

CITRUS RESEARCH AND DEVELOPMENT FOUNDATION, INC.

**Governance Committee
Telephonic Meeting Minutes
January 13, 2015**

A telephonic meeting of the Governance Committee of the Citrus Research and Development Foundation, Inc. was held on Tuesday, January 13, 2015. The meeting was properly noticed and recorded. The meeting was called to order at 10:00 A.M. by Chairman Bob Stambaugh. Roll was called and a quorum was present. Committee members participating were: Dr. Joseph Joyce; Mr. Ricke Kress; Mr. Jerry Newlin and Mr. Bob Stambaugh. Dr. Harold Browning also participated, as well as Mr. Alec Hayes and Ms. Audrey Nowicki.

Mr. Kress moved to accept the minutes of the August 20, 2014 meeting, which was seconded by Mr. Newlin. With no discussion, the motion passed unanimously.

Mr. Stambaugh stated the committee will make a recommendation of CRDF Board officer nominations to pass on to the Board for a vote at their annual meeting in January. Having been contacted by Dr. Browning and each agreeing to serve another year, the following will be proposed: Mr. Jerkins, President; Mr. Kress, Vice President; Mr. Newlin, Secretary and Mr. Thompson, Treasurer. Dr. Joyce moved to approve the proposed slate of 2015 officers be recommended to the Board at their January meeting. Seconded by Mr. Newlin, the motion passed unanimously.

Mr. Stambaugh thanked Mr. Kress and Mr. Newlin for their continued willingness to serve.

Mr. Stambaugh opened the discussion of the COO annual performance review form, asking if any changes are recommended. With no changes suggested, Mr. Kress moved to approve the COO review form. Seconded by Mr. Newlin, the motion passed unanimously.

Mr. Stambaugh will make final edits before distribution to board members, who are asked to return their reviews by January 27, 2015 to coincide with the annual meeting and requested staff to distribute the form to the board members. This will allow for timely discussion and completion of the review. There was discussion and agreement to schedule the COO review in November/December in future years to allow any outgoing board members to provide their input prior to their term end.

Dr. Joyce updated the committee on his position with UF and status as a CRDF Board Member, indicating that a new UF Presidential Designee would be appointed.

Mr. Kress inquired if the PepsiCo representatives on the call had any questions with regard to the processes discussed during the Governance Committee meeting. They did not.

Mr. Stambaugh questioned Dr. Browning on whether staff changes over the last year have allowed him to focus on and handle the issues of importance to CRDF. Dr. Browning responded that he is now able to devote additional time to the MAC Group and NIFA program funding, industry meetings and assisting with funding requests.

With no further business, the meeting was adjourned at 10:18 AM.

Minutes submitted by Audrey Nowicki