#### THE MASSACHUSETTS LIFE SCIENCES CENTER

## Board of Directors Meeting Thursday, October, 25, 2007 Executive Office for Administration and Finance The State House

#### **MINUTES**

A meeting of the Massachusetts Life Sciences Center Board was held on Thursday, October 25, 2007 at the Massachusetts State House in the Executive Office for Administration and Finance, Boston, Massachusetts, pursuant to notice duly given.

## **Board Members present were:**

Chairman Daniel O'Connell, Secretary of Housing and Economic Development Micheline M. Mathews-Roth, M.D.

Tom Chmura, Vice President for Economic Development for the University of Massachusetts, on behalf of Vice-Chairman Jack M. Wilson, Ph.D., President of the University of Massachusetts

Secretary Jay Gonzalez, Undersecretary for Administration and Finance Marc Beer, Chief Executive Officer of ViaCell

#### **Others in Attendance:**

Peter Antonellis, Legislative Aide to Chairman Michael Rodrigues

Kevin Casey, Harvard University

Brendan Chisholm, University of Massachusetts Medical School

Michael Collins, University of Massachusetts Medical School

Glen Comiso, Massachusetts Technology Collaborative

Dr. Lynn Griesemer, University of Massachusetts Donahue Institute

Jaime Hechinger, Russell Reynolds

Philip Holahan, Massachusetts Technology Collaborative

Kofi Jones, Executive Office of Housing and Economic Development

Robert Kispert, Massachusetts Technology Collaborative

Pat Larkin, Massachusetts Technology Collaborative

William McDermott, McDermott, Quilty, and Miller

Stan McGee, Executive Office of Housing and Economic Development

Susan Moulton, Consultant to the Massachusetts Life Sciences Center

Tinker Ready, The Nature Network

Eustacia Reidy, Massachusetts Biotechnology Council

Anne Simonds, Russell Reynolds

Melissa A. Walsh, Partners HealthCare

Christine R. Williams, Executive Office of Housing and Economic Development

#### I. Call to Order

Chairman O'Connell called to order the meeting of the Massachusetts Life Sciences Center (hereinafter "the Center" or "the Life Sciences Center" or "MLSC") Board of Directors with five board members present at 2:10 p.m.

### II. Approval of the minutes of the September 13, 2007 Board Meeting

On the motion of Mr. Gonzalez, which was duly seconded by Dr. Roth, the board voted unanimously to approve the minutes of the September 13, 2007 Board Meeting.

#### III. Update from Chairman O'Connell

Secretary O'Connell began his report, discussing first the \$15 million appropriation in the supplemental budget, and reporting that the Center now has \$25 million going forward. He also reported the current status of the life sciences bill filed by the Governor, noting that there has been a hearing on the bill held by the Joint Committee on Economic Development and Emerging Technologies, chaired by Chairman Bosley in the House and Chairman Hart in the Senate scheduled for October 26<sup>th</sup>. Secretary O'Connell encouraged board members to attend, noting that he believes there will be good dialogue on the bill, and is confident that the initiative will be moving forward.

## **IV.** Update on Executive Director Search Process

Chairman O'Connell then requested that Ms. Simonds of Russell Reynolds update the board on the search for the Executive Director of the Center. Ms. Simonds reported that she was delighted to be with the board and report progress of the bill. She relayed that in the first months, Russell Reynolds has been deliberate in connecting with different constituents about the job specification given the excitement around the life sciences center. They have reached out to the academic community, venture capital, the industry broadly, and the public sector to make sure that the specification reflects exactly the type of person wanted for the position. She noted that Russell Reynolds will be reaching out in the next couple of weeks to get input from each board member.

Mr. Beer reported that he is impressed with what Russell Reynolds has done over the last couple of weeks, and that the list of constituents is very broad.

Secretary O'Connell then asked if there would be advertising for the search, to which Ms. Simonds reported that an advertisement would be placed in the <u>Economist</u>, as it is internationally recognized to attract a broader business audience as well as life sciences executives. Russell Reynolds will also be looking into industry publications such as <u>Bio World</u>, to make sure there is exposure on that front as well.

On conclusion of Ms. Simonds report, Secretary O'Connell turned to Mr. McGee to introduce Dr. Griesemer to update the board as to the Life Sciences Talent Initiative ("LSTI"), noting first that it was a project intended to ensure that activity happening in educational institutions meets the needs of the life sciences industry, and that there are candidates for those jobs going forward.

### V. Discussion of Life Sciences Talent Initiative

Mr. McGee reported that there had been a meeting of the LSTI Advisory Committee the day prior, reminding the board of the important initiative sponsored by the Center and the Massachusetts Biotechnology Council, and conducted by the University of Massachusetts Donahue Institute.

Dr. Griesemer then reported that Robin Sherman spoke to the qualitative analysis employed by the study, and Mike Goodman spoke to the quantitative analysis employed. It is clear that there is a future workforce need in the life sciences sector in comparison to national numbers. She reported that the conversation was fruitful, and that the LSTI process is one third of the way

through, with the next step to be consisting of a forum set for February 1<sup>st</sup>. She reported that the initiative is meshing well with the needs identified by the legislature and by industry. Findings will be forthcoming. Mr. Chmura reported that it was great to see the level of engagement at the meeting and that key people in academia, industry, in large and small companies, and the legislature have been engaged, and that there is a high level of interest in industry. Dr. Griesemer also noted that Chairman Rodrigues was in attendance for the meeting, and has shown interest and support in the legislature.

### VI. Update on Research Matching Grants potential programs (Pat Larkin)

Following the LSTI update, the Chairman introduced the Research Matching Grant program update, noting that at the September 13 meeting, the board heard from Pat Larkin and the John Adams Innovation Institute ("JAII"), noting that extensive work has been done by JAII, and thanking them for that effort. Secretary O'Connell noted that the consensus after the last board meeting was that the Center is interested in moving forward so it is able to start fulfilling the goals of the initiative. The Chairman then requested an update from Mr. Larkin so that movement can occur.

Mr. Larkin reported that based on conversations with various people, the JAII has been asked to consider \$12 million worth of proposals, and that there are now three programs under consideration, based on a determination of flexibility of resources. As this is a first step initiative, Mr. Larkin noted that he and his team were recommending that the allotted \$12 million be split evenly between the three programs, with flexibility to move it from one program to another if the board desires. He also noted that another change in the proposed programs since the last meeting is an articulation of a desire to solicit specifically applications for stem cell research funding for the cooperative research matching grant programs, which provide \$250,000 per year for three years for applicants working with industry. Mr. Larkin then noted that the second program is a new faculty start up award, which is an opportunity for institutions to come to the board for assistance recruiting star faculty. He then highlighted the third program for new investigators. designed based on the fact that the average age of a first time NIH recipient is 40 years old, the grant is intended to help early research so that investigators can build their ideas and keep things going. Mr. Larkin noted that this program is structured in a unique way, in that it contemplates working with universities to understand who the best researchers are with the best proposals, in order to reach the Governor's goal of having scientifically meritorious grants.

Chairman O'Connell then asked how quickly the Board can move on these programs. Mr. Larkin responded by referring to a handout (attached) articulating a proposed timeline. He noted that there is a fair amount of market conditioning for the cooperative research grants, but if all proposals were up in December, the deadlines would fall on February 1<sup>st</sup>, March 14<sup>th</sup>, and May 1<sup>st</sup>. This would give time to manage proposals as they come in.

The Secretary then reiterated that there is \$25 million available. Undersecretary Gonzalez pointed out that for the grants, the commitment is for three years, noting that the \$12 million is intended to cover the total three year cost. Mr. McGee added that there is also an additional administration cost, which JAII is proposing to manage. Mr. Gonzalez then pointed out the proposed motions available to the board. He articulated that the board is being asked to vote to proceed with the proposed programs, and to authorize the Chairman to contract with the Massachusetts Technology Collaborative to carry out the proposed solicitations on behalf of the MLSC. The motion includes authorization of \$12 million in grant funding, as well as no more than \$500,000 to contract with MTC to administer the grants.

Mr. Beer noted that he has had two opportunities to review the proposals, and has had ample information to go forward, and Mr. Beer then moved to vote to go ahead and approve the proposals.

Dr. Mathews-Roth seconded Mr. Beer's motion, reiterating that the new investigator grant should have the final deadline, based on her experience when she was a new investigator and the challenge of putting forward proposals.

Secretary O'Connell requested that Mr. Larkin, know the most efficient way to administer the grant program, and to offer suggestions as to how to support the program.

Mr. Larkin assured the board that Mr. Mitch Adams and Mr. Phil Holahan were prepared to support the Center in any way desired. He suggested that the objective with the administration of the program is to get as much grant money available as quickly as responsibly possible, and to have as many possible submissions to the program. He noted that the process would be to establish threshold criteria, on which basis the programs would be separated, and from that threshold determination, the submissions would go through a competitive review process, reviewed and scored by experts in the field, and graded by other evaluative critera given what the Board of Directors views as important, and the Board will do a final approval of the grants.

Mr. Larkin suggested that the administrative work would be when submissions are in high gear, and all systems have been thought through and provided in the draft solicitations that have been distributed to the Board. He noted that the system and schedule has been designed to be friendly to the research community, but that there would be reporting by recipients each year, and an application process to renew the grant each year, so there is a check in to make sure the research is going as it had been represented by the applicant.

Dr. Mathews-Roth agreed that the process proposed makes sense to her based on her experience on the receiving end of many grants.

Undersecretary Gonzalez then thanked the MTC for the work that had gone into this process, and the flexibility with the back and forth regarding the proposed programs, and acknowledged that the MLSC was in this place today because of what MTC has provided.

Mr. McGee then recognized Ms. Susan Moulton who helped strengthen and refine the program proposals, and also thanked Mr. Larkin, noting that the MLSC is where it is today because of the assistance he and his team had provided.

Mr. Chmura reiterated that the track record of MTC designing the program has been great, and everyone should have confidence in the process. He noted that Dr. Wilson had some thinking about the technical operation of the programs, and he assumes there would be a possibility for technical input going forward.

Mr. Larkin assured Mr. Chmura and the Board that the Chairman, in the motion proposed, is empowered to make nonmaterial technical changes to the program going forward.

Chairman O'Connell then requested that Mr. Kevin Casey of Harvard share his input based on his prior suggestion to the board that stem cell research be part of the solicitation, and asked whether Mr. Casey was comfortable with the edits as they had been drafted.

Mr. Casey reported that he was impressed and comfortable with the overall package. He added that there is a unique clear and present danger from this area in particular, noting that California has \$3 million in packages for stem cell researchers in particular, and that they are attempting to procure researchers from other states. He noted that he believes there to be a special risk to Massachusetts, and reported that if not in this round of grants, than in later rounds, that there would be a specific set aside for stem cell biology, as it is unique. Mr. Casey then thanked the board for the opportunity to contribute to the conversation.

Secretary O'Connell then replied that the board would take that into account, and reported that he is cognizant of the threat from California, and that he understands that time is of the essence in this regard. He also suggested that while it is not necessary to match California dollar for dollar, it is important to show a priority retaining and supporting key researchers in Massachusetts.

Mr. Casey then reiterated his gratitude that he is able to be in the room during this conversation to say this, because of the leadership of the Governor and of the Secretary.

Chairman O'Connell then opened the floor to further discussion, and on hearing none, reiterated the motion on the floor as included in the board books (attached).

The motion was unanimously approved. Chairman O'Connell articulated the vote as a great moment for the Center.

### VII. Discussion of Stem Cell Registry and Stem Cell Bank Proposals

Secretary O'Connell then began a discussion of the proposed Stem Cell Bank and Stem Cell Registry at the University of Massachusetts Medical School, noting that both are very important to all institutions in the Commonwealth, and will lend recognition to Massachusetts around the world. Mr. Collins then brought attention to the two proposals contained in the board materials and detailing the proposals presented at the previous meeting. He reported that the proposal for the Stem Cell Bank is to create a facility at the Shrewsbury campus where stem cell lines would be housed and stored, to be made available to researchers in the Commonwealth and beyond. He noted that there would be a process to assess the provenance of line, i.e where it was created and where it would be differentiated to. The facility would also keep track of the background on the lines, and ensure that they were appropriately created, retaining information about who created them and other pertinent details about the lines. Dr. Collins also noted that there would be a space where people would be able to learn how to properly use the lines. Dr. Collins further noted that UMass would work in cooperation with other entities, noting in particular that Harvard is interested in collaborating with them on this project, as many of their lines would be part of the bank. Dr. Collins also noted that there would be a substantial area of the bank where lines could be packaged and received, which is a significant need when sharing lines with other researchers. He relayed that should the Board vote to move forward, UMass is ready to go, and would start right away and be running in 8-12 months. He noted that there is research space that would be used, and UMass is anxious to recruit the scientists necessary to go forward. He also noted that the Bank would be a resource for the Commonwealth. He reported that it is not clear yet exactly how many lines would be stored at the facility, but noted that there are currently 21 federally approved lines, ten lines distributed by a group in Wisconsin, and more than 30 lines currently stored at Harvard. He noted that while it is not necessarily a large number of lines, it is most important that the facility be able to distribute the lines that scientists want to use. Dr. Collins also addressed the proposed motion authorizing expenditure for year one capital funding, but noted that the proposal is for three years, and understanding that the hope is that years two and three would be funded later.

Dr. Collins then moved on to the discussion of the stem cell registry. He noted that given conversations with people in Wisconsin, at Harvard, and with people in the United Kingdom, it is clear that a registry is a prudent investment. There is no comprehensive registry anywhere in the world, so he noted the opportunity to have a comprehensive international registry that would list all 400 stem cell lines that exist in the world, and run by scientists in the Commonwealth. He noted that while it is not the intention know in advance what the intellectual property would be or what discoveries are being made, there is an interest in the international community to know what lines are being used and how. He noted that there is a branding opportunity regarding nomenclature around the lines, which could be a positive thing for Massachusetts and its visibility. He reported that it is estimated that the registry could be up and running in three months, and people have been identified who may be in a position to help. He noted that funding for the first year should be made with the same proviso as with the Bank—with the hope of further funding for years two and three.

Mr. Collins also thanked the group for the collegial nature of the work with other stem cell scientists, especially at Harvard, noting that collaboration has been identified as important to this work. He said that this is the moment for such an investment by the state, as other states' investments are extensive, noting grants distributed by California Institute of Regenerative Medicine. He also noted how large private gifts have been given after such grants, so the support of the state opens further opportunities for funding, which is something that should be seen here once initial investments are made.

Mr. Beer then asked Dr. Collins who would be competing with Massachusetts on the Registry. Dr. Collins responded that hopefully there would not be too many competitors, noting that if done correctly, there would be a chance for Massachusetts to corner the market with this registry. He the opportunity to be funded now gives the registry an edge going forward.

Mr. Beer then noted that this is a great opportunity, and requested Dr. Collins' thoughts on how to monitor the projects. Dr. Collins reported that there would be benchmarks, including how quickly lines could be registered with the Bank, and there would be monitoring what happens with other registries and banks. He also noted that the landscape could change in 2009 with a new president, at which point the National Institutes of Health could get involved, and at that time there would be an open conversation on collaboration

Mr. Casey then added that the most desirable lines will be at the Bank, so it makes so much sense to move with the registry as well. He suggested that the proposal should be considered as a packaged, and reiterated the importance that the Center later fund both projects for their second and third year. He further highlighted the significance of these projects for Massachusetts, making it a scientific destination location.

Secretary O'Connell noted the leadership and branding opportunities at both the Bank and the Registry, and though the NIH may look to us in the future, someone needs to take a leadership role around stem cell research, and Massachusetts needs to be that leader. Given that, he noted that having a "made in Massachusetts" stamp on these lines is important.

Dr. Collins agreed with Secretary O'Connell, as did Mr. Chmura. Mr. Chmura also complimented Dr. Collins and his team and the other collaborative institutions.

Undersecretary Gonzalez agreed, and described this moment as an exciting opportunity fo the state, and commended Dr. Collins and his team and for answering his many questions about the

proposals so the Board may understand them better. He also noted that he and the Chairman understand the need for three years of funding. He noted that the Center needs assistance from its friends in the legislature to secure funding for the ongoing commitment. He noted that the Center ony has resources to cover the first year, and the board does not want to hold up the project, so support from the legislature is necessary for the second and third years of funding.

Secretary O'Connell said that given the expressed support of the Senate President and Speaker of the House for the initiative, he is confident that the legislative process will produce the result desired and the Center will therefore have resources going forward. He also praised the collegiality and collaboration of the various institutions involved including Harvard, UMass, and others.

The Chairman then moved for funding of the Stem Cell Bank, written in the board binder provided. Mr. Chmura seconded the motion, and it passed unanimously.

Undersecretary Gonzalez then moved to approve funding for the Stem Cell Registry, as included in the board binder, which was duly seconded by Mr. Chmura, and passed unanimously.

Mr. Beer noted the importance of getting out the word on these projects so that they are known nationally, and Secretary O'Connell agreed.

Dr. Collins then thanked Secretary O'Connell going forward and thanked his staff, in particular Mr. Brendan Chisholm. Secretary O'Connell noted that the Life Sciences Initiative has fueled partnerships between government, academic and research institutions and industry, and those collaborations are important. He also noted that the Center needs to keep in mind as it picks opportunities to support that they are not replacing private capital, but keeping jobs in Massachusetts—to be leaders in research and development, but manufacturing as well—moving from ideas, to cures, to products. That is the goal moving forward.

Mr. Casey noted that Mr. McDermott and Ms. Reidy have had meetings with legislators, and there has been representation as to the importance of each of those stages in their discussion of the Bill.

### VIII. Discussion of Audit

Secretary O'Connell then moved on to discuss the Center's audit. Mr. McGee reported that he wished to check in with the Board, and that the audit is clean as expected. He noted that in order to leverage other resources, the MLSC has had back office functions done through MassDevelopment, and Ms. Williams has been working close with Pricewaterhouse Coopers to complete the audit. He requested that to finish the process, a subcommittee of the board be created to finish the audit.

Undersecretary Gonzalez noted that it is appropriate that board members respond to the questions of PwC to finish the audit and come back to the board for its full presentation. He believes that though this audit is unlikely to be very complicated, but it is a good practice and important to set up the institutional infrastructure. He then moved that the board establish an audit committee consisting of himself and the Chairman. Dr. Mathews-Roth duly seconded the motion of Undersecretary Gonzalez, which was unanimously approved.

#### IX. Discussion of Website

Secretary O'Connell then turned the floor to a discussion of the Center's website. Mr. McGee noted that it had been clear that the website needed to be updated to be an accurate reflection of what the Center was doing, particularly given the Executive Director search going forward.

Mr. Comiso discussed that he had been working with Mr. McGee and Ms. Williams to take the website to the next level, and that they had been waiting for this meeting to launch it. He directed the board to samples from the new site, and noted that feedback from the board would be welcomed.

### X. Staffing Matter Discussion

The Chairman then introduced a staffing matter, noting that while Russell Reynolds is conducting a search for an Executive Director and has made significant progress, it will nonetheless will be several months before the effort is finalized. He noted that before the Executive Director is finalized, there is a real need for staff of the Center. He noted that thus far, members of his staff with full time jobs have been generous with their time and working with the Center. However, several people have suggested that there should be a person serving in a chief of staff role for the Center. He suggested that there has been very little money spent in administration of the Center. Therefore, board members and staff have met with candidates to fill such a position.

Mr. McGee reported that Ms. Melissa Walsh was a person who had come to the attention from a number of different channels. Ms. Walsh is currently at Partners Health Care, and he and the hiring subcommittee as well as Secretary O'Connell agreed to meet with her.

Mr. Beer noted that Undersecretary Gonzalez and Mr. McGee carried a heavy load for the Center to allow the progress that has been made thus far. He reported enjoying meeting Melissa and spending time with her, and he supports moving forward to hire her.

Dr. Mathews-Roth concurred, sharing that Ms. Walsh is the optimal lady to hire at this point. Undersecretary Gonzalez noted that the Center is lucky that Ms. Walsh is willing to come forward at this moment, and is extremely qualified to help in the areas the Center is working in going forward.

Secretary O'Connell then noted that the motion in the board book authorizes not only ability to hire Ms. Walsh, but also to allow the engagement of outside counsel in order to move forward on matters addressed at the meeting. The Secretary noted his belief that it is a wise move that the Undersecretary has initiated going forward. He assured the board that if passed, priority would be placed on an attractive rate structure recognizing the Center's status as a public agency.

Dr. Mathews-Roth moved to pass the proposed motion to hire Ms. Walsh and authorize procurement of outside counsel for the Center. Undersecretary Gonzalez duly seconded the motion, and it was passed unanimously. Secretary O'Connell then asked Ms. Walsh to introduce herself to the board, and she thanked the Board the incredible work that had already begun. She said she was thrilled to play a role in continuing the work on the important things gong forward. Secretary O'Connell noted that Partners' loss is Center's gain.

### **XI.** Miscellaneous Matters

Secretary O'Connell noted that Ms. Jones has put together a series of events around the state to promote the life sciences initiative, including event at Alnylam and Bay State Medical, which have an exciting partnership with the pioneer valley. The Industry players are located not just a

mile and a half from where we are now, but throughout the state, and it is the state's commitment of resources that are spread throughout the state. Interest in the work is very high and there is a strong level of interest in seeing the legislation pass in the months ahead. He noted that if board members were interested, they would be welcome to join at those events. Ms. Jones noted that the next event would be the following Wednesday at UMass Worcester.

Mr. McGee noted that there are many good suggestions to the Secretariat and to the Board as to proposed programmatic offerings for the Center, and wanted to impression those present that the votes reflect current projects, but they do not reflect all the Center will be doing. He also noted that some things first require that staff be in place, and so certain projects reflect an issue of sequencing and not of priority.

Mr. Beer then provided a related comment, taking the opportunity to announce merger of two companies in this state—ViaCell and Perkin Elmer. He noted that he sees the transaction as an opportunity to build, and that in thinking of the combination of his business with another business, growth continues to happen in the state, including legal, financial, and construction jobs that people often forget.

Dr. Mathews-Roth then noted her desire that the MLSC not focus on one kind of cell, noting that with stem cells, there is a lot of promise, and it is important not to limit the work to one type of stem cell work or another type of work but life sciences as a whole. She praised the actions of the day as a good start.

Secretary O'Connell then moved to adjourn, which was duly seconded by Undersecretary Gonzalez, and unanimously approved. The meeting was adjourned at 2:28 p.m.

Secretary			