

# CITRUS RESEARCH AND DEVELOPMENT FOUNDATION, INC.

## Minutes of the Governance Committee Meeting March 27, 2017

A Meeting of the Governance Committee of the Citrus Research and Development Foundation, Inc. was held on Monday, March 27, 2017 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 12:05 pm by Chairman Ricke Kress and a quorum was present. Committee members participating were: Mr. Tom Jerkins (telephone); Mr. Ricke Kress; Mr. Ned Hancock; Dr. Jeanna Mastrodicasa and Mr. Jerry Newlin. Dr. Harold Browning also participated. Ms. Brandy Brown, Ms. Brandi Goller and Ms. Audrey Nowicki (telephone) were in attendance.

Mr. Newlin moved to accept the minutes of the March 9, 2017 meeting. The motion was seconded by Dr. Mastrodicasa and passed unanimously.

Mr. Kress reviewed a summary of the Annual Conflict of Interest declarations, indicating five individuals with potential conflicts. The committee requested Technology Innovation Group (TIG) and Dan Botts (FFVA-TPR) identify HLB clients outside of CRDF and they be reviewed for conflicts of interest. Dr. Mastrodicasa made a motion to approve the Conflict of Interest forms as presented. The motion was seconded by Mr. Hancock and passed unanimously.

Dr. Browning and staff were excused from the meeting for the discussion of the COO evaluation. A motion made and seconded to present a summary of the comments from the individual Board members to the Board of Directors.

Mr. Kress discussed Board term limits and the need to keep former board members involved through an emeritus designation. The process for emeritus status will be developed for review by the Governance Committee at the next meeting for recommendation forward to the Board.

Dr. Browning addressed committee absenteeism. It was suggested that Dr. Browning reach out to non-participating committee members, asking if they would like to remain on the committee and stressing the importance of participation in planning and meetings.

Dr. Browning discussed a request from Dr. Mastrodicasa to manage contracts and billings for the Cattle Enhancement Board. The committee declined, but CRDF will continue to advise and support CEB in developing their DSO. Mr. Kress will discuss at the Board of Directors Meeting.

With no further business, the meeting was adjourned at 1:00 PM.

Minutes submitted by Brandy Brown