

CITRUS RESEARCH AND DEVELOPMENT FOUNDATION, INC.

**Minutes of the
Governance Committee Meeting
August 31, 2016**

A telephonic meeting of the Governance Committee of the Citrus Research and Development Foundation, Inc. was held on Wednesday, August 31. The meeting was properly noticed and recorded. The meeting was called to order at 4:30 pm by Chairman Ricke Kress and a quorum was present. Committee members participating were: Mr. Ned Hancock; Mr. Tom Jerkins; Mr. Ricke Kress; Dr. Jeanna Mastrodicasa; and Mr. Jerry Newlin. Mr. Larry Black and Dr. Harold Browning also participated. Ms. Brandi Goller was in attendance.

Mr. Newlin moved to accept the minutes of the July 26, 2016 meeting. The motion was seconded by Mr. Hancock and passed unanimously.

Mr. Kress reviewed the recommendations to be considered by the committee regarding the UF indirect cost (IDC) policy.

Tom Jerkins moved to accept the UF 12% indirect cost rate on projects approved after July 1, 2016 and to consider options to manage, develop and implement a plan to address IDC across all research projects and institutions with the acceptance of the UF 12% IDC rate. The motion was seconded by Ned Hancock.

Discussion ensued on the need to advance approved and pending projects without further delay. Among the discussion points was the major investment that UF has made to the organization and operation of CRDF since its inception, which differentiates it from other institutions. The need was expressed to stay in communication with industry leadership as CRDF develops the plans for moving forward on the IDC issue, and to follow the continuing discussions that the agricultural sector is having with the University.

Following discussion, a roll call vote was conducted and the motion passed 4 to 1. This motion and recommendations on how to move forward with pending agreements will be presented to the Board of Directors at the September meeting.

The agenda topic of CRDF staffing and the evolution of responsibilities of the COO was discussed, with aid from the background provided in the materials. Discussion included consideration of the original position description for the COO position, and how the Foundation has expanded its scope with the CPDC development and greater coordination with outside funding agencies and institutions in recent years. An analysis of the current needs compared to the original staffing

structure was suggested as a way to understand how additional effort could keep all aspects of CRDF business and program direction moving forward in this crisis environment.

Dr. Browning was tasked to develop an overview of the changes to CRDF over time that have affected leadership and direction needs, with the goal of a face-to-face meeting in early October to review the information and consider how CRDF should respond to these changing conditions.

With no further business, the meeting was adjourned at 5:33 pm.

Minutes submitted by Brandi R. Goller