

ANNUAL MEETING MINUTES
Phoenix Bioinformatics Corporation,
a California nonprofit corporation
Annual Meeting of the Board of Directors
Held on April 15 and 16, 2015

1. **Time and Place.** The Board of Directors ("Board") of Phoenix Bioinformatics Corporation, a California nonprofit corporation (the "Corporation"), met in person at the Phoenix Bioinformatics office in Redwood City, California on April 15 and 16, 2015.
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 nine directors of the Corporation were present: Susan Au, Jonathan Dugan, Arthur Grossman, Anne Haake, Eva Huala, Eric Lyons, Bob Muller, Mary Margaret Sprinkle, and Todd Vision. The following guests were also present for the entire meeting by invitation of the Board: Tanya Berardini and Donghui Li. The following Phoenix staff members were present for the first day of the meeting by the invitation of the Board: Karen Meltzer, Yarik Mezheritsky, Leonore Reiser, and Emily Strait. All board members were present from the beginning of the meeting on April 15th until its adjournment on April 16th.
4. **Presiding Officers and Quorum.** Jonathan Dugan, the Chair of the Board called the meeting to order at 9:03 am on April 15, 2015, and Tanya Berardini acted as secretary of the meeting. With all members of the Board in attendance, a quorum of the directors was present, and the meeting, having been duly convened, began.
5. **Presentations.**
 - a. Eva Huala gave the introduction and presented the mission and vision of Phoenix Bioinformatics. Discussion followed the presentation.
 - b. Karen Melzer presented the Phoenix Financials. Discussion followed the presentation.
 - c. Tanya Berardini gave a presentation on TAIR (The Arabidopsis Information Resource), Phoenix's flagship project, and the literature curation that goes into this resource. Discussion followed the presentation.
 - d. Donghui Li and Emily Strait presented a review of the TAIR sales and marketing efforts. Discussion followed the presentation.
 - e. Bob Muller gave a technical overview of TAIR systems and the software development team. Discussion followed the presentation.

6. **Day One Adjournment.** Day one of the meeting was adjourned on April 15, 2015 at 6 p.m. Pacific time.
7. **Board Business :** The second day of the meeting, which began at 9 am, was restricted to the Board of Directors plus the two other founding members of Phoenix Bioinformatics, Tanya Berardini and Donghui Li.
 - a. The first item of business was approval of the minutes of the February 27, 2015 Board Meeting. The Board unanimously approved the minutes of the meeting, and the Secretary was directed to sign and file the minutes in the corporation's minute book.
 - b. A discussion on a board resolution on the authority of the Executive Director to execute contracts without prior approval by the Board followed. The Board requested that a revised version of the resolution be submitted for approval at the next scheduled Board meeting.
 - c. The directors discussed future recruitment plans for additional board members. The terms of two directors will expire in April 2016. These two people will be contacted well in advance of that term expiration date to determine whether they will be up for reelection or not. If not, the search committee will begin working again. As the maximum number of board members is twelve, the directors were all encouraged to suggest additional people with relevant expertise to the search committee for review.
 - d. After a brief discussion, it was decided that no additional committees were necessary at this point in time.
 - e. The Board was updated on the issue of the possible trademark violation in the use of the word 'Phoenix' for Phoenix Bioinformatics Corporation's name.
 - f. The Chair suggested that all of the directors consider donating to Phoenix in symbolic support of the mission and vision of the company. No specific minimum amount was suggested.
8. **Presentations**
 - a. Eva Huala presented the future directions for Phoenix and TAIR. Discussion followed the presentation.
 - b. Bob Muller gave a brief overview of the subscription management system project funded by the Sloan Foundation and how it will be executed. Discussion followed the presentation.
 - c. Eric Lyons spoke on his experiences with the iPlant and COGE projects and how those relate to and could inform the Phoenix projects. The Chair suggested that a similar presentation be made by a different board member at the next annual in-person meeting.
9. **Scheduling of Future Meetings.** It was agreed that the next three 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:

- a. July 22, 2015, 9-11 am Pacific Time
 - b. October 7, 2015, 9-11 am Pacific Time
 - c. January 20, 2016, 9-11 am Pacific Time
10. **Next Annual Meeting:** The next annual in-person board meeting was scheduled for April 11 and 12, 2016, to be held again at the Phoenix Bioinformatics offices in Redwood City, CA.
11. **Adjournment.** The meeting was adjourned on April 16, 2015 at 2:34 p.m. Pacific time.

The foregoing minutes are hereby respectfully submitted by:

Tanya Berardini, Secretary of the Meeting

Approved at board meeting on July 22, 2015.