

CITRUS RESEARCH AND DEVELOPMENT FOUNDATION, INC.

Minutes of the Governance Committee Meeting April 23, 2018

A meeting of the Governance Committee of the Citrus Research and Development Foundation, Inc. was held on Monday, April 23, 2018 at the offices of Southern Gardens Citrus, in Clewiston, Florida. The meeting was properly noticed and recorded. The meeting was called to order at 3:00 pm by Chairman Ricke Kress. Roll was called and a quorum was present. Committee members participating were: Mr. Larry Black; Mr. Ned Hancock; Mr. Ricke Kress; Dr. Jeanna Mastrodicasa; and Mr. Jerry Newlin (telephone). Dr. John Arthington, Ms. Brandy Brown (telephone), Dr. Harold Browning (telephone), Dr. Jackie Burns (telephone) and Ms. Audrey Nowicki (telephone) participated.

Mr. Hancock moved to accept the minutes of the October 17, 2017 meeting. The motion was seconded by Dr. Mastrodicasa and passed unanimously.

Chairman Kress updated the committee on the Business Manager position. There were 11 applications received by the University; of those 11, five were selected for phone interviews. Four of the five phone interviews were completed last week and the fifth became unavailable because they decided to pursue other interests. Three candidates will move on to in-person interviews; they will be scheduled next week.

Mr. Kress gave a brief update on the COO position. The position was posted last Friday, April 20, and will be advertised for three weeks, closing May 11. The search and screen committee will be the members of the Governance Committee. Mr. Kress suggested he work with CRDF staff to schedule a Governance Committee conference call the week of May 14th to decide on next steps to take for the COO position.

Mr. Kress reviewed the Conflict of Interest forms with declarations. The committee reviewed and discussed each COI form and to determine if a potential conflict exists. Mr. Hancock made a motion to accept the review of the declarations on the Conflict of Interest forms as discussed. The motion was seconded by Dr. Mastrodicasa and passed unanimously. Mr. Kress will present the final declarations with the identified potential conflicts at the Board of Directors meeting.

Mr. Kress discussed the committee membership and overall participation. There appears to be a level of apathy within the total Foundation and there isn't enough participation or discussion at current meetings. Mr. Newlin made three suggestions to move forward with:

1. Include the attendance record in the next Committee and Board meeting;
2. Send a letter to each party, from CRDF President Larry Black, addressing the issue and respectfully requesting more consistent participation;

3. Either the Chairman of the specific committee or the Governance Committee make a personal phone call or send a direct letter to the specific party citing their attendance and requesting they participate more often.

Mr. Black stated we should look at adding new members to the committees. He also plans to recommend Ms. Kelly Friend to CPDC to replace Mr. Andy Rackley at the BoD meeting.

Mr. Kress informed the committee there will be a Finance and Audit Committee Meeting and a Board of Director Meeting on Tuesday, April 24th at UF/IFAS, Southwest Research and Education Center in Immokalee, hosted by Gulf Citrus Growers Association.

With no further business, the meeting was adjourned at 4:10 pm.

Minutes submitted by Brandy Brown