



**MINUTES**  
**ANNUAL MEETING**  
**OF**  
**WEST VIRGINIA JOBS INVESTMENT TRUST BOARD**  
**AUGUST 11, 2021**

The annual meeting of the West Virginia Jobs Investment Trust Board (WVJIT) was held by teleconference on Wednesday, August 11, 2021 at 1:00 p.m. at the WV Jobs Investment Trust Board office located at 1012 Kanawha Boulevard, East, 5<sup>th</sup> Floor, Charleston, WV 25301. A quorum was confirmed. Those participating were:

**CHAIRMAN:** Ann Urling, Deputy Chief of Staff; WV Governor's Office

**BOARD MEMBERS:**

Christian Asam  
Erica Boggess, Treasurer  
Mark Grigsby  
Tim Millne  
Dr. Javier Reyes  
Ginny Painter  
Robert Pepper  
Ann Starcher

**STAFF:**

C. Andrew Zulauf, Executive Director  
Michele O'Connor, WVJIT Investment Manager  
Brad Sergent, WVJIT Investment Analyst  
Wilma Groves, WVJIT Board Secretary

**OTHERS:**

Elizabeth Benedetto; Spilman Thomas & Battle, representing WVJIT  
Robert Adams, CPA/CGMA; Brown Edwards

**BOARD MEMBERS ABSENT:**

Bill Goode  
Dr. Sarah Armstrong Tucker  
Senator Eric Tarr (Ex-Officio)  
Delegate Gary Howell (Ex-Officio)

The agenda for the meeting and action taken consisted of the following:

**I. BROWN EDWARDS AUDIT UPDATE.**

Brown Edwards Director, Robert Adams, communicated to the Board the firm's fair audit representation for the 2021 fiscal year. Mr. Adams gave the current status of the WVJIT audit and concluded the discussion by telling the Board to feel free to contact him in the event there were any questions or concerns regarding WVJIT and its audit. He noted the final draft will need to be approved before the FARS September 15<sup>th</sup> deadline.

Mr. Zulauf told the Board that a WVJIT Audit Committee meeting will be scheduled soon to review and discuss the preliminary audit findings with the intended goal of presenting a draft audit report for the Board to review and approve at the next meeting scheduled for September 8<sup>th</sup>.

**II. APPROVAL OF ACTION TAKEN AT AND MINUTES OF THE APRIL 14, 2021 REGULAR/ QUARTERLY BOARD MEETING.**

The approval of the April 14, 2021 minutes was introduced to the Board for approval. There were no questions or objections.

**MOTION – Approval of Minutes.**

Ms. Boggess moved that the minutes of and the action taken at the April 14, 2021 board meeting be approved. Mr. Pepper seconded the motion and the motion carried.

**III. EXECUTIVE SESSION.**

**MOTION – Executive Session.**

Ms. Painter moved that, since the Board needs to consider certain matters involving confidential, commercial, financial and/or personal information relating to investments or prospective investments of the West Virginia Jobs Investment Trust, that the Board convene into Executive Session pursuant to WV Codes §12-7-11 and §6-9A-4. Mr. Millne seconded the motion, and the motion was carried. The Board entered into Executive Session at 1:10 p.m.

There were no motions made during Executive Session. The Board reconvened into regular session at 2:05p.m.

**IV. ANNUAL EVALUATION OF WVJIT INVESTMENTS.**

The Chairman introduced the annual evaluation of investments as the next order of business.

Mr. Zulauf and Ms. O'Connor updated the Board on the progress and valuation of WVJIT's portfolio companies for the past fiscal year and discussed the effect the COVID pandemic had on some of the companies.

Upon recommendation by the Executive Director, the portfolio company investments are to be valued at cost with the exception of the following:

- Billow Global, Inc. – recommending a 50% loan loss reserve.
- Crosscutting Concepts, LLC – recommending 100% loan loss reserve and a ~\$10K write-down

on the investment per GASB policies.

- Go Jane Go – recommending a 50% loan loss reserve and correction to investment valuation from \$125,000 to \$112,500.
- PolyPlexx, LLC – recommending a 100% write-down of the investment value.

**MOTION – Adoption of Resolution of Investment Values.**

Ms. Boggess made a motion to approve the Executive Director’s recommendations and to adopt the resolution of investment values with the Go Jane Go valuation correction. Mr. Grigsby seconded the motion and the motion carried. The resolution, as adopted, reads as follows:

**WHEREAS**, the Jobs Investment Trust Board had investments as of June 30, 2020 of: (1) Aither Chemicals, LLC - \$.00 (100% Loan Reserve); (2) American Benefit, Inc. - \$699,650; (3) ABC Holding, Inc. - \$499,230; (4) Billow Global, Inc. - \$52,187; (5) CereDx, Inc. (dba Valtari Bio) (50% Loan Reserve) - \$125,000; (6) CFOAM, LLC. - \$125,000 (Note Repaid); (7) Core 10, Inc. - \$545,000; (8) Crosscutting Concepts, LLC - \$107,629 (GASB) (100% Loan Reserve); (9) Figure 8 Surgical, Inc. - \$125,000 (50% Write-Down); (10) GoJaneGo - \$125,000; (11) Greenbrier Technical Services, Inc. - \$346,468; (12) InspectionGo - \$500,000; (13) IstoVisio, Inc. - \$200,000; (14) MATRIC, Inc. - \$.00 (Loan Repaid); (15) Mountaineer Trout Farm, LLC - \$74,480; (16) PolyPlexx, LLC. - \$135,780 (50% Write-Down); (17) SIOX, LLC - \$200,000; (18) Troy, LLC - \$581,037; (19) Wright Wold Scientific, LLC - \$125,000; and

**WHEREAS**, the Jobs Investment Trust Board and its Executive Director have reviewed these investments, which review procedure has included, among other things, a review of the investment analyses, business plans, financial statements and investment documents, as well as detailed discussions with management of the companies since there are no readily ascertainable market value for these investments; and

**WHEREAS**, the Executive Director has proposed the following resolution for adoption by the Board; now therefore, be it

**RESOLVED**, that the Board hereby determines that the Jobs Investment Trust Board investments should be and are hereby valued as of June 30, 2021 as recommended by the Executive Director in his June 30, 2021 Annual Investment Analyses Report, as follows: (1) Aither Chemicals, LLC - \$.00 (100% Loan Reserve); (2) American Benefit, Inc. - \$699,650; (3) ABC Holding, Inc. - \$499,230; (4) Billow Global, Inc. - \$41,077 (50% Loan Reserve); (5) CFOAM, LLC. - \$100,000 (Succession Fee); (6) Core 10, Inc. - \$545,000; (7) Crosscutting Concepts, LLC - \$96,873 – (GASB Write-Down and 100% Loan Reserve); (8) Figure 8 Surgical, Inc. - \$125,000 (50% Write-Down); (9) GoJaneGo - \$112,500 (50% Loan Reserve); (10) Greenbrier Technical Services, Inc. - \$266,767; (11) InspectionGo - \$750,000; (12) IstoVisio, Inc. - \$.00 (Note Repaid); (13) Mountaineer Trout Farm, LLC - \$39,283 (Loan Repaid); (14) PolyPlexx, LLC. - \$.00 (100% Write-Down); (15) RealX Ventures, Inc. - \$750,000; (16) SIOX, LLC - \$166,131; (17) Troy, LLC - \$60,000 (Loan Repaid); (18) Valtari Bio - \$354,808; (19) WV Laboratories, LLC - \$250,000 and (20) Wright Wold Scientific, LLC - \$125,000. The Board believes that, based upon the procedures performed, the valuation of these investments appears reasonable and the documentation appropriate. However, the Board realizes that because of the inherent uncertainty of valuations, these estimated values may differ significantly from the values that would have been used had a ready market for the securities existed and the differences could be material; and

**FURTHER RESOLVED**, that the Board hereby approves and ratifies all actions taken by the Executive Director, the Chairman, the Executive Committee and all other officers, agents, employees and independent contractors with regard to this resolution.

**V. FINANCIAL REPORTS: 2021/2022 WVJIT BUDGET/FINANCIALS.**

The Chairman introduced the WVJIT budget and financials as the next order of business.

Mr. Zulauf discussed the budget and June financials with the Board. He noted that WVJIT's cash position remained strong and that WVJIT is currently working closely with new prospects in its pipeline.

Mr. Zulauf then recommended to the Board a promotion for Brad Sergent from Investment Analyst to Investment Manager with an increase in pay, effective September 1<sup>st</sup>. He also recommended a promotion for Michele O'Connor from Investment Manager to Senior Investment Manager with an increase in pay. He noted that he will amend the budget to include the pay raise for Michele O'Connor which was not reflected in the budget he had previously forwarded to the Board in the agenda.

**MOTION – Approval of June 30, 2021 WVJIT Financial Statements and Budget.**

After discussion, Ms. Starcher made a motion to approve the June 30, 2021 financial statements and 2021/2022 budget as amended. Ms. Boggess seconded the motion and the motion carried.

**VI. ELECTION OF OFFICERS FOR 2021/2022.**

The next order of business was the election of officers for 2021/2022.

The Chairman told the Board that if there were no objections or new candidates, the current officers needed to be re-elected.

**MOTION – Election of Officers.**

Mr. Millne moved to re-elect the current officers; Ann Starcher, Vice-Chairman, Erica Boggess, Treasurer, and Wilma Groves, Board Secretary. Mr. Pepper seconded the motion and the motion carried.

**VII. OTHER BUSINESS.**

**3 STEPS TO START UP PROGRAM.**

Ms. O'Connor discussed the progress of the "3 Steps to Start Up" program. The goal of the program is to enhance the startup pipeline and accelerate the development, job creation, investment and market introduction of new companies in West Virginia. To date, there are 89 companies enrolled in the program and 10 companies have been funded with a total of nearly \$10.4M in investment, debt and grant funding.

**SSBCI 2.0 UPDATE.**

Mr. Sergent told the Board that in March 2021, President Biden signed into law the America Recovery Act, which included the reauthorization of the SSBCI program of which West Virginia would receive \$56M. To date, states are awaiting final guidance from the U.S. Treasury so the application process can move forward, hopefully within the next 30 days.

**VIII. ADJOURNMENT.**

**MOTION – Adjournment.**

There being no other business, the Chairman asked for a motion to adjourn. Mr. Milne made a motion to adjourn. Ms. Starcher seconded the motion and the meeting adjourned at 2:10 p.m.



Ann Urling  
Chairman



Wilma Groves  
Board Secretary