

MINUTES OF THE MEETING OF THE
AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF THE
INDIANA ECONOMIC DEVELOPMENT CORPORATION
April 24, 2014

The Audit Committee ("Committee") of the Board of Directors of the Indiana Economic Development Corporation (the "Corporation") met on April 24, 2014, at the offices of Star Bank, Indianapolis, Indiana. Present at the meeting were committee members James Marcuccilli and Richard (Rick) Johnson. Representing the Corporation were Mark Pishon and Lee Robinson.

James Marcuccilli, chairman of the Committee, called the meeting to order. Mr. Marcuccilli noted that a sufficient number of the members of the Committee were present to constitute a quorum.

Mr. Marcuccilli also recognized that the meeting of the Committee was being held in full compliance with the open door and open records laws of the State of Indiana and noted that all postings and other related requirements were observed.

Mr. Marcuccilli then reviewed and presented for approval the minutes from the previous meeting of the Committee, held on December 11, 2013, at the offices of Indigo Biosystems, Inc., Indianapolis, Indiana. Upon motion duly made and seconded, the minutes from the prior meeting were unanimously adopted.

Mr. Pishon discussed the *Operational Analysis Review* (Review) and *Assessment of Responses to KPMG Findings* (Findings) prepared by Sponsel CPA Group, LLC (Sponsel), as they relate to Elevate Ventures, Inc. (Elevate). Mr. Pishon noted that Sponsel found a singular occurrence of conflict of interest at Elevate. Mr. Marcuccilli stated that the Corporation should request Sponsel to update its Review and Findings.

Mr. Pishon discussed the Investment Policies for the Indiana 21st Century Research & Technology Fund (21 Fund) and the Indiana Angel Network Fund, LLC (IANF). Mr. Pishon explained the review procedures of both the 21 Fund and IANF investment policies and how the Corporation's Customer Resource Management (CRM) software now has the capability of tracking the review process. The Committee acknowledged and confirmed that the policies exist and that following these policies are appropriate procedures.

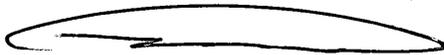
Mr. Pishon discusses the Indiana Economic Development Foundation (the "Foundation") balance sheet and income statement. Messrs. Marcuccilli and Johnson both request transactional detail so that they have a better understanding of the information. Mr. Pishon agrees to provide the requested detail at the Committee's next meeting.

Mr. Pishon discussed the Corporation's proposed use of bank funds and the purchase of CDs. Mr. Marcuccilli briefly discussed the brokerage fees associated with buying CDs and suggested to Mr. Pishon that he look into purchasing brokered CDs.

Mr. Pishon discussed the costs associated with complying with public records requests. Mr. Pishon introduced a fee schedule that the Corporation intends to use. Upon motion duly made and seconded, the fee schedule was unanimously adopted.

Having no further business, Mr. Marcuccilli asked for a motion to adjourn the meeting of the Committee. Such a motion was made and seconded and upon unanimous vote the Committee meeting was adjourned.

Respectfully submitted,



Mark Pishon, Acting Secretary

Approved:



James Marcuccilli, Chairman

Attachments:

1. Meeting Agenda dated April 24, 2014

**Indiana Economic Development Corporation
Audit Committee Meeting
Public Session Agenda
April 24, 2014 (2:00 p.m. – 3:00 p.m.)**

- I. Welcome
 - a. Introductions
 - b. Recognition of Quorum
 - c. Recognition of Compliance with Open Door Law
 - d. Approval of Minutes from Prior Meetings
- II. Review reports related to Elevate Ventures.
- III. Adopt IEDC Indiana Angel Fund Network (IAFN) Approval Procedure.
- IV. Adopt IAFN Fund Investment Policy
- V. Adopt 21 Fund Investment Policy
- VI. Review IED Foundation Financial Reports.
- VII. Examine foundation banking policy in regards to FDIC.
- VIII. Approve fee schedules for public access document requests.

**Executive Session
(None)**

An executive session is called for consideration of pending incentive requests made to the State of Indiana by industrial or commercial prospects (confidential proposals in progress) and discussions of records and circumstances classified as confidential by state and federal statute, IC. 5-14-1.5-6.1(b)(4) and (7).



**NOTICE OF A MEETING OF THE
AUDIT COMMITTEE
OF THE BOARD OF DIRECTORS OF
THE INDIANA ECONOMIC DEVELOPMENT CORPORATION**

Notice is hereby given that the Audit Committee of the Board of Directors of the Indiana Economic Development Corporation will hold a public meeting on April 24, 2013 at 9:30 a.m., at Star Bank, 3610 River Crossing Parkway, Indianapolis, IN.