



Minutes of the Governance Committee Meeting February 22, 2024

A meeting of the Governance Committee, Citrus Research and Development Foundation, Inc. was held on Thursday, February 22, 2024, via Zoom. The meeting was properly noticed and recorded. The meeting was called to order at 10:02 AM by Chair Aaron Himrod. Roll was called and a quorum was present. Committee members participating were George Hamner, Aaron Himrod, Jeanna Mastrodicasa, Morgan Porter, and Joby Sherrod.

Mr. Himrod noted that at the previous Board meeting, CRDF elected Mr. George Hamner to chair the Governance Committee, so he handed the gavel to him.

Mr. Hamner noted that the minutes of the December 12, 2023, Governance Meeting were in the materials packet for review. Mr. Sherrod made a motion that the minutes be approved as presented. The motion was seconded by Mr. Himrod and passed unanimously.

The next item was the approval of Emeritus Membership. Mr. Dantzler noted that the CRDF bylaws allow Board members who are not eligible for re-appointment due to term limits to continue as an Emeritus Board member for one term up to two years, giving that person the ability to serve on committees and have voting privileges; they can participate in Board meetings, but do not have a vote. In response to their request for Emeritus status, Mr. Sherrod made a motion to approve Mr. Updike and Mr. Howard as Emeritus Board members. The motion was seconded by Mr. Himrod and passed unanimously.

Mr. Hamner then noted that the bylaws permitted 17 members on both the Research Management and Plant Improvement Committees.

There was discussion of increasing RMC membership to 21, which would allow all those currently serving to continue serving while also setting up the possibility of having three, 7-person subcommittees, a concept which has been discussed several times. Mr. Himrod made a motion to increase the number of members on the RMC to 21. The motion was seconded by Mr. Sherrod and passed unanimously. The recommendation would be sent to the Board and then to the University of Florida for approval.

Mr. Hamner asked for a motion to accept the RMC committee members roster as presented in the materials. Mr. Himrod so moved. The motion was seconded by Mr. Sherrod and passed unanimously.

Increasing membership of RMC up to 21 would allow Dr. Scully to transition from an ad hoc member to a committee member, as well as allow Mr. Howard, Mr. Updike, and Dr. Obreza to continue serving on the committee, as well as allowing the committee to be divided into three sub-committees if the Board so chose at a later date. A motion was made by Mr. Sherrod and seconded by Dr. Mastrodicasa. Mr. Hamner suggested amending the motion to include the addition of David Howard, John Updike, Dr. Scully, and Dr. Obreza (until he is retired) to RMC. Mr. Himrod moved to amend the motion as stated. It was seconded by Dr. Mastrodicasa and passed unanimously.

Plant Improvement Committee:

There are currently 17 members and five ad hoc non-voting members. Mr. Hamner suggested the committee approve the Plant Improvement Committee as listed in the materials, except for replacing Gio Ijpkemeule with Dr. Rosskopf, USDA-ARS, since Gio is no longer with Tropicana, and it is important to have a USDA person on the committee. The motion was made by Mr. Sherrod. It was seconded by Dr. Mastrodicasa and passed unanimously.

Mr. Hamner noted that he thought it was important to have Tropicana on the committee, and that by increasing the membership to ‘up to 21’ it would accommodate such a move. A motion was made by Joby Sherrod to change the Bylaws to increase the Plant Improvement Committee membership to twenty-one (21), with the balance of the slots filled over time. It was seconded by Dr. Mastrodicasa and passed unanimously.

Finance and Audit Committee:

Mr. Hamner noted the Bylaws call for three Finance and Audit Committee members, and asked if the committee felt it should be increased to five instead of three. Morgan Porter stated that she was comfortable with three members. With no expression of opinion to the contrary, Mr. Hamner noted that membership will remain at three, and that the three would be those so designated on the document.

Governance Committee:

Mr. Hamner noted that with the Board members who left the board because of term limits, the committee was reduced from seven to five. A motion was made by Mr. Sherrod to maintain the committee at five and to include Taylor Smith, the new DPI/FDACS representative to the Board. It was seconded by Dr. Mastrodicasa and passed unanimously.

Multi-Year Project Funding:

The challenges facing the researchers and CRDF with the practice of funding only a single year at a time were discussed. Mr. Hamner suggested writing future agreements with funding provided for all years approved by the Board but continuing the practice of researchers presenting annual progress reports to CRDF committees or Board. Furthermore, he suggested that rather than requiring affirmative CRDF approval to continue funding, that the Board adopt a policy that would continue funding for the next year unless there was a motion to not approve funding, which would essentially terminate a project.

Scientific Advisory Board:

Mr. Dantzer said there have been comments regarding the future role of the SAB. Mr. Hamner noted that their reviews were meaningful to him and to the process. Mr. Himrod agreed that having technical reviews of the research proposals is useful to him. Ms. Porter agreed whole-heartedly, noting that they highlight issues that might otherwise not be known and bring valuable knowledge that growers do not have that is vital to the process. Mr. Sherrod noted that there have been times when the RMC made recommendations against the consensus of the Scientific Advisory Board, but stated it was usually because of local context that could not be known by them. Furthermore, he stated that their input was important, and that he also likes the Staff Comments which improve

the process. Dr. Mastrodicasa agreed that the SAB add to the discourse but noted that sometimes she thought the comments were harsher than they needed to be. However, she agreed with keeping the process in place because the comments of the SAB are helpful overall.

The meeting was adjourned at 11:02 AM.

Minutes submitted by Barbara Thompson.