

**CITRUS RESEARCH AND DEVELOPMENT FOUNDATION, INC.**

**Minutes of the  
Governance Committee Meeting  
September 16, 2015**

A meeting of the Governance Committee of the Citrus Research and Development Foundation, Inc. was held on Wednesday, September 16, 2015, at the University of Florida, IFAS, CREC, Ben Hill Griffin Hall in Lake Alfred, Florida. The meeting was properly noticed and recorded. The meeting was called to order at 2:00 pm by Chairman Bob Stambaugh. Roll was called and a quorum was present. Committee members participating were: Mr. Ricke Kress (telephone); Mr. Jerry Newlin (telephone); and Mr. Bob Stambaugh. Dr. Jackie Burns did not participate. Dr. Browning (telephone) also participated. Dr. James Dukowitz (telephone), Ms. Brandi Goller, Mr. Gene Mooney, Ms. Audrey Nowicki, Dr. Michael Rogers and Dr. Tom Turpen (telephone) also attended.

Mr. Kress moved to accept the minutes of the June 11, 2015 meeting. The motion was seconded by Mr. Newlin and passed unanimously.

Mr. Stambaugh summarized the purpose of the meeting to review the recommendations of the Subcommittee and summarize actions to be taken to the board.

Recommendations made to the COO included filling the vacant staff position, and recruiting a Project Manager for Breeding Resistance. Dr. Browning reported that initial interviews of potential candidates for the Program Assistant position were held last week. The Project Manager position has not been advertised, pending discussions held during the Knowledge Mapping sessions scheduled for next week.

Mr. Stambaugh reported the Subcommittee's recommendation to hiring the Antimicrobial Project Manager as a CRDF employee would allow for more consistent and efficient management. Mr. Kress made a motion to recommend the Antimicrobial Project Manager be hired as a CRDF employee. Seconded by Mr. Stambaugh, the motion passed unanimously.

The next discussion item was the recommendation related to the TIG Corporate Partnership proposal. The proposal was recommended for deferral until the future strategy of the Foundation is better known. Mr. Newlin made a motion to extend the current TIG contract for project management for another 90 days. Seconded by Mr. Kress, the motion passed unanimously.

Mr. Stambaugh reported that like the TIG proposal for corporate partnership, the Integrated Project Management proposal may not be beneficial to move forward at this time, and no further action was needed at this time.

The Subcommittee recommended the proposal for Florida Citrus Mutual to lead communication of the research tax referendum to the industry since they are in the best position to do so. Mr. Kress made a motion to accept the FCM proposal to communicate the referendum situation to the growers. Seconded by Mr. Newlin, the motion passed unanimously.

The Subcommittee recommended acceptance of the FCM proposal for assistance to CRDF with communication and webpage maintenance. Mr. Newlin moved to recommend the Board approve the funding of the FCM proposal for communication support to CRDF. Seconded by Mr. Kress, the motion passed unanimously.

No committee action was necessary regarding the Subcommittee's recommendation to establish timelines and metrics for CRDF-funded projects.

Mr. Stambaugh discussed the COO Annual Review form included with the materials proposing to use this as the mechanism for the review prior to the end of the current calendar year. Mr. Kress made a motion to utilize the form provided. The motion was seconded by Mr. Newlin and passed unanimously.

Mr. Stambaugh noted that the UF Office of Internal Audit report was received just prior to the last board meeting. With regard to the Action Item related to Conflict of Interest management, the committee will re-visit and discuss modifications to bring clarity to the process.

With no further business, the meeting was adjourned at 2:35 pm.

Minutes submitted by Audrey Nowicki