

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

DATE: May 25, 2011

TIME: 2:00 p.m. EST

PLACE: One Ashburton Place, 21st Floor
Boston, Massachusetts

DIRECTORS PRESENT: Secretary Greg Bialecki
Abbie Celniker, Ph.D.
Tom Chmura (Designee for Robert Caret)
Secretary Jay Gonzalez
Lydia Villa-Komaroff, Ph.D.

DIRECTOR(S) ABSENT: Josh Boger, Ph.D.
Robert Caret, Ph.D.

1. **Call to Order**

Secretary Greg Bialecki, 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”) at 2:06 p.m., and announced that a quorum of directors was present. 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 April 27, 2011 meeting. Upon motion duly made, seconded and unanimously carried, the Board adopted the resolution to approve the minutes.

3. **Proposal: Framingham Capital Project**

Brad Rosenblum, the Center’s Chief Financial Officer, recalled to the Board that in 2008 the Center granted the Town of Framingham \$12.9 million to assist in water and waste water

infrastructure improvements. He explained that the town has identified a need to add a second water transmission line that would require an additional \$1.4 million in capital funding and a re-authorization of \$2.3 million that had not been used.

Secretary Jay Gonzalez joined the meeting at 2:15 p.m.

Stan Bigelow, Framingham Town Manager, presented to the Board on the progress that has been made thus far on this infrastructure project. To date, the town has used the Center's funds to repair a downstream sewer bottleneck, which had been holding up further development of Genzyme because of the limitations of downstream sewers. He explained that the town also built a New York Avenue wastewater pump station and utility corridor, which have allowed Genzyme to discharge start-up and verification flows from their cell culture facility and fully utilize cooling towers and waste pretreatment systems. In addition, the town has completed a water pumping station by-pass on Pleasant Street, which has allowed Genzyme to continue operations while the station is upgraded. The water pump station upgrade will provide a 50% increase in pumping capacity and the water transmission main will complete full redundancy of water service to Genzyme.

Mr. Bigelow then provided the Board with a financial overview. He explained that \$8.1 million has been expended as of May 1, 2011 and \$2.5 million has been allocated to be expended in current purchase orders. The \$2.3 million in remaining funds have been reported back to the Center, and it is requested that this amount be re-authorized to fund the Pleasant Street Water Transmission Main. An additional \$1.4 million in supplemental funding is also requested to cover the project costs. Furthermore, the town is requesting an extension of the program reimbursement period through fiscal year 2012.

Dr. Lydia Villa-Komaroff, member of the Board Investment Committee, explained to the

Board that the Investment Committee had reviewed this proposal at length and recommends the re-authorization and additional investment as proposed by the Town of Framingham. Lisa Hartman, Environmental Engineer at Genzyme, also addressed the Board and reiterated the importance of this project.

After further discussion, the Board reviewed the relevant Resolution, and, upon motions duly made, seconded and unanimously carried by all voting Board members, the Board adopted the resolution authorizing the use of funds not expended for construction of Phases 2 and 3 in an amount not to exceed \$2,300,000, and an additional amount not to exceed \$1,400,000, to be applied to the Town of Framingham's construction of the Pleasant Street Water Transmission Main.

4. Proposal: Small Business Matching Grants

Brad Rosenblum recalled to the Board that \$3 million had been authorized for the 2011 Small Business Matching Grant (SBMG) program. He explained that the Center conducted extensive outreach, which included six regional information sessions, to promote awareness of the program and encourage application submissions from across the state. The solicitation period ran from January 5, 2011 to February 14, 2011 and a total of 32 applications were submitted. Following an administrative review, 30 applications were reviewed by a peer review panel which recommended 14 applications to be reviewed by the Center's Scientific Advisory Board (SAB) – which recommended six finalists. The Center then conducted corporate due diligence and invited the finalists to make in-person presentations before the SAB and Board Investment Committee.

Dr. Lydia Villa-Komaroff then presented to the Board the Investment Committee's recommendation of four companies to each receive a \$500,000 SBMG award.

After further discussion, the Board reviewed the relevant Resolution, and, upon motions

duly made, seconded and unanimously carried by all voting Board members, the Board adopted the resolution authorizing the expenditure of monies for grants in the amounts of \$500,000 to each of the following companies: Advantagene, Inc., Hepregen Corporation, Immunetics, Inc., and Reflectance Medical, Inc.

5. Proposal: MLSC Internship Program

Beth Nicklas, the Center's VP and Counsel for Academic and Research Programs, presented to the Board a proposal to expand the Center's Internship Challenge Program to also provide internship opportunities for students during the academic year. Ms. Nicklas explained that having a year-round program is something that has been requested by academic institutions, students, and companies since the Internship Challenge was first launched in 2009. She also explained that this year's summer program has seen an increasingly high demand, having thus far received nearly 1,300 student applications and placing 166 interns with 102 companies – allocating all of the funds previously authorized by the Board for this summer.

Ms. Nicklas then discussed the benefits of expanding the program, such as increasing real-life experiences for students, increasing part-time paid opportunities, allowing flexibility for employers, and meeting the needs of colleges now requiring internships and co-ops as part of their curriculum. The expanded program would maintain the same eligibility requirements for participants and offer the same stipend per intern. She proposed that the Board authorize an additional \$1 million, which had not been used in the latest round of the Cooperative Research Matching Grant Program, to support additional internships during the upcoming academic year and also meet the remaining summer demand. Secretary Bialecki then stated he would encourage first using the additional funds to satisfy any oversubscription during the summer months.

After further discussion, the Board reviewed the relevant Resolution, and, upon motions

duly made, seconded and unanimously carried by all voting Board members, the Board adopted the resolution authorizing the expenditure of additional monies in an amount not to exceed \$1,000,000 to support the remaining summer demand for the Internship Challenge as well as the program's expansion into the upcoming academic year.

6. Program Update: Profile of Discretionary Capital Project Applicants

Pamela Norton, the Center's Vice President of Industry Relations and Programs, updated the Board on the Center's 2011 capital project solicitation. She explained that the Phase I solicitation period ran from March 7, 2011 to April 29, 2011 and that the Phase II deadline, for applicants that are selected for in-depth consideration, will be September 30, 2011. Proposals will be reviewed and finalists identified by early December, with presentations made on December 14, 2011. It is anticipated the awards would be made at the December Board meeting.

Ms. Norton explained that proposals must be for a minimum \$5 million "shovel-ready" project, which could be over three years. The Center's funds would also need to be matched on a 1:1 basis. She noted that entities with an earmark in the Center's statute or that have received a grant of \$5 million or more from the Center are not eligible to apply. The Center received 25 total applications from educational/academic institutions and municipalities, 22 of which met the eligibility requirements. As for the selection criteria, she indicated that the project would need to create and/or retain jobs in Massachusetts, contribute to the state's life sciences ecosystem, promote significant economic development, have a realistic funding schedule and milestones, and contribute to the state's "culture of innovation."

7. Chairs' Updates

Secretary Jay Gonzalez shared with the Board that the Senate's Ways and Means budget proposal includes the \$10 million appropriation for the Center for the next fiscal year.

8. Adjournment

Secretary Greg Bialecki, upon motion duly made, seconded and unanimously carried, adjourned the meeting at 3:17 p.m.

Secretary Greg Bialecki
Chairman of the Meeting

APPROVED:

Secretary Jay Gonzalez
Co-Chair of the Meeting

List of Materials and Exhibits Used During Meeting:

- Minutes from April 27, 2011 Board Meeting
- Executive Report to the Board of Directors

- “Town of Framingham Department of Public Works: MLSC Board Briefing” PowerPoint presentation
- “Small Business Matching Grant Program Awards Proposal” PowerPoint presentation
- “Internship Challenge Program Expansion to Academic Year” PowerPoint presentation
- “MLSC 2011 Capital Project Solicitation” PowerPoint presentation