

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

A meeting of the Board of Directors (BOD) of Phoenix Bioinformatics Corporation was held on September 6, 2016 at 1 pm, Pacific time, by conference call, upon notice duly given. The full board of directors, constituting a quorum for the transaction of business, were present via conference call: Eva Huala, Bob Muller, Mary Margaret Sprinkle, Susan Au, Eric Lyons, Todd Vision, Jonathan Dugan, Anne Haake, and Arthur Grossman. Tanya Berardini, Donghui Li, and Karen Melzer were present at the invitation of the board. Jonathan Dugan chaired the meeting, and Tanya Berardini, as the Secretary of the Corporation, acted as secretary of the meeting.

The Chair called the meeting to order at 1:08 am. The directors proceeded to the first order of business.

Approval of Previous Meeting's Minutes

The first item of business was approval of the minutes of the Annual Board meeting held on June 2, 2016. The minutes were unanimously approved and the Secretary was directed to certify the minutes and have the minutes, so certified, inserted in the corporation's minute book.

Updates to the Board

Eva Huala updated the board members on the status of the Biocyc integration into the Phoenix subscription management system as well as progress with working with a second scientific resource, Repbase. She also presented progress on two grant proposals that have been submitted or are about to be submitted in the next week. Finally, she informed the board about Phoenix' involvement in a Rochester Institute of Technology (RIT) Computer Science senior capstone project.

Board Elections

A brief discussion on moving the date of the board elections from the annual in-person board meeting to the December board conference call was led by Eva Huala. She will consult with the Phoenix lawyers and have them draw up a bylaw amendment draft that would update the stipulated election date and will send that draft to the board by email for review. The subject of whether or not the Executive Director and the Chief Financial Officer should have permanent positions on the board was brought up. It was agreed that further discussion on this issue would be tabled for this meeting and revisited during a future meeting. The Chair was tasked with talking to those BOD members (Huala, Muller, and Lyons) whose terms were coming to an end to see if these members would be willing to serve another term if reelected.

Presentation of Draft Budget for 2017

Eva Huala presented a draft of the Phoenix 2017 budget to get feedback from the Treasurer and other members of the board. The draft budget was based on actual revenue and expense numbers that were available for 2016 as well as projections made on past financial and subscription history. The final budget will be presented during the December 2016 conference call for board approval. Some discussion followed with board members asking questions and clarifications about subscription pricing, revenue projection, and effects of possible grant funding.

Next Meeting

The Chair reminded the Board that the next Board of Directors conference call would be on December 7, 2016 from 9 – 11 am Pacific time. In addition, the next in-person Board meeting is scheduled for March 20-21, 2017, at the Phoenix offices in Redwood City, CA.

Adjournment

There being no further business to come before the board, the meeting was adjourned at 2:03 pm Pacific time.

Respectfully submitted,

Tanya Z. Berardini, Secretary

Approved on 12/6/16.