



TEDCO SEED FUNDS

Getting Started - Q and A about the TEDCO Investment Process

We suggest that you read through this Q and A and the other on-line resources before approaching TEDCO for investment. This Q and A is only a general summary and overview of the requirements for investment and does not constitute legal advice or legal instructions. If you are interested in learning more, please refer to TEDCO's statute and regulations ([TEDCO Statute](#); [InvestMaryland Program Statute](#); and [COMAR](#)).

Application

Q: How does my company apply?

A: Submit an application through the Seed Funds [application portal](#).

Basic Requirements for Investment

Q: What are the requirements for investment?

A: TEDCO is an instrumentality of the State of Maryland and uses taxpayer dollars to fuel its investment programs. These programs are subject to Maryland laws and there are some basic legal requirements for all investment programs as well as additional requirements for specific investment programs. The statute and regulations can be found here: ([TEDCO Statute](#); [InvestMaryland Program Statute](#); and [COMAR](#)).

- **Early-stage, technology-based companies**

- **Early-Stage**

For companies applying for their first investment from Seed, all companies must have started operations within five years from the date of the application and investment. Companies applying to the Builder Fund are not subject to the five-year limitation. Also, an applicant cannot have received over \$15,000,000 in funding (not including funding from TEDCO or grants) to be considered early-stage. Please see below for the specific (and lower) dilutive investments limits for each Seed program. If your company employs more than 250 employees, it is not eligible. Some of these requirements do not apply to follow-on funding from TEDCO.

- **Technology-Based**

How does TEDCO define “technology-based”? For TEDCO, a technology company is one that applies science for practical purposes and includes products and processes that are or will be protectable as intellectual property. Your company must rely on the technology to provide a competitive advantage in the market. [Click here](#) for more info.

- **Maryland-based companies**

TEDCO must determine that your company is a Maryland-based company (called a “qualified business” under Maryland law). To be considered a Maryland-based company, it must meet the requirements below.

- **More than half the workforce must work from a physical location in Maryland.**

In calculating whether your company meets this requirement, please count all W-2 employees (full time and part-time) and founders active in the business of the company. Please see TEDCO’s [workforce policy](#).

- **Headquarters in Maryland.** Your company’s principal business operations must be conducted from a physical location in Maryland. This location is the headquarters from which your company’s officers run the business.

- **Commitment to Maryland.** TEDCO invests in companies that are committed to Maryland and intend to stay. Your company will need to be willing to sign a five-year agreement commonly called a claw back. The basic concept of a claw back is to allow TEDCO to divest itself of a company that no longer meets the requirements of a Maryland-based business.

- **Types of Maryland-based Companies that Cannot Receive TEDCO Investment**

In general, TEDCO cannot invest in the following types of companies:

- Sole proprietorships (your company must be formed as an entity such as a corporation or limited liability company)
- Companies with more than 250 employees

And, TEDCO cannot invest in companies primarily engaged in:

- Retail sales
- Real estate development
- Insurance, banking or lending
- Professional accounting, law or medical services

In rare circumstances, TEDCO will be able to invest in a company that does not meet the requirements of a Maryland-based business, if the company is likely to provide substantial economic impact to Maryland in terms of job growth, capital investment and contributions to Maryland’s ecosystem.

Additional Requirements for Specific Seed Investment Funds

Q: What are the additional requirements for specific investment programs?

A: See below:

- **Technology Commercialization Fund**

This Fund supports seed-stage technology-based companies, as described above with, with the following restrictions.

- No more than 15 employees
- Has not raised more than \$2,500,000 in dilutive funding (not including TEDCO's investment)

- **Cybersecurity Investment Fund**

This Fund is focused on information technology, including the protection of networked devices, networks, programs, and data from unintended or unauthorized access, change, or destruction.

- No more than 15 employees
- Has not raised more than \$2,500,000 in dilutive funding (not including TEDCO's investment)

- **Life Science Investment Fund**

This Fund is for companies in the process of developing a technology for a product for human health that requires approval from the United States Food and Drug Administration prior to market.

- No more than 15 employees
- Has not raised more than \$2,500,000 in dilutive funding (not including TEDCO's investment)

- **Gap Fund**

This Fund is for companies that have secured outside funding in the past but need a financing bridge to position themselves for an institutional round of venture capital within 12-24 months (e.g. Series A). Your company must obtain a dollar-for-dollar match of investment funds from non-governmental sources and use the proceeds from the TEDCO investment only for new hires in Maryland.

- Not more than 30 employees
- Has not raised more than \$5,000,000 in dilutive funding (not including TEDCO's investment)

TEDCO's Investment Discretion

Q: If my company meets the basic requirements, does that guarantee funding?

A: No. Meeting the requirements means that TEDCO's investment team gets the green light to evaluate the merits of the investment. The final decision on investment belongs to TEDCO after analysis of your company, considering a variety of criteria. [Click here](#) for criteria from the regulations.

Also, TEDCO has limited dollars for investment. So, sometimes TEDCO must make hard choices about investing in some really promising companies. If TEDCO determines that the Company is eligible but chooses not to invest, the company is encouraged to reapply no sooner than 6 months after the initial application if significant commercial progress is made. The same eligibility requirements will be re-evaluated at the time of each application.

For Companies that Do Not Meet the Requirements

Q: What happens if my company doesn't meet the requirements for funding? What are my options?

A: Failure to meet the eligibility requirements for funding generally means that TEDCO cannot make the investment. TEDCO will let you know if your company does not meet the requirements. And, if appropriate, TEDCO may provide some helpful advice for your company.

Approved Investments

Q: If TEDCO decides to invest in my company, what happens next?

A: TEDCO commences additional diligence for the investment. As a part of Maryland government, TEDCO is represented by lawyers in the Office of the Attorney General. Your companies' lawyers or your company (if it is not represented by lawyers for the investment) can expect to work with TEDCO's lawyers to draft investment documents, confirm information regarding eligibility and other matters necessary to complete an investment. There are also required provisions for investment agreements. For information about those provisions, please see TEDCO's more detailed instructions. [Click here](#) to view Practical and Legal Considerations for TEDCO and [click here](#) for InvestMaryland Program.