

**BOARD OF GOVERNORS**  
**STATE UNIVERSITY SYSTEM OF FLORIDA**  
June 18, 2025

**SUBJECT:** Approval of creation of subsidiaries of the H. Lee Moffitt Cancer Center and Research Institute, Inc.

**PROPOSED BOARD ACTION**

Approve creation of two new subsidiaries of the H. Lee Moffitt Cancer Center and Research Institute, Inc. (the “Cancer Center”) to be utilized to incubate, develop, and commercialize digital intellectual property of the Cancer Center.

**AUTHORITY FOR BOARD OF GOVERNORS ACTION**

Article IX, Section 7, Florida Constitution, Section 1004.43(1), Florida Statutes

**BACKGROUND INFORMATION**

Section 1004.43(1), Florida Statutes, provides that the Cancer Center may, with the prior authorization of the Board of Governors, create for-profit or not-for-profit subsidiaries to fulfill its mission of research, education, treatment, prevention, and the early detection of cancer. In furtherance of this statutory mission, in 2005 the State Board of Education approved and the Cancer Center established Moffitt Technologies Corporation as a wholly owned for-profit subsidiary of the Cancer Center to “manage, further develop and commercialize intellectual property and other inventions discovered at the Cancer Center.”<sup>1</sup> The Cancer Center now requests approval from the Board of Governors to form two additional subsidiaries under Moffitt Technologies Corporation to further pursue its mission.

To fulfill its mission, the Cancer Center is requesting approval by the Board of Governors to create two new wholly owned for-profit companies, MCC Digital Studio Operations LLC (“Operations Co.”) and MCC Digital Studio Holding LLC (“Holding Co.”), for the purpose of incubating, developing and commercializing digital intellectual property and related assets of the Cancer Center (“Digital Assets”). Operations Co. will be the operating company where the professional staff and other operating resources will reside. Holding Co. will be used to hold each of the Digital Assets selected by the Cancer Center further development and commercialization. Each Digital Asset held within Holding Co. will be accounted for and managed separately from the other Digital Assets. Through these new companies, the Cancer Center intends to develop a portfolio of digital products and services that will extend access to the Cancer Center’s expertise and diversify sources of revenue through entrepreneurship and

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<sup>1</sup> Resolution of the State Board of Education approving the creation of a subsidiary of the H. Lee Moffitt Cancer Center and Research Institute, Inc., March 15, 2005

innovation as a means to augment financial resources available to support the Cancer Center's clinical, education, and research activities beyond traditional sources of revenue.

Through these subsidiaries, the Cancer Center will be able to engage in activities that are not recognized by the Internal Revenue Service as charitable or tax exempt, but which nonetheless fulfill the statutory mission and goals of the Cancer Center. More specifically, the creation of these for-profit subsidiaries will permit the Cancer Center to more efficiently manage, further develop, and commercialize intellectual property and other inventions discovered at the Cancer Center, as well as seek investments and partner with both non-profit and for-profit entities in collaborative initiatives.

As with its other wholly owned subsidiaries, the Cancer Center will initially appoint the directors (or their equivalents) to the governing bodies of each subsidiary, which will manage the affairs of the subsidiaries and oversee the operations of the subsidiaries, ensuring that they contribute to the Cancer Center's mission. The Cancer Center will also control and approve any changes to the governing documents of the subsidiaries.

Audited financial statements of the subsidiaries will be prepared annually, with the Cancer Center's audited financial statements, and submitted to the Auditor General and the Board of Governors. The Board of Governors, the Auditor General, and the Office of Program Policy Analysis and Government Accountability have the authority to request and receive supplemental information relative to the operations of the subsidiaries.

**Supporting Documentation Included:** Proposed Corporate Structure

**Facilitators/Presenters:**

Chip Fletcher, General Counsel for the H. Lee Moffitt Cancer Center and Research Institute, Inc. and Jamie Wilson, Vice President of Government Relations for the for the H. Lee Moffitt Cancer Center and Research Institute, Inc.