



**MEMORANDUM OF UNDERSTANDING
BETWEEN
BIONETICS
AND
SPACETEC PARTNERS, INC.**

Purpose

The purpose of this Memorandum of Understanding (MOU) between Bionetics and SpaceTEC Partners, Inc. (SPI) is to establish a continuing relationship through which to carry out joint activities for fostering national interest and participation in technical education and to provide mutual support for professional development activities and national credentialing of the technical workforce. Both organizations have an interest in technical education as the primary means of enhancing and increasing America's workforce for applied technology, space transportation, and aerospace careers. Nothing in this MOU commits either party to financial obligations.

Background

The Bionetics Corporation is headquartered in Newport News, Virginia, and we serve our clients from operating locations nationwide. Bionetics' operating philosophy is to place the capability required to meet and exceed customer requirements as close to the customer as possible. Thus, we maintain a very lean corporate infrastructure and empower our local managers and employees to make decisions and solve problems on our customer's behalf. We employ short, direct lines of communication and work hard to build a spirit of teamwork and partnership in all of our business operations. Bionetics serves a diverse customer base. A sampling of current clients includes: U.S. Air Force; U.S. Navy; U.S. Army; National Aeronautics and Space Administration; Department of Health & Human Services; Environmental Protection Agency; Department of Energy; Federal Aviation Administration; and Commercial Clients in multiple industries. For more information see: www.bionetics.com.

SPI is a not-for-profit Florida corporation founded in 1994 and restructured in 2009 as SpaceTEC Partners, Inc.¹ SpaceTEC® -- the National Aerospace Technical Education Center -- was established in 2002 as an NSF National Center of Excellence funded in part by a three-year NSF Advanced Technological Education Program grant, renewed in 2005 for an additional four years, and awarded a four-year follow-on grant in 2009 as an NSF National Resource Center. The mission of SpaceTEC® is to create and implement an industry-driven, government-endorsed, technical education process for aerospace technicians to be shared with other educational venues. For more information see: www.spacetec.org.

¹CCITT was formed in 1994 as a national consortium of community colleges "committed to incorporating innovative technological dimensions into existing and future educational programs and services". It was converted in 2009 to SpaceTEC Partners, Inc. under provisions of the State of Florida Department of State to consolidate its operations, including SpaceTEC, its wholly-owned subsidiary.

Scope

Bionetics and the SpaceTEC Consortium share a common interest in promoting educational curricula and programs that support future technological developments and aerospace careers. The intention of this MOU is to develop, to the extent permissible under current laws and regulations, a long-standing collaborative agreement between Bionetics and SPI to initiate and operate mutually beneficial programs that support and sustain the SpaceTEC® National Resource Center for Aerospace, promoting relationships with industry, government, and educational institutions that result in specific initiatives for reaching out to American students to develop a skilled workforce for the future and to foster a national skills credentialing system.

Terms of Agreement

Bionetics and SPI agree to jointly support an education program to promote student learning and curriculum development in the academic fields that will lead to national credentialing and careers in commercial space transportation, aerospace, and space-related technologies with spin-off to related technical fields. Each organization shall be responsible for internal coordination of the activities of this agreement. Specific activities will include:

- Work with and interact with institutions that provide aerospace and applied technology training;
- Develop plans to support technical education activities, (i.e., workshops, seminars, public education outreach, testing and credentialing);
- Operate a clearinghouse for cross-utilization of Aerospace Knowledge Bases;
- Joint development of industry needs assessments;
- Promote professional development for both faculty and technical workers;
- Implement web site link exchanges and related joint promotional activities; and
- Share resources, facilities, and programs of mutual benefit when appropriate

Responsibilities

➤ In fulfilling its role in this agreement, **Bionetics will provide:**

1. Participation on the National Aerospace Technology Advisory Committee or the SPI Board
2. Services of subject matter experts for curriculum and certification development
3. Support to selected SpaceTEC meetings and conferences when appropriate
4. Access to specific Bionetics activities and partnering organizations in support of related technical programs

➤ In fulfilling its role in this agreement, **SPI will provide:**

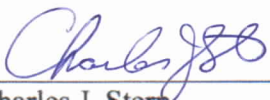
1. Access to SpaceTEC programs and facilities of interest to Bionetics at Cape Canaveral Air Force Station and the Kennedy Space Center
2. Access to SpaceTEC consortium partners for Bionetics programs and other venues related to joint programs and areas of mutual interest
3. Invitation to join in applications for grants promoting and supporting the purposes of this Agreement when such activities are of mutual benefit

- **Both organizations agree** to coordinate for prior approval all public release of information on joint programs and any display or use of identifying titles or logos, and neither will intentionally do anything that could reflect poorly on the other.

Implementation

Bionetics and SPI agree to use this MOU as the basis for any required written implementation procedures to carry out their mutual activities under this MOU. This agreement shall be effective upon signature by both parties and shall remain in effect for an initial period of two years, renewable by mutual written consent of both parties.

SIGNED:



Charles J. Stern
Chief Executive Officer, Bionetics

Date: 4/28/10



Albert Koller
Executive Director, SpaceTEC Partners, Inc.

Date: April 27, 2010