

**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 September 3, 2021 at 11 am, Pacific Time, by conference call, upon notice duly given. The following board members were present via conference call at the start of the meeting: Susan Au, Laure Haak, Anne Haake, Eva Huala, Maliaca Oxnam, Nick Peterson, Mary Margaret Sprinkle, and Todd Vision. Tanya Berardini, Connie Ng, and Trilok Prithvi were present at the invitation of the board. Todd Vision 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 11:04 am. The directors proceeded to the first order of business.

Welcome of new Board Director Nick Peterson

The meeting began with a warm welcome and a round of introductions.

Approval of Previous Meeting's Minutes

The second item of business was approval of the minutes of the Annual Board meeting held on June 7, 2021. The meeting minutes were approved by all board members present and the Secretary was directed to certify the minutes and have the minutes, so certified, inserted in the corporation's minute book.

Executive Director Search Committee Report

Todd Vision updated the rest of the Board on the progress with recruitment for the new ED. The first and second rounds of interviews have been completed. The finalists will be invited to a third round of interviews that will include opportunities for a short presentation to the board, a question and answer time with the board and staff and smaller group question and answer sessions with staff. After a discussion about how the third stage of interviews, assessment, decision making, and final job offer process would proceed, the following resolution was unanimously approved.

WHEREAS the Board wishes to expedite the hiring process for the new Executive Director position and minimize drawing out the negotiation process,

NOW, THEREFORE, IT IS RESOLVED, the Executive Director Search committee, with input from the Compensation Committee, is authorized to negotiate hiring with the final candidates before presenting a final recommendation for the new Executive Director to the full Board for approval.

Update on Grant Proposals

Eva Huala updated the board on the status of various grant proposals that have been submitted in the past year. The funded proposals comprise NSF SABI grant DBI-2049965 for the transition of MorphoBank to full membership support, NSF RCN grant IOS-2126334 for work of the AgBioData Consortium, and an NSF grant supplement to CyVerse's grant DBI-1743442 that includes money for sustainability work with Phoenix Bioinformatics. She also shared a couple of proposal ideas that are under development for submission in the next six months.

Draft 2022 Budget

Eva Huala reviewed the standard annual budget evaluation and preparation process and presented Phoenix Bioinformatics' draft budget for 2022. The final 2022 budget that will be voted on during the December 2021 meeting will incorporate feedback from this meeting and an updated revenue forecast for 2022. The take homes from both Huala and Connie Ng, the Phoenix CFO, were that cash is healthy and that the loss this year is not a concern with respect to cash. However, this year's loss is a concern for overall financial health and should not be ignored. The discussion covered clarification of various expense categories, other potential grant opportunities, and effects of staffing changes.

Executive Director Transition

The board discussed options for the transition from the outgoing to the incoming Executive Director. The aim would be to allow for a period of overlap at Phoenix to ensure sufficient onboarding and knowledge transfer, while allowing only one of the two to have authority as executive director at a given time. The final plan will be in place before the new Director's start date. The board will discuss any future role that Huala may wish to play in Phoenix Bioinformatics at the next call in December.

Strategic Planning Committee

The Strategic Planning Committee consists of Maliaca Oxnam, Nick Peterson, Liz Allen, Trilok Prithvi and Todd Vision (ex officio). The committee was requested to start meeting and have a general plan of action ready for discussion during the December 2021 board call, including possible effects on the 2022 budget from hiring an outside consultant. There has been great interest from the ED candidates around the Phoenix Bioinformatics strategic plan and this is likely to come up during the final round of interviews.

Next Meeting

The Board was reminded that the next Board of Directors conference call would be on December 6, 2021, 1 - 3 pm Pacific Standard Time. The agenda will include a vote on the 2022 budget and elections for several director slots that are reaching the end of their terms.

The next Annual Board meeting will be held March 7 - 8, 2022 with the location to be determined closer to the dates.

Adjournment

There being no further business to come before the board, the meeting was adjourned at 12:36 pm, Pacific time.

Respectfully submitted,

Tanya Z. Berardini, Secretary

Approved during board meeting call on December 6, 2021.