

CITRUS RESEARCH AND DEVELOPMENT FOUNDATION, INC.

Minutes of the Board of Directors Meeting

June 18, 2015

A Meeting of the Board of Directors of the Citrus Research and Development Foundation, Inc. was held on Thursday, June 18, 2015 in the Blue Heron Room of the Hyatt Regency Coconut Point, Bonita Springs, Florida. The meeting was properly noticed and recorded. The meeting was called to order at 1:35 pm by President Tom Jerkins. Roll was called and a quorum was present. Board members present were: Mr. Bobby Barben; Mr. Larry Black; Dr. Jackie Burns; Dr. Lisa Conti; Mr. Joe L. Davis, Jr.; Dr. Mary Duryea; Mr. Tom Jerkins; Mr. Ricke Kress; Mr. Ben McLean; Mr. Jerry Newlin; Mr. Wayne Simmons; Mr. Bob Stambaugh (telephone); and Mr. Hugh Thompson. Dr. Harold Browning also participated.

Also in attendance were: Dr. John Abt; Dr. Calvin Arnold; Mr. Kevin Bouffard; Mr. Dan Casper; Ms. Brooke Conley; Mr. Tim Dooley; Mr. Aedan J. Dowling; Dr. Jim Dukowitz; Ms. Brandi Goller; Mr. Ron Hamel; Mr. Michael Harowitz; Mr. Howard Hayes (telephone); Ms. Leanna Himrod; Dr. Greg Hodges; Mr. Scott Hogan; Mr. David Howard; Mr. Jarod Huck; Mr. Frank Hunt III; Ms. Adrijana Hunt; Mr. Craig Noll; Ms. Audrey Nowicki; Mr. Brandon Page; Mr. Taw Richardson; Dr. Michael Rogers; Ms. Shannon Shepp; Dr. Stephanie Slinski; Mr. Mike Sparks; Mr. Wade Timpner; Dr. Tom Turpen (telephone); Ms. Callie Walker; and Mr. Jed Wheeler.

Mr. Davis moved to accept the Minutes of the May 26, 2015 Board of Directors meeting. The motion was seconded by Mr. Kress and passed unanimously.

Finance and Audit Committee: Chairman Hugh Thompson reviewed the May 2015 financial summary. Mr. Thompson moved to accept the May 2015 Financial Summary as presented. The motion was seconded by Mr. Davis and passed unanimously.

Dr. Browning summarized the FY 2015-2016 Draft Budget Projections, noting a projected starting cash balance of \$1.3 million, revenue of \$15.8 million, and expenditures at \$16.14.

Mr. Thompson moved to approve the FY 2015-16 operating budget. The motion was seconded by Mr. Barben and passed unanimously.

Mr. Thompson moved to approve the renewals of operational contracts for regulatory support, communication, grower education and web support as outlined in the meeting materials. The motion was seconded by Mr. Davis and passed unanimously.

Long Term Research Funding and Legislative Matters: Mr. Sparks reported on the \$8 million in Legislative funding, expecting its final approval in the short term. Mr. Sparks reported that Representative Thomas Rooney has requested additional HLB MAC funding for Florida, California, and Texas in the upcoming federal budget cycle.

Governance Committee: Vice Chairman Ricke Kress reported the committee has been discussing Foundation needs and has organized a Sub-Committee consisting of board members and various industry representatives to address Foundation needs and make recommendations to the Governance Committee and Board. The Sub-Committee will be led by Mr. Stambaugh, and assisted by Mr. Kress, the assessment should be completed within ninety days and recommendations provided to the Board.

Mr. Kress moved to continue the Antimicrobial Project Manager as a TIG associate for the first quarter of FY 2015-16 until the subcommittee process has been completed. The motion was seconded by Mr. Newlin and passed unanimously.

Dr. Browning consulted with UF counsel regarding revisions to the Conflict of Interest Policy as well as the levels of management that are required to comply with the policy. Mr. Kress made a motion to approve the CRDF Conflict of Interest Policy as presented in the meeting materials which has been expanded to include in the policy all non-Board committee members, employees and contractors who advise the Foundation and who may therefore have a conflict of interest. The motion was seconded by Mr. Stambaugh and with no discussion, passed unanimously.

Mr. Kress made a motion that, going forward, any Foundation subcontractor be a party to Confidential Disclosure Agreements as appropriate. Seconded by Mr. Stambaugh, the motion passed unanimously.

Mr. Kress reported that the Governance Committee unanimously appointed Mr. Bob Stambaugh as Chairman and Mr. Kress as Vice Chairman for the coming year.

Research Management Committee: Chairman Bobby Barben reported the committee reviewed the twenty-six proposals at their June 9th meeting, making the following recommendations contingent on the availability of funding:

Mr. Barben moved to recommend the Board support eighteen of the proposals as outlined in the meeting materials. Seconded by Mr. Simmons, the motion passed unanimously.

Mr. Barben moved to recommend CRDF funding of seven additional proposals with a reduced budget and scope of work. Staff and Project Management will work with those researchers on revised budgets, advising them of the recommendations of the committee. The motion was seconded by Mr. Simmons and passed unanimously.

Mr. Newlin expressed his gratitude to the committee, reviewers, Scientific Advisory Board and Staff involved in the CATP15 proposal process for their dedication and commitment to the process on behalf of the Board.

Mr. Barben moved to recommend the last eight proposals not be funded. The motion was seconded by Mr. Davis and passed unanimously.

Mr. Barben recommended Board approval of the Research Management portion of the TIG contract as well as the nuPysyllid Project Management contract renewal. The motion was seconded by Mr. Kress and passed unanimously.

Dr. Turpen reported the second Knowledge Mapping on citrus resistance and tolerance breeding and engineering is being organized to take place at the end of September. Dr. Turpen also reported that he attended the North American Agricultural Biotechnology Council's annual meeting and workshop on 'Stewardship for sustainability of genetically engineered crops—the ways forward in pest management co-existence and trade' which relates to the Knowledge Mapping session.

Mr. Newlin discussed the need for the Foundation to monitor progress of the seven federal projects, offering support at the appropriate time. Additionally, the Foundation will have to determine that there is no duplication of funding between the CRDF and federally-funded projects.

Commercial Product Delivery Committee: Chairman Ben McLean reported at the committee meeting on July 12th the Commercial Product Delivery and Service/Support proposals recommended for funding were ranked. Mr. McLean moved that the Board approve funding of seventeen CPD projects, two of which will require revised work plans and budgets to include committee recommendations, and that the Board not support the last two projects as outlined in the meeting materials. The motion was seconded by Mr. Kress and passed unanimously.

Mr. McLean reported the FY 2015-16 Project Management Work Plans were presented, having been reorganized from 16 topics last year to:

- *CLas* Pathogen Intervention, which includes Bactericide Strategies and Thermal Therapy evaluation
- ACP Vector Intervention, which includes psyllid management and CHMA's, and psyllid shield using RNAi.
- Citrus Host Intervention, which includes naturally occurring microbial and plant growth regulator field trials
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Mr. McLean made a motion that the Board approve the Work Plans. The motion was seconded by Mr. Newlin and passed unanimously.

Mr. McLean reported that a Work Plan for Corporate Partnership Strategy presented by TIG was recommended for incorporation into the Governance Sub-Committee discussions and needs. Mr. McLean made a motion for the Board to recommend the Corporate Partnership Strategies be included in the discussions by the Governance Sub-Committee for future direction to the Board. The motion was seconded by Mr. Davis and passed unanimously.

Mr. McLean made a motion that the Board approve the extension of the FY 2014-15 option of the existing TIG contract for CPD Project Management with the same scope and budget for an additional three (3) months. The motion was seconded by Mr. Kress and passed unanimously.

Mr. McLean reported that the committee will recommended Mr. McLean remain as Chairman and Mr. Howard continue to serve as Vice Chairman.

Industry Research Coordinating Committee: Chairman Wayne Simmons had nothing to report.

COO Report: Dr. Browning gave an update on non-Board committee member appointments terminating June 30th. Mr. Rob Atchley will replace Mr. Joby Sherrod on the Industry Research Coordinating Committee. Two appointment recommendations remain outstanding by the Florida Citrus Packers Association; all other non-Board committee members terminating in 2015 were re-appointed to another term.

New Business: Mr. Kress made a motion for a process for acknowledging legislative representatives for their support of the citrus industry be set in motion. The motion was seconded by Mr. Davis and passed unanimously.

Future CRDF Meetings:

- Board of Directors meeting July 28, 2015

With no further business, the meeting was adjourned at 2:30 pm.

Minutes submitted by Jerry Newlin