

**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 6, 2021 at 1 pm, Pacific Standard Time, by conference call, upon notice duly given. The following directors, constituting a quorum for the transaction of business, were present via conference call: Susan Au, Liz Allen, Anne Haake, Maliaca Oxnam, Nick Peterson, Mary Margaret Sprinkle, Todd Vision, and Josh Young. Tanya Berardini, Eva Huala, 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. Laure Haak sent her regrets.

The Chairperson called the meeting to order at 1:05 pm. 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 by conference call on September 3, 2021. All directors on the call approved the meeting minutes and the Secretary was directed to certify the minutes and have them, so certified, inserted in the corporation's minute book.

Board Elections

- a. Josh Young, the incoming Executive Director, takes the board director spot that Eva Huala held. The current two-year terms of Liz Allen, Susan Au, Anne Haake, Mary Margaret Sprinkle, and Todd Vision ended as of this meeting. Anne Haake will be stepping down from the board. The other four directors agreed to run for reelection. Todd Vision, as chairperson of the board, ran the elections, except during the period of discussion of his reelection, where Tanya Berardini took over.
- b. Mary Margaret Sprinkle left the main conference call and the remaining directors on the call unanimously reelected her to the board for another two-year term.
- c. Mary Margaret Sprinkle rejoined and Susan Au left the main conference call and the remaining directors present unanimously reelected Susan Au to the board for another two-year term.
- d. Susan Au rejoined and Liz Allen left the main conference call and the remaining directors present unanimously reelected Liz Allen to the board for another two-year term.
- e. Liz Allen rejoined and Todd Vision left the main conference call and the remaining directors present unanimously reelected Todd Vision to the board for another two-year term.
- f. Todd Vision rejoined the main conference call.

Board Recruitment Committee Status

After Eva Huala's retirement, the current committee consists of Todd Vision and Maliaca Oxnam. Laure Haak and Liz Allen have volunteered to join the committee. With Anne Haake stepping down from the board, that spot is now open.

Phoenix Bioinformatics Officers of the Corporation Status

Josh Young also takes the President position as the new Executive Director. The positions of Secretary and Treasurer are potentially open for turnover and will be further discussed during the March 2022 in-person meeting. In preparation, the descriptions of these positions in the current By-laws will be reviewed. If necessary, the Executive Committee will create a more detailed document spelling those roles & responsibilities that is consistent with the By-Laws.

Ceremonial Resolution

The following resolution was unanimously passed.

WHEREAS Eva Huala is a founder of Phoenix Bioinformatics,

WHEREAS she has done an extraordinary job as Executive Director during the first formative eight years of the organization, building the organization from a bold idea into a successful enterprise,

WHEREAS she was a founding member of The Arabidopsis Information Resource and stewarded this critical community resource through many years of challenges and changes, improvements and innovations,

WHEREAS she has been a tireless champion for the biology research community through innumerable collaborative projects, initiatives, consultations, published articles, digital creations, and other contributions,

WHEREAS she has positively touched the lives of so many people throughout her many-faceted career,

THEREFORE, BE IT RESOLVED, that the Board of Directors wishes to recognize her remarkable professional achievements, express its deep gratitude for her service to TAIR and Phoenix Bioinformatics, and to wish her well in her retirement.

Presentation of 5-Year Forecast and Final Proposed Budget for 2022

Eva Huala presented the 5-year forecast for Phoenix and the proposed Phoenix 2022 budget, which had been updated since the September 2021 meeting with revised revenue projections for 2021 that take into account projected effects on revenue of the non-funding and slowed reimbursement of certain grants. After this discussion, the board unanimously approved the budget.

Brief Update on Staff Changes, Partners, and Grant Proposals

Eva covered departures and new hires, including some reshuffling of workload with respect to the sales team, which includes outsourcing overhaul and maintenance of Phoenix's Salesforce instance to an outside organization. She also provided more detail on a grant proposal that is in progress that could fund further sales process improvements.

Update from the Strategic Planning Task Force

Maliaca Oxnam summarized the work of the task force in identifying and evaluating two potential external strategic planning facilitators. The preliminary work is complete, proposals are ready for review and, with Josh's input, the final facilitator should be selected in the near future so that this project can proceed.

Update from the New Executive Director

Josh Young, in his first Phoenix board meeting since starting as Executive Director on Dec. 1, 2021, presented his short term plans for the month of December and for the months leading up to the March 2022 in-person Annual Board meeting. These include getting up to speed on all Phoenix operations, submitting a grant proposal that is currently in progress, participating in the strategic planning process as it ramps up, and developing personal and company priorities and a funding growth strategy to take Phoenix forward.

Next Meeting

The next Board meeting is planned for March 7 and 8, 2022 to be held in-person in Fremont, CA. The Board members were reminded to block out this period for full participation.

Round of Appreciation

All present on the call recognized and expressed gratitude for the many contributions of Anne Haake to the Board and to Phoenix during her six and a half years of service. Eva Huala, in parting, shared her deep thankfulness for all members of the board for their support of her personally, and Phoenix as a nonprofit corporation.

Adjournment

There being no further business to come before the board, the meeting was adjourned at 2:33 pm, Pacific Standard Time.

Respectfully submitted,

Tanya Z. Berardini, Secretary

Approved during board meeting on March 8, 2022.