

Citrus Research and Field Trial (CRAFT) Foundation, Inc.
Minutes of the Board of Directors Meeting
November 1, 2019

A meeting of the Board of Directors of the Citrus Research and Field Trial (CRAFT) Foundation, Inc. was held on Friday, November 1, 2019 at the Florida Citrus Mutual headquarters, Suite 101 of the BB&T Building in Bartow, Florida. The meeting was properly noticed and recorded. Vice Chairman Glenn Beck called the meeting to order at 10:02 a.m. Roll was called, and a quorum was present. Board members present were Glenn Beck, Harold Browning, Tom Mitchell, Phillip Rucks, and John Updike, Jr. Board member Mark Wheeler was on conference call as an observer only. He was not participating in discussion or voting due to health concerns. Also participating were Kristen Carlson, Tamara Wood and Patricia Ouimet.

Mike Sparks was also in attendance.

Approval of Minutes: Minutes of the October 3, 2019 Board of Directors meeting were provided to members via email prior to the meeting. **Mr. Mitchell moved to approve the minutes as presented. Mr. Updike seconded the motion which was passed unanimously.**

Treasurer Report: Mr. Mitchell reported that the CRAFT Foundation, Inc. currently has \$100 in their bank account.

Presentation and Request for Approval of CRAFT General Intellectual Property Policy: Ms. Carlson presented a proposed Intellectual Property Policy to the Board of Directors, explaining that although CRAFT does not intend to own any Intellectual Property, as a corporation it is required to have a policy in place in order to enter in to an agreement with the Citrus Research and Development Foundation (CRDF). The proposed policy can be amended moving forward if needed. **Dr. Browning moved to accept the policy as presented. The motion was seconded by Mr. Updike and passed unanimously.**

Update on the Work of the Technical Working Group: Dr. Patricia Ouimet, Chairman of the Technical Working Group (TWG), joined the meeting via conference call to provide an update

on the work of the TWG. She explained that the TWG has limited each grower participant to look at no more than three testables in order to prevent too much confusion in the data collection and interpretation processes. The TWG will now begin evaluating what gaps there may be in the scientific design of the overall program and will look at what participants are willing to help fill those gaps.

Presentation and Request for Approval of Auditor Services: Ms. Carlson and Mr. Mitchell gave an update on the search for an auditing firm to provide services for CRAFT Foundation, Inc. Alex Wheeler with Bunting Tripp and Ingley, LLP-CPA was recommended by staff. BTI currently provides auditing services for the Citrus Research and Development Foundation, providing experience within both the research and agricultural industries. Ms. Carlson explained that although CRAFT currently has very limited funds, auditing services should begin as soon as possible to ensure all procedures are correctly followed moving forward. **Mr. Mitchell moved to utilize Bunting Tripp and Ingley, LLP-CPA for auditing services as long as their fees are reasonably in range with the industry average. Dr. Browning seconded the motion which passed unanimously.**

Presentation and Request for Approval of Funding Agreement with CRDF: Ms. Carlson presented an agreement funding between the CRAFT Foundation, Inc. and CRDF related to the recently approved Large-Scale Field Trial Proposal for \$2 million. CRAFT staff, CRDF staff and staff from the University of Florida have worked together to come to finalize the agreement. Both CRAFT and CRDF staff have preliminarily agreed to the terms and are currently awaiting a response from the University of Florida.

Dr. Browning informed the Board and staff that although the CRDF's fiscal year ends June 30, their books generally close on May 1, raising a concern regarding the timing of payments to CRAFT and growers based on trees in the ground. Staff will reach out to CRDF to ensure the agreement is written in a manner that ensures prompt delivery of payments. **Dr. Browning moved to approve the Funding Agreement with CRDF pending feedback from the University of Florida and with consideration of amending the payout dates. Mr. Updike seconded the motion which passed unanimously.**

Presentation of Payment Schedules for Participants: Ms. Carlson gave an update on the status of payment amounts for participants. Based on the 1618 acres of solid set applications and 428 acres of resets, as well as the available \$2 million from CRDF and \$4 million from USDA-MAC/FDACS, growers will receive the following:

- Solid set participants will receive \$3,400 over the course of two years.
- Reset participants will receive \$1,050 over the course of two years.

Presentation and Request for Approval of Participant Contracts: After discussion reaffirming the Board's decision to maintain an anonymous approval process, staff presented five contracts for consideration by the Board. Included was Application CRAFT-2019-015S which had already taken ownership of their trees and were awaiting approval in order to plant. **After noting that the presented contracts lacked final experimental design and vital information, Mr. Mitchell moved to approve 015S due to timing with the condition that additional documentation must be provided and that the Board reserves the right to reconsider based upon final documentation and experimental design. In addition, the motion included the tabling of the remaining four contracts presented. Dr. Browning seconded the motion which passed unanimously.**

Staff was given permission to reveal contact information for each applicant only to the team lead of each testable group within the TWG so that experimental designs could be finalized before being presented to the Board of Directors again.

Discussion of Planning to Establish Cycle Two Parameters: A brief discussion of possible parameters for the second round of the CRAFT Program led to Dr. Browning suggesting that there be a joint meeting of the Board of Directors and the TWG in the future to establish guidelines.

The next meeting of the CRAFT Foundation, Inc. Board of Directors was set for December 2, 2019 at 9:30 a.m.

Seeing no other business, Mr. Beck adjourned the meeting at 12:25 p.m.

Minutes submitted by Tamara C. Wood, Secretary