ANNUAL MEETING MINUTES

Phoenix Bioinformatics Corporation,

a California nonprofit corporation

Annual Meeting of the Board of Directors

Held on April 8th and 9th, 2024

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 8th and 9th, 2024.
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, Rebecca Bryant, Susan Au, and Todd Vision. At the Board’s invitation, Phoenix staff members Connie Ng, Shabari Subramaniam, Swapnil Sawant, Tanya Berardini, Trilok Prithvi, Xingguo Chen, Zach Zouyed, Brooke Long-Fox, Kartik Khosa and Amina Khadaba were present either in person or via zoom.
4. **Presiding Officers and Quorum.** The meeting was called to order at 10am on April 8th. Debbie Alexander acted as Secretary and Rebecca Bryant acted as Chair. With seven 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**
	1. Rebecca Bryant, Chair of the Board welcomed the attendees and set the meeting focus on 2024 strategy.
6. **Presentations.**
	1. **Josh Young**  presented the Executive Director’s report.
		1. **Organization Update**: Phoenix is fully staffed and project schedules are on track.
		2. **Status of Phoenix:** Existing partnerships and revenue sources have some room for improvement. Other initiatives / departments are on track.
		3. **Executive Director Goals Update:** Core Strategies are on track. Discussion involved tactics to pursue revenue goals, which were also addressed in more detail later in the meeting.
	2. **Connie Ng** presented a Financial Overview, including a helpful summary of revenue per product. TAIR continues to be the key product revenue driver for Phoenix. Operating expenses are rising due to staffing and rising medical costs in the current financial environment.
	3. The Board discussed past revenue strategies of bringing in both product and grant revenues.
	4. **Amina Khadaba** presented a Sales Team Update. A geographical gap analyses of TAIR subscriptions was discussed, with endorsement of engaging a sales agent. The Board also contributed ideas to the proposed structural changes to TAIR individual subscriptions and suggestions to promote the community mission of providing free access to support classes and underrepresented cohorts. Planned conference attendance and resulting ROI was also discussed.
	5. **Tanya Berardini** presented a MorphoBank update, including a refresher on the history of MorphoBank, grant funding for replatforming and the current business model. Discussion followed the presentation with the board members contributing ideas on marketing, membership levels and opportunities to increase revenues.
	6. **Shabari Subramaniam** gave a review of the Partnership Program and Sustainability Consulting. Discussion focussed on the pros and cons of sustainability consulting. Suggestions included evaluating the format of consulting to enable a one-to-many approach.
	7. **Shabari Subramaniam** presented a Business Development review. The discussion focussed on the potential for a new TAIR product for commercial users, including target market, key features, and product optimization. The goal is to test this model with customers in 2024 - 25
	8. **Connie Ng** gave a retrospective of the Audit process. The audit was undertaken by Atherton Associates. Findings were minor and have been addressed. Going forward, audits will be undertaken on an annual basis.
	9. An update on the Technical team was presented by Trilok Prithv, Kartik Khosa, Swapnil Sawant, and Xingguo Chen. The Board enjoyed learning about Generative AI and its applications at Phoenix to drive efficiencies and focus. An exciting update was the completion of the development for TAIR replatforming (TAIR3). The update aims to enhance usability and efficiency both for users and TAIR staff. The Board encouraged PR around the replatforming effort, to tie in with TAIR’s 25th anniversary in 2024.
	10. **Tanya Berardini** presented a Science Team Update.
		1. The Arabidopsis reannotation project is nearing the end of the manual review process, with the next step being the release of the reannotation to Genbank. This has been a worldwide effort involving ~100 scientists. TAIR has served as the coordinator and community hub for the project. The Board was enthusiastic about TAIR’s community involvement, driven by reputation and trust.
		2. A TAIR user survey has been deployed to gather feedback and ideas for new features. This user research could be used as the basis for a new feature grant proposal.
7. **Board Discussion: 2024 strategy.** The goal of the discussion was to help Phoenix prioritize 2024 activities and maintain alignment with the strategic plan. Guidance included:
	1. TAIR: focus on TAIR marketing, given the 25th anniversary and the deployment of two large projects: TAIR replatforming and the reannotation of the Arabidopsis genome. Consider expanding to include other plant species.
	2. Partnership program: nurture current partners and spend 2024 building a strategy for identifying future partners.
	3. Develop a strategy for sustainability partnerships that would enable a one-to-many approach.
	4. Revenue generation: revisit subscription models, onboard a sales agent, pursue additional commercial partnerships, and pursue grant applications
8. **Board Business.**
	1. **Annual Conflict of Interest Statement completion:** The board members were provided with forms to fill in for this annual requirement. No conflicts were noted.
	2. **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.
	3. **Board Positions:** The Board voted to renew appointments for the following positions: Tanya Berardini as VP, Susan Au as Treasurer and Debbie Alexander as Secretary.
	4. **Board Committees:** Membership of the Audit, Nomination, and Compensation Committees were refreshed. The Strategic Plan Task Force committee was retired now that the strategic plan has been generated and implementation is underway.
	5. **Board Recruitment:** The Board agreed that recruitment should be prioritized to avoid dropping below seven, which is the minimum number of Board members required. Nine members would be ideal.
		1. The Board voted unanimously to appoint Jen Gibson to the Board of Directors.
		2. Given that both Todd and Laure are planning to step down in 2024, the Nomination Committee was directed to look for an additional three board members.
	6. **Scheduling of Future Meetings:** It was agreed that the next four meetings of the Board will be held as two-hour phone conferences with agenda and detailed supporting documents to be distributed at least a week prior to each meeting, at the following dates and times:
		1. **Quarterly Board Calls:**
			1. Friday August 2nd at 11am - 1pm PT
			2. Friday September 13th at 12pm - 2pm PT
			3. Friday November 8th at 12pm -2pm PT
			4. Friday December 13th at 10am - 1pm PT
		2. **Next Annual Meeting:** The next annual in-person board meeting will be scheduled for March or April 2025, with final dates and location to be determined.
9. **Adjournment.** The meeting was adjourned at 3.10 pm, Pacific time, April 9th.

The foregoing minutes are hereby respectfully submitted by:

Debbie Alexander, Secretary of the Meeting