

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

**Minutes of the**

**Governance Sub-Committee Telephonic Meeting**

**July 15, 2015**

A meeting of the Governance Sub-Committee of the Citrus Research and Development Foundation, Inc. was held on Wednesday, July 15, 2015. The meeting was properly noticed and recorded. The meeting was called to order at 9:30 am by Chairman Bob Stambaugh. Roll was called and a quorum was present. Sub-Committee members participating were: Dr. Tim Anglea; Mr. Bob Behr (telephone); Mr. Aedan Dowling; Mr. Tom Jerkins; Mr. Ricke Kress; Mr. Wayne Simmons; Mr. Mike Sparks; Mr. Bob Stambaugh; and Dr. Brian Scully. Sub-Committee members Dr. Michael Rogers and Ms. Shannon Shepp were not present. Also participating were: Mr. Larry Black; Dr. Harold Browning; Ms. Brandi Goller; and Ms. Audrey Nowicki.

Mr. Stambaugh welcomed the sub-committee members, noting the addition of the non-board members to the sub-committee broadens the perspectives and will add valuable insight. The committee has been established to complete its charge in the next 90 days.

Dr. Browning summarized the timeline of HLB in Florida and the organizational development of the Foundation, and responded to questions of the members. Funding is focused on nutrition, therapies, and tolerance and resistance, and facilitates moving ideas and results forward. Continual expansion of the scope has required adjustments to staff and also addition of external project management. Members requested a copy of the approved FY 2015-16 budget.

Mr. Jerkins suggested that topics needing to be addressed by the sub-committee are not only recommendations to achieve appropriate staffing, project management, and communications, but also the message the Foundation uses to promote the continued support by the industry of the Research Box Tax Referendum.

Mr. Stambaugh said the Knowledge Mapping and internal audit should weigh into the purpose of the sub-committee. Dr. Anglea asked if the Foundation has established metrics to grade the Foundation success of the past six years. Discussion focused on how recent federal funding programs have provided significant additional support for research and delivery of solutions, and that CRDF is in a good position to coordinate these program decisions with its own portfolio. The federal programs and scope will require CRDF to reconsider its role in the broader picture of bringing disease solutions to growers. The ability to translate research results into field applications and the demonstration of utility of these findings should be a growing focus of CRDF. Innovation field trials and regulatory action are needed at this time more than basic research on greening.

Dr. Browning reported that the Foundation has reached out to agricultural corporations for assistance, including Bayer CropScience and Monsanto, and there is interest from these companies in being part of a larger effort, which will necessarily involve additional external funding.

It was suggested that the Foundation Board membership be expanded to include product development professionals to bridge the commercialization process, ensuring it is moving in the right direction.

Dr. Anglea noted when the idea to approach commercial partners came up in the CPDC meeting, it was suggested it be guided by this sub-committee.

Mr. Stambaugh refocused the discussion on near-term organizational needs. Dr. Browning indicated the vacant staff position is critically important and that recent feedback from the internal audit provides input into separation of duties for accounting that can be incorporated as the vacant Program Assistant position is refilled.

Mr. Stambaugh recalled this process started with the discussion of the breadth of COO duties, and questioned if the addition of this staff position would ease COO workload. Dr. Browning indicated that while this will provide much-needed support to CRDF business transactions and meeting support, this additional office staff would not affect COO workload. Program and project management needs are increasing and this shortfall is likewise critical in this area. Mr. Stambaugh advised that no further approval is required to begin recruitment for the vacant staff position.

Future meetings were scheduled for August 5<sup>th</sup> and September 2<sup>nd</sup> members will be polled to verify a quorum will be present.

Discussion went back to the referendum that will be managed by the Department of Agriculture, and the Board members' role in promoting it to the growers.

Mr. Kress indicated that at recent board meetings the need for a separate Project Manager for breeding and engineering for resistance and tolerance was discussed. He felt this position should be filled at this time, and not wait for the Knowledge Mapping recommendations expected several months from now. Committee members requested a summary of the current roles of individuals involved in program and field trial management. Discussion of the approval of funding of a full-time project manager for citrus disease resistance breeding and engineering followed. Mr. Stambaugh indicated as COO, Dr. Browning does not need formal approval and should proceed with filling the staff position and recruiting the project manager.

Dr. Browning offered that if anyone had a request for additional information prior to the next meeting or thoughts to share, to please advise him.

Mr. Stambaugh suggested at the next meeting instead of focusing on project management, basic topics such as the referendum, makeup of the board, and who the constituents are now and in the future.

Dr. Anglea asked what can be done to prepare for the next meeting; i.e., how to better understand the funding and project portfolio. In addition, an overview of current project management will be provided to the committee.

With no further business, the meeting was adjourned at 11:35 am.

Minutes submitted by Audrey Nowicki