



MAINE TECHNOLOGY INSTITUTE (MTI) APPLICANT REPRESENTATIONS AND ACKNOWLEDGEMENTS IN SUPPORT OF MAINE TECHNOLOGY ASSET FUND (MTAF) APPLICATION

The State of Maine has designated MTI as the administrator of certain funding to support innovation and the development of new products to spur economic growth in Maine.

The undersigned organization ("Applicant") has submitted an application to MTI for funding under the Maine Technology Asset Fund (MTAF). In support of that application, Applicant makes the following representations to MTI, with the understanding that MTI will rely upon these representations in considering Applicant's funding application ("Application"), and may require Applicant to confirm these representations in any future funding agreement.

APPLICANT REPRESENTATIONS

1. **Authority.** The undersigned signatory for Applicant is Applicant's duly authorized representative, with authority to provide these representations on behalf of Applicant in connection with the Applicant's request for MTI funding.
2. **Application Accurate.** Applicant represents that all information provided in its Application to MTI for funding and in this Agreement is accurate and complete as of the date of submission to MTI.
3. **Good Standing.** Before entering into any prospective award agreement for the requested MTI funding, the Applicant will be incorporated as a legal entity duly organized, validly existing, and in good standing under the laws of the State of Maine, registered to do business in the State of Maine, and has all requisite corporate power and authority to carry on its business as now conducted and proposed to be conducted.
4. **Pending or Threatened Proceedings.** To the knowledge of the Applicant, there are no notices, actions, suits, or proceedings, either pending or threatened, against or affecting the Applicant by any court or administrative officer or agency which (i) involve an alleged violation by Applicant of State of Maine or federal law; (ii) allege a debt or other obligation owed by Applicant to the State of Maine or the Federal Government; or (iii) might result in any material adverse change in the business or financial condition of the Applicant.
5. **Insolvency/Bankruptcy.** The Applicant represents that it is not currently, and has not historically been, a party to any voluntary or involuntary bankruptcy, receivership, or insolvency proceedings, has not made a general assignment for the benefit of creditors, and has not filed any liquidation or dissolution proceedings.

6. **Contract Debarment or Suspension.** The Applicant certifies to the best of its knowledge and belief that it and its principals and subcontractors named in the Application:
 - a. Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal, State of Maine, or other governmental department or agency;
 - b. Have not within a three-year period preceding this proposal been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State or local) transaction or contract under a public transaction, violation of Federal or State anti-trust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property;
 - c. Are not presently indicted for or otherwise criminally or civilly charged by a government entity (Federal, State, or local) with commission of any of the offenses enumerated in paragraph 6.b above; and
 - d. Have not within a three-year period preceding this application/proposal had one or more public transactions (Federal, State, or local) terminated for cause or default; and
 - e. Have not employed or contracted with any company or person, other than for assistance with the normal study and preparation of a proposal, to solicit or secure this Agreement or the underlying funding, and that it has not paid, or agreed to pay, any company or person, other than a bona fide employee working solely for the Applicant any fee, commission, percentage, brokerage fee, gifts, or any other consideration, contingent upon, or resulting from the award for making this Agreement.
7. **No Conflicts of Interest.** Applicant has no current business or financial relationship with any State of Maine or MTI employee or official that could create a conflict with this Agreement under State of Maine law or MTI conflict of interest policies (“legally prohibited financial interest or benefit”). Applicant affirms that its employees and the officers of its governing body shall avoid any actual or potential conflicts of interest or legally prohibited financial interest or benefit.
8. **Future Reporting.** Applicant represents and warrants that in the event additional information is needed to comply with any future MTI reporting requirements, that Applicant will comply with those requirements by making a timely submission of any reasonable additional information that may be needed.

APPLICANT ACKNOWLEDGEMENTS

9. **MTI Credit and Financial Assessments.** Applicant acknowledges that MTI reserves the right to secure a commercial credit assessment of the Applicant’s financial status, and to conduct additional research on Applicant’s financial and/or operational status.
10. **MTI Treatment of Confidential Information.** Applicant acknowledges that MTI’s treatment of confidential information in connection with review of Applicant’s Application is subject to the following requirements imposed by Maine law:
 - a. MTI’s obligations regarding the confidentiality of Applicant’s Application and associated documents are controlled by 5 MRS section 15302-A which requires that certain information in MTI’s possession must be available for public inspection after an application for financial assistance is received, including, but not limited to: names and

addresses of Applicants, including principals; the amounts, types and general terms of financial assistance; general description of projects and businesses benefiting from the assistance; and the number of jobs projected in connection with a project.

- b. Certain records at MTI are designated confidential by section 15302-A and will not be available to the public for inspection, including: records requested to be treated as confidential, which if disclosed, would constitute an invasion of an individual's privacy, such as: personal tax returns, financial statements, or assessments of creditworthiness or financial condition; records obtained by MTI in connection with any monitoring or servicing on an existing project, or any other records or information the release of which MTI has determined could cause a business competitive detriment.

11. **Applicant Request for Confidential Information Treatment**. Applicant acknowledges that if it wants certain Application information to remain confidential, the Applicant must clearly identify the specific information or documents it wishes to remain confidential with notations on the relevant Application pages. The Applicant must also explain, in writing, the basis for such a request. Where the Applicant asserts that the basis for the confidentiality request is that release of the information could cause a business or competitive disadvantage, or loss of a competitive advantage, the Applicant must provide MTI with sufficient information to independently determine the likelihood of such a detriment. Applicants may wish to consult their attorney or MTI staff as to the scope of public disclosure and confidentiality as it relates to MTI and Applicants.

12. **Non-discrimination**. Applicant acknowledges MTI's policy that MTI does not discriminate in the administration of any of its programs or in its employment practices on the basis of race, color, national origin, age, gender, religion, physical or mental disability, political affiliation, marital status or sexual orientation, and that MTI is an equal opportunity employer, provider, and lender.

APPLICANT:

(Print Name of Legal Entity)

By:_____
(Signature of Authorized Representative)

Date:_____

(Print Name of Authorized Representative)

(Print Title of Authorized Representative)