

Attending: Brent, Tim, Spence, Michael, Greg, Nino

## Agenda

- Partners
- Golden Dragon
- Operational Update
- Ethics Council
- Board transition?

### 1. Previous/follow up items

- a. Motion to approve last month's meeting notes
- b. Partners update
  - i. FedSec: Matt onboarding as new insider threat security program officer
  - ii. Gil resigning from Structsure Inc, to be replaced as CTO by Sam James
  - iii. Paying out shares at 2018 or 2019 price
    - 1. 2018: quicker timeline
    - 2. 2019: have to wait for tax readiness (mid-March earliest)
    - 3. Establish a process for future: resignation time in the year determines the year for share price
    - 4. Operating agreement section IX.9 : Purchase Price Determination
  - iv. Customer-facing org chart/duties not an issue
- c. Golden Dragon
  - i. Switching coverage from \$400 to 75% of premium
  - ii. Plan costs don't change, BG contribution changes
  - iii. Can people change their enrollment in light of the contribution change?
    - 1. Changes can be made until the close of open enrollment
- d. Operational Update
  - i. Sudoku - part labor, part milestones-based: will have uneven cash flow as milestones are completed
    - 1. Treat as a one-off, use for recovery from 2019
  - ii. Monster Mash - bringing in new people, get clearances, cycle through MoMa as onboarding
  - iii. Rubix: Spence switching to Sudoku fulltime in March: this will likely fall off
  - iv. Opportunities over next few years as prime; Deloitte and Novetta subcontracts ongoing
  - v. 2019: fairly diverse revenue, with STOR as the dependable baseline
    - 1. And fluttershy as a low-staff, high revenue project
  - vi. Projections & 2020 plans
    - 1. Retreat
    - 2. Pull Mitch out of STOR to run MSG full-time
    - 3. Pull Tim out of Sudoku to be Dir of TPG
    - 4. Hire COO to operate the business and keep growing

5. Historically comfortable with 3 months of operating expenses in cash
    - a. Plus extra to cover costs required to achieve Sudoku milestones later in the year
  - e. Board Transition
    - i. New board starts next month
  - f. Ethics
    - i. Tim is making an email account for ethics concerns
2. Next meeting
  - a.
3. Action items
  - a. Nino - redact January notes and post in board channel
  - b. Nino - remind Tim to make a [ethics@braingu.com](mailto:ethics@braingu.com)