

**Harbor Branch Oceanographic Institute Foundation, Inc.**  
**Minutes of the Special Meeting of the Board of Directors**  
**of Harbor Branch Oceanographic Institute Foundation, Inc.**  
**Held on April 8, 2014**

A special meeting of the Board of Directors of Harbor Branch Oceanographic Institute Foundation, Inc. was held telephonically at 11:00 a.m. on April 8, 2014.

The following Board members were present:

C. Amos Bussmann  
Nancy Higgs  
Michael D. Minton  
Michael O'Reilly  
Sherry Plymale  
Karl M. Steene  
William J. Stewart  
Robert Stilley  
Mike Toner

Also in attendance:

Dr. Megan Davis, Interim Executive Director, HBOI

**1. Determination of Quorum**

The meeting was called to order by Mr. O'Reilly, Chairman of the Search Committee after he determined that a quorum present.

**2. Agenda**

Mr. O'Reilly presented the report of the Search Committee recommending that Mr. Duke, as Chairman of the Board and President of the Foundation, extend an offer to the Foundation's Interim Executive Director, Katha Kissman, to employ her on a full time basis as President and Chief Executive Officer of the Foundation and that the Chairman be authorized to come to an agreement with Ms. Kissman on terms, as he may determine in his discretion and to execute an agreement on behalf of the Foundation for her employment.

After discussion, the motion was made adopting the recommendation of Mr. O'Reilly which motion was seconded and unanimously carried.

**3. Adjournment**

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting of the Board of Directors was adjourned at 11:20 a.m.

  
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William J. Stewart, Secretary