

CITRUS RESEARCH AND DEVELOPMENT FOUNDATION, INC.

**Minutes of the
Governance Committee Meeting
May 23, 2017**

A Meeting of the Governance Committee of the Citrus Research and Development Foundation, Inc. was held on Tuesday, May 23, 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 8:30 am by Chairman Ricke Kress and a quorum was present. Committee members participating were: Mr. Ned Hancock; Mr. Tom Jerkins; Mr. Ricke Kress; Dr. Jeanna Mastrodicasa and Mr. Jerry Newlin (telephone). Dr. Harold Browning (telephone) and Ms. Brandi Goller also participated. Ms. Brandy Brown, Ms. Sharon Garrett (telephone), Ms. Audrey Nowicki (telephone) and Mr. Justin Smith were in attendance.

Mr. Hancock moved to accept the minutes of the March 27, 2017 meeting. The motion was seconded by Dr. Mastrodicasa and passed unanimously.

Mr. Kress reported the annual conflict of interest declaration process has been completed, submitted to the UF Audit Office, and accepted.

Mr. Kress presented for consideration an amendment to the by-laws to establish Emeritus Directors. Mr. Hancock made a motion to accept the amendment, which was seconded by Dr. Mastrodicasa. The committee agreed to strike the statement “may not serve as vice-chairman of a committee” from the amendment. The motion was pass unanimously with the changes discussed. The committee recommended Ms. Shannon Shepp of the Department of Citrus and Mr. Mike Sparks of Florida Citrus Mutual attend the June Governance meeting to discuss their organization’s position concerning CRDF board term limits.

Mr. Kress discussed a resolution to designate CRDF banking authority requested by Wells Fargo Bank. Mr. Hancock made a motion to accept the resolution to designate banking authority as written. The motion was seconded by Dr. Mastrodicasa and passed unanimously.

Mr. Kress gave an update on the status of the Senior Program Manager position. In other personnel matters, the committee also discussed an earlier proposal to integrate contracted field trial personnel into CRDF staff. Mr. Hancock made a motion that field trial staff currently under contract with UF be moved to CRDF staff effective with the appointment of the Senior Program Manager. The motion was seconded by Dr. Mastrodicasa and passed unanimously.

Dr. Mastrodicasa discussed Senate Bill 374 relating to university direct-support organization, pending signature by the Governor, lines 2578-2631 <https://www.flsenate.gov/Session/Bill/2017/374/BillText/er/HTML>. Dr. Mastrodicasa will update the committee once the bill is signed and the University of Florida, Board of Trustees have met to discuss.

With no further business, the meeting was adjourned at 9:05 AM.

Minutes submitted by Brandy Brown