

**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 December 10, 2014, at 8 am, 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, Todd Vision (joined at 8:05 am), Arthur Grossman (joined at 8:13 am). 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.

Introductory Remarks

Eva Huala gave a brief update on Phoenix staffing changes, country-level subscriptions, and the paywall status.

Approval of Previous Meeting's Minutes

The second item of business was approval of the minutes of the October 8, 2014 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.

Report from the Search Committee for New Board Members

The committee chair, Eric Lyons, updated the rest of the board on the ongoing search process. Desired qualifications were enumerated. Several candidates have been identified and were described with their qualifications. The selection and vetting process was discussed and a new board member orientation was suggested.

Presentation of 2015 Phoenix Bioinformatics Budget

Eva Huala presented the proposed budget for review. Discussion followed the presentation covering issues of projected market penetration, the competitive landscape for Arabidopsis information, and modeling of projected revenue in the face of a shifting ratio of institutional to country subscriptions. Possibilities for grant-type funding from non-government foundations were also brought to the table.

Presentation of comparable compensation data and 2015 salaries for Phoenix staff (Eva Huala)

Bob Muller, Tanya Berardini, and Donghui Li left the meeting at 9:22 am. Eva Huala then presented data on Phoenix staff salaries in 2014 and projected salaries for 2015, along with compensation and comparable data for staff in nonprofit and for-profit companies.

Presentation of comparable compensation data and proposed 2015 salary for Phoenix Executive Director

Eva Huala presented compensation data for Executive Director/Chief Executive Officer for non-profit and for-profit companies as well a proposal for her own salary for the year 2015.

Following the proposal, she left the meeting.

Board discussion and decision on Executive Director salary (Eva, Bob, Tanya and Donghui absent)

The remaining board members (Jonathan Dugan, Eric Lyons, Todd Vision, and Arthur Grossman) met in closed session and discussed the Executive Director compensation. The compensation for the Executive Director was approved as presented.

Further discussion and approval of 2015 Budget

Eva Huala, Bob Muller, Tanya Berardini, and Donghui Li rejoined the meeting at 10:01 am. Upon voting, the 2015 Phoenix budget was approved unanimously by the board.

Concluding Remarks

Next Board meeting will be the Annual Meeting on April 15-16 2015, at Phoenix offices in Redwood City, CA.

Adjournment

There being no further business to come before the board, the meeting was adjourned at 10:03 am, Pacific time.

Respectfully submitted,

Tanya Berardini, Secretary

Approved at board meeting on Feb. 27, 2015.