

CITRUS RESEARCH AND DEVELOPMENT FOUNDATION, INC.

Minutes of Executive Committee Meeting

Friday, March 13, 2020

A meeting of the Executive Committee of the Citrus Research and Development Foundation, Inc. was held on Friday March 13, 2020. The meeting was called to order at 10:07 am by Chairman David Howard. Roll was called, and a quorum was present. Executive Committee members present were Rob Atchley (telephone), Larry Black, Rick Dantzler, David Howard (telephone), and Ron Mahan (telephone). Also participating were Audrey Nowicki, Jim Snively, and Deidra Whatley.

Because Mr. Howard was participating telephonically, he asked Mr. Black to chair the meeting.

Mr. Black entertained a motion to approve the Executive Committee minutes from February 12, 2020 as presented. A motion to approve was made by David Howard and seconded by Ron Mahan. There was no discussion and the motion carried unanimously.

Mr. Black moved onto the Bayer extension agreement and asked Mr. Dantzler to expound on the matter. Mr. Dantzler explained the funding plan for the six-month bridge between July 1, 2020 through December 31, 2020 or until a decision on a NIFA grant application was made. He went on to discuss where the matter stood with each of the funding partners. Currently the agreement states CRDF is obligated to pay \$1.6 million+ (split equally between the funding partners) over the six-month period. What the agreement does not allow for is if the NIFA comes in before or during the six-month period discussed previously. Bayer would like the obligation to stand and the NIFA money to begin on January 1, 2021.

After speaking to contacts in Washington, DC, Mr. Dantzler found out the NIFA RFA has not been released and may not be released until "Spring." This is imprecise, but probably means it will not come out in time for a decision to be made prior to July 1, 2020.

Several scenarios were discussed. The first was what should happen if the NIFA funding become available before July 1, 2020. The second was what should happen if the NIFA funding comes in during the bridge period and should there be a pro rata provision in the contract to relieve funding partners of possible funding obligations.

Discussion followed. Mr. Howard discussed possibly paying Bayer in increments over the six-month period, which Mr. Dantzler had proposed to the Bayer attorney the day before. Dantzler reported that Bayer's desire is for the new agreement to not begin until January 1, 2020, which would allow the project to have that much more life and opportunity for success.

Mr. Atchley then asked if the NIFA grant would be a combined application with another funding partners, and if the funding became available, would it be up to CRDF to distribute the funds.

There was discussion between the members regarding same.

Mr. Howard stated he would attempt to get answers regarding the CAPs program and the limit on the funding on that particular category.

After a great deal of discussion, and after concluding that the likelihood of the NIFA money arriving in time for any of this to be relevant anyway, the committee approved the agreement in its current form. The motion was made by Mr. Howard and seconded by Mr. Atchley. It passed unanimously.

There was then discussion about the agreements with the co-funders, ensuring they were reviewed and signed before signing the final Bayer extension agreement.

Moving on, Mr. Black addressed Dr. Gmitter's sequencing project 18-010 and how the Board was seeking answers regarding delays in the project, the timeliness of quarterly reports, and progress. Dr. Gmitter responded to the matter of the tardiness of the reports and apologized, giving no explanation but saying the annual report was up to date. Furthermore, he explained that the coordination of information on a bi-coastal project is sometimes a challenge but did promise to do a better job.

Mr. Black asked Dr. Gmitter if a post-doctoral student had been hired and his answer was no, although the year-one budget reserved funds for that hire. He also noted that there is interest from a post-doc student who he has been recruiting for over a year to join the project but now there are new hurdles to overcome to get him into the United States.

Dr. Gmitter went on to give a presentation on year 1 progress. There were then comments from the Committee members in appreciation for the presentation and an encouragement to keep the project as a priority.

Mr. Dantzler gave a brief synopsis of where the funding effort stood with IFAS procedurally. He reminded the Committee members of the Board's decision to fund years two and three, contingent of IFAS equal matching co-funding, but to defer to the Executive Committee to ratify same upon hearing Dr. Gmitter's presentation. Rob Atchley moved to ratify the Board of Directors' decision to co-fund year two and year three of Gmitter's Project 18-010. The motion was seconded by David Howard. There was discussion about seeking co-funding again with CRB. Mr. Dantzler said it was out for this year but could be done for next year, but no action was taken.

Rob Atchley restated his motion to ratify the Board of Directors' decision to fund year two and year three of Gmitter's Project 18-010 up to fifty percent of the costs. With no further discussion, the motion passed unanimously.

Dr. Gmitter was excused from the meeting.

There was discussion of monitoring the milestones of projects and possible process improvements for the quarterly reports. Larry Black asked Mr. Dantzler to, at a staff level, break out the salary components of the quarterly reports and reimbursement requests.

Meeting adjourned at 11:30 a.m.

Minutes submitted by Deidra Whatley