

**MINUTES OF A REGULAR MEETING  
OF THE BOARD OF DIRECTORS OF THE  
MASSACHUSETTS LIFE SCIENCES CENTER**

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DATE: March 25, 2009

TIME: 3:05 p.m. EST

PLACE: Mack Conference Room #1  
One Ashburton Place, 21<sup>st</sup> Floor  
Boston, Massachusetts

DIRECTORS PRESENT: Secretary Greg Bialecki  
Secretary Leslie Kirwan  
Dr. Josh Boger  
Dr. Lydia Villa-Komaroff  
Dr. Jack Wilson

DIRECTOR(S) ABSENT: Marc Beer  
Peter Slavin

OTHERS PRESENT: Sue Windham-Bannister  
Luis Barros  
Dr. Harvey Lodish  
Angus McQuilken  
Beth Nicklas  
Robert Sepucha  
Melissa Walsh

1. **Call to Order**

Secretary Kirwan, presiding as Chairman of the meeting, called to order the meeting of the Board of Directors (the “Board”) of the Massachusetts Life Sciences Center (the “Center”). Secretary Kirwan announced that a quorum of directors was present and that neither Marc Beer nor Peter Slavin were able to attend. Robert Sepucha served as Secretary of the meeting. The meeting, having been duly convened, was ready to proceed with its business.

2. **Approval of Board Minutes**

The Board then reviewed the minutes of the February 25, 2009 meeting. Following discussion, upon motion duly made, seconded and unanimously carried, the Board adopted the following resolution:

**RESOLVED**, that the minutes of the meeting of the Board of Directors (the “Board”) of the Massachusetts Life Sciences Center (the “Center”) held on February 25, 2009 be, and they hereby are, approved as presented at this meeting.

3. **Chair Report**

Secretary Kirwan introduced incoming Board Co-Chair, Secretary Greg Bialecki, the newly appointed Secretary of Housing and Economic Development. Secretary Kirwan then commented on the potential effect of the federal stimulus bill on the State budget. She emphasized that federal bill is simply one part of the economic recovery plan and cautioned the Center and others in the Commonwealth to be realistic about what the stimulus package can achieve.

Secretary Bialecki thanked Secretary Kirwan for the introduction and said that he was pleased to serve on the Board and that he would work to help move the Center’s agenda forward.

Secretary Kirwan then turned the meeting over to Dr. Susan Windham-Bannister for the President’s Report.

4. **President’s Report**

Dr. Windham-Bannister also welcomed Secretary Bialecki to the Board. She said that the Center’s staff planned to move to their permanent office space in Waltham by April 13 and that state contracts were used to obtain the furniture, equipment

and services need for the new space. She reiterated the Center's commitment to fair labor practices and prevailing wages. She said that the total costs for the Waltham space were significantly lower than other properties in Boston and Cambridge and that Waltham was chosen specifically because of its accessibility to other parts of the State.

Dr. Windham-Bannister noted that the Center continues to work on communicating its mission to the public and thanked Angus McQuilken, Vice President for Communications, for his efforts. She cited numerous interviews with various media outlets over the course of the month to discuss, in particular, the changes in stem cell regulations.

Dr. Windham-Bannister also discussed two additional funding opportunities by the NIH, the American Recovery and Reinvestment Act and National Center for Research Resources, and how the Center can leverage these funds. Secretary Bialecki suggested linking the Center's website to the Massachusetts government website to provide information about the federal stimulus money. Secretary Kirwan supported this idea as well.

##### 5. **Internship Challenge Overview**

Beth Nicklas, Vice President and Counsel of Academic and Research Programs, presented an overview of the Internship Challenge. Ms. Nicklas noted the overwhelming response from both industry partners and academic institutions. She said that the Center had received 195 applications, 43 percent from public colleges and 57 percent from private colleges. At this juncture, 37 companies and research institutions had expressed interest in the program, including some in the Worcester area. Some companies had agreed to provide funds for a 1:1 match, while other companies had asked

for full support. Secretary Kirwan said that she was impressed with the results of the program and believed that this was a “great opportunity.”

6. **Tax Incentive Program Overview**

Robert Sepucha, the Center’s Senior Vice President and General Counsel, next provided the Board with an update of the status of the Center’s Tax Incentive Programs. Mr. Sepucha said that a total of 88 applications had been received from a broad geographic range and a variety of industries. He also noted that the peer review process is underway and has representatives from venture capital firms and research institutions across the state and country.

Dr. Windham-Bannister commented on the importance of relying on the appropriate levels of expertise from the Scientific Advisory Board, Investment Committee and peer reviewers. She said that she hoped to develop a transparent, replicable decision making process.

7. **Accelerator Program Overview**

Luis Barros, Vice President of Investments and Industry Relations, provided the Board with an update of Accelerator Review Process. Mr. Barros outlined the accelerator review process by administrators, the Board’s investment committee, Scientific Advisory Board and peer review panel. He said the field of applicants being considered for review had been narrowed down from 88 to 25. He noted the importance of Dr. Lodish’s role in assessing the long-term success of these companies and insuring that the group responsible for reviewing the companies have the appropriate business and scientific expertise. Mr. Barros said that final recommendations will be made to the Board in April and that awards will be made on the Board’s April meeting.

Mr. Boger commended Luis and the Center's staff for creating a model process for larger governmental agencies. He said that Center has leveraged large amounts of resources and specifically noted the number of people who volunteered to be a part of the process.

8. **New England Regional Biosafety Laboratory**

Dr. Windham-Bannister then invited Dr. Deborah Kochevar, Dean of the Cummings School of Veterinary Medicine at Tufts University, to make a presentation to the Board regarding a proposal for a capital investment in the New England Regional Biosafety Laboratory. Dr. Kochevar provided an overview of the proposal and explained to the Board the need for the facility, which is a 41,000 square foot laboratory based in Grafton dedicated to the study of existing and emerging infectious, diseases, toxin-mediated diseases and medical countermeasures important to biodefense. The laboratory is the result of a proposed partnership between the NIH, Tufts University and the Commonwealth of Massachusetts. Dr. Kochevar said that, with the Center's support, the laboratory would bring jobs and tax revenue to the town of Grafton and potentially serve as a magnet for other companies to the area.

Mr. Boger asked Dr. Kochevar to explain how the space allocation at the facility would work and to comment further on the median time of residence for researchers. Dr. Kochevar said that she envisions at "module concept" where investigators are moved in and out of the facility according to the flow of their funding. She said that the duration of residence would depend on need.

President Wilson expressed support for the facility and said that it was an important resource for the area. He also noted that administrators at UMass Dartmouth

and Worcester support the project. Secretary Bialecki complimented the school for its economic development perspective and for its collaboration with town officials in Grafton.

Following discussion, upon motion duly made, seconded and unanimously carried, the Board adopted the following resolutions:

**WHEREAS**, the Massachusetts Life Sciences Center is offering financial assistance in the form of grants to agencies, towns, local governments of the Commonwealth of Massachusetts and certain other qualified entities which have submitted a request for funding consistent with the statutory goals set forth in M.G.L. c. 23I;

**WHEREAS**, pursuant to Section 2B of Chapter 130 of the Acts of 2008, entitled “An Act Providing for the Investment in and Expansion of the Life Sciences Industry in the Commonwealth,” nine million five hundred thousand dollars (\$9,500,000) (the “Grant”) shall be expended for construction and capital improvements at the Tufts University Cummings School of Veterinary Medicine (“Tufts”) New England Regional Biosafety Laboratory (“NE-RBL”) to improve public health, protect public safety, improve science education and stimulate economic development by providing the opportunity to translate laboratory discoveries into viable vaccines, therapies and cures for emerging infectious diseases and bioterrorist threats (the “Project”);

**WHEREAS**, Tufts has submitted a proposal (the “Grant Proposal”) setting forth the proposed schedule of the activities at NE-RBL to be supported by the Grant and a budget for each phase of the Project; and

**WHEREAS**, the Board believes that the Center’s mission of solidifying Massachusetts status as a worldwide leader in the life sciences, creating jobs and supporting innovative research that will save and improve lives is best served by pursuing and promoting the type of public-private partnership described in the Grant Proposal;

**NOW, THEREFORE, BE IT RESOLVED**, that subject to compliance with all applicable laws and negotiation of terms and conditions mutually agreeable to the Center and Tufts including, without limitation, timing and manner of Grant disbursements, the Grant be, and it hereby is, approved as presented at this meeting and as described in the Grant Proposal; and

**RESOLVED FURTHER**, that each officer of the Center be, and each such officer hereby is, authorized and directed to take all action and to prepare, execute and deliver all documents or agreements which such officer deems necessary or advisable to carry out the intent of these resolutions in accordance with all applicable laws and the best interest of the Center and the Commonwealth of Massachusetts, and to evidence the issuance of the Grant, including without limitation a grant agreement and all related supporting documentation.

9. **Adjournment**

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

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Robert Sepucha  
Secretary of the Meeting

APPROVED:

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Leslie Kirwan  
Chairman of the Meeting