IHMC BOARD OF DIRECTORS SPECIAL MEETING MINUTES

Meeting Minutes

Monday, July 20, 2026

2:00 p.m. CST / 3:00 p.m. EST Meeting

Roll Call — Cassie Guilliams

The Chair and Directors in attendance included: Wes Reeder, as Chair, and the following Directors: Dick Baker (Chair Finance), Eugene Franklin, David Bear, Eric Nickelsen, J. Mort O'Sullivan, III, Jay Patel, Jim Reeves, William S. Dalton, Ron Ewers, Manny Diaz, Rich Bianculli and Glenn Sturm. Also, in attendance from IHMC: Cassandra Guilliams, as Board Secretary. The Board Members not in attendance included: Ray Russenberger and Jon L. Mills.

Chair Wes Reeder called the special meeting of the IHMC Board of Directors to order at 2:00 p.m. The meeting was convened principally to consider the recommendation of the CEO Selection Committee regarding the appointment of IHMC's next Chief Executive Officer and related matters.

Chair Reeder provided the Board with an overview of the process undertaken by the CEO Selection Committee following Dr. Morley Stone's decision to step down as CEO. He summarized the Committee's meetings and deliberations, including its consideration of whether IHMC should appoint an internal candidate, conduct an external search, or utilize an interim CEO while a broader search was conducted.

As part of that process, the Committee sought the perspectives of Dr. Ken Ford and Dr. Morley Stone regarding the leadership transition and potential candidates. Chair Reeder reported that both were supportive of Dr. Timothy J. Broderick and believed he was well positioned to assume the CEO role. The Committee had also considered placing an interim CEO; however, following further discussion, the Committee determined that proceeding directly with Dr. Broderick would provide greater continuity and avoid a potentially lengthy external search.

Chair Reeder then summarized the Committee's July 13 meeting with Dr. Broderick, during which members discussed his interest in the position, vision for IHMC, leadership approach, and readiness to assume the broader responsibilities of CEO. The Committee considered Dr. Broderick's institutional knowledge, research and leadership experience, familiarity with IHMC's culture and federal research portfolio, and commitment to the Institute. Following its deliberations, the Committee voted unanimously to recommend Dr. Broderick to the full Board for appointment as IHMC's next Chief Executive Officer.

With the Committee's recommendation before it, Chair Reeder opened the floor for questions and discussion. Board members discussed Dr. Broderick's background, current responsibilities at IHMC, leadership experience, and commitment to serving as CEO. Members also considered the importance of continuity during the transition and Dr. Broderick's longstanding familiarity with IHMC's research mission and organizational culture.

The discussion also addressed areas in which Dr. Broderick would need additional support as he transitioned into the position, particularly state governmental and community relations and certain aspects of IHMC's business operations. Members noted that these responsibilities had also required development and support during prior leadership transitions and discussed the benefit of the experience available through Dr. Stone, Dr. Ford, and IHMC's existing leadership team.

In considering Dr. Broderick's ability to lead IHMC's research enterprise, members discussed his strong federal research background and relationships, including his experience within the Department of Defense and DARPA research communities. The Board recognized the continuing importance of these relationships to IHMC and discussed the value of maintaining and expanding them under the Institute's new leadership.

Members also discussed the importance of the CEO maintaining productive relationships across IHMC's research teams and addressing organizational or personnel issues when necessary. The Board emphasized that the transition should preserve IHMC's collaborative culture while providing clear leadership and accountability throughout the organization.

As the discussion broadened from the CEO transition to the Board's role in supporting IHMC's leadership, members considered opportunities to strengthen the Board's involvement in financial oversight. The Board discussed establishing a finance committee that could provide additional financial expertise, review, and reporting directly to the Board.

A motion by Director Patel was made and seconded by Directors O'Sullivan and Baker to establish a Finance Committee. During discussion of the motion, it was amended to include the Board's audit oversight responsibilities. The motion, as amended by Director Patel and seconded by Directors O'Sullivan and Baker, was unanimously approved by the Board.

The Board further discussed the value of receiving more direct and regular information regarding IHMC's financial condition and operations and the role the new committee could play in supporting both the Board and incoming CEO.

Returning to the principal purpose of the special meeting, the Board discussed the proposed terms of Dr. Broderick's appointment, including compensation and benefits, expectations for the position, and the development of a performance-based incentive compensation plan. Members also discussed Dr. Broderick's commitment to the position and the expectations that would accompany his assumption of the CEO role.

At the conclusion of the discussion, Chair Reeder called for a vote on Dr. Broderick's appointment. Director O'Sullivan offered a motion to appoint Dr. Timothy J. Broderick as IHMC's next Chief Executive Officer upon the terms presented to the Board. Directors Baker, Reeves and Patel seconded the motion. Chair Reeder called the question, and all Board members present voted in favor of the motion. The motion was approved unanimously.

Following the vote, the Board discussed the importance of providing continuity and support to Dr. Broderick as he prepared to assume leadership of the Institute and ensuring an effective transition from Dr. Stone's leadership.

Following the appointment, the Board briefly discussed initial transition activities, including engagement with the University of West Florida and coordination with Director Diaz. Members agreed that an introductory meeting should be arranged early in Dr. Broderick's transition.

There being no further business, Chair Reeder adjourned the special meeting.