

**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 June 13, 2017 at 1 pm, Pacific time, by conference call, upon notice duly given. The following directors, constituting a quorum for the transaction of business, were present via conference call: Eva Huala, Arthur Grossman, Eric Lyons, Jonathan Dugan, Todd Vision, Susan Au, Mary Margaret Sprinkle, and Anne Haake. Tanya Berardini, Donghui Li, Karen Melzer, and Trilok Prithvi 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 1:03 pm. 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 March 20 and 21, 2017. The meeting minutes were approved unanimously and the Secretary was directed to certify the minutes and have the minutes, so certified, inserted in the corporation's minute book.

Board Recruitment Committee Report

Jonathan Dugan reported on the efforts of the Board Recruitment Committee in creating a pool of potential candidates to fill the spot vacated by Bob Muller, with qualifications that would augment the strengths of the current board. An excellent candidate has been identified and all members of the recruitment committee (Dugan, Grossman, Haake, Huala, and Lyons) have had one-on-one conversations with him. The rest of the board will be given an opportunity to review the candidate's credentials and speak with him, after which a decision on inviting that person to join the board will be made.

Updates to the Board

Eva Huala presented an update on TAIR and partner program activities and subscriptions. TAIR's subscription renewal rate is at a very encouraging 98%. The board suggested additional ways to identifying and targeting new subscribers for TAIR. Biocyc subscriptions are starting to increase as marketing efforts and access restrictions to the valued content are proving effective. Phoenix continues to lay the groundwork for partnering with additional resources, analyzing usage statistics, projecting revenue, and developing pricing strategies. Three resources are under evaluation and all require slightly differing approaches due to the differences in the data and analysis services that they offer. The board suggested that, in cases where potential partners currently use free or subsidized computing resources or open source software, due diligence be done on both the partner's and Phoenix's behalf to ensure that a subscription-

based revenue model is not prohibited by any restrictions on each prospective partner's use of third party intellectual property, software licenses and federally-funded computing resources.

With Phoenix's office lease in Redwood City expiring at the end of June 2017, the board was informed of a likely location move for the Phoenix offices. Alternate locations with more space are under evaluation with a goal of finding a new place that is both cost-effective and commute-friendly to the majority of the Phoenix staff.

Strategic Planning Update

Eva Huala shared a proposed timeline for Phoenix's annual strategic planning with the plan year spanning April 1 – March 31. A document with the high level narrative around the four major goals of Growth, Staff, Efficiency, Community, as well as a more detailed plan with specific annual goals, will be shared with the board for feedback. The management team will finalize the annual plan for 2017-18 in the next month and will share that with the board.

Reminders

The Compensation Committee was reminded that their report is due by August 1st so that the results could be folded into the 2018 budget. A copy of the most recent Guidestar report was requested to assist in their deliberations.

All directors were reminded to sign and return the annual Conflict of Interest statement to Eva Huala.

Next Meeting

The Chair reminded the Board that the next Board of Directors conference call would be on September 13, 2017 at 9-11 am Pacific Standard Time

The next in-person Board meeting will be on March 26-27 2018, at Phoenix offices or other location TBA.

Adjournment

There being no further business to come before the board, the meeting was adjourned at 2:39 pm, Pacific time.

Respectfully submitted,

Tanya Z. Berardini, Secretary

Minutes approved during Sept. 13, 2017 board call.