

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

**Minutes of the**

**Finance and Audit Committee Meeting**

**October 26, 2015**

A meeting of the Finance and Audit Committee of the Citrus Research and Development Foundation, Inc. was held on Monday, October 26, 2015 in Ben Hill Griffin Hall at the UF-IFAS, CREC, in Lake Alfred, Florida. The meeting was properly noticed and recorded. The meeting was called to order at 9:30 am by Chairman Hugh Thompson. Roll was called and a quorum was present. Committee members participating were: Mr. Larry Black; Mr. Bob Stambaugh; and Mr. Hugh Thompson. Mr. Joe L. Davis, Jr. and Dr. Jeanna Mastrodicasa did not participate. Others participating were: Dr. Harold Browning; Ms. Brandi Goller; Ms. Audrey Nowicki; and Mr. Alex Wheeler.

Mr. Black moved to accept the minutes of September 22, 2015 meeting. The motion was seconded by Mr. Stambaugh, and passed unanimously.

Mr. Wheeler reviewed the Draft FYE 6-30-15 Audit. Compliance requirements covered in the audit were questioned, and Mr. Wheeler responded that the primary requirements were verification of timely reporting to sponsors, as well as reviewing the actions of the Research Management and Commercial Product Delivery Committees to assure funds are utilized as outlined in each contract.

All information required by UF has been provided to them; the Form 990 which is due November 15<sup>th</sup> should be completed in the next week, after which the Management Letter should be provided to the Finance and Audit Committee.

The Committee suggested that on a quarterly basis the Financial Summary be generated for the committee and board on the same basis as the Audit. Mr. Wheeler will provide adjustments to Ms. Goller each quarter to generate the report. Mr. Black moved to accept the draft with a minor correction to the column title on page 5 and typographical error on page 16. The motion was seconded by Mr. Stambaugh and passed unanimously.

Ms. Goller reviewed the financial summary. Two deposits were received from UF for reimbursements on projects dating back to 2010 which amounted to \$698,313. Staff was directed to determine the original source of funds and whether CRDF is obligated to return the funds to the original sponsor.

The cash flow issue has resolved itself with receipt of the first quarterly payments on the two (2) FDACS contracts.

The Investment Account Summary was reviewed, noting that the SPIA no longer has a cap under new guidelines. Mr. Black made a motion to move the balance of funds in the UFICO account to SPIA, closing the UFICO account at this time. He encouraged staff to verify CRDF's ability to reopen a UFICO account in the future if needed before closing the account. Seconded by Mr. Stambaugh, the motion passed unanimously.

Draws on the NIFA award, starting its fourth year, are at approximately 55%. Dr. Turpen has been working with the researchers to define their budgets for the remainder of the project after which he and Dr. Browning can review the Contingency Plan and meet with the nuPlylid Advisory Committee on plans going forward.

Ms. Goller reported that uncommitted funds in the FY 2015-2016 budget amount to as much as \$1.7 M, depending on the outcome of the UF reimbursement. Dr. Browning noted these funds could be used to fund projects being proposed to the Board for funding from either RMC or CPDC.

Dr. Browning reported on the Risk Assessment process provided with materials to identify potential risks related to financial operations, as well as project selection, funding and management which was a requirement of the Internal Audit Action Plan, due to UF in November.

Dr. Browning reviewed his findings requested by the committee relative to committed sponsor funding of the 2016 International Citrus Congress in Brazil. Mr. Black made a motion to provide support to the International Citrus Congress in the amount of \$10,000. The motion was seconded by Mr. Stambaugh and passed unanimously.

Ms. Goller reported that all projects and extensions approved by the Board to date have been contracted.

In other business, it was noted this is the final year of a three-year agreement with Bunting, Tripp & Ingley, LLP to perform the annual audit. Upon completion of the audit and filing Form 990, staff was directed to begin the process of soliciting bids for future audits. Mr. Black will provide the names of potential firms currently being used by FCM and other non-profits to include in bid solicitation.

With no further business to discuss, the meeting adjourned at 11:00 am.

Minutes submitted by Audrey Nowicki