charity.

- 6.3 Restricted Gifts. If at any time it shall appear that circumstances have so changed as to make unnecessary, undesirable, impractical or impossible a literal compliance by the Corporation with the expressed desire of a donor or testator from whom the Corporation has acquired funds or other property, the Board may take such steps as it deems necessary to direct the application of any such funds or other property to such other educational, charitable, or scientific purposes of a public nature, or others of a similar nature recognized by the federal government as entitled to tax exemption, as in its judgment will to the extent possible carry out the purposes of such donor or testator.
- 6.4 Management of Assets. Any fund or funds or assets of any kind or nature whatsoever which may be acquired by the Corporation from any source whatsoever may be transferred by the Board of Directors or any officer or staff member of the Corporation so authorized by the Board of Directors for the purpose of management and investment to any bank or banks in the State of Tennessee, having trust powers and active in the acceptance and management of trusts.
- 6.5 Agency Relationship. Any transfer of any asset of this Corporation made to any of such banks shall vest legal title to any such asset in the said transferee bank, as agent of any custodian for the Corporation, nevertheless, for the sole purpose of management and investment subject to the approval of the Board and any income thereon shall be income of this Corporation. The Board may enter into any agency agreement with each such bank, giving each of them such powers and duties pertaining to the assets so held by it as may be deemed proper and consistent with the purposes of the Corporation by the Board of Directors, and agreed to by said bank.
- 6.6 Authority. The Board may authorize any officer, staff member, or agent of the Corporation by resolution to enter into any contract or execute and deliver any instrument in the name of the corporation, and no officer, staff member, or agent shall have any power or authority to bind the Corporation by any contract or engagement, or to pledge its credit or to render it liable for any amount, without such authorization.
- 6.7 Depositories. All funds of the Corporation shall be deposited to its credit in such depository or depositories as the Board may designate, and for the purpose of such deposits, any person or person to whom such power is delegated by resolution of the Board may endorse, assign, and deposit checks, drafts and other orders for the payment of funds payable to the order of the Corporation. All checks, drafts or other orders shall be signed by such person or persons as may from time to time be designated by the Board.
- 6.8 Net Earnings. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth hereinabove.

ARTICLE 7 MISCELLANEOUS

- 7.1 Conflict of Interest. In order to assure the integrity and objectivity of decisions made on behalf of the Corporation, each Director, officer, and staff member is required to disclose to the Corporation in writing any conflict of interest transaction. A conflict of interest

transaction is a transaction with the Corporation in which a Director, an officer, or staff member has a direct or indirect interest. Any conflict of interest must be resolved in accordance with applicable state law before the Corporation may proceed with the transaction.

- 7.2 Stock in Other Companies. The Board of Directors may authorize a corporate representative to vote, endorse for transfer or take any other action necessary with respect to shares of stock and securities issued by any other corporation and owned by this Corporation; and he/she may make, execute and deliver any proxy, waiver or consent with respect thereto, all in accordance with the directives of the Board.
- 7.3 Documentary materials. Any documentary materials or data made or received by any member of the Board of Directors or employee of the Corporation to the extent that such material or data consists of trade secrets or commercial or financial information regarding the operation of any business conducted by an applicant for, or recipient of, any form of assistance which the Corporation is empowered to render, or regarding the competitive position of such applicant in a particular field of endeavor, shall not be deemed public records and shall not be subject to the provisions of Tennessee Code Annotated, Title 10, Chapter 7; provided, that if the Corporation purchases a qualified security from such applicant, the commercial and financial information, excluding trade secrets, shall be deemed to be a public record of the corporation and subject to the provisions of Title 10, Chapter 7, after the expiration of three (3) years from the date of purchases of such qualified security, or, in the case of such information being made or received by any member of the Board of Directors or employee of the corporation after the purchase of such qualified security, three (3) years from the date such information was made or received. Any discussion or consideration of such trade secrets or commercial or financial information, may be held by the Board, or any group of members thereof, in executive sessions closed to the public. All applications (except the identity of the applicants) and supporting documentary materials or data, including personal financial records, trade secrets, commercial or financial information and proprietary information of applicants, and all executive sessions or portions thereof conducted by the Board, or any group of members thereof, for the purpose of reviewing applications for assistance shall be confidential and exempt from the provisions of Tennessee Code Annotated, Title 8, Chapter 44.
- 7.4 Indemnification of Directors and Officers. Any Director or officer, or his/her executor or administrator, shall be entitled to indemnification in accordance with and to the extent allowed by the provisions of the Tennessee Nonprofit Corporation Act.
- 7.5 Amendment of Charter and Bylaws. The Board of Directors may amend the Corporation's Charter and Bylaws subject to the approval of the General Assembly as required by the provisions of Chapter No. 517 of the 1997 Tennessee Public Acts. The Corporation shall provide notice of any meeting of Directors at which an amendment of the Charter or Bylaws is to be approved, with such notice being in conformance with the provisions of the Tennessee Nonprofit Corporation Act. The amendment must be approved by a majority of the Directors in office at the time the amendment is adopted.

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CHARTER
of the
TENNESSEE TECHNOLOGY DEVELOPMENT CORPORATION

The undersigned persons, pursuant to the Tennessee Nonprofit Corporation Act and Public Chapter No. 517 of the 1997 Tennessee Public Acts, adopt the following charter for the above listed corporation:

1. The name of the corporation is:
TENNESSEE TECHNOLOGY DEVELOPMENT CORPORATION
2. The corporation is a public benefit corporation.
3. (a) The complete address of the corporation's initial registered office in Tennessee is:

<u>530 Gay Street</u>	<u>Knoxville</u>	<u>TN 37902</u>
Street Address	City	State, Zip Code
County of <u>Knox</u>		

(b) The name of the initial registered agent, to be located at the address listed in 3(a), is:
CT Corporation
4. The names and complete addresses of the incorporators are:

Dr. William B. Campbell, Jr.

(b) (6)

Mr. R. Darrell James

(b) (6)

Dr. Alvin W. Trivelpiece

(b) (6)
5. The complete address of the corporation's principal office is:

Rachel Jackson Bldg.

(b) (6)

(b) (6)
6. The corporation is not for profit.

7. The corporation shall have no members.
8. (a) The business, purposes, and powers of the corporation are:
- (1) To contribute to the strengthening of the economy of the State through the development of science and technology and to promote the development of Tennessee businesses by supporting the transfer of science, technology, and quality improvement methods to private and public enterprises;
 - (2) Identify scientific and technological problems and opportunities related to the economy of Tennessee and seek resources to overcome such problems or realize such opportunities;
 - (3) Identify specific areas where scientific research and technological investigation would contribute to the improvement of productivity of Tennessee businesses and farmers;
 - (4) Determine specific areas in which financial investment in scientific and technological research and development from private businesses located in Tennessee could be enhanced or increased if State resources were made available to assist in financing activities;
 - (5) Assist in establishing cooperative associations of universities in Tennessee and private enterprises for the purpose of coordinating research and development programs that will, consistent with the primary educational function of the universities, aid in the creation of new products and jobs in Tennessee;
 - (6) Assist in financing the establishment and continued development of technology intensive businesses in Tennessee;
 - (7) Assist Tennessee entrepreneurial businesses in identifying ways to enhance productivity and market competitiveness through science and technology;
 - (8) Seek to secure State and other sources of funding to attract federal and other science and technology resources to the State;
 - (9) Advise universities of the research needs of Tennessee businesses and improve the exchange of scientific and technological information for the mutual benefit of universities and private businesses;
 - (10) Coordinate and facilitate programs established throughout the State to provide Tennessee businesses with scientific and technological information;
 - (11) Provide financial assistance through contracts, grants and loans to programs of scientific and technological research and development;
 - (12) To encourage, foster, stimulate and advance the civic, commercial, financial and economic interests of the communities of Tennessee by promoting the use of modern technologies by industrial plants, educational and scientific research facilities and other facilities; to acquaint and inform the public governmental entities and private organizations as to its objectives by providing information, technical and financial assistance and such other features as will foster, encourage, stimulate and advance these purposes;

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- (13) To enter into contracts or trust agreements with inventors or applicants for or owners of patents, or of patent rights or interests, and with owners of or applicants for trademarks, trade names, brands, and labels, and with authors or applicants for or owners of copyrights and/or copyright registrations, foreign or domestic, and the protection thereof, and for the testing, development, improvement, manufacture, use, disposition of patented articles, trademarks, trade names, brands, labels, copyrights, devices, and processes, and for the disposition of the patent rights and interests of the inventor or author, copyright holder, and/or registration owner upon such terms and conditions, and with such provisions as to application and use of earnings and proceeds, as may be agreed upon;
 - (14) To acquire and to sell and dispose of inventions (whether or not patentable), patents, patent rights, trademarks, trade names, brands, labels, works of authorship and/or copyrights, foreign and domestic, and interest therein including territorial rights, and to grant licenses to others to manufacture, use, and sell and publish or either, and to itself manufacture, use, sell, and publish or either, under patents, registrations and/or copyrights, foreign and domestic, or rights and interest therein, and to receive, collect, and enforce collection of royalties, or other considerations, for inventions (whether or not patentable), patents, trademarks, trade names, brands, labels, copyrights, or patent rights or interest, or devices, articles, or processes of which disposition may be made or contracted for; and
 - (15) To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers herein set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any part or parts thereof, including the power to hold stock in other corporations where deemed necessary to carry out the purpose of this charter, provided the same be not inconsistent with the laws under which the corporation is organized.
- (b) The corporation may receive money from any source, may borrow money, may enter into contracts, and may expend money for any activities appropriate to its purpose.
 - (c) The corporation may appoint staff and do all other things necessary or incidental to carrying out its purpose.
 - (d) The enumeration herein of the objects and purposes of this corporation shall be construed as powers as well as objects and purposes and shall not be deemed to exclude by inference any powers, objects, or purposes which this corporation is empowered to exercise, whether expressly by force of the laws of the State of Tennessee now or hereinafter in effect or implicitly by the reasonable construction of said laws.
- 9. Any changes in the articles of incorporation or bylaws shall be made by the corporation's Board of Directors subject to the approval by the General Assembly of the State of Tennessee.
 - 10. The corporation shall have no seal.
 - 11. (a) The corporation shall submit an annual report to the Governor and to the General Assembly. Such report is due on the first day of November of each year and shall include detailed information on the structure, operation, and financial status of the corporation.

- § 10-13-10 10-13-10
- (b) The corporation shall conduct an annual public hearing to receive comments from interested parties regarding the report. Notice of such hearing shall be given at least thirty (30) days before the hearing.
 - (c) The corporation is subject to an annual audit by the comptroller of the Treasury, and the corporation shall bear the full costs of this audit.
12. (a) The corporation shall be governed by a Board of Directors consisting of seventeen (17) natural persons.
- (b) Seven (7) members of the Board of Directors shall represent and be appointed from the private sector; three representatives of the private sector shall be appointed by the Governor, two (2) representatives shall be appointed by the Speaker of the House of Representatives, and two (2) representatives shall be appointed by the Speaker of the Senate.
 - (c) Seven (7) members of the Board shall represent and be appointed from the public sector; three (3) representatives of the public sector shall be appointed by the Governor, two (2) representatives shall be appointed by the Speaker of the House of Representatives, and two (2) representatives shall be appointed by the Speaker of the Senate. One (1) representative of the public sector appointed by the Governor shall be a person selected from a list of three (3) citizens furnished by the Tennessee Municipal League or from a list of three (3) citizens furnished by the Tennessee County Services Association.
 - (d) The Commissioner of Economic and Community Development shall serve ex officio on the Board of Directors of the corporation.
 - (e) Two (2) members of the Tennessee Science and Technology Advisory Council shall serve on the Board of Directors. The vice-chair of the council shall serve ex officio as one (1) of the two (2) members. The council shall elect the second board member from among its members who have been appointed to the council by either the Speaker of the House or the Speaker of the Senate. At least one (1) of the members appointed pursuant to this subsection shall be from the private sector.
 - (f) One (1) representative of the private sector and one (1) representative of the public sector appointed by the Governor shall initially serve a two (2) year term. One (1) representative of the private sector and one (1) representative of the public sector appointed by the Speaker of the House shall initially serve a two (2) year term. One (1) representative of the private sector and one (1) representative of the public sector appointed by the Speaker of the Senate shall initially serve a two (2) year term. One (1) representative of the private sector and one (1) representative of the public sector appointed by the Governor shall initially serve a three (3) year term. One (1) representative of the private sector appointed by the Speaker of the Senate and one (1) representative of the public sector appointed by the Speaker of the House shall initially serve a three (3) year term. One (1) representative of the private sector and one (1) representative of the public sector appointed by the Governor shall initially serve a four (4) year term. One (1) representative of the private sector appointed by the Speaker of the House and one (1) representative of the public sector appointed by the Speaker of the Senate shall initially serve a four (4) year term. After the initial appointments, all members shall serve four (4) year terms, except the Commissioner of Economic and Community Development who shall serve by virtue of his or her office and the two (2) members of the Tennessee Science and Technology Council, who shall serve according

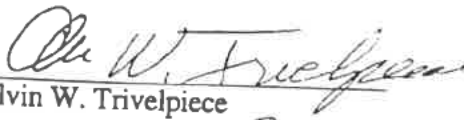
to their respective terms on the council. Board members are eligible to serve successive terms if reappointed by the original authority.

- (g) The Board of Directors shall appoint an Executive Committee of five (5) of its members to administer the day-to-day operations of the corporation. The Chair of the corporation shall also serve as the Chair of the Executive Committee.
 - (h) The Board of Directors shall not meet more than eight (8) times in a calendar year. The Executive Committee shall not meet more than four (4) times in a calendar year.
 - (i) The corporation shall elect a chair, vice-chair, secretary and such other officers as it deems necessary from among its members.
13. In accordance with the provisions of Chapter No. 517 of the 1997 Tennessee Public Acts, any documentary materials or data made or received by any member of the Board of Directors or employee of the corporation to the extent that such material or data consists of trade secrets or commercial or financial information regarding the operation of any business conducted by an applicant for, or recipient of, any form of assistance which the corporation is empowered to render, or regarding the competitive position of such applicant in a particular field of endeavor, shall not be deemed public records and shall not be subject to the provisions of Tennessee Code Annotated, Title 10, Chapter 7; provided, that if the corporation purchases a qualified security from such applicant, the commercial and financial information, excluding trade secrets, shall be deemed to be a public record of the corporation and subject to the provisions of Title 10, Chapter 7, after the expiration of three (3) years from the date of purchase of such qualified security, or, in the case of such information being made or received by any member of the Board of Directors or employee of the corporation after the purchase of such qualified security, three (3) years from the date such information was made or received. Any discussion or consideration of such trade secrets or commercial or financial information, may be held by the Board, or any group of members thereof, in executive sessions closed to the public. All applications (except the identity of the applicants) and supporting documentary materials or data, including personal financial records, trade secrets, commercial or financial information and proprietary information of applicants, and all executive sessions or portions thereof conducted by the Board, or any group of members thereof, for the purpose of reviewing applications for assistance shall be confidential and exempt from the provisions of Tennessee Code Annotated, Title 8, Chapter 44.
14. (a) The Charter of the corporation shall remain in effect until the General Assembly provides for termination of such certification.
- (b) Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the corporation, distribute all assets of the corporation except property of the State of Tennessee in such manner as the Board of Directors shall determine to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an organization described in Section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws, contributions to which are deductible under said Code and which have purposes consistent with and similar to the purposes for which this corporation is organized and in accordance with local, state and federal regulations regarding housing funds.
15. Debts incurred by the corporation under authority of Chapter No. 517 of the 1997 Public Acts of the State of Tennessee do not represent or constitute a debt of the State

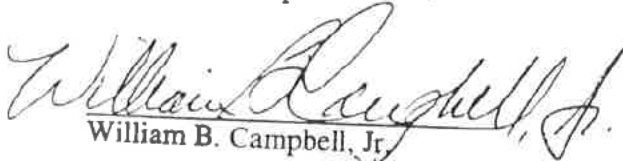
of Tennessee within the meaning of the provisions of the Constitution of Tennessee or Tennessee Code Annotated.

16. This Charter shall be subject in all respects to the laws of the State of Tennessee.

ADOPTED BY THE INCORPORATORS OF THE TENNESSEE TECHNOLOGY
DEVELOPMENT CORPORATION:


Alvin W. Trivelpiece

March 16, 1998
Signature Date:


William B. Campbell, Jr.

March 20, 1998
Signature Date:


R. Darrell James

APRIL 25, 1998
Signature Date:

Section 1: Project Description and Overview

Section 1a: Executive Summary

Launch Tennessee (LaunchTN) is a public-private partnership dedicated to innovation and entrepreneurship in our state. Our mission is to support and enable innovative Tennessee startups and their founders to build stronger companies and, in turn, a better future for all Tennesseans.

As a 2019 recipient of EDA funding through the Office of Innovation and Entrepreneurship Regional Innovation Strategies i6 Challenge we look forward to scaling this mutually beneficial partnership through this **2022 Build to Scale Program: Venture Challenge - Scale** grant proposal entitled **LaunchTN Industry Networks Expansion**.

Through successful implementation of Regional Innovation Strategies i6 funding, we provided programmatic support in the form of a stage-gate mentoring program and access to capital and commercialization support to entrepreneurs specifically across sectors such as automotive/mobility, agricultural technology, life sciences, and advanced energy.

Implementation of **LaunchTN Industry Networks Expansion** will help us achieve even greater results across LaunchTN's footprint of the Tri-Cities, Greater Knoxville, Greater Chattanooga, Cookeville, Greater Nashville, Jackson, and Greater Memphis regions. Objectives for the **LaunchTN Industry Networks Expansion** are to:

- (1) further Tennessee's technology assets and previous work with the advanced energy, agricultural technology, automotive/mobility, and life science industry sectors, and to add new industry sectors: consumer products/advanced manufacturing and financial technology, bolstering our already proven Industry Networks model, increasing Tennessee's commercialization programs, and furthering job creation;
- (2) expand a statewide implementation of entrepreneurs-in-residence (EIR) programs, leading to further connectivity in our targeted regions; and
- (3) ensure founders and companies in key industries have support accessing early-stage capital.

Section 1b: Vision, Mission, Goals, Roles

MISSION

LaunchTN is a public-private partnership dedicated to entrepreneurship with a **mission** to support and enable innovative Tennessee founders as they scale their businesses.

VISION

Our **vision** is to make Tennessee the most startup-friendly state in the nation.

ROLES

Our **role** is to act as the leading organization for Tennessee's tech-based economic development efforts. We stimulate the statewide economy by facilitating capital formation, commercialization, market building, and nurturing Tennessee's entrepreneurial ecosystem through the support of our network of regional entrepreneur centers and targeted industry partners. In the coming months, LaunchTN will partner with the State of Tennessee to administer the equity portion of Tennessee's U.S. Treasury State Small Business Credit Initiative 2.0.

LaunchTN continues to work closely with our vast network of partnering organizations, and in doing so, we have successfully established a group of four target industry-lead Mentor Networks, seven regional entrepreneur centers, and Bunker Labs for veterans, collectively referred to as our Network Partners. The partners are located across the state to ensure easy access to resources for entrepreneurs to accelerators, mentoring programs, and educational events.

Our statewide network positions us well to execute the Venture Challenge Scale program. In addition to programming, LaunchTN works directly with awardees of federal SBIR/STTR recipients through distributing Tennessee's SBIR/STTR Matching Grants, which received a \$7 million allocation for fiscal year 2023 by the Tennessee General Assembly. These funds are accessible and prioritized for underrepresented founders, as well as those in traditionally underrepresented locations with an emphasis on rural markets in the state. In addition to administering the SBIR/STTR Matching Grant Program, LaunchTN also administers Tennessee's SBA-supported FAST grant Microgrant Program. These grants are awarded to companies seeking to commercialize a promising technology, primarily from our state's research institutions, which need additional research resources to attain commercial viability. Through administration of

Tennessee's Microgrant and SBIR/STTR Matching Grant programs LaunchTN is the established leading organization supporting commercialization and technology transfer in Tennessee.

GOALS

Outreach & Statewide Advocacy

LaunchTN was built to enable and support scalable, high-tech companies across Tennessee. With the implementation of our Industry Networks Expansion, we will work in targeted industry sectors with founder mentoring and coaching, as well as increase access to entrepreneurship programs offered through our seven Entrepreneur Center partners located across the state. Our goal is to prioritize communication to more rural communities, with an increased focus on SEDI-led startups in these communities.

Early-Stage Capital Access with a SEDI Focus

Through the SSBCI-supported BuildTN Technology Fund to be launched Fall 2022, LaunchTN will begin the deployment of \$70 million in early-stage capital investments. The infrastructure already in place via our statewide network will enable us to engage with the most promising startups across Tennessee. Each of our Network Partners serve as geographic and industry-specific "front doors" to these companies and technologies. Additionally, LaunchTN has been building its engagement with organizations focused on equity and access for underserved communities in Tennessee. This is best demonstrated through our already strong investment portfolio of companies with Black, LatinX, women, disabled, veteran, rural, and other minority founders. These SEDI-founded startups represent a core pillar upon which LaunchTN has built our portfolio.

Workforce Development & Sustainable Job Creation

Through the Industry Network Expansion, LaunchTN aims to directly impact 1,000 high-tech job placements. There has been a collaborative effort across Tennessee's state agencies to investigate the barriers that exist in new-economy job creation. LaunchTN will continue to work with our partner academic institutions, our Network Partners and other stakeholders to record and respond to Tennessee's everchanging talent market.

Section 2: Ecosystem Resources and Assets

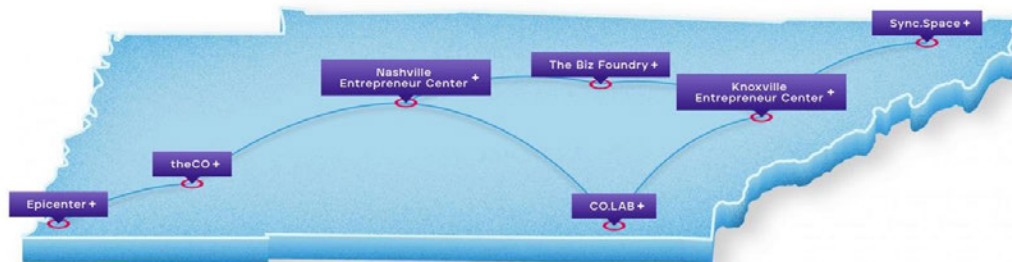
Section 2a: Project Service Area

LaunchTN is headquartered in Nashville and serves entrepreneurs across Tennessee. Our organization unites a network of seven strategically located entrepreneur centers and directly supports the following sixty (60) counties through our statewide regional entrepreneur centers (Tennessee State Code 47):

- Tri-Cities area including Washington County (FIPS 179), Sullivan County (FIPS 163), Greene County (FIPS 59), Hawkins (FIPS 73) Hancock (FIPS 67), Unicoi (FIPS 171) Carter (FIPS 19), Johnson (FIPS 91)
- Greater-Knoxville & Oak Ridge area including Knox County (FIPS 93), Anderson County (FIPS 001), Roane County (FIPS 145), Morgan (FIPS 129), Loudon (FIPS 105), Blount (FIPS 009), Sevier (FIPS 155), Jefferson (FIPS 089), Grainger (FIPS 057), Union (FIPS 173), Campbell (FIPS 013), Hamblen (FIPS 063), Scott (FIPS 151)
- Greater-Chattanooga including Hamilton County (FIPS 65), Rhea County (FIPS 143), Bradley County (FIPS 11), Polk (FIPS 139), Marion (FIPS 115) Sequatchie (FIPS 153), Bledsoe (FIPS 07), Meigs (FIPS 121), Grundy (FIPS 061), Monroe (FIPS 123)
- Upper Cumberland including Putnam County (FIPS 141), Cumberland County (FIPS 35), Dekalb County (FIPS 41), White (FIPS 185), Van Buren (FIPS 175), Warren (FIPS 177), Fentress (FIPS 049)
- Greater-Nashville area including Davidson County (FIPS 37), Williamson County (FIPS 187) and Rutherford (FIPS 149), Sumner (FIPS 165), Wilson (FIPS 189), Dickson (FIPS 043), Cheatham (FIPS 021), Robertson (FIPS 147), Wilson (FIPS 189), Trousdale (FIPS 169)
- Jackson area including Madison County (FIPS 113), Crockett County (FIPS 33), Henderson County (FIPS 77), Chester (FIPS 023), Hardeman (FIPS 069), Gibson (FIPS 053), McNairy (FIPS 109), Carroll (FIPS 017), Lauderdale (FIPS 097), Haywood (FIPS 075)
- Greater-Memphis area including Shelby County (FIPS 157), Tipton County (FIPS 167), Fayette County (FIPS 47)

STAKEHOLDERS LEVERAGED

LaunchTN creates and bolsters an immense amount of leverage through our Entrepreneur Center partners that serve as a geographic front door to our statewide network. See below for an image of the location of these partners.



We recognize these are located in our state’s denser populations, however, through virtual programming we are able to extend services to startups in all 95 Tennessee counties.

While these Entrepreneur Centers act as a geographic “front door” into a wide variety of program offerings for founders, as well as access to the greater LaunchTN ecosystem, we don’t yet have as broad a reach and service offerings for startups within identified industry sectors that are ripe for growth in our state. While LaunchTN partners with several industry associations to offer mentor networks within their organizations, there are several successful programs offered by our Entrepreneur Centers, for example, commercialization, workforce training, dedicated EIRs, etc., that our Industry Network Partners are not able to offer due to lack of resources. This program will help us to reach those broader goals.

REGIONAL ASSETS & BUSINESS ASSETS

In addition to our Entrepreneur Center and currently supported Industry Network Partners (see Section 4: Partnerships below), LaunchTN collaborates with several key regional assets. For the purposes of LaunchTN’s Industry Networks Expansion, these include:

- **Oak Ridge National Laboratory (ORNL)**, a federally funded research and development center in East TN that supports companies commercializing technologies through its Innovation Crossroads program, an accelerator for startups in advanced energy. ORNL has served as a collaborator and funder of LaunchTN for many years.
- **University of Tennessee Research Foundation (UTRF)**, which promotes the commercialization of UT’s intellectual property and encourages an entrepreneurial culture in the UT system. UTRF supports talent development programming, Innovation Crossroads, and collaborative stage-gate mentoring partnerships. UTRF has served as a collaborator and funder of LaunchTN for several years.
- **University of Tennessee SPARK Innovation Center** supports the Clean Tech Accelerator Program in partnership with the Department of Energy, City of Knoxville, Tennessee Advanced Energy Business Council, Tennessee Valley Authority, and Heartland Climate Tech Partnership.

REGIONAL OPPORTUNITIES

Tennessee is also exhibiting growth in two more industry sectors, financial technology (fintech) and consumer products encompassing advanced manufacturing (consumer products/advance manufacturing). Through this program we will identify key stakeholders within these sectors and scale support for new founders and companies in these industries.

Emerging Sectors

Building on the continued success of our Industry Networks, we see an opportunity to invest in two sector paths that cover a broad spectrum of new business development in Tennessee: financial technology (fintech) and Consumer Product/Advanced Manufacturing. As evidenced by the State’s Department of Economic and Community Development (TNECD), the Labor and Education Alignment Program (LEAP) report calls attention to occupations that are strategically important to the growth of the state economy. LaunchTN will expand Industry Network partnerships into these new sectors as defined below:

Financial Technology

Tennessee remains number one in the Southeast and second in the nation in finance and tech job growth since 2011. Since 2017, over 31,000 new jobs have been created through this sector. In 2021, software company, Oracle, committed

to a Nashville investment that would result in an estimated 8,500 jobs and \$1.3 billion in economic development. Panoramic Ventures reports that tech-enabled services accounted for almost 44 percent of total deal count for venture capital in the last two years, up from 33 percent before COVID19. The projected growth rate for tech jobs in Middle Tennessee (2018-2023) alone is 15 percent, compared to 9 percent projected national tech job growth.

In addition, Tennessee became the second state in the country to pass legislation to allow LLC registration of decentralized autonomous organizations (DAOs). This bill allows for blockchain companies to automate decisions on behalf of its users according to a predetermined set of rules, allowing investors to safely and transparently collaborate. Over the past year, Nashville-based companies saw significant news in the crypto industry. Valkyrie released the first Bitcoin ETF to the public markets which makes it easier and cheaper for investors to get exposure to bitcoin; Bitcoin Magazine hosted the Bitcoin 2022 Conference which drew over 25,000 people over three days to discuss and collaborate over cryptocurrencies; and Co:Create was the first crypto company in Tennessee to raise \$25M in a seed round.

Consumer Product and Advanced Manufacturing

Tennessee exports more than \$26 billion in manufactured goods annually. Our largest categories of exported products include transportation, computer and electronic products and chemicals. Advanced manufacturing job creation in Tennessee far outpaces national growth, with employment concentration 31 percent higher than the national average. Chattanooga's CO.LAB has run a successful Consumer Packaged Goods (CPG) accelerator program for four years, accelerating over 45 companies. This key strength can be leveraged across our regional footprint utilizing our Networks Partner model. This model has already begun to scale into Knoxville and Kingsport, so expanding this into a new Industry Network vertical for LaunchTN will provide opportunities to scale to startup companies across the state.

Section 2b: Region-Opportunity Alignment

ECOSYSTEM RESOURCES and INFRASTRUCTURE

With a population of 6.91 million people, Tennessee technology-based spending (TBED) is approximately \$11 per capita, an impressive figure given strong regional competitiveness and population considerations. Support for high-tech commercialization remains strong in the walls of our state government and a strong indicator of that includes \$7 million of funding approved for Tennessee's SBIR/STTR Matching Grant Program for FY23. The State of Tennessee is anticipating at least \$146 million in economic impact from the matching grant program over the next year, resulting in more than 500 jobs and \$95 million in capital raised through participating companies. Additionally, venture investment in Tennessee in 2021 has already significantly outpaced the total capital raised in 2020 by over 29 percent, and the median venture deal size has increased from \$1 million to \$2.72 million. Tennessee is ripe for high-tech company and job growth and we need the programmatic support that will help mentor and sustain these companies for the long term in Tennessee.

Tennessee is one of the few states with a distributed model for providing entrepreneurship support across the state through our network of Entrepreneur Centers. Through an internal analysis of the economic impact of statewide Entrepreneur Centers (ECs) we project over \$24 million in direct economic impact over the funding year 2022.

*The **LaunchTN Industry Networks Expansion*** will scale our successful Mentor Networks program by strategically placing emphasis on the automotive/mobility, life science, advanced energy, and agriculture industries, as well as expanding into fintech and consumer goods/advanced manufacturing. We will add additional programming elements outside of the Mentor Network program to support early-stage companies in ways other than mentoring, including dedicated programs specific to commercialization and technology transfer. The programs break down in emphasis as below:

Automotive, Mobility & Transportation

Tennessee sits at the intersection of transportation and energy. Tennessee prides itself on being a top state for automotive manufacturing thanks to the presence of major OEMs Nissan and GM headquartered in Middle Tennessee; Volkswagen, located in East Tennessee; and most recently, [Ford](#) in West Tennessee. In addition to these major marques, there are over 900 automotive-related manufacturers statewide. Regional megasite, [Blue Oval City](#), located outside of

Memphis, is anticipated to contribute \$3.5 billion each year to Tennessee’s gross state product. Blue Oval City will be designed to be the largest, most advanced and most efficient automotive production campus in Ford’s history.

TennSMART, LaunchTN’s collaborator on the automotive/mobility Industry Network, supports early-stage companies through the LaunchTN-funded Mentor Network and under this proposal Tennessee will expand its services to these early-stage companies to foster additional commercialization, job growth and leveraged capital.

Life Sciences

Tennessee’s largest exporter is medical devices and through our renowned academic institutions in our state, Tennessee will continue to grow into a major hub of research and development in the life sciences. In Middle Tennessee alone, the healthcare industry contributes an overall economic benefit of nearly \$46.7 billion and more than 270,000 jobs every year according to the Nashville Health Care Council. This includes companies that provide medical services, including those that treat patients, as well as companies that manufacture medical devices, pharmaceuticals, and equipment.

To date, the Life Science Industry Network serves Tennessee’s more than 1,500 life-science companies and has initiated key programs to support early-stage companies, including leveraging corporate relationships with major life science companies that have a strong presence in our state, including Smith & Nephew, Medtronic, Pfizer, Sanofi and Stryker.

Energy

East Tennessee is home to [Oak Ridge National Laboratory](#) (ORNL), which provides signature research strengths in neutron scattering, high-performance computing, advanced materials, and nuclear science and engineering. These assets are the foundation for a broad research and development portfolio. The [2021 Tennessee Advanced Energy Economic Impact Report](#) by TAEBC identifies an ongoing upward trend of the state’s Advanced Energy (AE) economy—the \$1.4 trillion global market that in the U.S. generated \$240 billion in revenue in 2020. [Innovation Crossroads](#), held at ORNL, supports advanced energy founders by leveraging resources within the lab itself, as well as the mentor support of the Energy Network.

Agriculture & Agriculture Technology

This sector contributes to \$81 billion in economic impact through 1,000 registered food businesses and over 66,000 farmers across Tennessee’s unique topographies. Seven universities across the state currently offer agricultural programs. AgLaunch, Launch Tennessee’s partner in the AgTech Network, has supported early-stage companies from Memphis to Kingsport through its mentors and farmers network, which leverages existing farmland and farmers in partnership with early-stage technologies to further develop agricultural competitiveness.

Financial Technology

(See Section 2: Emerging Sectors above.)

Consumer Product and Advanced Manufacturing

(See Section 2: Emerging Sectors above.)

Section 3: Proposed Solution

Section 3a: Problems and Solutions

PROBLEM & SOLUTION 1

Problem: Lack of early-stage company support in key industries

Aligned with EDA Priority 5 Technology Based Economic Development and EDA Priority 4 Manufacturing

There is a lack of support for early-stage companies among Tennessee’s key industries. While we have supported early-stage companies in advanced energy, agricultural technology, automotive/mobility, and life sciences through our Mentor Network program (funded by the i6 award), there is an opportunity to create additional programming and expand support for early-stage companies in these industries, as well as expansion into new industries. Additionally, the consumer products industry - utilizing advanced manufacturing - and financial technology have emerged as key sectors within our state which lack support for the early-stage companies within the sector.

Solution: Expanded programming, including dedicated EIRs for startups in targeted industry sectors

To combat this lack of support, LaunchTN's Industry Networks Expansion will add additional programming resources across our six identified key industries. Programming will include:

- dedicated entrepreneur-in-residence (EIR) resources per industry partner;
- expansion of the Mentor Network program into consumer products and financial technology;
- the Scipreneur (science-entrepreneur) program, focused on commercialization of Tennessee technologies, utilizes promising, but currently shelved technologies at Tennessee research centers and gives them access to student and professor teams to create commercialization opportunities;
- Matchmaking between an industry's larger corporations and startups;
- Stage-gate mentoring and 'meet-an-expert' sessions. Under i6 funding, LaunchTN realized 2,100 hours of mentoring sessions in a three-year period, and will increase this across all Industry Networks under this proposal; and
- Entrepreneurs in Residence (EIR) program within the existing Industry Network provides reliable support through direct communication and networking for early-stage companies.

PROBLEM & SOLUTION 2

Problem: Lack of opportunities for traditionally underrepresented founders & their startups

Aligned with EDA Priority 1 Equity

Despite the growing number of scalable startups in Tennessee, founders from underrepresented companies experience a lack of access to capital resources, success mentoring, and sustainable networking.

Solution: Dedicated outreach and prioritization of underserved founders & their startups

Within our expanded portfolio of Industry Network programs, support will be prioritized for traditionally underserved founders. This will come in the form of targeted outreach and promotion to drive more founders of color to LaunchTN's Network Partner programming, dedicated mentoring, and dedicated access to capital. We'll reach underserved founders through promotional campaigns featuring successful Tennessee stories that feature founders of color, women and other underserved communities. We'll also focus on diversification in our Scipreneur commercialization program.

More broadly, LaunchTN has prioritized investments for underserved businesses with more than 40 percent of our Impact Fund invested in SEDI companies, and over 50 percent of awards to SEDI-led companies through our SBIR/STTR Matching Fund. Our internal goal for investment in SEDI-led and rural companies is from 40 to 55 percent next year.

PROBLEM & SOLUTION 3

Problem: Lack of available workforce aligned with our key industry sectors

Aligned with EDA Priority 3 Workforce Development

In a recent survey of Tennessee based startup companies and entrepreneurs, 96 percent of respondents cited the availability of technical talent as a significant barrier to commercialization and business development. Notably, respondents across our key industry sectors indicated a demand for additional talent and workforce development support for lab assistants, field technicians, and engineers.

Solution: Fostering student and professorial talent to commercialize promising technologies that are currently shelved at state research institutions

The Scipreneur (science-entrepreneur) program utilizes technologies at Tennessee research centers not yet commercialized, assigning student and professor teams to determine a commercialization plan for each. It has been piloted over six iterations using more than 20 technologies within our life science network and is ripe for expansion. This helps commercial technologies and train workforces. A common denominator across all business sectors is demand for engineering-related trainees. As evidenced by the [2020 LEAP report](#), Tennessee postsecondary institutions are graduating 54 percent more engineers and 36 percent more engineering technologies and engineering-related graduates than they were ten years ago. Despite this opportunity in the workforce, many startups still struggle to recruit this workforce. Through this program, we will direct students from across multiple Tennessee universities to become engaged in our networks, cementing their path towards careers with startups in these sectors.

PROBLEM & SOLUTION 4

Problem: Ensuring our early-stage companies are commercializing and growing with sustainability in mind.

Aligned with EDA Priority 6 Environmentally-Sustainable Development

As technologies commercialize and develop in Tennessee, as a state, we should prioritize environmental sustainability, realizing the assets of our national laboratory dedicated to energy advancement (ORNL).

Solution: Support targeted to clean energy and sustainability-focused early-stage companies

The Tennessee Advanced Energy Business Council (TAEBEC) and LaunchTN continue to partner with external partners throughout the region to build out successful businesses across the state. The Spark Cleantech Accelerator is a collaborative partnership with the Department of Energy, TVA, Heartland Climate Tech Partnership and demonstrates the dynamic nature of how Industry Partners draw a diverse knowledge base to readily educate and invest in a pipeline of startups in our portfolio. Last year saw nine companies graduate through the accelerator program with six new companies accepted into the program this summer.

Section 3b: Achievability

Since our founding in 1999, LaunchTN (chartered as the Tennessee Technology Development Corporation) has been administering, supporting and funding technology-based economic and entrepreneur development programs. We have supported industry partners in life science, agriculture, automotive/mobility and advanced energy in their pursuits to assist startups since 2017. The LaunchTN Industry Network Expansion program is a continuation of our work.

Building on i6: Mentor Network Success

Through successful implementation of Regional Innovation Strategies (i6) funding, we provided a milestone-driven process training program for entrepreneurs across Tennessee and across sectoral partnerships in the automotive, agriculture, life sciences and energy sectors, colloquially called our LaunchTN Mentor Networks Program. Assistance provided through the Mentor Networks has led LaunchTN programs to assist 143 new companies to date.

With backing from this Build to Scale Venture Challenge, LaunchTN's Industry Networks Expansion will serve 200 businesses through mentoring programs, increase our services and investment in SEDI-led and rural companies from 40 to 55 percent, host 200 technical assistance meetings for Tennessee founders per year, and continue to realize an increase in total capital raised year over year.

Section 3c: Impacted Groups

LaunchTN serves small businesses and their investors raising and deploying capital. Small businesses, as defined by LaunchTN, span from early-stage startups raising seed or Series A capital, to minority or rural businesses just getting off the ground and proving their business model. This proposal will focus on expanding our reach, including new industry sectors and Socially and Economically Disadvantaged (SEDI) businesses.

Our organization invests robustly in SEDI businesses and focuses on small businesses run by diverse founders or that operate in communities that have traditionally lacked access to capital. Through our diverse array of programming, LaunchTN prioritizes assistance to companies that are represented by diverse leadership. Specifically,

- 33 percent of the microgrants awarded as part of the SBA FAST program this year (FY22) were made to underserved founders (women, minority, & rural).
- Over 50 percent of awards made through SBIR/STTR Matching Fund, which is designed to follow the microgrant program, were to underserved small businesses since program inception.
- 15 percent of recipients live in rural areas of the state.

Presently, more than 40 percent of LaunchTN's Impact Fund investments are SEDI-defined companies. Programming from the LaunchTN Investor Network Expansion will engage with more than 20 organizations in our state focused on entrepreneurship and technology-based economic development, this includes more than six research institutions and 13 non-profits focused on startup development and SEDI startups. Geographically, the program will reach startups in more than 60 percent of Tennessee's 95 counties with virtual programming to reach every county in Tennessee.

Section 4: Partnerships

A regional innovation initiative is apparent through our statewide network of Entrepreneur Centers, Industry Networks, and extensive stage-gate Mentor Network program that was previously funded by the EDA. Each Industry Network (automotive/mobility, life science, energy, and agriculture) is uniquely positioned with the dedicated and experienced team and their partnerships to serve and grow early-stage companies in these verticals. LaunchTN is the primary applicant that will coordinate and execute the deliverables in this grant, in partnership with the following organizations:

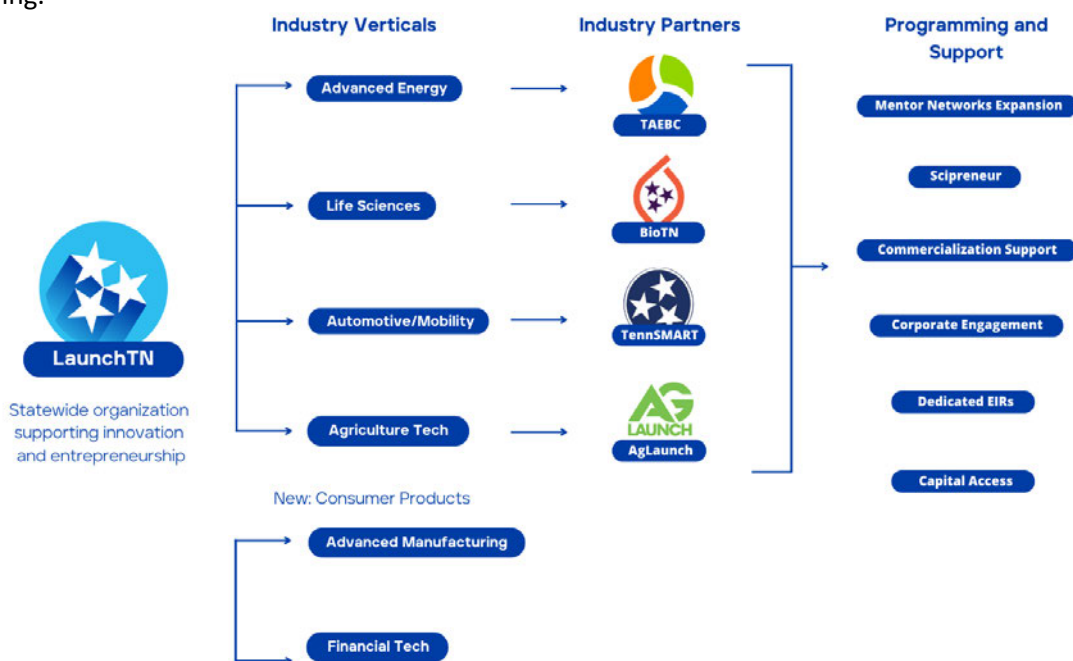
TennSMART (<http://tennsmart.org/>) - TennSMART is a consortium of public and private sector leaders working to accelerate the development of new intelligent mobility innovations in Tennessee. TennSMART will participate as a partner as we explore expansion into the automotive sector. The organization already serves as a collaboration forum for key stakeholders in the automotive and trucking industries, municipalities, universities and research institutions.

BioTN - LST & BioTN (<http://biotn.org/>) - LST's and BioTN's mission is to advance and grow the Life Science industry in Tennessee through advocacy, partnerships and alignment with economic and workforce development. BioTN has an existing alliance with university partners whereby companies in Life Science Mentor Network Program receive periodic support for business research (e.g., market size, market feasibility, competition, business plan writing) as well as for scientific assessment/opinion/validation of a Mentor Network company's innovation.

Tennessee Advanced Energy Business Council - TAEBC (www.tnadvancedenergy.com) - The TAEBC is a non-profit organization designed to foster the growth of the state's advanced energy technologies, companies, and jobs. This agency brings together advanced energy leaders from across the state to foster economic development and new jobs in this robust sector of our economy. Last year, 21 companies participated in stage-gate mentoring through TAEBC and raised over \$6 million in capital.

Knoxville Entrepreneur Center in partnership with AgLaunch (<https://aglaunch.com>) - AgLaunch is a non-profit organization building a national network of diverse farmers to envision, enable, and accelerate the farms of the future through incubating new startups, pioneering new methodologies, and commercializing value-added projects. KEC and AgLaunch have worked with multiple Tennessee teams focused on building successful companies in agriculture. Since 2015, AgLaunch, in cooperation with KEC, has successfully accelerated over 100 startups through their Springboard program, resulting in \$80 million raised by portfolio companies with over 294 direct jobs.

The graph below details LaunchTN's current programmatic initiatives and partnerships. With the Industry Networks Expansion, we'll seek to add two additional industry partners in fintech and consumer products/advanced manufacturing.



Section 5: Measurable Goals & Feasibility

Specific goals for program activities are as below:

Program Activity: *Implementing new Industry Partners, based on target-markets, within existing mentor network.*

Output: The addition of new industry partners (fintech and consumer products/advanced manufacturing) is derived from recent expansion and relocation activity in TN. Having industry partners in these respective business sectors provides a pipeline for specialized talent, academic, and corporate alliances through accelerators and other activities.

Outcome: The outcome of growing our current Industry Networks and expanding into two new industries is 40 new participating companies served per network, resulting in an increase in capital raised - a potential \$4,000,000 (\$100,000 capital raised per company) across these new industry verticals over the next year.

Program Activity: *Expand and recruit a new EIR program statewide.*

Output: Two EIRs will be added to existing industry verticals, in addition to one EIR each to our new network verticals, with the prospect of hiring one additional EIR in the second year of the grant funding timeline.

Outcome: The outcome of the EIR program is 1,500 hours of mentoring sessions in the next year (250 hours for each of the six Industry Partners), with at least 50 companies participating in the program.

Program Activity: *Regional networking events and programs that support and engage both founders and investors with meaningful connections.*

Output: Funding will be allocated to Industry Network partners for:

- Innovation Challenges & Pitch Competitions for entrepreneurs to solve challenges identified by industry leaders.
- Mentor Workshops and Office Hours offers flexible, customized program for entrepreneurs
- Pre/Post accelerator programming uncovers promising technologies for respective industries and post-accelerator/mentor programs to identify capital and market-access support

Outcome: The outcome of regional networking events and programs is that they support and engage both founders and investors. Through a participation of 90 companies (15 per industry partner, 6 partners in total) we expect at least 200 investor/entrepreneur connections per industry network in early-stage capital access during the grant period.

Through a continuation of funding we could offer more capital access through investor connections, mentorship and consultation all at no cost to participants.

	Baseline (FY22)	Year 1	Year 2	Year 3	Closeout of Grant
<i># of Startups Served</i>	85	125	150	175	200
<i># of Technical Assistance Meetings</i>	162	200	240	288	300
<i># of mentoring & coaching hours</i>	900	1,500	2,100	2,200	2,500
<i>Total # of meetings with potential investors, high-revenue clients or SBIR/STTR grant program managers</i>	100	125	180	200	200
<i>Total amount of capital through loans & grants, including SBIR/STTR</i>	\$14 Million	\$18 Million	\$30 Million	\$50 Million	\$75 Million

Section 5a: Data Infrastructure

LaunchTN currently receives quarterly reports from the Industry Networks and Entrepreneur Centers identified in this grant in a machine-readable format that is fully operable and accessible. We are confident in our data infrastructure and processes to collect quarterly metrics as a federal and state reporting agency for more than a decade.

Section 6: Sustainability

LaunchTN has a history of continuing to implement successful startup programs in our state. Our talent development program is more than seven years old. Our SBIR/STTR Matching Program is more than six years old and our original Mentor Network program with Industry Partners pre-dates EDA funding. LaunchTN's structure as a public-private nonprofit allows us to receive support from numerous funders, including federal, state and private organizations.

ANTICIPATED CHALLENGES & POTENTIAL BARRIERS

Partner Adoption & Continued Impact

The three years of experience we have had with our existing Industry Networks under the current i6 grant have allowed us to anticipate challenges and identify solutions as they arise. Despite drawbacks throughout the COVID-19 pandemic affecting events, our network has pivoted to address challenges and ensure startups are well served.

Mentor Recruitment/Public Engagement

Turnover rates and securing commitments from volunteer mentors can be a challenge. The enhancements and expansion detailed here are designed to increase mentor benefits. By investing in EIRs, our partners can rely on full-time support to fulfill the gaps of mentorship capacity and year-round participation.

Bandwidth/Capacity

Network alignment and expansion efforts demonstrated in this proposal requires hands-on support of dedicated staff. Additionally, we realize that data management and tracking require additional investment in technology of which we have considered on the budget level. We have budgeted the time of an internal Data Specialist for additional capacity.

Company Procurement and Recruitment into Programs

Identification of companies outside our existing network and partners can be challenging. We will mitigate this with robust marketing efforts, specifically leveraging the marketing of our SSBCI 2.0 funds to promote programmatic opportunities to founders and startups.

SUSTAINABILITY and POST AWARD OPERATIONS

LaunchTN, through its unique structure as a public-private entity, is positioned to leverage state funding, private (corporate) fundraising, and federal grants to ensure an operational budget that allows us to execute on our programs and commitments across the state.

Utilizing this Build to Scale award as a fundraising catalyst, LaunchTN will expand our development initiatives to focus on the Industry Partners. In addition to funds provided through this grant and LaunchTN, each Industry Network is responsible for matching funds, as well as leveraging this opportunity to expand their individual networks.



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Tennessee Valley Authority

Dr. Jennifer Taylor
Tennessee Tech University

Phil Wade
Bridgestone Americas

June 9, 2022

U.S. Department of Commerce
1401 Constitution Avenue, NW
Suite 71014
Washington, DC 20230

Dear Mr. Eric Smith:

On behalf of TennSMART's Board of Directors, I am pleased to support Launch Tennessee's (LaunchTN) proposal to EDA's Build to Scale: Venture Challenge, Scale program, to enhance and expand LaunchTN's support of the statewide Mentor Networks program.

The proposal supports Tennessee's innovation economic development strategy, which is led by LaunchTN on multiple fronts. Demonstrated through a successful implementation of the Regional Innovation Strategies (i6) grant, the priorities set forth in this Build to Scale proposal would further promote Tennessee's technology assets by adding key industry clusters to a successful mentor network model, establish a statewide implementation of entrepreneurs in residence program, as well as continue to invest in programming that augments existing regional assets for innovation and entrepreneurship.

TennSMART is a consortium of leaders from the public and private sectors working together to accelerate the development and deployment of new smart mobility innovations in Tennessee and beyond. Members include stakeholders in the automotive and trucking industries, software and hardware suppliers, municipalities and utilities, universities, and research institutions.

As a key Industry Network partner for this initiative, we are able to commit \$150,000 of unencumbered and unrestricted match dollars specifically to expand the operational capacity of LaunchTN's Industry Networks over this three-year project. \$45,000 of this match will be provided in-kind (see Attachment A) through mentor hours and \$105,000 will be provided in cash towards programmatic activities.

Our team is excited about LaunchTN's plans to further capitalize Tennessee's assets in the life science, energy, agriculture, automotive as well as an expansion into the financial and consumer products through advanced manufacturing sectors.

Sincerely,

Dr. Rich Davies
TennSMART Board President on behalf of the Board of Directors

Attachment A: In-kind Match Calculation

In-kind Valuation

150 mentor hours valued at \$100/hour times 3 years = \$45,000

Embedded Non-PDF File

Filename: SF424_4_0-1247-Impacted Counties.xlsx

Description: Attachment from Grants.gov

Double-click the Paperclip link above to view the file.

PDF Catalog files cannot be concatenated like regular PDF files because they can contain multiple attachments within them.

To print the entire application, embedded attachments must be printed separately.

June 7, 2022

U.S. Department of Commerce
1401 Constitution Avenue, NW
Suite 71014
Washington, DC 20230

Dear Mr. Eric Smith,

I am pleased to support Launch Tennessee's (LaunchTN) proposal to EDA's Build to Scale: Venture Challenge, Scale program, to enhance and expand LaunchTN's support of the statewide Mentor Networks program.

The proposal supports Tennessee's innovation economic development strategy, which is led by LaunchTN on multiple fronts. Demonstrated through a successful implementation of the Regional Innovation Strategies (i6) grant, the priorities set forth in this Build to Scale proposal would further promote Tennessee's technology assets by adding key industry clusters to a successful mentor network model, establish a statewide implementation of entrepreneurs in residence program, as well as continue to invest in programming that augments existing regional assets for innovation and entrepreneurship.

Tennessee Advanced Energy Business Council is a statewide, non-profit member organization whose mission is to advance and grow the advanced energy industry in Tennessee through advocacy, partnerships and alignment with economic and workforce development.

As a key Industry Network partner for this initiative, we are able to commit \$150,000 of available, unencumbered, and unrestricted match dollars specifically to expand the operational capacity of LaunchTN's Industry Networks over this three-year project. \$45,000 of this match will be provided in-kind (see Attachment A) through mentor hours and \$105,000 will be provided in cash towards programmatic activities.

Our team is excited about LaunchTN's plans to further capitalize Tennessee's assets in the life science, energy, agriculture, automotive as well as an expansion into the financial and consumer products through advanced manufacturing sectors.

Sincerely,



Cortney Piper
Executive Director
TAEBC

Attachment A: In-kind Match Calculation

In-kind Valuation

150 mentor hours valued at \$100/hour times 3 years = \$45,000

June 11, 2022

Mr. Eric Smith
US Department of Commerce
1401 Constitution Ave., NW
Suite 71014
Washington, DC 20230

Dear Mr. Smith:

UTRF is pleased to support LaunchTN's EDA Build to Scale Venture Challenge, Scale grant submission. UTRF has been partnering with LaunchTN supporting entrepreneurs in advanced scientific industries since LaunchTN's founding in 1999 as the Tennessee Technology Development Corporation. LaunchTN's programming, grant funding and network of partners have been supportive of UT technologies seeking to commercialize and create economic investment and jobs in our state.

Sincerely,

Stacey Patterson



Stacey S. Patterson, Ph.D.

Vice President
Office of Research, Outreach and Economic Development
The University of Tennessee System



1236 UT Tower
505 Summer Place
Knoxville, TN 37902

Office: 865.974.4048 | Cell: 865.297.2419
Email: sspatter@tennessee.edu



June 7, 2022

Mr. Eric Smith
U.S. Department of Commerce
1401 Constitution Avenue, NW
Suite 71014
Washington, DC 20230

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Pendant Bioscience

Kristin McGraner
STEM Prep Academy

Kearsitn Patterson
HCA

Dr. Larry Marnett
Vanderbilt University

Bruce Doeg
Baker Donelson

Randy Bury, MBA

Dr. Eric Elmquist
Pendant Bioscience

Dear Mr. Smith,

I am pleased to support Launch Tennessee's (LaunchTN) proposal to EDA's Build to Scale: Venture Challenge, Scale program, to enhance and expand LaunchTN's support of the statewide Mentor Networks program.

The proposal supports Tennessee's innovation economic development strategy, which is led by LaunchTN on multiple fronts. Demonstrated through a successful implementation of the Regional Innovation Strategies (i6) grant, the priorities set forth in this Build to Scale proposal would further promote Tennessee's technology assets by adding key industry clusters to a successful mentor network model, establish a statewide implementation of entrepreneurs in residence program, as well as continue to invest in programming that augments existing regional assets for innovation and entrepreneurship.

BioTn is a statewide, non-profit member organization whose mission is to advance and grow the Life Science industry in Tennessee through advocacy, partnerships and alignment with economic and workforce development.

As a key Industry Network partner for this initiative we are able to commit \$150,000 of available, unencumbered and unrestricted match dollars specifically to expand the operational capacity fo LaunchTN's Industry Networks over the three-year project. \$45,000 of this match will be provided in-kind (see Attachment A), through mentor hours and \$105,000 will be provided in cash towards programmatic activities.

Our team is excited about LaunchTN's plans to further capitalize Tennessee's assets in the life science, energy, agriculture, automotive as well as an expansion into the financial and consumer products through advanced manufacturing sectors.

Sincerely,

A handwritten signature in black ink that reads "Abigail Trotter". The signature is fluid and cursive, with the first name "Abigail" being more prominent than the last name "Trotter".

Abigail Trotter
Executive Director
BioTN

Attachment A: BioTN In-kind Match Calculation

In-kind Valuation

150 mentor hours valued at \$100/hour times 3 years = \$45,000

AGLAUNCH

Farms of the Future | Transformed Communities



June 7, 2022

U.S. Department of Commerce
1401 Constitution Avenue, NW
Suite 71014
Washington, DC 20230

Dear Mr. Eric Smith,

I am pleased to support Launch Tennessee's (LaunchTN) proposal to EDA's Build to Scale: Venture Challenge, Scale program, to enhance and expand LaunchTN's support of the statewide Mentor Networks program.

The proposal supports Tennessee's innovation economic development strategy, which is led by LaunchTN on multiple fronts. Demonstrated through a successful implementation of the Regional Innovation Strategies (i6) grant, the priorities set forth in this Build to Scale proposal would further promote Tennessee's technology assets by adding key industry clusters to a successful mentor network model, establish a statewide implementation of entrepreneurs in residence program, as well as continue to invest in programming that augments existing regional assets for innovation and entrepreneurship.

AgLaunch is a national organization whose mission is to advance and grow the agriculture industry in Tennessee through advocacy, partnerships and alignment with economic and workforce development.

As a key Industry Network partner for this initiative, we are able to document and submit mentor hours at \$100 per hour to satisfy an initial match (equal to 1500 hours over the life of the grant) for mentors residing in Tennessee and supporting Tennessee startups and companies.

Our team is excited about LaunchTN's plans to further capitalize Tennessee's assets in the life science, energy, agriculture, automotive as well as an expansion into the financial and consumer products through advanced manufacturing sectors.

Sincerely,

Pete Nelson
Executive Director
AgLaunch

1319 Heistan Pl.
Memphis, TN 38104

pnelson@aglaunch.com
www.aglaunch.com



Attachment A: In-kind Match Calculation

In-kind Valuation

1500 mentor hours valued at \$100/hour times 3 years = \$150,000

1319 Heistan Pl.

Memphis, TN 38104

pnelson@aglaunch.com

www.aglaunch.com



STATE OF TENNESSEE
DEPARTMENT OF REVENUE

Exemption Authorization

October 21, 2021

TENNESSEE TECHNOLOGY DEVELOPMENT
CORPORATION
1323 6TH AVE N
NASHVILLE TN 37208-2603

Letter ID: L1999498880

RE: Sales and Use Tax Exempt Organizations or Institutions Certificate of Exemption

The Tennessee Department of Revenue has issued this exemption certificate in accordance with Tenn. Code Ann. § 67-6-322 or § 56-25-504 for the educational, religious, historical, or charitable non-profit organization or institution named on the enclosed certificate. This organization or institution qualifies for the authority to make sales and use tax exempt purchases of goods and services that it will use, consume or give away. This authorization for exemption does not extend to sales tax that the organization must collect or pay on its regular sales of goods or taxable services.

This authorization for exemption is limited to sales made directly to the referenced organization. This exemption certificate may not be used for sales made to individuals paying with personal checks or personal debit or credit cards, even if the individual is a representative or employee of the organization, and he or she will be reimbursed for the purchase. Sellers must refuse to accept the certificate when the sale is made to someone other than the organization.

This exemption certificate may not be used to make purchases without the payment of sales and use tax for other locations and may not be transferred to or used by any other person.

The taxpayer must furnish its supplier(s) at the time of purchase with a **COPY** of the enclosed certificate with the lower portion properly completed. The original certificate should be retained **for copy purposes**. The supplier must maintain a file copy as evidence of the sales tax exemption.

A handwritten signature in cursive script, reading "David Gerregano".

David Gerregano
Commissioner of Revenue



**STATE OF TENNESSEE
DEPARTMENT OF REVENUE**

TENNESSEE TECHNOLOGY DEVELOPMENT
CORPORATION
1323 6TH AVE N
NASHVILLE TN 37208-2603

Effective Date: July 1, 2019
Expiration Date: June 30, 2023
Account No: 1000055342-SLC
Exemption No: 1282894848
Facility Address:
TENNESSEE TECHNOLOGY DEVELOPMENT
CORPORATION
1323 6TH AVE N
NASHVILLE TN 37208-2603

**Exempt Organizations or Institutions
Sales and Use Tax Certificate of Exemption**

This organization or institution qualifies for the authority to make sales and use tax exempt purchases of goods and services that it will use, consume or give away.

This authorization for exemption is limited to sales made directly to the referenced organization. This exemption certificate may not be used for sales made to individuals paying with personal checks or personal debit or credit cards, even if the individual is a representative or employee of the organization, and he or she will be reimbursed for the purchase. Sellers must refuse to accept the certificate when the sale is made to someone other than the organization.

This exemption certificate may not be used to make purchases without the payment of sales and use tax for other locations and may not be transferred to or used by any other person.

Ensure this lower portion is properly completed and signed before presenting to a vendor.

Seller's Name

Seller's Address (City & State)

I, _____, as an authorized representative of the taxpayer named above, affirm that the purchases qualify for the exemption and will be used at the location of the facility address referenced above. Under penalty of perjury, I affirm this to be a true and correct statement.

Print Name of Authorized Representative

Signature of Authorized Representative

Date



Department of Economic and Community Development

Bob Rolfe
Commissioner

Bill Lee
Governor

June 6, 2022

Eric Smith, Director of the Office of Innovation & Entrepreneurship
Economic Development Administration
1401 Constitution Avenue, NW
Suite 71014
Washington, DC 20230

Dear Mr. Eric Smith,

I am pleased to support Launch Tennessee's (LaunchTN) proposal to EDA's Build to Scale: Venture Challenge, Scale program, to enhance and expand Launch Tennessee's support of the statewide Industry Networks program.

The proposal supports Tennessee's innovation economic development strategy, which is led by LaunchTN on multiple fronts. Demonstrated through a successful implementation of the Regional Innovation Strategies (i6) grant, the priorities set forth in this Build to Scale proposal would further promote Tennessee's technology assets by adding key industry clusters to a successful mentor network model, establish a statewide implementation of entrepreneurs in residence program, as well as continue to invest in programming that augments existing regional assets for innovation and entrepreneurship.

By leveraging existing industry-specialized organizations statewide and engaging our unique network of entrepreneur support organizations with commercialization initiatives, Launch Tennessee is diversifying our state's innovation economy. The result: launch and scale programming that generates sustainable added value for the region's entrepreneurial ecosystem by augmenting existing regional assets for innovation and entrepreneurship.

Tennessee Economic and Community Development (TNECD) has supported LaunchTN with funding and strategic support since its inception in 2012. TNECD is committed to funding LaunchTN's work in FY2023 at \$5,660,000. For this proposal we are able to commit \$1,000,000 of unencumbered, unrestricted funds specifically to expand the operational capacity of LaunchTN's Industry Networks.

Our team is excited about LaunchTN's plans to further capitalize Tennessee's assets in the Life Science, Energy, Agriculture, Automotive as well as an expansion into the Financial and Manufacturing sectors.

Sincerely,

A handwritten signature in blue ink, reading "Bob Rolfe", is positioned above the printed name.

Bob Rolfe
Commissioner
Tennessee Economic and Community Development

United States Senate
WASHINGTON, DC 20510

June 10, 2022

Mr. Eric Smith
U.S. Department of Commerce
U.S. Economic Development Administration
1401 Constitution Avenue, NW, Suite 71014
Washington, DC 20230

Dear Mr. Smith,

I write today in support of Launch Tennessee's (LaunchTN) application to the U.S. Economic Development Administration's 2022 Build to Scale Program. LaunchTN informs me they will use the federal funding to expand their statewide "Mentor Networks" program, a free mentoring program for early-stage companies in the life science, advanced energy, agriculture, and automotive industries.

If awarded the grant, LaunchTN will have the necessary funding to further develop their Mentor Networks program and thereby assist more Tennessee start-up companies prepare for their futures. The Mentor Networks program reaches multiple key industries that are primed for growth in our state, such as in the life science, energy, agriculture, and automotive industries, as well as an expansion into the financial and manufacturing sectors.

By leveraging their network of seven regional entrepreneur centers and four industry-specialized organizations, LaunchTN is uniquely suited to meaningfully engage with EDA's resources and provide beneficial resources to start-up companies across Tennessee.

I thank you in advance for your careful consideration of Launch Tennessee's application to the U.S. Economic Development Administration's 2022 Build to Scale Program. Should you have any questions, please contact my office at (202) 224-4944.

Sincerely,



Bill Hagerty
United States Senator

CHATTANOOGA
JOEL W. SOLOMON
FEDERAL BUILDING
900 GEORGIA AVENUE
SUITE 260
CHATTANOOGA, TN 37402
(423) 752-5337

COOKEVILLE
L. CLURE MORTON
FEDERAL BUILDING
9 E BROAD ST
THIRD FLOOR
COOKEVILLE, TN 38503
BY APPOINTMENT
(931) 981-4874

JACKSON
ED JONES
FEDERAL BUILDING
109 S HIGHLAND AVE
SUITE 216
JACKSON, TN 38301
BY APPOINTMENT
(731) 234-9358

KNOXVILLE
HOWARD H. BAKER, JR.
U.S. COURTHOUSE
800 MARKET STREET
SUITE 112
KNOXVILLE, TN 37902
(865) 545-4253

MEMPHIS
CLIFFORD DAVIS-ODELL
HORTON FEDERAL BUILDING
167 NORTH MAIN STREET
SUITE 1068
MEMPHIS, TN 38103
(901) 544-4224

NASHVILLE
3322 WEST END
AVENUE
SUITE 120
NASHVILLE, TN 37203
(615) 736-5129

TRI-CITIES
TRI-CITIES REGIONAL
AIRPORT
2525 HIGHWAY 75
SUITE 101
BLOUNTVILLE, TN 37617
(423) 325-6240

Embedded Non-PDF File

Filename: BudgetNarrativeAttachments_1_2-Attachments-1246-B2S-Staffing-and-Budget--FY2022_final (1).xlsx

Description: Attachment from Grants.gov

Double-click the Paperclip link above to view the file.

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To print the entire application, embedded attachments must be printed separately.



June 12, 2022

Eric Smith, Director of the Office of Innovation & Entrepreneurship
Economic Development Administration
1401 Constitution Avenue, NW
Suite 71014
Washington, DC 20230

Dear Mr. Eric Smith,

Launch Tennessee's (LaunchTN) is pleased to submit our proposal to EDA's Build to Scale: Venture Challenge, Scale program, to enhance and expand LaunchTN's support of the statewide Industry Networks program.

The proposal supports Tennessee's innovation economic development strategy, which is led by LaunchTN on multiple fronts. Demonstrated through a successful implementation of the Regional Innovation Strategies (i6) grant, the priorities set forth in this Build to Scale proposal would further promote Tennessee's technology assets by adding key industry clusters to a successful mentor network model, establish a statewide implementation of entrepreneurs in residence program, as well as continue to invest in programming that augments existing regional assets for innovation and entrepreneurship.

By leveraging existing industry-specialized organizations statewide and engaging our unique network of entrepreneur support organizations with commercialization initiatives, Launch Tennessee is diversifying our state's innovation economy. The result: launch and scale programming that generates sustainable added value for the region's entrepreneurial ecosystem by augmenting existing regional assets for innovation and entrepreneurship.

For this proposal we are able to commit \$400,000 of unencumbered, unrestricted funds specifically to expand the operational capacity of LaunchTN's Industry Networks.

Our team is excited about LaunchTN's plans to further capitalize Tennessee's assets in the Life Science, Energy, Agriculture, Automotive as well as an expansion into the Financial and Manufacturing sectors.

Sincerely,

A handwritten signature in blue ink, appearing to read "L. Cox", is positioned above the printed name.

Lindsey Cox
CEO
Launch Tennessee

1323 6th Ave. N. | Nashville, TN 37208
www.launchtn.org

Project Narrative File(s)

* **Mandatory Project Narrative File Filename:**

[Add Mandatory Project Narrative File](#)

[Delete Mandatory Project Narrative File](#)

[View Mandatory Project Narrative File](#)

To add more Project Narrative File attachments, please use the attachment buttons below.

[Add Optional Project Narrative File](#)

[Delete Optional Project Narrative File](#)

[View Optional Project Narrative File](#)

Budget Narrative File(s)

* **Mandatory Budget Narrative Filename:** 1246-B2S-Staffing-and-Budget--FY2022_final (1).xlsx

Add Mandatory Budget Narrative

Delete Mandatory Budget Narrative

View Mandatory Budget Narrative

To add more Budget Narrative attachments, please use the attachment buttons below.

Add Optional Budget Narrative

Delete Optional Budget Narrative

View Optional Budget Narrative

DISCLOSURE OF LOBBYING ACTIVITIES

Complete this form to disclose lobbying activities pursuant to 31 U.S.C.1352

OMB Number: 4040-0013

Expiration Date: 02/28/2025

1. * Type of Federal Action: <input type="checkbox"/> a. contract <input checked="" type="checkbox"/> b. grant <input type="checkbox"/> c. cooperative agreement <input type="checkbox"/> d. loan <input type="checkbox"/> e. loan guarantee <input type="checkbox"/> f. loan insurance	2. * Status of Federal Action: <input type="checkbox"/> a. bid/offer/application <input checked="" type="checkbox"/> b. initial award <input type="checkbox"/> c. post-award	3. * Report Type: <input checked="" type="checkbox"/> a. initial filing <input type="checkbox"/> b. material change
4. Name and Address of Reporting Entity: <input checked="" type="checkbox"/> Prime <input type="checkbox"/> SubAwardee * Name <input type="text" value="Tennessee Technology Development Corporation"/> * Street 1 <input type="text" value="1323 6th Ave. N."/> Street 2 <input type="text"/> * City <input type="text" value="Nashville"/> State <input type="text" value="TN: Tennessee"/> Zip <input type="text" value="37415"/> Congressional District, if known: <input type="text"/>		
5. If Reporting Entity in No.4 is Subawardee, Enter Name and Address of Prime: 		
6. * Federal Department/Agency: <input type="text" value="Department of Commerce"/>	7. * Federal Program Name/Description: <input type="text" value="BUILD TO SCALE"/> CFDA Number, if applicable: <input type="text" value="11.024"/>	
8. Federal Action Number, if known: <input type="text" value="EDA-HDQ-OIE-2022-2007288"/>	9. Award Amount, if known: \$ <input type="text"/>	
10. a. Name and Address of Lobbying Registrant: Prefix <input type="text"/> * First Name <input type="text" value="not applicable"/> Middle Name <input type="text"/> * Last Name <input type="text" value="not applicable"/> Suffix <input type="text"/> * Street 1 <input type="text" value="not applicable"/> Street 2 <input type="text"/> * City <input type="text" value="not applicable"/> State <input type="text"/> Zip <input type="text"/>		
b. Individual Performing Services (including address if different from No. 10a) Prefix <input type="text" value="Mr."/> * First Name <input type="text" value="not applicable"/> Middle Name <input type="text"/> * Last Name <input type="text" value="not applicable"/> Suffix <input type="text"/> * Street 1 <input type="text" value="not applicable"/> Street 2 <input type="text"/> * City <input type="text" value="not applicable"/> State <input type="text"/> Zip <input type="text"/>		
11. Information requested through this form is authorized by title 31 U.S.C. section 1352. This disclosure of lobbying activities is a material representation of fact upon which reliance was placed by the tier above when the transaction was made or entered into. This disclosure is required pursuant to 31 U.S.C. 1352. This information will be reported to the Congress semi-annually and will be available for public inspection. Any person who fails to file the required disclosure shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure. * Signature: <input type="text" value="Trent Whicker"/> * Name: Prefix <input type="text"/> * First Name <input type="text" value="Trent"/> Middle Name <input type="text"/> * Last Name <input type="text" value="Whicker"/> Suffix <input type="text"/> Title: <input type="text" value="Grant Manager - Launch Tennessee"/> Telephone No.: <input type="text" value="615-991-2809"/> Date: <input type="text" value="06/13/2022"/>		
Federal Use Only:		Authorized for Local Reproduction Standard Form - LLL (Rev. 7-97)

ATTACHMENTS FORM

Instructions: On this form, you will attach the various files that make up your grant application. Please consult with the appropriate Agency Guidelines for more information about each needed file. Please remember that any files you attach must be in the document format and named as specified in the Guidelines.

Important: Please attach your files in the proper sequence. See the appropriate Agency Guidelines for details.

1) Please attach Attachment 1	1234-LaunchTN Commitment to B	Add Attachment	Delete Attachment	View Attachment
2) Please attach Attachment 2	1235-Executed ECD Letter of S	Add Attachment	Delete Attachment	View Attachment
3) Please attach Attachment 3	1236-LOS_SenHagerty_LaunchTNE	Add Attachment	Delete Attachment	View Attachment
4) Please attach Attachment 4	1237-LaunchTN-Letter of Suppo	Add Attachment	Delete Attachment	View Attachment
5) Please attach Attachment 5	1238-BioTN LTN LOS.pdf	Add Attachment	Delete Attachment	View Attachment
6) Please attach Attachment 6	1239-TennSMART Letter of Supp	Add Attachment	Delete Attachment	View Attachment
7) Please attach Attachment 7	1240-TAEBC_ LOS Build to Scal	Add Attachment	Delete Attachment	View Attachment
8) Please attach Attachment 8	1241-2022-06-09 AgLaunch_ LOS	Add Attachment	Delete Attachment	View Attachment
9) Please attach Attachment 9	1242-Certificate of Exemption	Add Attachment	Delete Attachment	View Attachment
10) Please attach Attachment 10	1243-Charter and By-Laws 03_2	Add Attachment	Delete Attachment	View Attachment
11) Please attach Attachment 11	1244-Amendment to Bylaws 4_16	Add Attachment	Delete Attachment	View Attachment
12) Please attach Attachment 12	1245-Amended Charter (Correct	Add Attachment	Delete Attachment	View Attachment
13) Please attach Attachment 13		Add Attachment	Delete Attachment	View Attachment
14) Please attach Attachment 14		Add Attachment	Delete Attachment	View Attachment
15) Please attach Attachment 15		Add Attachment	Delete Attachment	View Attachment

Application for Federal Assistance SF-424

* 1. Type of Submission:

- ☐ Preapplication
☒ Application
☐ Changed/Corrected Application

* 2. Type of Application:

- ☒ New
☐ Continuation
☐ Revision

* If Revision, select appropriate letter(s):

* Other (Specify):

* 3. Date Received:

06/13/2022

4. Applicant Identifier:

5a. Federal Entity Identifier:

5b. Federal Award Identifier:

State Use Only:

6. Date Received by State:

7. State Application Identifier:

8. APPLICANT INFORMATION:

* a. Legal Name: Tennessee Technology Development Corporation

* b. Employer/Taxpayer Identification Number (EIN/TIN):

621765738

* c. UEI:

FU3UMMGSVN22

d. Address:

* Street1:

1323 6th Ave. N.

Street2:

* City:

Nashville

County/Parish:

* State:

TN: Tennessee

Province:

* Country:

USA: UNITED STATES

* Zip / Postal Code:

37208-2603

e. Organizational Unit:

Department Name:

Division Name:

f. Name and contact information of person to be contacted on matters involving this application:

Prefix:

Mr.

* First Name:

Trent

Middle Name:

* Last Name:

Whicker

Suffix:

Title: Grant Manager for LaunchTN

Organizational Affiliation:

* Telephone Number:

615-991-2809

Fax Number:

* Email:

trent@launchtn.org

Application for Federal Assistance SF-424

* 9. Type of Applicant 1: Select Applicant Type:

M: Nonprofit with 501C3 IRS Status (Other than Institution of Higher Education)

Type of Applicant 2: Select Applicant Type:

Type of Applicant 3: Select Applicant Type:

* Other (specify):

* 10. Name of Federal Agency:

Department of Commerce

11. Catalog of Federal Domestic Assistance Number:

11.024

CFDA Title:

BUILD TO SCALE

* 12. Funding Opportunity Number:

EDA-HDQ-OIE-2022-2007288

* Title:

2022 Build to Scale Program

13. Competition Identification Number:

VC

Title:

Venture Challenge

14. Areas Affected by Project (Cities, Counties, States, etc.):

1247-Impacted Counties.xlsx

Add Attachment

Delete Attachment

View Attachment

* 15. Descriptive Title of Applicant's Project:

LaunchTN Industry Networks Expansion

Attach supporting documents as specified in agency instructions.

Add Attachments

Delete Attachments

View Attachments

Application for Federal Assistance SF-424**16. Congressional Districts Of:*** a. Applicant * b. Program/Project

Attach an additional list of Program/Project Congressional Districts if needed.

Add Attachment

Delete Attachment

View Attachment

17. Proposed Project:* a. Start Date: * b. End Date: **18. Estimated Funding (\$):**

* a. Federal	<input type="text" value="1,989,339.00"/>
* b. Applicant	<input type="text" value="389,339.00"/>
* c. State	<input type="text" value="1,000,000.00"/>
* d. Local	<input type="text" value="600,000.00"/>
* e. Other	<input type="text" value="0.00"/>
* f. Program Income	<input type="text" value="0.00"/>
* g. TOTAL	<input type="text" value="3,978,678.00"/>

*** 19. Is Application Subject to Review By State Under Executive Order 12372 Process?**

- ☐ a. This application was made available to the State under the Executive Order 12372 Process for review on .
- ☐ b. Program is subject to E.O. 12372 but has not been selected by the State for review.
- ☒ c. Program is not covered by E.O. 12372.

*** 20. Is the Applicant Delinquent On Any Federal Debt? (If "Yes," provide explanation in attachment.)**☐ Yes ☒ No

If "Yes", provide explanation and attach

Add Attachment

Delete Attachment

View Attachment

21. *By signing this application, I certify (1) to the statements contained in the list of certifications and (2) that the statements herein are true, complete and accurate to the best of my knowledge. I also provide the required assurances** and agree to comply with any resulting terms if I accept an award. I am aware that any false, fictitious, or fraudulent statements or claims may subject me to criminal, civil, or administrative penalties. (U.S. Code, Title 218, Section 1001)**

☒ ** I AGREE

** The list of certifications and assurances, or an internet site where you may obtain this list, is contained in the announcement or agency specific instructions.

Authorized Representative:

Prefix: * First Name:

Middle Name:

* Last Name:

Suffix:

* Title: * Telephone Number: Fax Number: * Email: * Signature of Authorized Representative: * Date Signed:

Embedded PDF Catalog File

Filename: AttachmentForm_1_2-ATT12-1245-Amended Charter (Corrected) TTDC 1_22_09.PDF

Description: Attachment from Grants.gov

Double-click the Paperclip link above to view the file.

PDF Catalog files cannot be concatenated like regular PDF files because they can contain multiple attachments within them.

To print the entire application, embedded attachments must be printed separately.

5. Draft Amendments to Bylaws and Charter

AMENDMENT #1 to the Bylaws of the Tennessee Technology Development Corporation.

WHEREAS the Tennessee Technology Development Corporation ("TTDC") was created by statute pursuant to Public Chapter No. 517 of the 1997 Tennessee Public Acts and properly was formed under the laws of the State of Tennessee with the filing of a corporate charter and corporate bylaws with the office of the Secretary of State; and

WHEREAS the Bylaws of TTDC ("Bylaws") specify an annual meeting date, without call, on the first Thursday in April, although this date can conflict with the business of the General Assembly and other state and corporate matters and is counter to the TTDC's goal of providing its Board of Directors more flexibility in the setting of its annual meeting date; and

WHEREAS the TTDC charter, Bylaws and governing statutes require that changes to the Bylaws shall be made by the TTDC's Board of Directors subject to approval by the General Assembly;

NOW THEREFORE the TTDC Board of Directors desires to approve this Amendment #1 ("Amendment") to the Bylaws as set out below:

1. Amendment to Section 5.1.

Section 5.1 (Meetings of the Board and Committees) is hereby modified by deleting the following language and punctuation set out in the first sentence of the section:

"The Board shall hold an annual meeting each year, without call, on the first Thursday in April."

and replacing it with the following language and punctuation:

"The Board shall hold an annual meeting during the month of April each year."

IN WITNESS WHEREOF, the undersigned, being duly authorized by the members of the TTDC Board of Directors as signator on their behalf, has executed this Amendment as of January __, 2009.

William Evans, Pharm.D.
Board Chair

Appendix A - Minutes of the January 22, 2009 Board Meeting

access to and works with and through the audit committee to resolve concerns, and noted the audit committee will report to the board at least once a year.

Motions regarding Governance Systems and Controls

Upon a motion made by Mayor Haslam and seconded by Dan Marcum it was moved that the Code of Ethics be approved as written. The motion passed unanimously.

Upon a motion made by Mayor Haslam and seconded by Tom Ballard it was moved that the Conflict of Interest and Duality of Interest Policy be approved as written. The motion passed unanimously.

Upon a motion made by Mayor Haslam and seconded by Ted Nelson it was moved that the Whistleblower Policy be approved as written. The motion passed unanimously.

Dan Marcum brought up affirmative action efforts and fair component practices in our contracts and subcontracts. He noted that questions as to our diversity initiatives will be asked at times by various legislative committees, such as happened at the corporation's sunset hearing. Anderson said there is a provision in the new amendment to the charter on this point but that it is limited in scope. Chairman Evans stated that we must consider this in future appointments in our board and other business relationships.

Anderson informed directors that should we choose to adopt amendments to the charter and as discussed today it would need to be done legislatively and will have to go back to general assembly for approval along with the existing charter amendment.

Ballard said the Governor and both house speakers are sensitive to diversity issues. Although to change TTDC's charter we need legislative action, we can change our mission, policies, etc., to indicate that we wish to not only meet but exceed these expectations. It is the board's desire to amend the code of ethics to specifically include the board looking at diversity and composition.

Amendments to Bylaws and Corporate Charter

Upon a motion made by Tom Ballard and seconded by Kevin Humphries it was moved that the amendment to the Corporate Charter be approved as written. Stewart Witzeman clarified that the charter would now be consistent with who TTDC is and what we are doing. The motion passed unanimously.

Upon a motion made by Stewart Witzeman and seconded by Ted Nelson it was moved that the amendment to the Bylaws be approved as written. The motion passed unanimously.

Appendix A - Minutes of the January 22, 2009 Board Meeting

Upon a motion made by Ted Nelson and seconded by Jim Phillips it was moved that Dan Marcum be allowed to act as signatory for the TTDC Corporate Charter and Bylaws amendments. The motion passed unanimously.

Program Recommendations

EPSCoR

Regarding the retaining of Greg Sedrick at UTISI for project management support, discussion ensued on amount and use of funds such as time, travel, programs to track, etc. It is a project management control. Sedrick's role is to coordinate information flow and activity, communicate with State EPSCoR Committee, and assist in writing a statewide funding proposal. Stewart Witzeman asked what the deliverable would be - that we win federal grants and get matching state funds? Has he been successful in the past? Sedrick would finish out TTDC's interim control of the EPSCoR committee for 6 months and he would assist in making a final decision with the EPSCoR committee. The contract would be through the home institution, UTISI, not with Sedrick directly. Dan Stewart said Sedrick's deliverable would include proposals, measures of merit, dollars won/awards won, and capital from the state. Schmisser also mentioned the importance of his intangibles as well. Marcum added that \$25,000 will be a fraction of the costs associated with the overall costs of the EPSCoR effort. This is in preparation of the anticipation of the NSF solicitation that is expected to be released shortly with a fall deadline. Sedrick's contract will cover from now until the proposal is submitted. This change in plans is due to failure of the last proposal. Ballard questioned the cost of the contract, and Schmisser responded by stating a budget was submitted and will be provided to the board. The overall cost includes overhead, benefits, travel, grad student, etc.

Motion deferred until Schmisser provides more information for consideration.*

SBIR

Cromwell provided an update on SBIR Phase 0 program and the recommendation to adopt a new focus on an informational/educational component. Discussion ensued on how these funds will be managed. Marcum said he is in favor and said we might look at engaging NIST MEP in this activity as the institute could receive additional federal funding from the new administration.

Upon a motion by Dan Marcum and seconded by Ted Nelson it was moved that TTDC management was authorized to engage UT-IPS to utilize the remaining resources approved for the SBIR Phase 0 Program to provide educational services and mentoring to future SBIR/STTR participants in Tennessee. The motion passed unanimously.

*EPSCoR: In response to the above discussion, Schmisser provided more information on the forecasted budget. Dan Stewart stated that the key is to make sure it's not just good research, but good research infrastructure building and networking across the state, and additional support by Sedrick would be valuable.