

MARYLAND SMALL BUSINESS DEVELOPMENT FINANCING AUTHORITY

OPEN MEETING MINUTES

June 27, 2024

The regular meeting of the Maryland Small Business Development Financing Authority convened at 1:00 p.m. via teleconference only at 470-869-2200/meeting ID 428-245-6027.

The following were in attendance at this meeting:

Authority Members	MMG Staff
Les Hall	Randy Croxton
Mara Sierocinski	Anthony Williams
Gina Ramsey	Mark Harrison
Sharon Pinder	Michael Howard
	Stanley Tucker
	Robin Harris

Attorney General's Office
Roop Vijayan, Assistant Attorney General

MINUTES

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MODIFICATIONS

Le Ravishe, LLC
Orcana Biotech, LLC

The closed session of the June 13, 2024, meeting was summarized. The Authority Board meeting was attended by Les Hall, Mara Sierocinski, Chuck Martin, Ben Siegel, and Gina Ramsey. The meeting was closed to comply with requirements of the Maryland Public Information Act so that there would not be disclosure of confidential, commercial, and financial information associated with the applicants. The meeting was closed to discuss the new request of Bon AppeSweet, Inc. and the modification requests of BingeNow, LLC, Grektek Holdings, LLC, and Smoothie 4 Life, LLC. All the requests were approved.

1. BingeNow, LLC – Extend term to January 31, 2025. MSBDFA will convert its current convertible note to a Term Loan with a simple interest rate of 8% and the Term Loan will be secured by a junior lien on the Company’s business assets.
2. Grektek Holdings, LLC – Modification to allow a restructure of Convertible Note as a 5-year Term Loan with an interest rate of 7% simple interest. The Term Loan will be secured by a junior lien on the Company’s assets and Company will make an immediate payment of \$2,500 at closing. Beginning the month after closing, the Company will make monthly payments of \$500 for the balance of 2024. Beginning in 2025, the Company would make quarterly interest only payments through 2025. Beginning in 2026, the Company would make monthly payments of principal and interest over a 3-year term. In addition, MSBDFA’s legal fees in connection with the restructuring will be paid by the Company.
3. Bon AppeSweet, Inc. – Prior new deal on February 23, 2024 did not happen because of unfortunate investor issue. New Deal, 250,000 EPIP convertible note (SSBCI) with investment through Simple Agreement for Future Equity.
4. Smoothies 4 Life, Inc – (report) Collateral escrow account of approximately \$23,787 to the outstanding loan principal amount, related fees, and costs and restructure the remaining balance at 6% over a term of 5 years. First lien on all business assets and second IDOT on 118 Persimmon Circle, Reisterstown, MD 21136

MINUTES
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Action Taken: Upon motion duly made and seconded, the Authority unanimously approved the minutes as presented.

The Open Meeting then closed at 1:15 p.m. upon motion made and seconded, and approved by all voting members, the meeting was closed pursuant to General Provisions Article, Section 3-305(b) (13), “to comply with a specific... statutory... requirement that prevents public disclosures about a particular proceeding or matter”, that is, the Maryland Public Information Act prohibits disclosure of trade secrets, confidential commercial and confidential financial information. Chairman Les Hall signed the Presiding Officer's Written Statement for Closing a Meeting under the Open Meetings Act, which is attached to these minutes as an exhibit.

APPROVED:

Celester A. Hall
Celester A. Hall (Jul 23, 2024 10:57 EDT)

Celester A. Hall
Chairman

DATE: 23/07/24

Celester A. Hall

MARYLAND SMALL BUSINESS DEVELOPMENT FINANCING AUTHORITY

**PRESIDING OFFICER'S WRITTEN STATEMENT FOR CLOSING A MEETING
UNDER THE OPEN MEETINGS ACT
(General Provisions Article § 3-305)**

1. Recorded vote to close the meeting:

Date: 6/27/2024

Time: 1:10 pm – 2:15 pm

Location: Meridian Management Group, Inc., 826 East Baltimore Street, Baltimore, MD 21202/Held by conference call at 267.930.4000/684 358 366

Motion to close meeting made by: Sharon Pinder; Seconded by Mara Sierocinski

Vote to Close Session:

	AYE	NAY	ABSTAIN	ABSENT
Celester Hall, Chair, Designee Secretary of Commerce	[X]	[]	[]	[]
Ben Seigel, designee of Comptroller	[]	[]	[]	[]
Charles Martin	[]	[]	[]	[]
Kehinde Oreagba	[]	[]	[]	[]
Sharon Pinder	[X]	[]	[]	[]
Gina Ramsey	[X]	[]	[]	[]
Mara Sierocinski	[X]	[]	[]	[]

2. Citation of statutory authority to close session (check all that apply): This meeting is being closed under General Provisions Article § 3-305(b), only:

____ (1) To discuss the appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation, or performance evaluation of appointees, employees, or officials over whom this public body has jurisdiction; any other personnel matter that affects one or more specific individuals;

(2) To protect the privacy or reputation of individuals concerning a matter not related to public business;

(3) To consider the acquisition of real property for a public purpose and matters directly related thereto;

(4) To consider a matter that concerns the proposal for a business or industrial organization to locate, expand, or remain in the State;

(5) To consider the investment of public funds;

(6) To consider the marketing of public securities;

(7) To consult with counsel to obtain legal advice on a legal matter;

(8) To consult with staff, consultants, or other individuals about pending or potential litigation;

(9) To conduct collective bargaining negotiations or consider matters that relate to the negotiations;

(10) To discuss public security, if the public body determines that public discussion would constitute a risk to the public or to public security, including: (i) the deployment of fire and police services and staff; and (ii) the development and implementation of emergency plans;

(11) To prepare, administer, or grade a scholastic, licensing, or qualifying examination;

(12) To conduct or discuss an investigative proceeding on actual or possible criminal conduct;

(13) To comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosures about a particular proceeding or matter;

(14) Before a contract is awarded or bids are opened, to discuss a matter directly related to a negotiating strategy or the contents of a bid or proposal, *if* public discussion or disclosure would adversely impact the ability of the public body to participate in the competitive bidding or proposal process.

3. Disclosure of the topics to be discussed, for each citation checked above:

§3-305(b)(13) topics: Discussion and evaluation of the applications received from potential borrowers for financial assistance under programs of the Maryland Small Business Development Financing Authority, which applications include the disclosure of financial information of private individuals and confidential commercial and financial information.

§3-305(b)(7) topics: Legal advice from counsel to the Authority with respect to the applications.

4. For each topic listed in #2, disclosure of the reason for discussing it in closed session rather than in open session:

§3-305(b)(13): Financial information of private individuals is protected from disclosure under the Maryland Public Information Act (§4-336) and confidential commercial and financial information is protected from disclosure under the Maryland Public Information Act (§4-335).

§3-305(b)(7): Protection of the attorney-client privilege.

This statement is made by Celester Hall, Chair of the Maryland Small Business Development Financing Authority, Presiding Officer.

A handwritten signature in blue ink, appearing to read "C. Hall", is written over a horizontal line.

Celester Hall
Chair