

1 AN ACT relating to economic development.

2 *Be it enacted by the General Assembly of the Commonwealth of Kentucky:*

3 ➔Section 1. KRS 154.12-300 is amended to read as follows:

4 As used in KRS 154.12-300 to 154.12-310, unless the context indicates otherwise:

5 (1) "Early-stage company" means a company that is:

6 (a) A small or medium-size company in its initial stages of operation;

7 (b) Characterized by new or evolving product or service development; and

8 (c) Establishing initial customer or market validation with potential material  
9 growth in employment or revenue;

10 (2) "Entrepreneur-led economic development" means a strategy in which successful  
11 entrepreneurs contribute to regional growth by mentoring new founders,  
12 strengthening local support networks, and helping guide collaborative efforts that  
13 foster the development and scaling of innovative early-stage and high-growth  
14 companies;

15 (3) "Executive director" means the executive director of the Office of  
16 Entrepreneurship and Innovation;

17 (4) "High-growth company" means a company that is:

18 (a) A small or medium-size company; and

19 (b) Demonstrating or has demonstrated potential for rapid and sustained  
20 expansion in employment, revenue, or market share with potential for  
21 continued material growth;

22 (5) "Hub" means a location identified as the headquarters for program activity in a  
23 region or subregion;

24 (6) "Medium-size company" means a business with fifty-one (51) to one hundred  
25 fifty (150) employees;

26 (7) "Program" means the Kentucky Entrepreneurship and Innovation Hub  
27 Program~~["Affiliate" means an ICC identified as the headquarters for program~~

1 activity in a region or subregion;

2 (2) ~~"Commissioner" means the commissioner of the Department of Commercialization~~  
3 ~~and Innovation established in KRS 154.12-278;~~

4 (3) ~~"ICC" means the Kentucky Innovation and Commercialization Center];~~

5 ~~(8) [(4)]~~ "Region" means a geographic area of Kentucky designated as having a unique  
6 innovation strategic plan by the Office of Entrepreneurship ~~[Department of~~  
7 ~~Commercialization]~~ and Innovation; and

8 (5) ~~"Satellite" means an office of an affiliate in a region]~~

9 (9) "Small company" means a business with fifty (50) or fewer employees.

10 ➔ Section 2. KRS 154.12-305 is amended to read as follows:

11 (1) There is established the Kentucky Entrepreneurship and Innovation Hub  
12 Program ~~[Kentucky Innovation and Commercialization Center Program]~~ within the  
13 Office of Entrepreneurship and Innovation ~~[Department of Commercialization and~~  
14 ~~Innovation]~~. The goal of the ~~[ICC]~~ program is to create products, new companies,  
15 and value-added jobs in communities throughout the Commonwealth. Strategies to  
16 achieve this goal include:

17 (a) Increasing quality deal flow of knowledge-based, technology-intensive  
18 companies ~~[technology-based firms]~~ in Kentucky;

19 (b) Increasing understanding of start-up process and investment practices; ~~[and]~~

20 (c) Providing value-added services to the start-up and investment community;

21 (d) Supporting entrepreneur-led economic development; and

22 (e) Attracting workforce talent, investors, and start-up companies to Kentucky.

23 (2) The duties of the hubs ~~[ICC program]~~ shall include but not be limited to:

24 (a) Identifying and linking entrepreneurs, faculty, subject-matter experts,  
25 scientists, venture capitalists, and other key individuals from the business  
26 sector, universities, community and technical colleges, local leaders, and  
27 government for the creation and expansion of knowledge-based, technology-

1           intensive companies;

2           (b) Establishing a uniform protocol for assembling and communicating project  
3           concepts and opportunities;

4           (c) Supporting high-quality projects through the concept and development phases  
5           including services such as market research, prototype development, business  
6           plan and strategies development, grant and contract capabilities, and capital  
7           and management resource identification; and

8           (d) Identifying, in the area of technology development, potential partners,  
9           strategic opportunities, training and educational needs, and issues that inhibit  
10          the growth of technology sectors and business clusters in the state.

11       ➔Section 3. KRS 154.12-310 is amended to read as follows:

12       (1) The program hubs~~[Kentucky Innovation and Commercialization Centers]~~ are  
13       private-public partnerships, operating as a cohesive statewide infrastructure to  
14       support the implementation of key Kentucky Innovation Act initiatives.

15       (2) The organization of the hubs~~[ICCs]~~ shall be a statewide network~~[of Kentucky~~  
16       ~~innovative hubs]~~, with the location and services provided for each hub determined  
17       by the executive director in accordance with the following:~~[of the Office of~~  
18       ~~Entrepreneurship and Innovation.]~~

19       (a) The Office of Entrepreneurship and Innovation shall be the central  
20       headquarters for the program~~[Kentucky innovative]~~ hubs and has primary  
21       responsibility for the following:

- 22           1. Managing and administering the~~[ICC]~~ program;
- 23           2. Establishing uniform program application, protocol, and operating  
24           guidelines when appropriate;
- 25           3. Supporting the protocol by creating and funding centralized services to  
26           be distributed throughout the network; and
- 27           4. Identifying those issues, opportunities, and challenges that have

1 statewide implications;~~[-]~~

2 (b) The hubs~~[regional affiliates]~~ are responsible for fulfilling the duties as set  
3 forth in KRS 154.12-305 relating to the implementation of the region's  
4 innovation strategic plan and supporting the implementation of the Kentucky  
5 Innovation Act initiatives in the region or subregion; and

6 (c) The hubs~~[satellites]~~ are responsible for generating technology business  
7 development in their assigned geographic area, acting as a bridge between  
8 individuals and companies~~[businesses]~~ needing critical early state concept  
9 and development work and the hubs~~[affiliate centers]~~ that can provide this  
10 support.

11 The hubs~~[affiliates and satellites]~~ provide a valuable assurance for equal access to  
12 the Kentucky Innovation Act initiatives and funding, and provide an opportunity for  
13 full participation in rural and remote, as well as metropolitan, areas of the state.

14 (3) The executive director~~[of the Office of Entrepreneurship and Innovation]~~ shall  
15 have all the powers and authority, not explicitly prohibited by statute, necessary and  
16 convenient to carry out and effectuate the purposes of KRS 154.12-300 to 154.12-  
17 310.

18 (4) The executive director~~[of the Office of Entrepreneurship and Innovation]~~ may, in  
19 effectuating the provisions of KRS 154.12-300 to 154.12-310, contract with a  
20 science and technology organization as defined in KRS 164.6011 to administer and  
21 manage the~~[ICC]~~ program.

22 ➔Section 4. KRS 164.6011 is amended to read as follows:

23 As used in KRS 164.6011 to 164.6029, unless the context indicates otherwise:

24 (1) "Applied research" means those research activities occurring at universities and in  
25 private enterprises that have potential commercial application;

26 (2) "Cabinet" means the Cabinet for Economic Development;

27 (3) "Closely related family members" means any of the following in relation to an

- 1 employee or their spouse:
- 2 (a) Parents or grandparents;
- 3 (b) Children or their spouses; or
- 4 (c) Siblings or their spouses;
- 5 (4) "Cluster" means a geographically bound concentration of similar, related, or
- 6 complementary companies~~[businesses]~~ with active channels for business
- 7 transactions, communications, and dialogue, that share specialized infrastructure,
- 8 labor markets, and services, and that are faced with common opportunities and
- 9 threats;
- 10 (5) "Commonwealth" means the Commonwealth of Kentucky;
- 11 (6) "Early-stage company" means a company that is:
- 12 (a) A small or medium-size company in its initial stages of operation;
- 13 (b) Characterized by new or evolving product or service development; and
- 14 (c) Establishing initial customer or market validation with potential material
- 15 growth in employment or revenue;
- 16 (7) "Eligible company" means any corporation, limited liability company, partnership,
- 17 limited partnership, sole proprietorship, business trust, person, group, or other
- 18 entity;
- 19 (8) "High-growth company" means a company that is:
- 20 (a) A small or medium-size company; and
- 21 (b) Demonstrating or has demonstrated potential for rapid and sustained
- 22 expansion in employment, revenue, or market share with potential for
- 23 continued material growth;
- 24 (9)~~(7)~~ "Kentucky-based company" means a company~~[business]~~ with its principal
- 25 place of business in Kentucky or no less than fifty percent (50%) of its property and
- 26 payroll located in Kentucky;
- 27 (10)~~(8)~~ "Knowledge-based" means technology-intensive or driven by knowledge,

1 innovation, and speed;

2 ~~(11)~~~~(9)~~ "Medium-size company" means a business with fifty-one (51) to one hundred  
3 fifty (150) employees;

4 ~~(12)~~~~(10)~~ "Qualified company" means an eligible company that may be granted a  
5 funding voucher or award pending certification;

6 ~~(13)~~~~(11)~~ "Science and technology organization" means an independent, nonprofit or  
7 quasi-governmental organization, with a statewide mission, that has a demonstrated  
8 history of managing complicated programs in the areas of entrepreneurial  
9 innovation, science, and technology advancement;

10 ~~(14)~~~~(12)~~ "Seed funding" means financing that is provided for early-stage development,  
11 refinement, and commercialization of a product, process, or innovation through  
12 continuing applied research, advancing the patent process, determining commercial  
13 and market potential, or moving research toward development of a prototype; and

14 ~~(15)~~~~(13)~~ "Small company" means a company~~firm~~ with fifty (50) or fewer employees.

15 ➔Section 5. KRS 164.6019 is amended to read as follows:

16 (1) There is established and created a trust and agency account entitled the ~~the~~Kentucky  
17 enterprise fund~~the~~ for the purpose of enabling early-stage or high-growth~~small or~~  
18 ~~medium-size~~, Kentucky-based companies to undertake feasibility, concept  
19 development, research and development, ~~for~~commercialization, or expansion  
20 work.

21 (2) The Kentucky enterprise fund may receive moneys from any public or private  
22 source, including but not limited to general fund appropriations of the  
23 Commonwealth, grants, or contributions of money, property, labor, or other things  
24 of value to be used to carry out the fund's operations, functions, and responsibilities,  
25 and to otherwise make investments. Moneys received by the fund from a public or  
26 private source may be subject to use restrictions, sector or cluster limitations,  
27 investment criteria, or other conditions imposed by the contributing entity and are

1 subject to approval by the cabinet, provided such conditions are consistent with  
2 the purposes of the fund.

3 (3) The Kentucky enterprise fund shall also receive moneys transferred from the  
4 Kentucky rural innovation fund under KRS 164.6027, the Kentucky  
5 commercialization fund under KRS 164.6035, and the Kentucky alternative fuel  
6 and renewable energy fund under KRS 154.20-410.

7 (4) Any unallocated or unencumbered balances in the fund shall be invested as  
8 provided in KRS 42.500(9), and any income earned from the investments along  
9 with the unallotted or unencumbered balances in the fund shall not lapse, and shall  
10 be made available solely for the purposes and benefits of the Kentucky enterprise  
11 fund.

12 ➔Section 6. KRS 164.6021 is amended to read as follows:

13 (1) The Cabinet for Economic Development shall manage the Kentucky enterprise fund  
14 to provide capital to early-stage and high-growth~~[small and medium size]~~,  
15 Kentucky-based companies to undertake feasibility, concept development, research  
16 and development, ~~for~~ commercialization, or expansion work.

17 (2) The purpose of the Kentucky enterprise fund is to:

18 (a) Accelerate knowledge transfer and technological innovation, improve  
19 economic competitiveness, and spur economic growth in Kentucky-based  
20 companies;

21 (b) Support feasibility, concept development, research and development, or  
22 commercialization activities that have clear potential to lead to commercially  
23 successful products, processes, or services within a reasonable period of time;

24 (c) Stimulate growth-oriented enterprises within the Commonwealth;

25 (d) Encourage partnerships and collaborative projects between private enterprises,  
26 Kentucky's colleges and universities, and research organizations, including  
27 collaborations involving one (1) or more such entities;

- 1 (e) Promote research and development and commercialization activities that are  
2 market-oriented;~~and~~
- 3 (f) Support early-stage and high-growth~~small and medium-sized~~ companies;  
4 and
- 5 (g) Attract, recruit, and support early-stage and high-growth companies to  
6 locate, relocate, or establish a substantial presence in the Commonwealth.
- 7 (3) The Kentucky enterprise fund shall be used to fund qualified companies in  
8 accordance with this section as follows:
- 9 (a) Funding~~Grants~~ of up to fifty thousand dollars (\$50,000) for companies  
10 exploring the feasibility of technology commercialization or projects related  
11 to feasibility studies, such as incubator and accelerator programs;
- 12 (b) Funding of up to two hundred fifty thousand dollars (\$250,000) for companies  
13 in the concept development phase of technology commercialization;
- 14 (c) Funding of up to five hundred thousand dollars (\$500,000) for companies  
15 advancing and promoting the program goals, as outlined in subsection (2) of  
16 this section; and
- 17 (d) For new investments made on or after July 1, 2021, no qualified company can  
18 receive a total investment from the fund in excess of up to five hundred  
19 thousand dollars (\$500,000).
- 20 (4) ~~Beginning July 1, 2021,~~ The cabinet shall allocate at least twenty percent (20%)  
21 of the annual allotment of funds for the Kentucky enterprise fund to qualified  
22 companies located in rural or enhanced incentive counties, as certified under KRS  
23 154.32-050, and at least twenty percent (20%) of the annual allotment of funds to  
24 qualified companies located in Opportunity Zones, as designated by the  
25 Commonwealth and certified by the Secretary of the United States Treasury.
- 26 (5) For all funding totaling more than thirty thousand dollars (\$30,000), the science and  
27 technology organization or any entity designated by the executive director of the



1 Office of Entrepreneurship and Innovation shall receive an equity interest in the  
2 qualified company, such as a general or limited partnership interest, limited liability  
3 company interest, common or preferred stock with or without voting rights and  
4 without regard to seniority position, forms of subordinate or convertible unsecured  
5 debt, or both, with warrants, rights, or other means of equity conversion attached, a  
6 near equity interest such as a simple agreement for future equity or "SAFE  
7 agreement", or other convertible debt instruments that are determined to qualify as  
8 an adequate investment interest by the executive director of the Office of  
9 Entrepreneurship and Innovation.

10 ➔Section 7. KRS 164.6023 is amended to read as follows:

11 (1) The science and technology organization shall have the authority, upon approval by  
12 the cabinet, to review applications, qualify companies, and certify qualified  
13 companies to receive funding from the Kentucky enterprise fund.

14 (2) The science and technology organization shall develop application criteria and an  
15 application process subject to the following limitations. The proposed project shall  
16 be likely to:

17 (a) Produce a measurable result and be technically sound;

18 (b) Lead to innovative technology or new knowledge;

19 (c) Lead to commercially successful products, processes, or services within a  
20 reasonable period of time; or

21 (d) Show significant potential for stimulating economic growth and a reasonable  
22 probability to enhance employment opportunities within the Commonwealth.

23 (3) The applicant shall provide to the science and technology organization an  
24 application that shall include but not be limited to the following information:

25 (a) Verification that the applicant is an eligible company that:

26 1. Meets the definition of a Kentucky-based company, *or has*  
27 *demonstrated potential to become a Kentucky-based company within*

1                   one hundred eighty (180) days after certification authorizing funding  
2                   under subsection (5) of this section, or within a timeframe determined  
3                   by the executive director of the Office of Entrepreneurship and  
4                   Innovation; and

5                   2. Is an early-stage or high-growth~~[and medium-size company or small]~~  
6                   company;

- 7           (b) A technology description and plan that is sufficient for outside expert review;
- 8           (c) A detailed financial analysis that includes the commitment of resources by the  
9           applicant and others;
- 10          (d) Sufficient detail concerning proposed project partners, type and amount of  
11              work to be performed and financing to be contributed by each partner, and  
12              expected product or service with estimated costs to be reflected in the  
13              negotiated contract or agreement; and
- 14          (e) A statement of the economic development potential of the project.
- 15   (4) The science and technology organization shall conduct an independent review with  
16       the use of outside experts to evaluate each application. Following the application  
17       review, the science and technology organization shall make a determination of the  
18       application and may determine that the applicant is a qualified company as defined  
19       in KRS 164.6011.
- 20   (5) Upon a qualified company's presentation of a legal agreement or contract meeting  
21       the conditions under subsection (6) of this section, the science and technology  
22       organization shall present the qualified company, the project partners, if any, and  
23       the college or university in the Commonwealth, if any, with a certification  
24       authorizing funding.
- 25   (6) Prior to receiving certification authorizing funding from the science and technology  
26       organization, the qualified company shall:
- 27       (a) Negotiate an agreement and funding contract with a college or university in

1 the Commonwealth, if any, and with a project partner, if any, that is  
2 satisfactory to the science and technology organization, to undertake the  
3 commercialization work; and

4 (b) Provide assurance to the science and technology organization that the college  
5 or university and the qualified company have negotiated the ownership and  
6 disposition of patents, royalties, all other intellectual property rights, and  
7 equity or related position relating to the contract between the qualifying  
8 company and the college or university;

9 unless the requirement to partner with a college or university is recommended to be  
10 waived by the science and technology organization.

11 (7) Prior to certifying a qualified company, the science and technology organization  
12 may negotiate with the qualified company the ownership and disposition of patents,  
13 royalties, all other intellectual property rights, and an equity, near equity such as a  
14 simple agreement for future equity or "SAFE agreement", convertible debt, or  
15 similar investment format that is approved by the executive director of the Office of  
16 Entrepreneurship and Innovation on behalf of the Kentucky enterprise fund for the  
17 sole purpose of reinvesting and sustaining a revolving fund to carry out the  
18 provisions of KRS 164.6021 and 164.6023.

19 (8) The science and technology organization, upon approval by the cabinet, shall set  
20 forth guidelines as to when and how all areas of the state will be notified about the  
21 program's availability and a program schedule, including but not limited to the  
22 following:

23 (a) A review cycle including:

- 24 1. A deadline for submission of applications at least biannually; and  
25 2. A deadline for reviewing applications of no more than one hundred  
26 twenty (120) days after the application submission deadline; and

27 (b) A deadline, from the date an applicant is determined to be a qualified

1 company, by which certification shall be made. If certification is not made by  
2 that deadline the funding voucher award is made void.

3 ➔Section 8. KRS 154.20-234 is amended to read as follows:

4 (1) The requirements for small businesses, investors, and investments to be qualified  
5 for participation in the Angel Investor Program are as follows:

6 (a) To be certified as a qualified small business, the business shall demonstrate to  
7 the authority that it is an entity which, at the time the small business requests  
8 certification:

9 1. Has a net worth of ten million dollars (\$10,000,000) or less or net  
10 income after federal income taxes for each of the two (2) preceding  
11 fiscal years of three million dollars (\$3,000,000) or less;

12 2. Is actively and principally engaged in a qualified activity within the  
13 Commonwealth, or will be actively and principally engaged in a  
14 qualified activity within the Commonwealth after the receipt of a  
15 qualified investment by a qualified investor;

16 3. Has no more than one hundred (100) full-time employees;

17 4. Has more than fifty percent (50%) of its assets, operations, and  
18 employees located in the Commonwealth; and

19 5. Has at no time received an aggregate amount of qualified investments  
20 that has allowed qualified investors to receive more than one million  
21 dollars (\$1,000,000) in angel investor credits;

22 (b) To be certified as a qualified investor, an individual investor shall demonstrate  
23 to the authority that he or she:

24 1. Is an individual natural person who may utilize a single-member limited  
25 liability company to make the investment as long as the individual  
26 natural person is the owner and the limited liability company is a  
27 disregarded entity;

- 1           2. Qualifies as an accredited investor pursuant to Regulation D of the  
2           United States Securities and Exchange Commission, 17 C.F.R. sec.  
3           230.501, in effect as of the date the individual investor requests  
4           certification;
- 5           3. Does not hold in excess of twenty percent (20%) ownership interest in,  
6           and is not employed by, the qualified small business prior to making the  
7           qualified investment in that qualified small business;
- 8           4. Is not closely related to an individual who holds in excess of twenty  
9           percent (20%) ownership interest in, or who is employed by, the  
10          qualified small business prior to making the qualified investment in that  
11          qualified small business. For purposes of this subparagraph, "closely  
12          related" means any of the following in relation to the owner or owners  
13          or spouse of the owner or owners:
  - 14           a. Parents or grandparents;
  - 15           b. Children or their spouses; or
  - 16           c. Siblings or their spouses; and
- 17          5. Seeks a financial return from the investment made in the qualified small  
18          business;~~[-and]~~
- 19       (c) To be certified as a qualified investment, the investment shall:
  - 20          1. Be a cash investment of at least ten thousand dollars (\$10,000), in a  
21          qualified small business **made:**
    - 22           **a. Directly** by a qualified investor; **or**
    - 23           **b. Indirectly through a pass-through entity formed for the sole**  
24           **purpose of making one (1) or more investments in a single,**  
25           **qualified small business and treated as a pass-through entity for**  
26           **federal income tax purposes;**
  - 27          **2. If made through a pass-through entity, the amount eligible for the tax**

1 credit shall be limited to that individual's pro rata share of the capital  
2 contributed to the entity that is ultimately invested in the qualified  
3 small business; and

4 ~~3.[2.]~~ Be offered and executed in compliance with applicable state and federal  
5 securities laws and regulations; and

6 (d) A pass-through entity utilized under paragraph (c) of this subsection shall  
7 not make qualified investments in more than one (1) company.

8 (2) In consideration for the qualified investment, the qualified investor shall receive an  
9 equity interest, or a near equity interest, such as a simple agreement for future  
10 equity, or "SAFE agreement", or a convertible debt instrument in the qualified  
11 small business.

12 (3) The authority may establish additional requirements and guidelines for the efficient  
13 implementation and administration of the Kentucky Angel Investment Act and to  
14 carry out its purposes.

15 ➔Section 9. KRS 154.20-254 is amended to read as follows:

16 As used in KRS 154.20-250 to 154.20-284, unless the context clearly requires otherwise:

17 (1) "Affiliate" means any person or entity who directly or indirectly, through one (1) or  
18 more intermediaries, controls or is controlled by or is under common control with  
19 another person or entity;

20 (2) "Agreement" means an investment fund agreement entered into pursuant to KRS  
21 154.20-255(5) by the authority and an investment fund manager on behalf of the  
22 investment fund, the investment fund manager, and any investor in the investment  
23 fund;

24 (3) "Amended application" means a document submitted by an investment fund  
25 manager, in a form acceptable to the authority and on behalf of an investment fund,  
26 for the purpose of increasing the aggregate amount of available tax credits;

27 (4) "Applicant" means any person or entity who has not received approval from the

- 1 authority as an investment fund manager, but who has submitted or will submit an  
2 application to the authority for approval as an investment fund manager;
- 3 (5) "Authority" means the Kentucky Economic Development Finance Authority or its  
4 designee;
- 5 (6) "Cash contribution" means an investment of money by an investor in an investment  
6 fund under the terms of KRS 154.20-250 to 154.20-284;
- 7 (7) "Committed cash contribution" means a legally binding agreement by an investor to  
8 make a cash contribution in an amount set forth in a written agreement between an  
9 investor and an investment fund;
- 10 (8) "Commonwealth" means the Commonwealth of Kentucky;
- 11 (9) "Credit" means a nonrefundable credit for investors against state tax liability  
12 allocated and granted by the authority pursuant to KRS 154.20-258 for qualified  
13 investments made by approved investment funds;
- 14 (10) "Entity" means any corporation, limited liability company, business development  
15 corporation, partnership, limited partnership, sole proprietorship, association, joint  
16 stock company, receivership, trust, professional service organization, or other legal  
17 entity through which business is conducted;
- 18 (11) "Financial institution" means "financial institution" as defined in KRS 136.500(10)  
19 and includes savings and loan associations, savings banks, and similar institutions  
20 subject to the taxes imposed by KRS 136.290, 136.300, or 136.310;
- 21 (12) "Insurance company" means any insurance company subject to the taxes imposed  
22 by KRS 136.320, 136.330, or 304.3-270;
- 23 (13) "Investment fund" means any entity that is organized by an investment fund  
24 manager in compliance with applicable state and federal securities laws and  
25 regulations, and is approved by the authority to make qualified investments  
26 pursuant to KRS 154.20-256;
- 27 (14) "Investment fund manager" means any person or entity that has been approved by

1 the authority to manage one (1) or more investment funds authorized under the  
2 provisions of KRS 154.20-250 to 154.20-284 and is in compliance with all  
3 applicable federal and state regulations;

4 (15) "Investor" means any person or entity, including financial institutions and insurance  
5 companies, that is subject to state tax liability and that makes a cash contribution or  
6 a committed cash contribution to an investment fund in accordance with the  
7 provisions of KRS 154.20-250 to 154.20-284 and has not been convicted of  
8 violating any of Kentucky's tax laws within the past ten (10) years;

9 (16) "Knowledge-based" has the same meaning as in KRS 164.6011;

10 (17) "Nonprofit entity" means an investor that is exempt from federal income tax under  
11 Section 501(c) of the Internal Revenue Code of 1986, as amended;

12 (18) "Qualified activity" has the same meaning as in KRS 154.20-230;

13 (19) "Qualified investment" means an investment of at least ten thousand dollars  
14 (\$10,000) in a small business by an investment fund, in compliance with applicable  
15 state and federal securities laws and regulations, seeking a financial return based  
16 upon that consideration. In consideration for the qualified investment, the  
17 investment fund shall receive an equity interest in the small business, such as a  
18 general or limited partnership interest, common or preferred stock with or without  
19 voting rights and without regard to seniority position, forms of subordinate or  
20 convertible unsecured debt, or both, with warrants, rights, or other means of equity  
21 conversion attached; and

22 (20) "Small business" means any entity which at the time a qualified investment is made  
23 by an investment fund:

- 24 (a) 1. Has a net worth of five million dollars (\$5,000,000) or less or net  
25 income after federal income taxes for each of the two (2) preceding  
26 fiscal years of three million dollars (\$3,000,000) or less; or  
27 2. Is a knowledge-based business, as shall be prescribed by the executive



1                    director of the Office of Entrepreneurship and  
2                    Innovation ~~commissioner of the Department of Commercialization and~~  
3                    ~~Innovation~~, and has a net worth of ten million dollars (\$10,000,000) or  
4                    less;

- 5            (b) Is actively and principally engaged in a qualified activity within the  
6            Commonwealth, or will be actively and principally engaged in a qualified  
7            activity within the Commonwealth after the receipt of a qualified investment  
8            by an investment fund;
- 9            (c) Has no more than one hundred (100) employees; and
- 10          (d) Has more than fifty percent (50%) of its assets, operations, and employees  
11          located in Kentucky.