

APPROVED



MassVentures

## Minutes

### MassVentures Board Meeting

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#### Date and Time

Monday December 2, 2024 at 8:00 AM

#### Location

1075 Main Street, Suite 100  
Waltham, MA 02151

Join Zoom Meeting

<https://us02web.zoom.us/j/86134117379?pwd=VW1aVitNWHVQNzIJaW94ZXVyRThXUT09>

Meeting ID: 861 3411 7379

Passcode: 661193

Phone #: +1 305 224 1968

One tap mobile

+13052241968,,86134117379#,,, \*661193#

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### **Directors Present**

B. Linville-Engler (remote), B. Shim (remote), M. James (remote), M. Valanzola (remote), R. Jarquin (remote), W. Asher, Y. Hao

### **Directors Absent**

C. Bouthot, D. Schultheis, J. Griffin, J. O'Reilly

### **Directors who arrived after the meeting opened**

R. Jarquin

### **Ex Officio Members Present**

S. Stanton

### **Non Voting Members Present**

S. Stanton

### **Guests Present**

C. Hipwood, J. Madison, M. Kassaraba, P. Yadav, S. Leis, S. Swider, V. Nijhawan, W. Leslie

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## **I. Opening Items**

### **A. Call the Meeting to Order**

Y. Hao called a meeting of the board of directors of MassVentures to order on Monday Dec 2, 2024 at 8:02 AM.

### **B. Examples of Mission**

Mr. Hipwood discussed some examples of mission.

### **C. Highlights**

Mr. Hipwood provided some highlights since the last meeting. Discussion ensued.

## **II. Approvals**

### **A. Board Minutes**

Y. Hao made a motion to approve the minutes from MassVentures Board Meeting on 10-21-24.

W. Asher seconded the motion.

The board **VOTED** to approve the motion.

#### **Roll Call**

J. Griffin            Absent

**Roll Call**

J. O'Reilly	Absent
M. Valanzola	Abstain
R. Jarquin	Absent
B. Linville-Engler	Abstain
C. Bouthot	Absent
B. Shim	Aye
M. James	Aye
Y. Hao	Aye
W. Asher	Aye
D. Schultheis	Absent

**B. Audit Committee Minutes**

B. Linville-Engler made a motion to approve the minutes from Audit Committee Meeting on 10-17-24.

B. Shim seconded the motion.

Ms. Stanton also voted to approve as she attended the Audit Committee meeting as the designee of Secretary Hao.

The board **VOTED** to approve the motion.

**Roll Call**

J. O'Reilly	Absent
R. Jarquin	Abstain
B. Linville-Engler	Aye
C. Bouthot	Absent
M. Valanzola	Abstain
M. James	Abstain
Y. Hao	Abstain
B. Shim	Aye
J. Griffin	Absent
W. Asher	Abstain
D. Schultheis	Absent

**C. Pre-Investment Action Sheet - AI Lean**

Y. Hao made a motion to Approve the pre-investment action sheet of AI Lean.

W. Asher seconded the motion.

The board **VOTED** to approve the motion.

**Roll Call**

J. O'Reilly	Absent
M. James	Aye
R. Jarquin	Absent
B. Shim	Aye
B. Linville-Engler	Aye
M. Valanzola	Aye
Y. Hao	Aye

**Roll Call**

C. Bouthot	Absent
J. Griffin	Absent
D. Schultheis	Absent
W. Asher	Aye

**D. Pre-Investment Action Sheet - Atlantic Quantum**

Y. Hao made a motion to Approve the pre-investment action sheet for Atlantic Quantum.

W. Asher seconded the motion.

The board **VOTED** to approve the motion.

**Roll Call**

B. Shim	Aye
D. Schultheis	Absent
J. O'Reilly	Absent
R. Jarquin	Absent
M. Valanzola	Aye
C. Bouthot	Absent
J. Griffin	Absent
M. James	Aye
Y. Hao	Aye
B. Linville-Engler	Aye
W. Asher	Aye

**III. Financial Matters**

**A. Treasurer's Report**

Mr. Madison presented the financial report for the period ending September 2024.

Discussion ensued.

**B. Approve Treasurer's Report**

W. Asher made a motion to Approve the Treasurer's report.

M. Valanzola seconded the motion.

The board **VOTED** to approve the motion.

**Roll Call**

W. Asher	Aye
B. Shim	Aye
D. Schultheis	Absent
M. Valanzola	Aye
J. O'Reilly	Absent
J. Griffin	Absent
M. James	Aye
Y. Hao	Aye
C. Bouthot	Absent

**Roll Call**

R. Jarquin Absent  
B. Linville-Engler Aye  
R. Jarquin arrived at 8:12 AM.

**IV. Conflicts of Interest**

**A. Conflicts**

Mr. Hipwood presented a list of companies currently under consideration for venture funding and asked board members to declare any conflicts of interest. None were noted.

**V. Executive Session**

**A. Roll Call Vote to Enter Executive Session**

W. Asher made a motion to Enter into executive session to discuss confidential matters related to applicants for MassVentures funds.

R. Jarquin seconded the motion.

The board **VOTED** to approve the motion.

**Roll Call**

Y. Hao Aye  
M. James Aye  
R. Jarquin Aye  
W. Asher Aye  
C. Bouthot Absent  
B. Shim Aye  
M. Valanzola Aye  
J. Griffin Absent  
J. O'Reilly Absent  
D. Schultheis Absent  
B. Linville-Engler Aye

**B. Cyvl Investment Discussion**

Ms. Yadav presented an opportunity to participate in a follow-on investment for Cyvl. Discussion ensued.

**C. Cyvl Investment Vote**

Y. Hao made a motion to Approve the follow-on investment in Cyvl.

R. Jarquin seconded the motion.

The board **VOTED** to approve the motion.

**Roll Call**

J. O'Reilly Absent  
D. Schultheis Absent  
B. Linville-Engler Aye

**Roll Call**

J. Griffin	Absent
Y. Hao	Aye
B. Shim	Aye
W. Asher	Aye
R. Jarquin	Aye
C. Bouthot	Absent
M. James	Aye
M. Valanzola	Aye

**D. Atlantic Quantum Update to Investment Approval**

W. Asher made a motion to Approve an increase to the investment amount previously approved by the board for Atlantic Quantum.

Y. Hao seconded the motion.

The board **VOTED** to approve the motion.

**Roll Call**

R. Jarquin	Aye
Y. Hao	Aye
J. O'Reilly	Absent
M. Valanzola	Aye
J. Griffin	Absent
D. Schultheis	Absent
M. James	Aye
B. Linville-Engler	Aye
C. Bouthot	Absent
B. Shim	Aye
W. Asher	Aye

**E. JetCool Discussion**

Mr. Hipwood provided an overview of JetCool's acquisition by Flex. Discussion ensued.

**F. Finwave Preview**

Ms. Swider presented a preview for a potential investment in Finwave. Discussion ensued.

**G. CraftRidge Preview**

Ms. Yadav presented a preview for a potential investment in CraftRidge. Discussion ensued.

**H. Approve Acorn Grants**

Mr. Hipwood provided an overview of the Acorn grants and presented the list of awardees. Discussion ensued.

Y. Hao made a motion to Approve the Acorn grants.

W. Asher seconded the motion.  
The board **VOTED** to approve the motion.

**Roll Call**

C. Bouthot	Absent
J. O'Reilly	Absent
B. Linville-Engler	Aye
J. Griffin	Absent
M. Valanzola	Aye
B. Shim	Aye
M. James	Aye
R. Jarquin	Aye
D. Schultheis	Absent
Y. Hao	Aye

**I. Approve GEiR/THRiVE Grant**

Mr. Hipwood provided an overview of the THRiVE grants and the potential awardee.  
Discussion ensued.  
Y. Hao made a motion to Approve the THRiVE grant.  
W. Asher seconded the motion.  
The board **VOTED** to approve the motion.

**Roll Call**

M. James	Aye
B. Shim	Aye
W. Asher	Aye
M. Valanzola	Aye
B. Linville-Engler	Aye
C. Bouthot	Absent
R. Jarquin	Aye
J. O'Reilly	Absent
J. Griffin	Absent
D. Schultheis	Absent
Y. Hao	Aye

**J. Pipeline Report**

**K. Portfolio Update**

Mr. Hipwood provided some portfolio metrics.

**L. Roll Call Vote to Return to Open Session**

W. Asher made a motion to Return to open meeting.  
R. Jarquin seconded the motion.  
The board **VOTED** to approve the motion.

**Roll Call**

W. Asher	Aye
C. Bouthot	Absent
Y. Hao	Aye
B. Shim	Aye
J. O'Reilly	Absent
J. Griffin	Absent
D. Schultheis	Absent
M. Valanzola	Aye
R. Jarquin	Aye
M. James	Aye
B. Linville-Engler	Aye

**VI. President's Report**

**A. General Update**

Mr. Hipwood provided a general update on MassVentures.

**B. MV Capital Update**

Mr. Hipwood provided an update on MV Capital programs.

**C. MV Accelerate Update**

Mr. Hipwood provided an update on MV Accelerate programs.

**D. Strategy Discussion**

Mr. Hipwood provided an update on the strategic plan. Mr. Hipwood also presented an opportunity to create a 501c3 LLC for Founders School. Discussion ensued.

Y. Hao made a motion to Approve MassVentures setting up a 501c3 for Founders School.

B. Shim seconded the motion.

The board **VOTED** to approve the motion.

**Roll Call**

D. Schultheis	Absent
Y. Hao	Aye
J. O'Reilly	Absent
M. Valanzola	Aye
J. Griffin	Absent
R. Jarquin	Aye
B. Linville-Engler	Aye
B. Shim	Aye
C. Bouthot	Absent
M. James	Aye
W. Asher	Aye



Mr. Kassaraba presented an update on the MTTC strategy. Discussion ensued.

## **VII. Closing Items**

### **A. Adjourn Meeting**

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 10:02 AM.

Respectfully Submitted,  
W. Asher