

ANNUAL MEETING MINUTES
Phoenix Bioinformatics Corporation,
a California nonprofit corporation
Annual Meeting of the Board of Directors
Held on April 12, 2023

1. **Time and Place.** The Board of Directors ("Board") of Phoenix Bioinformatics Corporation, a California nonprofit corporation (the "Corporation"), met in person in San Mateo, CA on April 12, 2023.
2. **Meeting Notice.** A meeting notice was sent to the directors prior to the meeting date in compliance with the requirements of the Corporation's Bylaws.
3. **Attendance.** All directors of the Corporation were present in person: Debbie Alexander, Josh Young, Laure Haak, Liz Allen, Mary Margaret Sprinkle, Nick Peterson, Rebecca Bryant, Susan Au, and Todd Vision. At the Board's invitation, Phoenix staff members Connie Ng, Leonore Reiser, Shabari Subramaniam, Swapnil Sawant, Tanya Berardini, Trilok Prithvi and Xingguo Chen were present for the whole meeting. Phoenix staff members Amina Khababa, Brooke Long-Fox and Zach Zouyed attended the presentation portion via Zoom.
4. **Presiding Officers and Quorum.** The meeting was called to order at 10am and Debbie Alexander acted as Secretary and Laure Haak acted as Chair. With nine members of the Board in attendance, a quorum of the directors was present, and the meeting, having been duly convened, began.
5. **Chair's Welcome**
 - a. Laure Haak, Chair of the Board welcomed the attendees and set the meeting focus on aligning Phoenix's initiatives with the strategic plan.
6. **Presentations.**
 - a. **Josh Young** presented the Executive Director's report.
 - i. **Operating Reserve:** Discussion followed the presentation and the board voted to maintain the current four month reserve. There were also suggestions to explore investment options given the current economy.
 - ii. **Status of Phoenix:** Business Development and Sales have some room for improvement. Other departments are on track.
 - iii. **Communications:** Phoenix will employ a contractor to assist with communication efforts in support of sales and marketing. Activities would include newsletters, website content and sales campaigns.
 - b. **Josh Young** presented a Risk Register Review. Discussion followed on prioritization, with the suggestions for the audit committee to review and propose risk mitigation strategies.

- c. **Josh Young and Shabari Subramaniam** presented on the Partnership Agreement Template. Discussion followed the presentation with the board members contributing ideas to tweak the language around pricing and fees, consider shortening contract term, address sales and marketing costs, and clarify both the partner exit process and the process by which a partner must address compliance issues.
- d. **Business Development:** Discussion led by **Shabari Subramaniam**. Business Development is exploring alternative revenue sources such as sustainability consulting; financials, sales & marketing services; curation as a service; and private deployment of TAIR for commercial entities. The Board was supportive of these efforts and offered suggestions on how to structure these types of agreements.
- e. **Strategic Plan Implementation and Messaging: Josh Young** led the discussion.
 - i. Messaging: The Strategic Plan has been posted publicly on the Phoenix website and a new communications contractor is coming in to drive stakeholder and customer awareness. Discussion of modifying the name Phoenix Bioinformatics to better reflect the evolution of the company.
 - ii. Implementation: Annual priorities have been set. The Board suggested implementing a goal setting rubric that can be used for aligning and tracking progress.

7. Board Business.

- a. **Annual Conflict of Interest Statement completion:** The board members were provided with forms to fill in for this annual requirement. No conflicts were noted.
- b. **Approval of Minutes:** The minutes of the December 2 and December 7, 2022 Board Meeting were unanimously approved by the attending directors and the Secretary was directed to sign and file the minutes in the corporation's minute book.
- c. **Board Membership:** Six Director's terms are up for renewal in the near future. The Board voted to renew Laure Haak's tenure for another two years and to retain Laure as Chair of the Board. Two board members are considering rotating off the Board. The Board discussed increasing Board diversity and also complementary skill sets for potential board members, including an active academic researcher and sales / business development experience.

8. **Adjournment.** The meeting was adjourned at 4 pm, Pacific time.

The foregoing minutes are hereby respectfully submitted by:

Debbie Alexander, Secretary of the Meeting