

**MINUTES OF THE MEETING
OF THE
BOARD OF DIRECTORS
OF
PHOENIX BIOINFORMATICS CORPORATION**

A meeting of the Board of Directors (BOD) of Phoenix Bioinformatics Corporation was held on December 13, 2017 at 9 am, Pacific time, by conference call, upon notice duly given. The following directors, constituting a quorum for the transaction of business, were present via conference call: Eva Huala, Eric Lyons, Jonathan Dugan, Todd Vision, Susan Au, Mary Margaret Sprinkle, and Sam Mankiewicz. Anne Haake was not able to attend the meeting. Tanya Berardini, Karen Melzer, and Trilok Prithvi were present at the invitation of the board. Jonathan Dugan chaired the meeting, and Tanya Berardini, as the Secretary of the Corporation, acted as secretary of the meeting.

The Chair called the meeting to order at 9:10 am. The directors proceeded to the first order of business.

Approval of Previous Meeting's Minutes

The first item of business was approval of the minutes of the Board meeting held on September 13, 2017. The meeting minutes were approved unanimously by the directors present and the Secretary was directed to certify the minutes and have the minutes, so certified, inserted in the corporation's minute book.

Board Elections

- a. The terms of Todd Vision, Anne Haake, Mary Margaret Sprinkle, and Susan Au had come to an end. All four directors agreed to run for reelection.
- b. Todd Vision left the conference call and the remaining directors unanimously reelected him to the board for another two-year term with the Chair supervising the voting process.
- c. Todd Vision rejoined the conference call and the directors present unanimously reelected Anne Haake (who was not present for the entire meeting) to the board for another two-year term with the Chair supervising the voting process.
- d. Susan Au left the conference call and the remaining directors unanimously reelected her to the board for another two-year term with the Chair supervising the voting process.
- e. Susan Au rejoined the conference call, Mary Margaret Sprinkle left the conference call, and the remaining directors unanimously reelected Ms. Sprinkle to the board for another two-year term with the Chair supervising the voting process.
- f. Mary Margaret Sprinkle rejoined the call.

Presentation of Final Proposed Budget for 2018

Eva Huala presented the proposed Phoenix 2018 budget for a vote by the board. Discussion among the board followed on the topics of TAIR subscription revenue, grant funding, and new potential partners. There were also several suggestions from directors on additional avenues to explore for networking and community involvement. After this discussion, the board unanimously approved the budget.

Formation of Audit Committee

Susan Au, Mary Margaret Sprinkle and Eva Huala have formed the audit committee. Karen Melzer will participate in the committee's discussions as necessary.

Open Board Position

Director Arthur Grossman tendered his resignation to the Board on November 10, 2017. The Search Committee (Dugan, Huala, Lyons) will be chaired by Jonathan Dugan and will begin meeting to identify potential additions to the board that will further enhance the diverse and complementary set of background and experience that the current board members bring to Phoenix Bioinformatics. The plan is to identify and review candidates by phone in January and February 2018, with a goal of having the new member participate in the 2018 Annual Board in-person meeting.

Next Meeting

The next in-person Board meeting is currently scheduled for March 26-27 2018, at the Phoenix offices in Fremont, CA. The possibility for rescheduling the meeting to earlier in March or late in April was raised and an alternate set of dates is under review. Updates will be shared through email.

Adjournment

There being no further business to come before the board, the meeting was adjourned at 10:40 am Pacific time.

Respectfully submitted,

Tanya Z. Berardini, Secretary

Minutes approved during BOD meeting of 3/26/2018.