

**MINUTES OF THE MEETING
OF THE
BOARD OF DIRECTORS
OF
PHOENIX BIOINFORMATICS CORPORATION**

A meeting of the Board of Directors of Phoenix Bioinformatics Corporation (Phoenix) was held on October 8, 2014, at 3pm, Pacific time, upon notice duly given. The following directors, constituting a quorum for the transaction of business, were present, including directors present by means of conference telephone: Eva Huala, Bob Muller, Jonathan Dugan, Eric Lyons, Arthur Grossman (joined at 3:07 pm), and Todd Vision (joined at 3:28 pm). No directors were absent. Tanya Berardini and Donghui Li were also present by invitation of the Board. Jonathan Dugan chaired the meeting and Tanya Berardini acted as secretary of the meeting.

The Chair called the meeting to order at 3:05 pm, and proceeded to the first order of business.

Introductory Remarks

Eva Huala gave a brief update on Phoenix staffing changes, subscriptions, the payroll, and informed the board that financial statements for the first three quarters of 2014 would be sent out in the near future.

Approval of Previous Meeting's Minutes

The second item of business was approval of the minutes of the July 22, 2014 Board Meeting. The Board approved the minutes of the meeting, and the Secretary was directed to sign and file the minutes in the corporation's minute book.

Bylaws Amendments

The Board next considered the corporation's Bylaws. Only one amendment was proposed.

After a very brief discussion, the directors unanimously adopted the following recitals and resolutions:

WHEREAS the Board has determined that it is in the best interests of this corporation amend the bylaws as proposed on Exhibit A;

NOW, THEREFORE, IT IS RESOLVED that the proposed amendments to the bylaws, in substantially the form attached hereto as Exhibit A, are hereby approved.

RESOLVED FURTHER that the officers of this corporation are authorized and directed to take all such further actions as they may deem necessary or advisable to implement fully the foregoing resolution, including preparation of consolidated bylaws

reflecting the amendments, and any such actions heretofore taken by any of such officers to such ends are ratified, approved, and confirmed.

RESOLVED FURTHER that the Secretary is directed to file a copy of such Bylaws with the minutes of this meeting.

Formation of Search Committee for New Board Members

A search committee was formed to identify and recruit new members for the Phoenix Board of Directors. The committee is led by Eric Lyons and has Eva Huala and Jonathan Dugan as additional members. Each search committee member will identify at least one candidate for further evaluation.

Presentation of a Five Year Vision Plan for Phoenix

Eva Huala presented several options for the five year future of Phoenix, including scenarios that envisioned slow, medium, and high growth for the non-profit. Discussion followed the presentation touching areas of building up a reserve fund, areas of expansion, possibilities for training and education, and interactions with developing countries.

Next Meeting

The Chair reminded the Board that the next meeting of the Board of Directors would take place at 8 am, Pacific Standard Time on December 10, 2014, by teleconference.

Adjournment

There being no further business to come before the board, the meeting was adjourned at 5:04 pm, Pacific time.

Respectfully submitted,

Tanya Berardini, Secretary

Approved at board meeting on December 10, 2014.

EXHIBIT A
Bylaws Amendments

Article 4, Section 8e, is hereby modified as follows:

(e) Be custodian of the records and of the seal of the Corporation and see that the seal is affixed to all duly executed documents, the execution of which on behalf of the Corporation under its seal is authorized by law or these Bylaws;

To read:

(e) Be custodian of the records of the Corporation;