



BOARD OF DIRECTORS MEETING

Thursday, October 11, 2018

9:00 AM

Schrafft's City Center, 529 Main Street, Suite 201, Charlestown, MA 02129

AGENDA

- I. Establishment of Quorum
- II. Administrative Matters and Governance
 - Review and Approval of Minutes – September 12, 2018
 - MGCC Credit Committee Update (Presented at Meeting)
 - Financials
 - State Auditors (Presented at Meeting)
- III. AAF – FY18 Audit
- IV. Emergency Loan Fund for Businesses Impacted in Merrimack Valley by the Recent Natural Gas Tragedy (Presented at Meeting)
- V. President's Report (Presented at Meeting)
- VI. Marketing & Outreach

Adjourn

Next Meeting: December 13, 2018



Minutes of the Meeting of the Board of Directors

October 11, 2018

9:00 AM

529 Main Street, Suite 201, Charlestown, MA 02129

Directors in Attendance: Chair: Nam Pham, John Farmer, Edward Owens, Carmen Panacopoulos, Warren Pepicelli, Esther Schlorholtz, David Slutz, William Tinti, Sushil Tuli

Directors Not in Attendance: Janet Fogarty, Joe Kriesberg

Other Attendees: Larry Andrews, Katie Janowski, Matthew Le, Neil Martin, Angela Miele, Matthew Triano, AAF, Kevin Quinn, AAF

A meeting of the Board of Directors of the Massachusetts Growth Capital Corporation (MGCC) was held at 529 Main Street, Suite 201, Charlestown, MA 02129 on October 11, 2018 at 9:00 AM pursuant to notice duly given.

Establishment of Quorum

The Chair noted the presence of a quorum and called the meeting to order.

The chair made comment on the efforts of MGCC on the Merrimack Valley emergency.

AAF FY2018 Audit

Mr. Troiano presented the FY2018 audit, highlighting the financial statements, opinion, compliance and analysis.

The Chair called for a motion to approve the FY2018 Audit. Thereupon, after a motion duly made and seconded, it was

VOTED: To approve the FY2018 Audit.

Approval of Minutes

The Chair called for a motion to approve the minutes of the September 12, 2018 Board of Directors meeting. Thereupon, after a motion duly made and seconded, it was

VOTED: To approve the minutes of the Board of Directors meeting held on September 12, 2018.

Credit Committee Update

Mr. Martin gave an update of the Credit Committee and discussed the status of the pipeline. Mr. Andrews discussed actively looking for a loan officer through the hiring of a recruiter.

A motion was made to go into Executive Session to discuss a current loan's status. Following a roll call vote, it was unanimously voted in favor, to enter Executive Session to discuss the following:

- Sterlingwear
- Executive Session Minutes of the Board of Directors meeting held on September 12, 2018

Financials

Mr. Martin discussed the operating performance and reported that revenues for the period dropped 15%. He went on to say that MGCC is currently down two lenders and are actively seeking a candidate.

State Auditors

Mr. Martin announced to the Board that the state auditors have arrived, beginning October 3, 2018. They are anticipating a stay of approximately five months. Their focus will be on outcomes versus financial performance.

Compliance Update (Audit Committee)

Mr. Martin provided an update on compliance and reported of recent records request regarding leases and the Inspector General's request of HR policy. He went on to say that the Cobblestone audit has been completed with no findings.

Merrimack Valley Small Business Emergency Loan Fund

Mr. Andrews informed the members of a recent loan fund MGCC has become involved in following the gas line explosions that affected Lawrence, Andover and North Andover. He went on to discuss how the fund originated, its details and future agenda.

Chairman Pham left the meeting allowing Vice Chairwoman Schlorholtz to preside over the remainder of the meeting.

President's Report

Mr. Andrews updated the Board on recent and upcoming activities. He went on announce that the Small Business Technical Assistance Grant Program grant awards will be announced at an event tomorrow, October 12, 2018, with the Lieutenant Governor in Fitchburg. The grant program's independent study, conducted by Mt. Auburn Associates and Karl F. Seidman Consulting Services, has been sent to Governor Baker. He also discussed MGCC's recent activity in Springfield and ways in which connections can be expanded in the region.

Marketing & Outreach

Ms. Janowski provided an update to the board on recent MGCC marketing initiatives.

After discussion and upon a motion duly made and seconded, it was

VOTED: To adjourn the meeting.

Katie Janowski, Recorder