

Florida Institute for Human and Machine Cognition December 5, 2005 Agenda

8:30 a.m. Central Time

9:30 a.m. Eastern Time

FIHMC Board of Directors Conference Call Meeting

Roll Call

Chair Carol Carlan

Chair's Greetings

Chair Carol Carlan

Announcement of Dr. Akshay "AK" Desai as
New Director

Chair Carol Carlan

Approval of July 26, 2005 Minutes

Chair Carol Carlan

ACTION ITEMS

1. Approval of Nominee to Replace Outgoing Director
Timothy Goldfarb

Chair Carol Carlan

2. Approval of CEO Compensation Package

Chair Carol Carlan

3. Acceptance of June 30, 2005 Financial Statements

Chair Carol Carlan

DISCUSSION ITEMS

Chief Executive Officer's Report

Dr. Ken Ford

OTHER ITEMS

Chair Carol Carlan

ADJOURNMENT

Chair Carol Carlan

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Pensacola, Florida 32502

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FIHMC Board of Directors
Conference Call Meeting
40 S. Alcaniz Street
Pensacola, FL 32502
July 26, 2005

FIHMC Chair Carol Carlan called the meeting to order at 10:00 a.m. with a quorum of Directors being present. Directors in attendance included:

Carol Carlan, KC Clark, Sandra Flake, Eugene Franklin, Tim Goldfarb, Terry Hickey, Hal Hudson, Bev Kitaoka, Larry Lemanski, and Ray Russenberger.

Also in Attendance:

Kenneth M. Ford (Director of IHMC), Albert Hartley (Chief Business Officer of IHMC), Robert Hansen (Associate Director of IHMC), Julie Sheppard (General Counsel and Special Assistant to the Director of IHMC), Timothy W. Wright (Deputy Director of IHMC), and Ronnie Armstrong (Controller of IHMC).

Agenda:

Chair's Greetings	Chair Carol Carlan
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Approval of June 3, 2005 Minutes	Chair Carol Carlan
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ACTION ITEM

Approval of Temporary Banking Line of Credit	Chair Carol Carlan
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DISCUSSION ITEMS

Chief Executive Officer's Report	Dr. Ken Ford
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OTHER ITEMS	Chair Carol Carlan
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ADJOURNMENT	Chair Carol Carlan
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Chair Carlan opened the meeting by thanking the Directors for being available for the meeting on short notice. She also noted that for the out-of-town Directors that we were happy to report much less damage to Pensacola from the recent Hurricane Dennis.

Approval of June 3, 2005 Minutes.

A motion was made and seconded to adopt the minutes of the March 23rd meeting. The motion carried unanimously.

Action Item. Approval of Temporary Banking Line of Credit.

Chair Carlan opened this agenda item by explaining that this was not permanent financing but a temporary six month credit line against receivables while we concluded the Banking RFP. Chair Carlan noted that the pre-bid meeting for the Banking RFP was currently being conducted in the classroom downstairs. CEO Ford explained that normally this float against federal contract and grant receivables would have been carried by the University.

A motion was made and seconded to approve the temporary line of credit on the terms set forth in the agenda and to authorize Dr. Ken Ford or Ronnie Armstrong to sign the necessary paperwork on behalf of FIHMC. The motion passed unanimously.

There being no other action items, Chair Carlan then turned to Dr. Ford and asked him to provide his report to the Board.

Report of the Chief Executive Officer

Dr. Ford began by thanking Chair Carlan for the opportunity to update the Board on our continuing progress since the June 3 meeting.

Dr. Ford reported that IHMC survived Category 3 Dennis, which touched land just east of Pensacola on Sunday July 10th with little damage to either the 40 S. Alcaniz location and the 127 S. Alcaniz location. He stated that we were well prepared but also very concerned as we had closed on the 40 S. Alcaniz property just ten days before Dennis. With the exception of two days without power, other than a generator, Dr. Ford explained that we were up and running quickly and kept the key infrastructure elements, including internet, phone, and critical business functions in place even while we were still in the dark. He stated that we are continuing to learn how to best mitigate the impact of these all too frequent storms and continuing to work on our disaster contingency plan.

Dr. Ford informed the Board that we closed on the 40 S. Alcaniz property on June 30, 2005 and are fully engaged in pursuing insurance claims from Hurricane Ivan that were left unresolved and unpaid by the previous owner. He stated that we have excellent insurance coverage on the building and contents and have also secured flood insurance on the premises as well.

Dr. Ford reminded the Board of the update provided at the June 3 meeting by Joni Higgins of Copeland Lowery Jacques on federal legislative initiatives. He explained that since her briefing, we have now learned that two projects in which IHMC is involved were included in the House budget and that we will be hopefully awaiting word on these two projects as the Senate begins its review over this next month and we will keep the Directors updated on these projects.

Adjournment.

At the conclusion of the CEO report, Chair Carlan asked the Directors for any other issues or business before the Board and there being no issues raised, the meeting of the FIHMC Board of Directors was adjourned at 10:15 a.m.

Julie L. Sheppard, General Counsel and Corporate Secretary



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November 3, 2005

Dr. Kenneth M. Ford
Director
Institute for Human and Machine Cognition
40 South Alcaniz Street
Pensacola, FL 32502

Dear Dr. Ford:

The Board of Governors is delighted to have a seat on the Board of Directors for the Florida Institute for Human and Machine Cognition, Inc. (FIHMC). I am pleased to designate Dr. Akshay Desai, a member of the Board of Governors, as the Board's representative on the Board of FIHMC. I am confident he will keep our Board informed of your activities.

I am excited about the wonderful opportunities that lie ahead for FIHMC. Best of luck as you continue your important work.

Sincerely yours,

A handwritten signature in cursive script, appearing to read "Carolyn K. Roberts".
Carolyn K. Roberts
Chair

c: Dr. Akshay Desai

CKR/cmb



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Akshay Desai

Dr. Akshay Desai obtained his medical degree from Government Medical College, India. He achieved his Masters Degree in Administrative Medicine while attending the George Washington University in Washington, D.C. He is certified by the American Boards of Internal Medicine, Geriatrics, and Quality Assurance. He currently resides in St. Petersburg, Florida and is married to Seema Desai and they have three children, Priyanka, Parth and Crystal. Dr. Desai's interests include reading, education, foreign policy and politics.

Dr. Desai is the President of American Family & Geriatric Care, President, CEO and Chairman of Universal Health Care, President of American Managed Care, LLC, and President of Courtesy Healthcare.



In the past, Dr. Desai has served as Chief of Staff and Chairman of the Board of Trustees at Northside Hospital and Heart Institute as well as St. Petersburg General Hospital in St. Petersburg, Florida. He has served on numerous committees of various Hospitals and Health Plans throughout the Tampa Bay area.

Dr. Desai was the Chairman of the Council for Education Policy, Research and Improvement (CEPRI) for the state of Florida and was appointed to this position by Governor Jeb Bush.

Currently, Dr. Desai serves as Commissioner and Chairman of Health Committee, White House Commission on Asian American, Pacific Islander advising the President on issues effecting Asian Americans.

Listed below are additional political, professional and social / cultural / community associations that Dr. Desai is affiliated with.

Professional

American College of Physician Executives
President: 1996
Member since: 1990

Pinellas County Medical Society
Member since: 1991

Florida Medical Association
Member since: 1992

American Medical Association
Member since: 1992

Social / Cultural / Community / State / Federal / Political

Asian American & Pacific Islander (AAPI)

Commissioner: 2004 — Current

Council for Education Policy, Research and Improvement (CEPRI)

Chairman: Past

Member since: 2002

Postsecondary Education Planning Commission

Commissioner as appointed by Governor Jeb Bush: 1999 — 2002

Republican Party of Florida

Committee of 100: Current

Elected Delegate to National Convention for Republican Party: 2000

Alternate Delegate to National Convention for Republican Party: 2004

Tampa Bay Partnership

Board of Directors since: 2003

Vinoy Club, St. Petersburg, Florida

Member since: 2000

India Cultural Center, Tampa, Florida

Board of Trustees since: 1998

For questions & comments regarding education issues: Commissioner@fldoe.org

For technical issues regarding this website: Email Webmaster

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