

## Pollard, Claudia

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**From:** Strong, Andrew L.  
**Sent:** Wednesday, September 01, 2010 4:42 PM  
**To:** McKinney, Mike; Anderson, Greg  
**Cc:** Smalley, Janet; Everett, KrisAnn; Giroir, Brett; Pollard, Claudia; Kelly, Scott; Huston, Marilyn M.; Bennett, Trudy  
**Subject:** REMINDER: National Biosecurity Foundation, Inc. - Initial Meeting of the Board of Directors, September 2, 2010 at 10:00 am CT  
**Attachments:** 2010-8-11. Certificate of Formation Filed; 8-12-2010 Certificate of Filing.pdf; Bylaws of National Biosecurity Foundation final draft (September 1 2010).pdf

Dear Members of the Board of Directors of the National Biosecurity Foundation, Inc.:

As you have previously been notified, this email confirms the meeting tomorrow of the Board of Directors of the National Biosecurity Foundation, Inc. (the "Organization"). This constitutes the initial meeting of the directors. Among other items, the agenda will be to:

1. Adopt the Bylaws of the Organization. A draft of the Bylaws is attached for your review.
2. Elect Officers.
3. Discuss and consider authorization of funding for the Organization
4. Discuss and consider authorization of the preparation and filing of IRS Form 1023
5. Conduct any other business as deemed necessary by the Board

The meeting will be held on Thursday, September 1, 2010 at 10:00 am in the Chancellor's Conference room at

The Texas A&M University System  
A&M System Bldg., Chancellor's Office  
200 Technology Way  
College Station, Texas 77845-3424

In addition to the draft Bylaws, please find attached the Certificate of Formation that was filed with the Secretary of State and the resulting Certificate of Filing.

If you have any questions, please do not hesitate to contact me. Non-Board members in attendance will include Dr. Brett Giroir, Mr. Scott Kelly (Incorporator of the Organization) and Dr. Lynn Huston.

Best regards,

Andrew.

Andrew L. Strong, General Counsel  
The Texas A&M University System  
v. 979.458.6122 / f. 979.458.6150  
c. 713.899.3930  
[astrong@tamus.edu](mailto:astrong@tamus.edu)

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## THE TEXAS A&M UNIVERSITY SYSTEM Office of the General Counsel

A&M System Building, Ste. 2079  
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College Station, TX 77845-3424  
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Wednesday, August 11, 2010

Via Fax to: 512-463-5709  
Name: Secretary of State  
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From: Marilyn M Heston  
Texas A&M University System  
Phone: 979-458-6131

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CORPORATIONS SECTION



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TYPE DOCUMENT TO BE FILED:  
Certificate of Formation

ENTITY NAME(s):  
National Biosecurity Foundation

SHIP TO ADDRESS: (if different than Address above)

EXPEDITED HANDLING REQUESTED: ☐ YES ☐ NO

(Additional charge of \$25 per document for expedited service)

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This space reserved for office use.

**Certificate of Formation**  
**Nonprofit Corporation**

**Article 1 – Entity Name and Type**

The filing entity being formed is a nonprofit corporation. The name of the entity is:

National Biosecurity Foundation

**Article 2 – Registered Agent and Registered Office**

(See instructions. Select and complete either A or B and complete C.)

☐ A. The initial registered agent is an organization (cannot be entity named above) by the name of:

OR

☒ B. The initial registered agent is an individual resident of the state whose name is set forth below:

Scott	A	Kelly	
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>

C. The business address of the registered agent and the registered office address is:

200 Technology Way	College Station	TX	77845
<i>Street Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>

**Article 3 – Management**

The management of the affairs of the corporation is vested in the board of directors. The number of directors constituting the initial board of directors and the names and addresses of the persons who are to serve as directors until the first annual meeting of members or until their successors are elected and qualified are as follows:

*A minimum of three directors is required.*

Director 1				
Andrew	L	Strong		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>	
200 Technology Way	College Station	TX	77845	US
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>

<b>Director 2</b>				
<b>Gregory</b>	<b>R</b>	<b>Anderson</b>		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>	
<b>200 Technology Way</b>	<b>College Station</b>	<b>TX</b>	<b>77845</b>	<b>US</b>
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>

<b>Director 3</b>				
<b>Michael</b>	<b>D</b>	<b>McKinney</b>		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>	
<b>200 Technology Way</b>	<b>College Station</b>	<b>TX</b>	<b>77845</b>	
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>

**OR**

☐ The management of the affairs of the corporation is to be vested in the nonprofit corporation's members.

#### **Article 4 – Membership**

(See instructions. Do not select statement B if the corporation is to be managed by its members.)

- ☐ A. The nonprofit corporation shall have members.
- ☒ B. The nonprofit corporation will have no members.

#### **Article 5 – Purpose**

(See instructions. This form does not contain language needed to obtain a tax-exempt status on the state or federal level.)

The nonprofit corporation is organized for the following purpose or purposes:

The purposes for which the Corporation is organized and to be operated are exclusively scientific and/or educational and to relieve the burdens of government within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). The Corporation is established for the specific purpose of developing national, regional and local biosecurity countermeasures against unconventional weapons, including biological, chemical and radioactive weapons, and communicable diseases applicable to both military and civilian populations (the "Purpose").

In furtherance of its Purpose, the Corporation may:

- (1) conduct research, develop countermeasures and countermeasure policy, provide training and such other functions as may be necessary or appropriate to accomplish the Purpose;
- (2) facilitate research initiatives and opportunities by providing administrative support through contracts and other means;
- (3) seek, acquire, receive, hold, administer, and use either the principal or the income therefrom, of gifts, grants, contracts, and agreements;
- (4) assist in the generation and disposition of intellectual property for the public benefit including through the utilization of funds consequent to the generation and disposition of intellectual property for further research, education, and public services related to the Purpose;
- (5) acquire, construct, or otherwise provide buildings, grounds and other facilities, improvements and equipment related to the Purpose;



(6) participate in public-private partnerships and other affiliation, cooperation and coordination agreements with any other public or private entity for furthering the stated Purpose of the Corporation; and

(7) perform such other functions as may be necessary or appropriate to fulfill the Purpose of the Corporation.

The broadest discretion is vested in and conferred upon the Board of Directors for the accomplishment of these purposes, provided, however, that no contributions shall be made or distributed to or for any person, firm, corporation, or other entity that shall apply, directly or indirectly, such contributed funds for any purpose or purposes in violation of the Constitution and statutes of the United States or the state of Texas.

The Corporation shall also have, use and enjoy any and all powers necessarily or properly incident to or connected with the foregoing purposes, or any of them, including the power to acquire in any lawful manner such property, real, personal or mixed, or interest therein, as may be necessary for the transaction of its business and may hold, use, lease, sell, mortgage, pledge, assign, transfer or convey the same or any part thereof. The Corporation may receive by gift, devise, bequest or otherwise any money or property to be used, either the principal or the income therefrom, for the furtherance of any of the corporate purposes expressed in its charter or for any other purpose which may hereafter be or become within its corporate powers.

*The following text area may be used to include any additional language or provisions that may be needed to obtain tax-exempt status.*

#### **Limitation on Activities**

Notwithstanding any other provision of these Articles, the Corporation shall not engage, participate or intervene in any activity or transaction which would prevent the Corporation from attaining or result in the loss by the Corporation of its status as an organization exempt from federal income taxation under section 501(c)(3) of the Code, or corresponding provisions hereafter in effect, and the use, directly or indirectly, of any part of the assets of the Corporation in any such activity or transaction is expressly prohibited. Anything to the contrary herein notwithstanding, the Corporation shall:

- (1) make distributions at such time and in such manner as not to subject the Corporation to tax under section 4942 of the Code, or corresponding provisions hereafter in effect;
- (2) not engage in any act of self-dealing as defined in section 4941(d) of the Code, or corresponding provisions hereafter in effect, which would be subject to tax under section 4941 of the Code, or corresponding provisions hereafter in effect;
- (3) not retain any excess business holding as defined in section 4943(c) of the Code, or corresponding provisions hereafter in effect, which would subject the Corporation to tax under section 4943 of the Code, or corresponding provisions hereafter in effect;
- (4) not make any investments which would subject the Corporation to tax under section 4944 of the Code, or corresponding provisions hereafter in effect;
- (5) not make any taxable expenditures as defined in section 4945(d) of the Code, or corresponding provisions hereafter in effect, which would subject the Corporation to tax under section 4945 of the Code, or corresponding provisions hereafter in effect;
- (6) permit any part of the net earnings of the Corporation to inure to the benefit of any private individual (except that reasonable compensation may be paid for personal services rendered to or for the Corporation affecting one or more of its purposes);
- (7) devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise; or
- (8) participate or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

#### **Supplemental Provisions/Information**

(See instructions.)

Text Area: [The attached addendum, if any, is incorporated herein by reference.]

#### Disposal of Assets in the event of Dissolution

Pursuant to section 22.304(a) of the Texas Business Organization Code (BOC), after all liabilities and obligations of the Corporation in the process of winding up are paid, satisfied and discharged in accordance with section 11.053 of the BOC, the property of the Corporation shall be applied and distributed as follows:

- (1) property held by the corporation on a condition requiring return, transfer, or conveyance because of the winding up or termination shall be returned, transferred, or conveyed in accordance with that requirement; and
- (2) the remaining properties of the corporation shall be distributed only for tax exempt purposes to such organization or organizations organized and operated exclusively for purposes described in Section 501(c)(3) of the Code which, in the opinion of the Board, shall most nearly carry forward the purposes and objectives of the Corporation under a plan of distribution adopted by the Board in compliance with Chapter 22 of the BOC and in accordance with state and federal law.

The property remaining after distribution under the plan of distribution, shall be distributed by a district court of the county in which the corporation's principal office is located to one or more organizations described in Section 501(c)(3) of the Code. The court shall make the distribution in the manner the court determines will best accomplish the general purposes for which the corporation was organized.

#### Limitations of Liability

As provided herein, pursuant to Section 7.001 (Limitation of Liability) of the BOC, a director (hereinafter "Director") of the Corporation is not liable to the Corporation for monetary damages for an act or omission in the Director's capacity as a Director, except that this provision does not eliminate or limit the liability of a Director for:

- (1) a breach of a Director's duty of loyalty to the Corporation;
- (2) an act or omission not in good faith constitutes a breach of duty of the person to the Corporation or involves intentional misconduct or a knowing violation of law;
- (3) a transaction from which the Director received an improper benefit, regardless of whether or not the benefit resulted from an action taken within the scope of Director's duties; or
- (4) an act or omission for which the liability of a Director is expressly provided for by an applicable statute.

Notwithstanding the foregoing, if the BOC or any other statute of the State of Texas hereafter is amended to authorize the further elimination or limitation of the liability of Directors of a Corporation, then the liability of a Director of the Corporation shall be eliminated or limited to the fullest extent permitted by the statutes of the State of Texas, as so amended, and such elimination or limitation of liability shall be in addition to, and not in lieu of, the elimination and limitation on the liability of a Director of the Corporation provided by the foregoing provisions.

#### Amendments to the Certificate of Formation

This Certificate of Formation may be amended by majority vote of the Board at any annual, regular or special meeting, provided that the notice for any special meeting of the Board at which amendments to this Certificate of Formation will be considered includes a description of the amendments to be considered.

### Organizer

The name and address of the organizer:

Scott A. Kelly

Name

2000 Technology Way

College Station

TX

77845

Street or Mailing Address

City

State

Zip Code

### Effectiveness of Filing (Select either A, B, or C.)

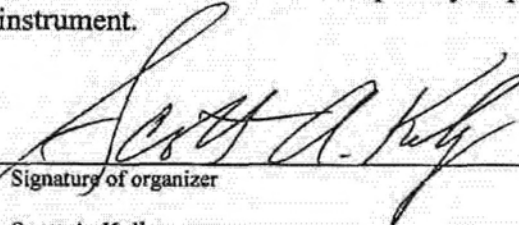
- A. ☒ This document becomes effective when the document is filed by the secretary of state.
- B. ☐ This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: \_\_\_\_\_
- C. ☐ This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_

The following event or fact will cause the document to take effect in the manner described below:

### Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date: August 6, 2010



Signature of organizer

Scott A. Kelly

Printed or typed name of organizer



Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Hope Andrade  
Secretary of State

Office of the Secretary of State  
Packing Slip

August 12, 2010  
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Attn: Marilyn M Huston  
The Texas A&M University System  
200 Technology Way, Ste 2079  
College Station, TX 77845- 3424

**Batch Number:** 32060082

**Batch Date:** 08-11-2010

**Client ID:** 275609786

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**Phone No:** 9794586120 -

Document Number	Document Detail	Filing Number / Name	Page Count	Fee
320600820002	Certificate of Formation	National Biosecurity Foundation	0	\$25.00
Total Document Fees				\$25.00

Payment Type	Payment Status	Payment Reference	Amount
Credit Card	Received	***** [REDACTED]	\$25.00
Total Payments Received			\$25.00
Total Amount Charged to Client Account			\$0.00
Total Amount Credited to Client Account			\$0.00

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Austin, Texas 78711-3697



Hope Andrade  
Secretary of State

## Office of the Secretary of State

August 12, 2010

Attn: Marilyn M Huston

The Texas A&M University System  
200 Technology Way, Ste 2079  
College Station, TX 77845 USA

RE: National Biosecurity Foundation  
File Number: 801304976

It has been our pleasure to file the certificate of formation and issue the enclosed certificate of filing evidencing the existence of the newly created nonprofit corporation.

Nonprofit corporations do not automatically qualify for an exemption from federal and state taxes. Shortly, the Comptroller of Public Accounts will be contacting the corporation at its registered office for information that will assist the Comptroller in setting up the franchise tax account for the corporation. Information about franchise tax, and contact information for the Comptroller's office, is available on their web site at <http://window.state.tx.us/taxinfo/franchise/index.html>. For information on state tax exemption, including applications and publications, visit the Comptroller's Exempt Organizations web site at <http://window.state.tx.us/taxinfo/exempt/index.html>. Information on exemption from federal taxes is available from the Internal Revenue Service web site at [www.irs.gov](http://www.irs.gov).

Nonprofit corporations do not file annual reports with the Secretary of State, but do file a report not more often than once every four years as requested by the Secretary. It is important for the corporation to continuously maintain a registered agent and office in Texas as this is the address to which the Secretary of State will send a request to file a periodic report. Failure to maintain a registered agent or office in Texas, failure to file a change to the agent or office information, or failure to file a report when requested may result in the involuntary termination of the corporation. Additionally, a nonprofit corporation will file documents with the Secretary of State if the corporation needs to amend one of the provisions in its certificate of formation. If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section  
Business & Public Filings Division  
(512) 463-5555  
Enclosure



## Office of the Secretary of State

### CERTIFICATE OF FILING OF

National Biosecurity Foundation  
File Number: 801304976

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Nonprofit Corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 08/11/2010

Effective: 08/11/2010



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade  
Secretary of State



The State of Texas

Corporations Section  
P.O. Box 13697  
Austin, Texas 78711-3697



Hope Andrade  
Secretary of State

Phone: 512-463-5555  
Fax: 512-463-5709  
Dial 7-1-1 For Relay Services  
[www.sos.state.tx.us](http://www.sos.state.tx.us)

PLEASE NOTE :

**THE ENCLOSED CERTIFICATE IS YOUR OFFICIAL  
CERTIFICATE OF FILING, WHICH CAN BE USED AS  
EVIDENCE OF FILING.**

**IF YOU DESIRE A FILE-MARKED COPY OF YOUR  
DOCUMENT PLEASE CALL OUR CERTIFYING TEAM  
@512-463-5578 FOR ADDITIONAL INFORMATION.**

THANK YOU

NATIONAL BIOSECURITY FOUNDATION

# BYLAWS

ADOPTED: \_\_\_\_\_, 2010, by the unanimous  
resolution of the Board.

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## ARTICLE I: STRUCTURE and PURPOSE

### Section 1. Structure.

National Biosecurity Foundation (the "Corporation") is a non-profit corporation organized under the laws of the State of Texas in accordance with Chapter 22 of the Texas Business Organizations Code (the "BOC"), which has no members within the meaning of §1.002 (53) of the BOC. The Certificate of Formation of the Corporation (as amended from time to time, the "Certificate of Formation") was filed in the office of the Secretary of State of the State of Texas on August 11, 2010 and approved on the same date under File Number 801304976.

### Section 2. Purpose.

The purposes for which the Corporation is organized and to be operated are exclusively scientific and/or educational and to relieve the burdens of government within the meaning of §501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code"). The Corporation is established for the specific purpose of developing national, regional and local biosecurity countermeasures against unconventional weapons, including biological, chemical and radioactive weapons, and communicable diseases applicable to both military and civilian populations (the "Purpose").

In furtherance of its Purpose, the Corporation may:

- a) conduct research, develop countermeasures and countermeasure policy, provide training and such other functions as may be necessary or appropriate to accomplish the Purpose;
- b) facilitate research initiatives and opportunities by providing administrative support through contracts and other means;
- c) seek, acquire, receive, hold, administer, and use either the principal or the income therefrom, of gifts, grants, contracts, and agreements;
- d) assist in the generation and disposition of intellectual property for the public benefit including through the utilization of funds consequent to the generation and disposition of intellectual property for further research, education, and public service related to the Purpose;
- e) acquire, construct, or otherwise provide buildings, grounds and other facilities, improvements and equipment related to the Purpose;
- f) participate in public-private partnerships and other affiliation, cooperation and coordination agreements with any other public or private entity for furthering the stated Purpose of the Corporation; and
- g) perform such other functions as may be necessary or appropriate to fulfill the Purpose of the Corporation.

The Corporation shall also have, use and enjoy any and all powers necessarily or properly incident to or connected with the foregoing purposes, or any of them, including the power to acquire in any lawful manner such property, real, personal or mixed, or interest therein, as may be necessary for the transaction of its business and may hold, use, lease, sell, mortgage, pledge, assign, transfer or convey the same or any part thereof.

The Corporation may receive by gift, devise, bequest or otherwise any money or property, to be used, either the principal or the income therefrom, for the furtherance of any of the corporate purposes expressed in its charter or for any other purpose which may hereafter be or become within its corporate powers.

Notwithstanding any other provision of these Bylaws, the Corporation shall not engage, participate or intervene in any activity or transaction which would prevent the Corporation from attaining or result in the loss by the Corporation of its status as an organization exempt from federal income taxation under §501(c)(3) of the Code, or corresponding provisions hereafter in effect, and the use, directly or indirectly, of any part of the assets of the Corporation in any such activity or transaction is expressly prohibited. Anything to the contrary herein notwithstanding, the Corporation shall:

- a) make distributions at such time and in such manner as not to subject the Corporation to tax under §4942 of the Code, or corresponding provisions hereafter in effect;
- b) not engage in any act of self-dealing as defined in §4941(d) of the Code, or corresponding provisions hereafter in effect, which would be subject to tax under §4941 of the Code, or corresponding provisions hereafter in effect;
- c) not retain any excess business holding as defined in §4943(c) of the Code, or corresponding provisions hereafter in effect, which would subject the Corporation to tax under §4943 of the Code, or corresponding provisions hereafter in effect;
- d) not make any investments which would subject the Corporation to tax under §4944 of the Code, or corresponding provisions hereafter in effect;
- e) not make any taxable expenditures as defined in §4945(d) of the Code, or corresponding provisions hereafter in effect, which would subject the Corporation to tax under §4945 of the Code, or corresponding provisions hereafter in effect;
- f) permit any part of the net earnings of the Corporation to inure to the benefit of any private individual (except that reasonable compensation may be paid for personal services rendered to or for the Corporation affecting one or more of its purposes);
- g) devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise; or
- h) participate or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

## ARTICLE II: OFFICES

### Section 1. Principal Place of Business.

The principal place of business of the Corporation is located at College Station, Texas. The Corporation may have such other offices, either within or without the State of Texas, as the Board of Directors may determine or as the affairs of the Corporation may require from time to time.

Section 2. Registered Office and Registered Agent.

The Corporation shall have and continuously maintain in the State of Texas a registered office and a registered agent whose office is the Corporation's registered office, as required by the BOC. The registered office may but need not be identical to the principal office of the Corporation in the State of Texas, and the address of the registered office may be changed from time to time by the Board of Directors in accordance with applicable law.

**ARTICLE III: BOARD OF DIRECTORS**

Section 1. Powers.

The property, business, and affairs of the Corporation shall be managed and controlled by the Board of Directors (hereinafter "Board") and, subject to the restrictions imposed by law, the Certificate of Formation and these Bylaws, the Board shall exercise all of the powers of the Corporation.

Section 2. Number.

The Board shall consist initially of the three (3) directors named in the Certificate of Formation as originally filed with the Secretary of State of Texas. The number of directors may be increased or decreased from time to time by amendment of these Bylaws in accordance with the provisions of Article XI, provided that the number of directors shall never be less than three (3), and provided further that no decrease in number shall have the effect of shortening any term of any incumbent director.

Section 3. Appointment and Term.

Directors shall be elected by the affirmative vote of a majority of the existing directors of the Corporation and shall serve a term of two years, except for the directors named in the Certificate of Formation who shall serve until the first annual meeting of the Board following the filing of the Certificate of Formation. Directors may, but need not, be divided into classes and the terms of office of the several classes need not be uniform. Each person serving as a director shall hold office until the earlier to occur of (a) the expiration of such director's term and until such director's successor has been elected and qualified or (b) such director's death, resignation, or removal as hereinafter provided.

Section 4. Removal.

Any director may be removed from office, with or without cause, by the affirmative vote of a majority of the other directors of the Corporation.

Section 5. Election and Vacancies.

Any vacancy (other than resulting from completion of a term) occurring in the position of a director, whether by death, resignation, removal, or otherwise, shall be filled by the affirmative vote of a majority of the remaining directors. A director elected to fill a vacancy arising other than as a result of term completion shall be elected for the unexpired term of, and shall be a member of the same class as, such director's predecessor. Any vacancy to be filled by reason of an increase in the number of directors shall be filled by election at any meeting of the Board.



Section 6. Meetings of Directors.

The directors may hold meetings, maintain an office, and keep the Corporation's books and records at such place or places within or without the State of Texas as the Board may from time to time determine; provided, however, that in the absence of any such determination, such place shall be the Corporation's principal office in the State of Texas. In accordance with §22.002 of the BOC, participation by remote communication technology will be considered that same as participation in person for purposes of transacting the business of the Corporation, including for purposes of quorum, if (1) each person entitled to participate in the meeting consents to the meeting being held by means of that system; and (2) the system provides access to the meeting in a manner or using a method by which each person participating in the meeting can communicate concurrently with each other participant.

Section 7. Annual Meetings.

The annual meeting of the Board ("Annual Meeting") shall be held at such time and place as shall be designated from time to time by resolution of the Board, or, if not so designated, on the second \_\_\_\_\_ of the month of \_\_\_\_\_ of each year at the Corporation's registered office for the purpose of (a) electing officers for the ensuing year, and (b) transacting such other business as may be properly brought before such Annual Meeting. Notice of Annual Meetings shall not be required.

Section 8. Regular Meetings.

Regular meetings of the Board ("Regular Meetings") shall be held quarterly at such times and places as shall be designated from time to time by resolution of the Board. Notice of Regular Meetings shall be required.

Section 9. Special Meetings.

Special meetings of the Board ("Special Meetings") shall be held at such times and places as shall be designated from time to time by (a) the Chairman of the Board, (b) a Vice-Chairman of the Board, if any, (c) the President or (d) by the Secretary, if the Secretary is requested to do so in writing by any two (2) directors. Notice of Special Meetings shall be required.

Section 10. Notice of Meetings.

The Secretary shall give notice of the time and place of each Regular or Special Meeting to each director in person or by facsimile transmission, mail or electronic message, at least ten (10) days before such meeting. Unless otherwise indicated in such notice, any and all matters pertaining to the Corporation's Purpose may be considered and acted upon at such meeting. At any such meeting at which every director shall be present even though without notice, any matter pertaining to the Corporation's Purpose may be considered and acted upon.

Section 11. Quorum.

A majority of the then-acting directors shall constitute a quorum for the consideration of any matters pertaining to the Corporation's Purpose. Participation by remote communications technology in accordance with Article VIII, Section 5 will be considered the same as participation in person for purposes of transacting the business of the Corporation. If at any meeting of the Board there is less than a quorum present, a majority of those present may adjourn the meeting. The act of a majority of the directors present at a meeting at which a quorum is

present shall be the act of the Board, unless the act of a greater number is required by law, the Certificate of Formation or these Bylaws.

Section 12. Voting.

A director may vote in person or by proxy executed in writing by the director. No proxy shall be valid after three (3) months from the date of its execution. Each proxy shall be revocable unless expressly provided therein to be irrevocable, and unless otherwise made irrevocable by law. A director present by proxy shall not count toward a quorum.

Section 13. Conduct of Business.

At meetings of the Board, matters pertaining to the Corporation's purposes shall be considered. At all meetings of the Board, the Chairman of the Board shall preside, and in the absence of the Chairman, any Vice-Chairman of the Board shall preside, and in the absence of any Vice-Chairman, the President shall preside, and in the absence of the President, a Chairman shall be chosen by the Board from among the directors present. The Secretary of the Corporation shall act as secretary of all meetings of the Board, but in the absence of the Secretary, the Chairman may appoint any person to act as secretary of the meeting.

Section 14. Compensation of Directors; Expenses.

Persons serving as directors shall not receive any salary or compensation for their services as directors; provided, however, that nothing contained herein shall be construed as precluding any director from receiving compensation in a reasonable amount for personal services rendered (other than services rendered as a director) that are reasonable and necessary in carrying out the Corporation's purposes as the Board may from time to time determine. A director shall be entitled to reimbursement for reasonable expenses incurred in carrying out such person's duties as a director.

Section 15. Limitations of Liability.

As provided herein, pursuant to §7.001 (Limitation of Liability) of the BOC, a Director of the Corporation is not liable to the Corporation for monetary damages for an act or omission in the Director's capacity as a Director, except that this provision does not eliminate or limit the liability of a Director for:

- a) a breach of a Director's duty of loyalty to the Corporation;
- b) an act or omission not in good faith or that constitutes a breach of duty of the Director to the Corporation or involves intentional misconduct or a knowing violation of law;
- c) a transaction from which the Director received an improper benefit, regardless of whether the benefit resulted from an action taken within the scope of the Director's duties; or
- d) an act or omission for which the liability of a Director is expressly provided for by an applicable statute.

Notwithstanding the foregoing, if the BOC or any other statute of the State of Texas hereafter is amended to authorize the further elimination or limitation of the liability of Directors of a Corporation, then the liability of a Director of the Corporation shall be eliminated or limited to the fullest extent permitted by the statutes of the State of Texas, as so amended, and such



elimination or limitation of liability shall be in addition to, and not in lieu of, the elimination and limitation on the liability of a Director of the Corporation provided by the foregoing provisions.

#### ARTICLE IV: COMMITTEES

##### Section 1. Board Committees.

Pursuant to, and subject to the terms of, §§ 22.218 and 22.219 of the BOC, the Board may from time to time designate members of the Board to constitute committees that shall have and may exercise such powers as a majority of the Board may determine in the resolution that creates the committee. The Board may appoint individuals who are not members of the Board to any committee; provided, however, that a majority of the committee members shall be members of the Board if such committee exercises the authority of the Board in the management of the Corporation. Other committees, not having and exercising the authority of the Board in the management of the Corporation, may be designated and members appointed by a resolution adopted by the Board, or by the President if authorized by a resolution of the Board or by these Bylaws. Membership of such committees may, but need not, be limited to directors.

##### Section 2. Procedures; Meetings; Quorum.

Any committee created by the Board or these Bylaws, unless otherwise expressly provided herein or in the Board resolution creating such committee, shall:

- a) have a chairman designated by the Board;
- b) fix its own rules or procedures;
- c) meet at such times and at such place or places as may be provided by such rules or by resolution of such committee or resolution of the Board; and
- d) keep regular minutes of its meetings and cause such minutes to be recorded in books kept for that purpose in the principal office of the Corporation, and report the same to the Board at its next succeeding meeting.

At every meeting of any such committee, the presence of a majority of all the members thereof shall constitute a quorum, and the affirmative vote of a majority of the members present shall be necessary for the adoption by it of any action, unless otherwise expressly provided in the committee's rules or procedures, these Bylaws or by the Board.

The Board may designate one or more directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of such committee. In the absence or disqualification of a member of a committee, the member or members present at any meeting of such committee and not disqualified from voting, whether or not constituting a quorum, may unanimously appoint the designated alternate director to act at that meeting in the place of the absent or disqualified member.

## ARTICLE V: OFFICERS

### Section 1. Number, Titles, and Term of Office.

The officers of the Corporation shall include a President and a Secretary, and may include one more vice presidents, a treasurer, and other officers and assistant officers as the Board may from time to time elect or appoint. Such other officers and assistant officers shall have such authority and responsibility as may be assigned to them by the Board. Any two (2) or more offices may be held by the same individual, except the offices of President and Secretary. Except for those officers elected at the Corporation's Organization Meeting held pursuant to § 22.104 of the BOC (the "Organization Meeting"), the term of office for each officer shall be until the next succeeding Annual Meeting at which officers are elected. The term of office for those officers elected pursuant to the Organization Meeting shall be that period of time beginning on the date of the Organization Meeting and ending on the date of the first Annual Meeting. In any event, a duly-elected officer shall serve in such office until a successor has been duly elected and qualified, or until such officer's earlier death, resignation or removal.

### Section 2. Removal.

Any officer or agent or member of a committee elected or appointed by the Board may be removed by the Board, but such removal shall be without prejudice to the contract rights, if any, of the individual so removed. Election or appointment of an officer or agent or member of a committee shall not of itself create contract rights.

### Section 3. Vacancies.

Any vacancy occurring in any office of the Corporation may be filled by the Board.

### Section 4. Powers and Duties of the Chairman of the Board.

The Chairman of the Board shall preside at all meetings of the Board, and shall have such other powers and duties as may be assigned to such officer in these Bylaws or from time to time by the Board.

### Section 5. Powers and Duties of a Vice-Chairman of the Board.

In the absence of the Chairman of the Board, or in the event of such person's inability or refusal to act, a Vice Chairman of the Board shall preside at all meetings of the Board; and shall have such other powers and duties as may be designated in the Bylaws and as may be assigned from time to time by the Board.

### Section 6. Powers and Duties of the President.

The President shall be the Chief Executive Officer of the Corporation. Subject to the control of the Board, the President shall have general executive charge, management, and control of the properties, business, and operations of the Corporation with all such powers as may be reasonably incident to such responsibilities; shall have the authority to agree upon and execute all leases, contracts, evidences of indebtedness, and other obligations in the name of the Corporation subject to the approval of the Board; and shall have such other powers and duties as may be designated in these Bylaws and as may be assigned to such officer from time to time by the Board.



Section 7. Powers and Duties of the Treasurer.

The Treasurer, if such is appointed by the Board, shall have custody of all of the Corporation's funds and securities that come into such officer's hands. When necessary or proper, the Treasurer may endorse or cause to be endorsed, in the name and on behalf of the Corporation, checks, notes, and other obligations for collection and shall deposit or cause to be deposited the same to the credit of the Corporation in such bank or banks or depositories and in such manner as shall be designated and prescribed by the Board; may sign or cause to be signed all receipts and vouchers for payments made to the Corporation either alone or jointly with such other officer as may be designated by the Board; whenever required by the Board, shall render or cause to be rendered a statement of the cash account; shall enter or cause to be entered regularly in the Corporation's books to be kept by such officer for that purpose full and accurate accounts of all moneys received and paid out on account of the Corporation; shall perform all acts incident to the position of Treasurer subject to the control of the Board; and shall, if required by the Board, give such bond for the faithful discharge of such officer's duties in such form as the Board may require.

Section 8. Powers and Duties of the Secretary.

The Secretary shall keep the minutes of all meetings of the Board in books provided for that purpose; shall attend to the giving and serving of all notices; in furtherance of the Corporation's purposes and subject to the limitations contained in the Certificate of Formation, may sign with the President in the name and on behalf of the Corporation and/or attest the signatures thereto, all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes, and other instruments of the Corporation; shall have charge of the Corporation's books, records, documents, and instruments, except the books of account and financial records and securities of which the Treasurer shall have custody and charge, and such other books and papers as the Board may direct, all of which shall be open at reasonable times to the inspection of any director upon application at the Corporation's office during business hours; and shall in general perform all duties incident to the office of Secretary subject to the control of the Board.

Section 9. Compensation of Officers.

Officers shall be entitled to receive salary or compensation in a reasonable amount for such personal services rendered that are necessary and reasonable in carrying out the Corporation's purposes as the Board may from time to time determine; provided, however, that in no event shall such salary or compensation be excessive.

**ARTICLE VI: ADVISORY BOARD**

Section 1. Powers.

The Corporation may elect to, from time to time, have an advisory board (the "Advisory Board"). If the option of having an advisory board is from time to time elected, the Advisory Board shall upon the request of the Board, advise and assist the Board on such matters as the Board may designate.

Section 2. Number.

The Advisory Board shall consist of such persons appointed to the Advisory Board from time to time by the Board. The number of Advisory Board members may be increased or decreased from time to time by the affirmative vote of a majority of the Board; provided that any such decrease or increase shall be in accordance with the provisions of applicable law.

Section 3. Appointment and Term.

The Board shall appoint persons to the Advisory Board by the affirmative vote of a majority of the Board. Members of the Advisory Board may, but need not be, divided into classes and the terms of office of the several classes need not be uniform. Each member of the Advisory Board shall serve until the earlier to occur of (a) expiration of such member's term or (b) until such member's earlier death, resignation, or removal, and in either case until a successor has been appointed and qualified.

Section 4. Removal.

Any Advisory Board member may be removed by the Board with or without cause.

Section 5. Vacancy.

Any vacancy occurring in the Advisory Board shall be filled by the affirmative vote of a majority of the Board.

Section 6. Meetings.

The Advisory Board may hold meetings at such time and place as may be determined from time to time by the Board; provided, however, in the absence of such determination, such place shall be the Corporation's principal office in the State of Texas.

Section 7. Notice of Meetings.

The Secretary shall give notice to Advisory Board members of the time and place of each Advisory Board meeting as far in advance as practicable before such meeting. Unless otherwise indicated in such notice, any and all matters pertaining to the Advisory Board's purposes may be considered and acted upon at such meeting. At any meeting at which every Advisory Board member shall be present even though without notice any matter pertaining to the Advisory Board's purposes may be considered and acted upon.

Section 8. Quorum.

A majority of the then acting Advisory Board members shall constitute a quorum for the consideration of any matters pertaining to the Advisory Board's purposes. In accordance with §22.002 of the BOC, participation by remote communication technology will be considered that same as participation in person for purposes of the meetings of the Advisory Board, including for purposes of quorum, if (1) each person entitled to participate in the meeting consents to the meeting being held by means of that system; and (2) the system provides access to the meeting in a manner or using a method by which each person participating in the meeting can communicate concurrently with each other participant.

If at any meeting of the Advisory Board there is less than a quorum present, a majority of those present may adjourn the meeting from time to time.

Section 9. Voting.

An Advisory Board member may vote in person, including by remote communication technology as set out in Section 8 of this Article, or by proxy executed in writing by such individual. An Advisory Board member present by proxy shall not count toward a quorum.

Section 10. Conduct of Business.

Unless the Board designates a chairman of the Advisory Board, the Chairman of the Board shall act as chairman of all meetings of the Advisory Board at which such individual is present; in the absence of a chairman designated by the Board and the Chairman of the Board, a chairman shall be chosen from among the Advisory Board members present. The Advisory Board shall keep regular minutes of its meetings and cause such minutes to be recorded in books kept for that purpose in the principal office of the Corporation, and report the same to the Board at its next succeeding meeting.

**ARTICLE VII: DISPOSAL OF ASSETS IN THE EVENT OF DISSOLUTION**

Pursuant to §22.304(a) of the BOC, after all liabilities and obligations of the Corporation in the process of winding up are paid, satisfied and discharged in accordance with §11.053 of the BOC, the property of the Corporation shall be applied and distributed as follows:

- a) property held by the corporation on a condition requiring return, transfer, or conveyance because of the winding up or termination shall be returned, transferred, or conveyed in accordance with that requirement; and
- b) the remaining properties of the corporation shall be distributed only for tax exempt purposes to such organization or organizations organized and operated exclusively for purposes described in §501(c)(3) of the Code which, in the opinion of the Board, shall most nearly carry forward the purposes and objectives of the Corporation, under a plan of distribution adopted by the Board in compliance with Chapter 22 of the BOC and in accordance with state and federal law.

The property remaining after distribution under the plan of distribution shall be distributed by a district court of the county in which the corporation's principal office is located to one or more organizations described in §501(c)(3) of the Code. The court shall make the distribution in the manner the court determines will best accomplish the general purposes for which the corporation was organized.

**ARTICLE VIII: MISCELLANEOUS PROVISIONS**

Section 1. Fiscal Year.

The Corporation's fiscal year shall be as determined from time to time by the Board.

Section 2. Seal.

The Corporation's seal, if any, shall be such as may be approved from time to time by the Board.

Section 3. Notice and Waiver of Notice.

Whenever any notice is required to be given by mail under the provisions of these Bylaws, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed postpaid wrapper addressed to the person entitled thereto at such person's post office address, as



such appears in the records of the Corporation, and such notice shall be deemed to have been given on the date of such mailing. If transmitted by facsimile or electronic message, such notice shall be deemed to be delivered upon successful transmission of the facsimile or electronic message. A member of the Board may waive notice of any meeting. The attendance or participation of a member of the Board at any meeting shall constitute a waiver of notice of such meeting unless such attendance or participation is for the purpose of objecting to the failure of notice. A waiver of notice in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to notice.

Section 4. Resignations.

Any director, officer, committee or advisory board member may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein, or, if no time be specified, at the time of its receipt by the President or Secretary. The acceptance of a resignation shall not be necessary to make it effective, unless expressly so provided in the resignation.

Section 5. Action Without a Meeting by Directors, or Committees; Remote Participation.

- a) Any action required or authorized to be taken under the BOC or the Certificate of Formation at a meeting of the Board or a committee may be taken without holding a meeting, providing notice, or taking a vote if each person entitled to vote on the action signs a written consent setting forth the action to be taken and such consent is signed by a sufficient number of members of the Board or committee thereof as would be necessary to take the action at a meeting at which all, and not just a quorum, of the members of the Board or members of the committee were present and voted. Such consent shall have the same force and effect as a vote made in person at a meeting, and may be stated as such in any document or instrument filed with the Secretary of State.
- b) Subject to the requirements of law for notice of meetings, unless otherwise restricted by the Certificate of Formation or these Bylaws, members of the Board or members of any committee may participate in and hold a meeting of the Board or committee, as the case may be, by means of a conference telephone or similar communications equipment, or another suitable electronic communications system, including videoconferencing technology or the Internet, or any combination, if the telephone or other equipment or system permits each person participating in the meeting to communicate with all other persons participating in the meeting. Participation in such meeting shall constitute presence in person at such meeting, unless the participation is for the express purpose of objecting to the transaction of business at the meeting on the ground that the meeting has not been lawfully called or convened. If voting is to take place at the meeting, the Corporation must:
  - 1) implement reasonable measures to verify that every person voting at the meeting by means of remote communications is sufficiently identified; and
  - 2) keep a record of any vote or other action taken.

**ARTICLE IX: INDEMNIFICATION OF DIRECTORS AND OFFICERS**

The Corporation shall have the power to purchase and maintain at its expense insurance on behalf of Directors and Officers to the fullest extent permitted by applicable law, whether or not



the Corporation would have the power to indemnify such person under the Laws of the State of Texas.

## **ARTICLE X: CONFLICTS OF INTEREST POLICY**

### **Section 1. Purpose.**

The purpose of the conflicts of interest policy is to protect the Corporation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Corporation or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

### **Section 2. Definitions.**

- a) **Interested Person.** Any director, principal officer, or member of a committee with Board-delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.
- b) **Financial Interest.** A person has a financial interest if the person has, directly or indirectly, through business, investment or family:
  - 1) an ownership or investment interest in any entity with which the Corporation has a transaction or arrangement;
  - 2) a compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement; or
  - 3) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the Board or appropriate committee decides that a conflict of interest exists.

### **Section 3. Procedures.**

- a) **Duty to Disclose.** In connection with any actual or possible conflicts of interest, an interested person must disclose the existence of his or her financial interest and must be given the opportunity to disclose all material facts to the directors and members of committees with Board-delegated powers considering the proposed transaction or arrangement.
- b) **Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, the interested person shall leave the Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board or committee members shall decide if a conflict of interest exists.

- c) Procedures for Addressing the Conflict of Interest.
  - 1) An interested person may make a presentation at the Board or committee meeting, but after such presentation, such person shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
  - 2) The Board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.
- d) Violations of the Conflicts of Interest Policy.
  - 1) If the Board or committee has reasonable cause to believe that a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
  - 2) If, after hearing the response of the member and making such further investigation as may be warranted in the circumstances, the Board or committee determines that the member has in fact failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4. Records of Proceedings.

The minutes of the Board and all committees with Board-delegated powers shall contain:

- a) names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board's or committee's decision as to whether a conflict of interest in fact existed; and
- b) names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection therewith.

Section 5. Compensation Committees.

- a) A voting member of the Board who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.
- b) A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.
- c) No voting member of the Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from

the Corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 6. Annual Statements.

Each director, principal officer and member of a committee with Board-delegated powers shall annually sign a statement affirming that such person:

- a) has received a copy of the conflicts of interest policy;
- b) has read and understands the policy;
- c) has agreed to comply with the policy; and
- d) understands that the Corporation is a charitable organization and that in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 7. Periodic Reviews

To ensure that the Corporation operates in a manner consistent with its charitable purposes and that it does not engage in activities that could jeopardize its status as an organization exempt from federal income tax, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a) whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining; and
- b) whether partnerships, joint ventures, and arrangements with management organizations conform to the Corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Section 8. Use of Outside Experts.

In conducting the periodic reviews provided for in this Section 7, the Corporation may, but need not, use outside advisors. If outside experts are used their use shall not relieve the Board of its responsibility for ensuring that periodic reviews are conducted.

**ARTICLE XI: AMENDMENTS**

These Bylaws may be altered, amended, or repealed and replaced by the affirmative vote of a majority of the Board at any meeting if notice of the proposed amendment is contained in the notice of such meeting.

The Certificate of Formation of the Corporation may be amended in accordance with the provisions of §22.107, et seq. of the BOC.

**Pollard, Claudia**

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**From:** Ashton Daigle [REDACTED]  
**Sent:** Friday, September 10, 2010 5:45 PM  
**To:** Giroir, Brett  
**Subject:** Media Affairs for National Biosecurity Foundation  
**Attachments:** ASHTON DAIGLE.doc

Brett Giroir -

I am a daily contributing writer for a Chicago-based website that specializes in bio-security and Homeland Security issues. I wrote about your foundation this morning for the site, [www.bioprepwatch.com](http://www.bioprepwatch.com). The position is essentially a part-time telecommute position. I actually reside near New Orleans.

I was wondering if you were by chance looking for anybody to work in a public information and/or media affairs capacity for the National Biosecurity Foundation.

I realize this is probably a long shot. Be that as it may, I am looking for full-time employment. I have over 12 years experience as a journalist, covering everything from local government to business and now, as I mentioned, Homeland Security issues.

I have attached a copy of my resume. Thank you for your consideration in this matter.

Sincerely,

Ashton Daigle



**ASHTON DAIGLE**

276 Evangeline Drive  
(985) 845-0370  
(504) 723-7676  
Mandeville, LA 70471

**CAREER PROFILE:**

- Exceptional planning, organizational and critical thinking skills
- Demonstrated accuracy and concentration under tight deadlines.
- Professional written, verbal and interview skills.
- Twelve years of writing and editing experience.
- Five years of investigative experience.

**EXPERIENCE:****Web Content Writer****Newsinator LLC**

**Chicago, IL April 2010 - Present**

- Contributes news stories daily for vaccine-related web site, [www.vaccinenewsdaily.com](http://www.vaccinenewsdaily.com)
- Contributes daily news stories for bio-medical web site, [www.bioprepwatch.com](http://www.bioprepwatch.com)
- Contributes stories for Chicago-based medical directory, [www.toptiermd.com](http://www.toptiermd.com)

**Contributing Writer****Where Y'at Magazine**

**New Orleans, LA March 2010 - Present**

- Contributes news and cultural features for monthly New Orleans-based entertainment magazine.

**Legal Investigator****Silent Eye Investigations**

**Covington, LA, March 2008 - Present**

- Conducted video surveillance.
- Recorded statements with claimants and witnesses.
- Performed civil and criminal background investigations.

**Freelance Writer and Blogger**

**January 2007 to Present**

- Supplied web content for several business websites.

- Winner of the 2008 National Novel Writing Month competition.

**Managing Editor**

**Northshore Conifer, Mandeville, LA October 2006 – December 2007**

- Consulted and guided first-time publisher through successful launch of a new publication.
- Oversaw an editorial team of 22 contributing writers and all submissions.
- Wrote and edited business news stories.

**Editor**

**St. Tammany Farmer, Covington, LA, June 2003 – October 2006**

- Edited material compiled by staff writers.
- Wrote news articles and assisted with design.

**Insurance Investigator Terrell Miceli Investigations, Slidell, LA, February 2002-June 2003**

- Investigated workman's compensation cases.
- Conducted video surveillance.
- Recorded statements with claimants and witnesses.
- Performed civil and criminal background investigations.

**Metro Staff Writer**

**Hammond Daily Star Hammond, LA, June 2001-March 2003**

- Wrote feature stories, crime, and education news.
- Promoted from education to crime and courts coverage.

**Staff Writer**

**News Banner, Wick Communications, Covington, LA, November 1998 - June 2001**

- Specific areas of coverage included St. Tammany Parish municipal and parish government, business and technology.
- Wrote and edited web content for the News Banner website.

**EDUCATION:**

Southeastern Louisiana University  
Hammond, Louisiana  
Bachelor of Arts, English  
Associate of Arts, Criminal Justice  
Degree Awarded: May 1998

Delgado Community College

Slidell, Louisiana

Private Investigator Preparatory Course

Licensed by Louisiana State Board of Private Investigator Examiners: February 2003

Slidell Technical Institute

Slidell, Louisiana

Electronics Communications Basic Core

Degree awarded: 1998

### **TECHNICAL SKILLS:**

- Computer proficiency in PC and Macintosh computers including Windows XP/Vista.
- Software experience includes Microsoft Office Suite, Quark, Photoshop, MS/DOS.
- Experience with electronic publishing and utilizing other production/layout software.
- HTML and Internet Explorer experience.
- Digital Video and editing skills.
- Technical writing course work.

### **ASSOCIATIONS & ACHIEVEMENTS:**

Winner of 2008 National Novel Writing Month competition.

Member of Louisiana Press Association, 1998-2002.

Editor of Southeastern Louisiana University publication, The Pick.

## Pollard, Claudia

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**From:** Pollard, Claudia  
**Sent:** Monday, August 09, 2010 9:38 AM  
**To:** Halbert, Amy J.; Davis, Edwin; Ashley, Frank; Harper, Irma; Smalley, Janet; Meyer, Janice D.; Lusher, Jennifer; Mazurkiewicz, Kathy; Poenisch, Kenneth R.; Everett, KrisAnn; Shanks, LauraLee M.; Ferguson, Lorie E.; Hyde, Lydia; Jackson, Niky L.; Davis, Rod; Olague, Ruben; Chavarria, Sandra; Speed, Tricia; King, Shauna; Pappas, Sheri A.; Martin, Don E.; 'maldonado@tamu.edu'; Jordan, Michele L.; Sterling, Holly L.; Boyd, Mary A.; Bishop, Kristin A; 'kwhitten@neo.tamu.edu'  
**Subject:** Dr. Heather Manley Announcement

Colleagues,

I am pleased to announce that Dr. Heather Manley has joined our staff as Director, Operations and Business Development for the Institute for Innovative Therapeutics (IIT) effective today, Monday, August 9.

Heather holds a Ph.D. in Biomedical Research – Molecular Neuroscience from the Mayo Graduate School in Rochester, MN, and did her post-doctoral work in the area of biological toxins. She has extensive professional experience in federal biodefense programs at both DARPA and the Office of the Secretary of Defense. Most recently, she was a member of the senior leadership team for the Transformational Medical Technologies program within DTRA, a > \$1.7 billion Defense initiative to guarantee biosecurity against infectious threats. Heather brings a wealth of knowledge, experience, and a spectacular “can do” attitude. As importantly, she is an avid sports fan and ready for the Aggies to BTHOTU.

Please join me in welcoming Dr. Heather Manley to the suite and to the System.

Best,

Brett

Brett P. Giroir, MD  
Vice Chancellor for Research,  
The Texas A&M University System;  
Professor, College of Medicine, Texas A&M Health Science Center;  
Research Professor, Dwight Look College of Engineering;  
Adjunct Professor, The Bush School of Government and Public Service;  
200 Technology Way, Suite 2043  
College Station, Texas 77845-3424  
Phone: 979-458-6054  
Fax: 979-458-6044



**Pollard, Claudia**

---

**From:** Manley, Heather A.  
**Sent:** Friday, August 20, 2010 5:43 PM  
**To:** 'Samantha Jordan'; Giroir, Brett; Cook, Jason; 'Thomas Graham'  
**Subject:** RE: National Biosecurity Foundation

Would recommend a telecom earlier rather than later in the week if Dr. Giroir's schedule allows. Unfortunately I'm still not back in Texas!

Thanks,  
Heather

Heather A. Manley, Ph.D.

Director, Operations and Business Development  
Institute for Innovative Therapeutics

The Texas A&M University System  
200 Technology Way, Suite 2043  
College Station, TX 77845-3424

979-458-6068 office; 979-458-6044 fax  
979-571-4754 BlackBerry

---

**From:** Samantha Jordan [mailto:  
**Sent:** Friday, August 20, 2010 5:36 PM  
**To:** Giroir, Brett; Manley, Heather A.; Cook, Jason; 'Thomas Graham'  
**Subject:** RE: National Biosecurity Foundation

After some discussion, Thomas and I feel that while we're supportive of the idea of moving forward with announcing the NBF in principle, to bring more weight and strategic direction to the announcement the partnerships should be more clearly defined. I suggest we plan on a call early next week to discuss next steps in more detail ...

Best,  
Sam

---

**From:** Thomas Graham [mailto:  
**Sent:** Friday, August 20, 2010 10:22 AM  
**To:** 'Giroir, Brett'; 'Samantha Jordan'; 'Cook, Jason'  
**Subject:** RE: National Biosecurity Foundation

My inclination at this point is that yes, we should announce it, but I want to make sure we don't come off locally (texas) as jumping around, have to make sure we have the consistency of strategy to explain how the parts fit in the puzzle, which I think we do have...

We'll discuss and recommend...aren't you in Hawaii? Isn't it like 5 a.m. there? Shouldn't you be enjoying the sunrise with a cappuccino ?

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**From:** Giroir, Brett [mailto:Brett.Giroir@tamu.edu]  
**Sent:** Friday, August 20, 2010 10:13 AM

**To:** Thomas Graham; Samantha Jordan; Cook, Jason  
**Subject:** RE: National Biosecurity Foundation

Well, this puts it forward as an independent story instead of being available for commentary.  
OK of course if not advised....

---

**From:** Thomas Graham [mailto: [REDACTED]]  
**Sent:** Friday, August 20, 2010 10:11 AM  
**To:** Giroir, Brett; 'Samantha Jordan'; Cook, Jason  
**Subject:** RE: National Biosecurity Foundation

Let us kick that around a bit and come up with a rec, we didn't get any serious bites yesterday but did put your names in front of good reporters...

On another note, Sec. Sebelius will be in Austin attending the Texas Tribune ideas summit in the spring...

---

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Brett P. Giroir, MD  
Vice Chancellor for Research,  
The Texas A&M University System;  
Professor, College of Medicine, Texas A&M Health Science Center;  
Research Professor, Dwight Look College of Engineering;  
Adjunct Professor, The Bush School of Government and Public Service;  
200 Technology Way, Suite 2043  
College Station, Texas 77845-3424  
Phone: 979-458-6054  
Fax: 979-458-6044



**Pollard, Claudia**

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**From:** Manley, Heather A.  
**Sent:** Monday, August 23, 2010 9:40 AM  
**To:** [REDACTED]; Giroir, Brett; Cook, Jason  
**Cc:** Pollard, Claudia; [REDACTED]  
**Subject:** Re: National Biosecurity Foundation

4 is best as movers here in the am  
Heather A. Manley, Ph.D.  
Institute for Innovative Therapeutics  
Texas A&M University System

Sent by BlackBerry, please excuse typos

---

**From:** Samantha Jordan [REDACTED]  
**To:** Manley, Heather A.; Giroir, Brett; Cook, Jason  
**Cc:** Pollard, Claudia; 'Thomas Graham'  
**Sent:** Mon Aug 23 09:15:54 2010  
**Subject:** RE: National Biosecurity Foundation

How would 10:00, 11:00 or 4:00 tomorrow work for your schedules for the NBF strategy call?

---

**From:** Manley, Heather A. [mailto:Heather.Manley@tamu.edu]  
**Sent:** Friday, August 20, 2010 5:43 PM  
**To:** Samantha Jordan; Giroir, Brett; Cook, Jason; Thomas Graham  
**Subject:** RE: National Biosecurity Foundation

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Brett P. Giroir, MD  
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200 Technology Way, Suite 2043  
College Station, Texas 77845-3424  
Phone: 979-458-6054  
Fax: 979-458-6044

**Pollard, Claudia**

---

**From:** Patricia Haigwood [REDACTED]  
**Sent:** Sunday, September 05, 2010 7:12 AM  
**To:** Giroir, Brett  
**Subject:** BioHouston and Press Release  
**Attachments:** BioHouston 09 09 2010 v1.pptx; NBF ann at BioHouston 09092010 v2 (2).docx

BG, We are going boating this morning, but wanted you to have this in case you wanted to work on it this morning. HHS centers and Biosecurity are at the end and I took off the companies as we discussed. Also, a couple of minor additional comments on the press release for your consideration.





# **Integrated Intermediate and Advanced Development of Vaccines and Biologics**

Presented to the  
**Bio Houston Breakfast Forum**

September 9, 2010



***Brett P. Giroir, M.D.***

*Vice Chancellor for Research  
The Texas A&M University System*



# The Texas A&M University System



**A statewide network of eleven universities, seven state agencies, and a comprehensive health science center**

---

- Educates more than 115,000 students and reaches another 22 million people through service each year
- Includes >30,000 faculty and staff, ~\$3.3B annual budget
- System research expenditures >\$730 million annually
- Traditional strengths in engineering, veterinary medicine, agriculture
- First major system in which commercialization is considered in tenure decisions





# Texas Growing Commitment to Biopharmaceutical Product Development

**Third in total bioscience  
R&D expenditures in the  
U.S. (\$2.45 billion annually)**  
and fifth in bioscience VC  
investments (\$2.27 billion,  
2004 – 2009)

**Home to the largest and  
best equipped U.S. clinical  
research centers, e.g., MD  
Anderson Cancer Center and  
The Texas Medical Center**

**Innovative funding mechanisms** to  
support biopharmaceutical development

- **Emerging Technology Fund**  
\$200 million per biennium geared primarily toward  
biotech and small pharmaceuticals
- **Enterprise Fund**  
\$200 million per biennium to support corporate  
relocation
- **Cancer Prevention and Research  
Institute of Texas**  
\$3 billion over 10 years primarily dedicated to  
cancer translational research and  
commercialization

Texas A&M System has implemented a comprehensive plan  
to create infrastructure and programs required for  
**product-focused translational research**



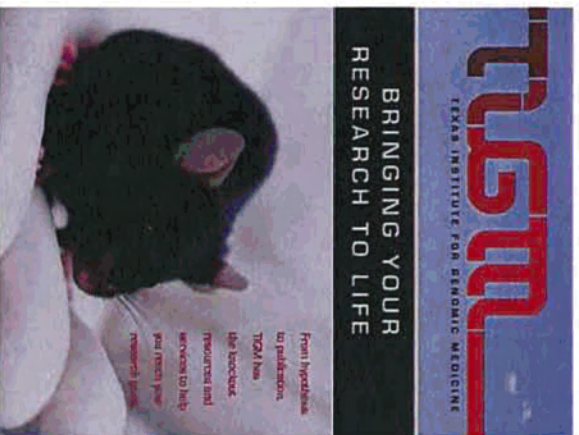


# Texas Institute for Genomic Medicine

## Small Animal Model Development and Initial Target Validation

Unique international resource of gene "knock-out" ESCs representing >13,000 unique genes and >640,000 cell lines

BRINGING YOUR  
RESEARCH TO LIFE



### Capabilities:

- ✓ Initial target discovery and validation through genetically modified animal models
- ✓ High through-put screening of ESCs for host based targets (infectious diseases, cancer, neuroscience) (DTRA contract, June 2010)
- ✓ Integrated with state-of-the-art X-ray crystallography, medicinal chemistry, small molecule HTS

### >200 Academic Partners



The Texas A&M University System





# nature medicine

## Stem cells serve as new platform for biodefense preparedness

August 10, 2010



Cool science: Deeann Wallis.



Foyer request: Inside Texas A&M's ILSB.

### Stem cells serve as new platform for biodefense preparedness

COLLEGE STATION, TEXAS—In the middle of campus at Texas A&M University, the Interdisciplinary Life Sciences Building (ILSB) sits within easy view of Kyle Field, home to the Aggies football team. On the sports ground, players practice their defensive maneuvers, while inside the newly opened \$160 million structure researchers are hard at work fighting diseases and toxins.

On the second floor of the year-old facility, James Sacchetti, an infectious disease researcher and principle investigator of a \$12.25 million contract announced last month from the US Department of Defense, walks beside empty vent hoods that will soon be used for tissue culture. He stops at the back of the room, where Kim Loesch, a research scientist, places a 24-well plate onto an inverted microscope and focuses on a pinkish cluster of cells—mouse embryonic stem cells in the early stages of differentiation.

"That's one of our first embryoid bodies," beams molecular geneticist Deeann Wallis like a proud mother.

Soon, the researchers will screen mouse embryonic stem cells from 350,000 cell lines, each with a different gene missing, in search of which genes offer protection from an onslaught of deadly bacteria, chemicals and viruses. Through this novel approach—the first application of high-throughput stem cell diagnostics to biodefense research—the Texas team hopes to find new drugs and vaccines that protect against biological and chemical weapons or diseases.

As Sacchetti continues to describe the research project in his first-floor lab, he motions toward an open space that will eventually be used for high-content screening of cell lines. The necessary equipment—robotics for handling 96-well plates, an automated microscope and so on—is expected to cost more than \$600,000. To make the microscope automatically find any resistant cells, computer scientist Thomas Koeger will be working on an artificial-intelligence solution.

The lab is designed to meet biosafety level 2 standards—stringent enough to handle moderately dangerous pathogens such as dengue fever and methicillin-resistant *Staphylococcus aureus*. With those safety measures in place, Sacchetti and Wallis plan to develop a string of tests to monitor the effects of various biological toxins on specific cell types.

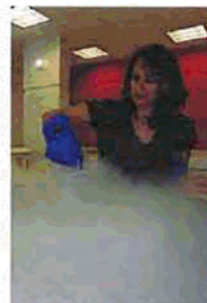
Take the *Clostridium botulinum* toxin, for example. This toxin, also known as Botox, enters neurons and induces paralysis. To find a mutation that provides Botox resistance, the researchers plan to coax the mutated stem cells to form neurons and then look for cell lines that resist the typical consequences of Botox poisoning, such as the cleavage of neuronal surface receptors. They then intend to make knockout mice harboring any such resistant mutations to verify whether living animals can resist the attacker, too. One day, this information might be used to make drugs or vaccines—say, through a compound that upregulates the gene that provides resistance to a particular select agent.

#### New battleground

The lab is much more than a high-throughput stem cell screening facility, the researchers maintain. "While we're looking at targets from bacteria, viruses and toxins, the bigger picture is setting up a platform for battling emerging diseases," Wallis says.

Although this work does not take on the scariest toxins, such as the Ebola or smallpox viruses, Sacchetti plans to be careful. For example, he would only use vaccine versions of rabies, which are safe enough even to be injected without giving someone the disease. Plus, he contends, "We're not studying the agent but the body's response to the agent." That is, rather than studying how a bacterium or toxin makes its attack, Sacchetti and Wallis are looking for how a human might defend against it. "This is defensive, not offensive," Sacchetti says.

Not everyone sees such research in the same light. "Research results are inherently



Cool science: Deeann Wallis.

neutral," says Richard Elbright, a molecular biologist and biodefense expert at Rutgers University in Piscataway, New Jersey. "It's the intentions of persons using research results—not the research results per se—that determine whether they are used for defensive purposes or offensive purposes."

Before the Texas A&M lab gets off the ground, however, the researchers might still face new safety regulations. On 2 July, US President Barack Obama issued an executive order that will spawn new safety rules—including increased physical security—for the deadliest toxins.

Even though the Texas A&M lab will probably never contain such high-risk select agents, Wallis explains that the facility already meets very stringent safety regulations. To access the vast collection of embryonic cell lines, she walks across campus to a separate building, just a few long football passes from the new research facility. Wallis swipes a security card to enter the building and another to access a room filled with locked freezers. Pulling a stack of cell lines from a liquid-nitrogen cloud, she remarks: "There's a fabulous byproduct of this work. If a cell line doesn't yield neurons, for example, then the mutated gene in that line is really important to neuronal development."

Consequently, this work could produce even more results than expected.

Mike May

Foyer request: Inside Texas A&M's ILSB.

NATURE MEDICINE | VOLUME 16 | NUMBER 8 | AUGUST 2010

835

The Texas A&M University System



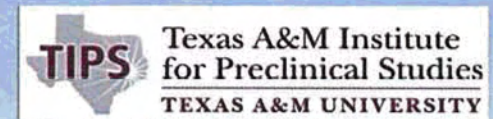


# Texas A&M Institute for Preclinical Studies (TIPS)

*The leading national program to conduct comprehensive preclinical/GLP large animal studies to markedly enhance the quality and speed of drug and device development*



**Dr. Theresa Fossum**  
Director



Opened: December 3, 2009

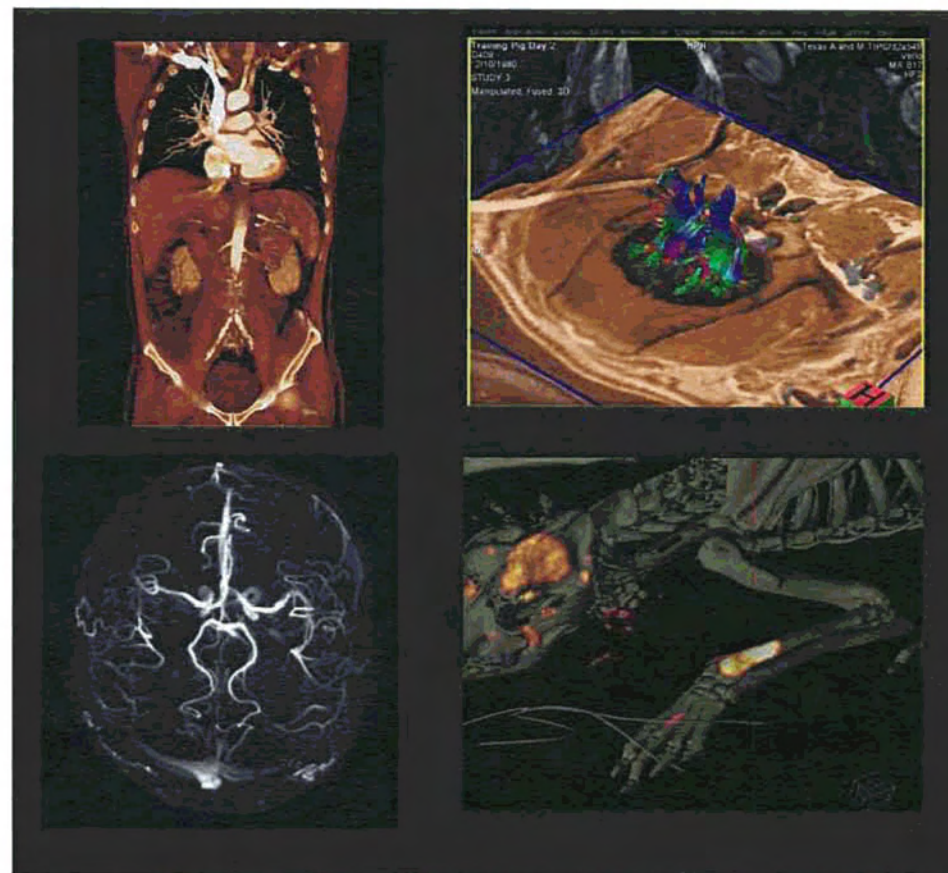




# Texas A&M Institute for Preclinical Studies

## Facilities and Equipment

- Primary focus on CV devices and oncology; BSL-2
- Entire College of Veterinary Medicine for "reach back"
- 4 OR suites; fixed cardiac catheterization lab
- ICU, recovery, and support areas
- GLP Clinical Pathology / Necropsy
- 3T MRI with XMR
- 128 Slice PET/CT/cyclotron
- PET-MRI in development
- Space for 240 large animals
- Sponsor workspaces; incubator space for start-ups



'Hibernation' research could help on battlefield, at home  
(12/20/2009)

The Texas A&M University System







# Accelerating Critical Therapeutics



**Program Goals:**  
**From final product**  
(vaccine, antibody, immune enhancer)

**to millions of doses in**  
**12 weeks or less**  
( $>10\times$  improvement)

**at pennies per dose**  
(versus \$10-100's /dose)



# Biosecurity Requires Flexible and Scalable Manufacturing Platforms

## Original DARPA Platforms



Fungal  
Fermentation

*Neurospora crassa*



Bacterial  
Fermentation

*Pseudomonas fluorescens*

Leverages industrial experience

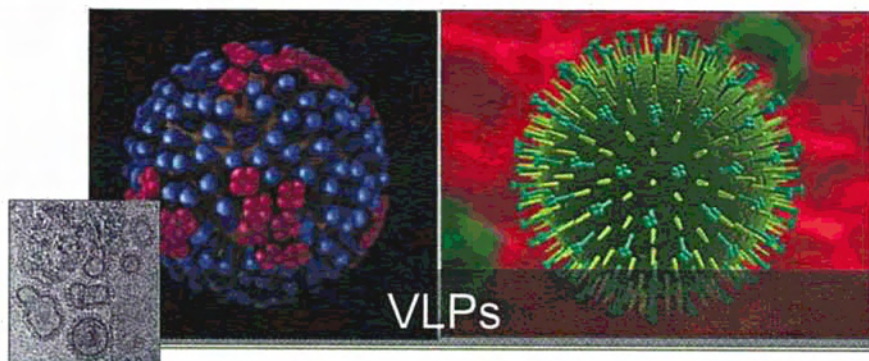


Plants

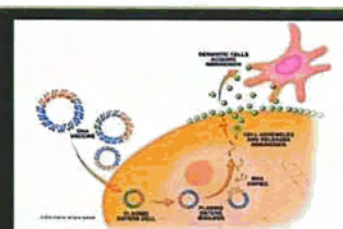
*Nicotiana (tobacco)*

Novel processes for many species

## Other Platforms



VLPs



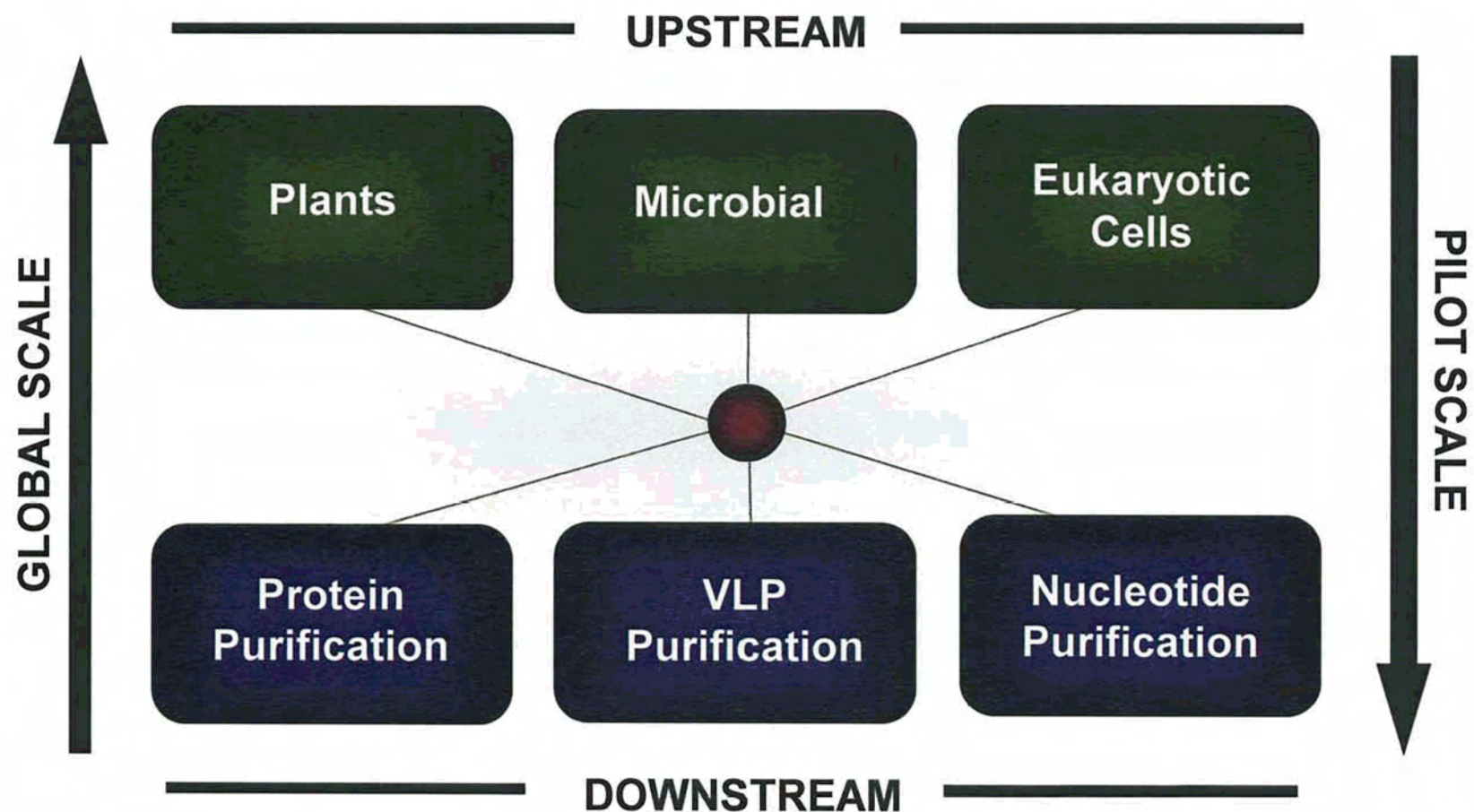
DNA



Others



# Biosecurity Requires Flexible and Scalable Manufacturing Architectures



# Next Generation Manufacturing of Vaccines and Biologic Drugs Must be Flexible, Adaptable, Scalable, Economical



## Technology Drivers

- ✓ Flexible responses to emerging or intentional biological threats
- Translational research and commercialization requirements of academia and biotech
- Orphan drugs / “non-blockbusters”
- Personalized medicine
- Cost of goods

US Biomanufacturing is now being lost to India, China, and Singapore  
A Recipe for Strategic and Economic Disaster

The Texas A&M University System

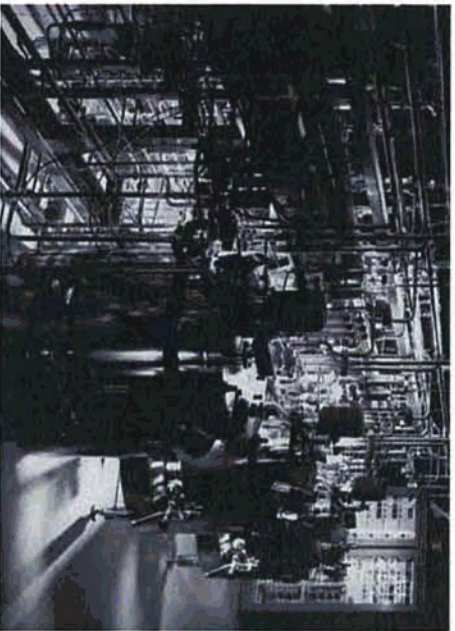




# Disposable Bioprocess Technologies are Replacing/Supplementing Stainless Steel Fixed Infrastructure

## Traditional Manufacture

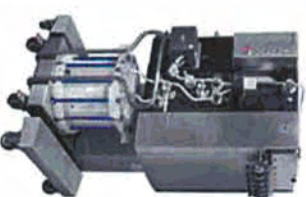
- Single product, single technology
- Concrete and stainless steel
- Years to product
- \$300M - \$500M



## Disposable “flex” technologies



GE Healthcare



Xcellerex



sartorius

The Texas A&M University System





# National Center for Therapeutics Manufacturing (NCTM)

*"Getting a Flexible Facility Out of PowerPoint"*

## **Academically-owned, privately-operated biopharmaceutical manufacturing research, development, and production facility**

- "Flexible-by-design" architecture and platforms
- Accommodates multiple production technology platforms and products: allows utilization of "best of breed" flexible bioprocess technologies
- Completely reconfigurable clean rooms required for campaigns; ~10X surge within 24 hours
- Personalized therapeutics to moderate scale bioreactors (2000 L)
- Phase 1, Phase 2, and Phase 3 "run in"
- Shared core services; medium throughput fill and finish
- Educational programs to train U.S. workforce in commercial cGMP-compliant production and related R&D
- Supported by a \$50 million award from the Texas Emerging Technology Fund

The NCTM is a prototype for a flexible multiproduct, multi-technology strategic biodefense facility to supply the SNS



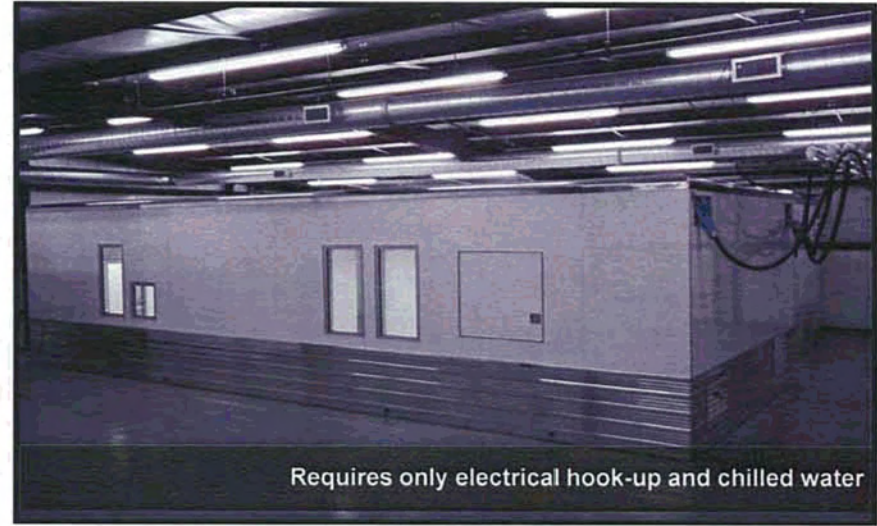


# National Center for Therapeutics Manufacturing

## Features & Benefits of the Pod System



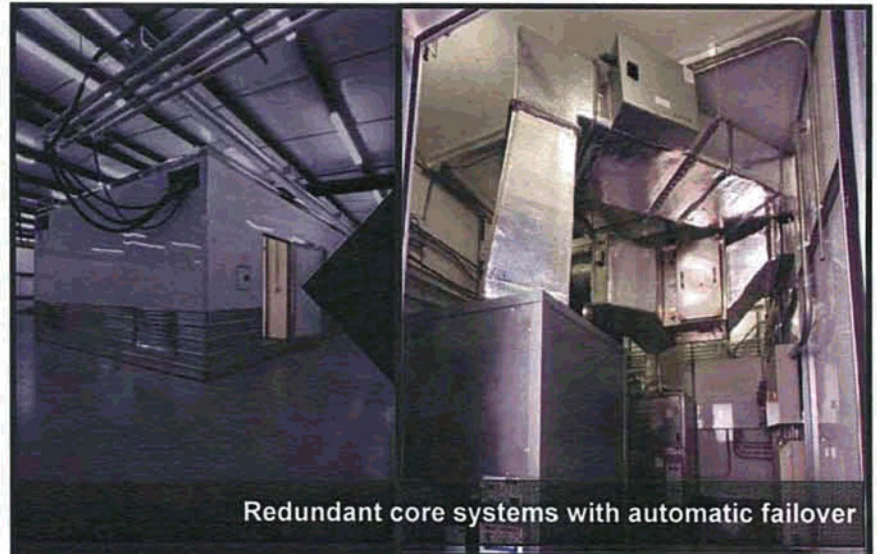
Air-bearings allow pod to be pushed onto flat bed truck for transport



Requires only electrical hook-up and chilled water



Superstructure 42 x 18 feet



Redundant core systems with automatic failover



# National Center for Therapeutics Manufacturing

## Modular, Mobile Manufacturing System: Specifications

### Dimensions

- 42 x 18 x 13 Feet

### Frame Structure

- All aluminum construction for extreme corrosion free operating life

### HVAC Systems

- Two systems with automatic failover for continuous operation and lower maintenance costs
- Primary and Secondary HVAC System Features
  - Prefilter Bank
  - Chilled water air makeup unit
  - Exhaust Fan
  - Siemens HVAC controller
  - Bag out filter
  - Temperature and pressure sensors

### Electrical

- Primary and backup electrical load sensors
- Automatic transfer switch

### Telecom and Data

- Wireless data router
- Data switch

### POD Configuration and Movement Features

- Air bearing balancing manifold
- Structural air bearings

### Security and Access Control

- Access controls on all doors
- IP video surveillance of process spaces

### Floors and Ceilings

- Seamless PVC wall and ceiling systems
- Poured epoxy floors

### HEPA

- HEPA air filters with integrated controllers

### Additional Features

- Process lighting
- Emergency lighting
- Passthroughs for process materials and waste



# National Center for Therapeutics Manufacturing

Modular, Mobile Manufacturing System: Clean Build Manufacturing



The Texas A&M University System







# National Center for Therapeutics Manufacturing (NCTM)

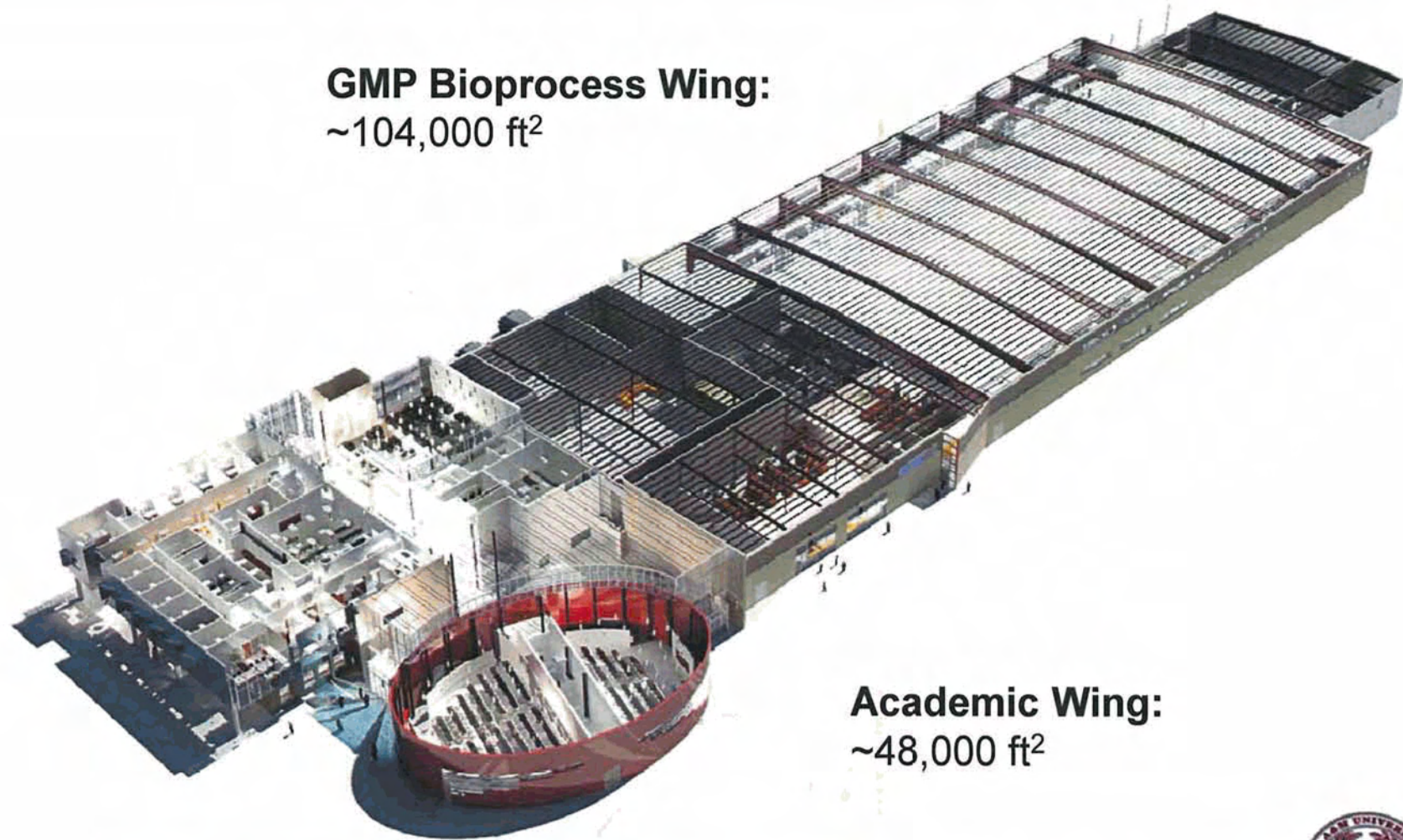


**Dr. Michael Pishko**  
Department Head for Chemical Engineering





# National Center for Therapeutics Manufacturing



**GMP Bioprocess Wing:**  
~104,000 ft<sup>2</sup>

**Academic Wing:**  
~48,000 ft<sup>2</sup>

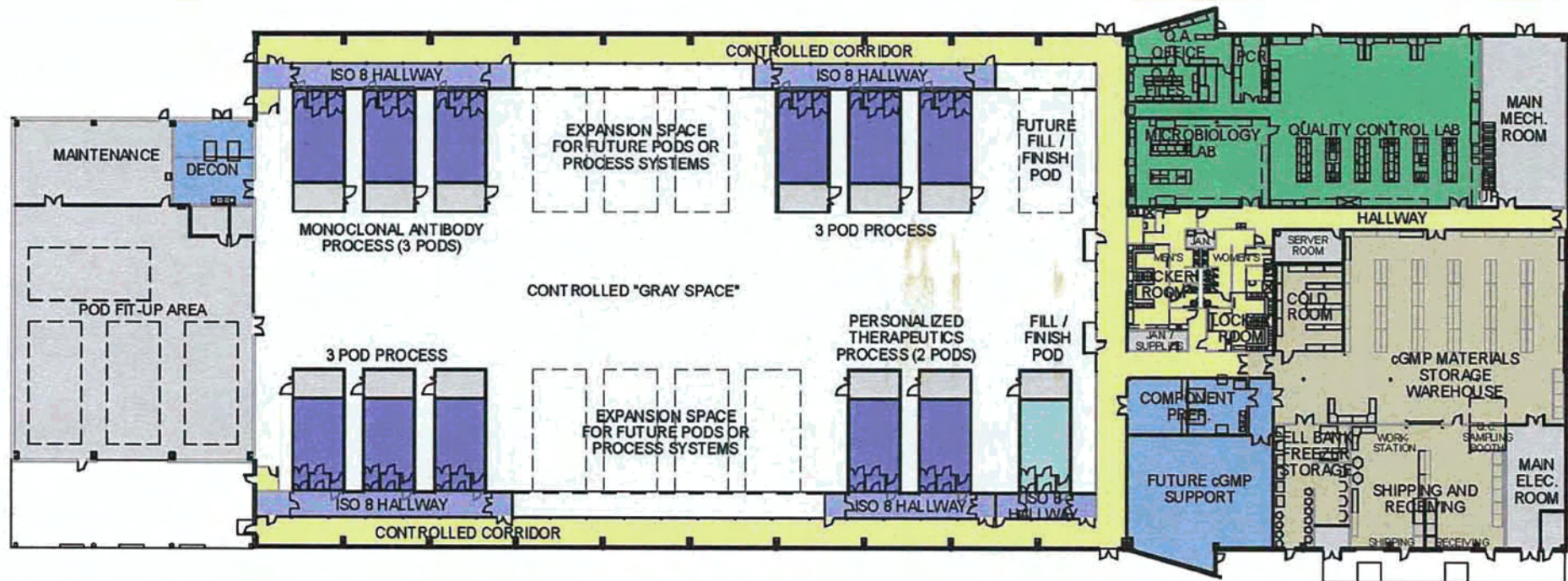
The Texas A&M University System





# National Center for Therapeutics Manufacturing

## Bioprocess Wing Schematic



# National Center for Therapeutics Manufacturing

## Project Budget: Guaranteed Maximal Price

Construction Site work	\$ 7,278,139
Construction Academic Wing	\$ 11,666,222
Construction cGMP Wing	\$ 16,544,639
Owners (Project) Construction Contingency	\$ 1,568,259
Pre-Construction Phase Fee and printing	\$ 110,000
Architectural/Engineering Service Fees (Includes Travel)	\$ 2,661,675
Architectural/Engineering Reimbursables	\$ 822,463
FP&C Project Management and Inspection Fees	\$ 1,143,256
Movable Furnishings (OFOI)	\$ 540,000
Equipment (OFCI for Academics areas)	\$ 240,000
Equipment (OFCI in GMP space & QC Lab)	\$ 500,000
Equipment (OFCI Pod and Equip, 12 Pods)	\$ 14,396,731
Energy Management Systems (Siemens)	\$ 290,000
Internal Building Security	\$ 149,400
Environmental Systems Balancing (T&B)	\$ 78,500
Fiber Optic Interface	\$ 128,800
QA/QC Photography	\$ 10,000
FDA Interface Type 5 DMF (1 Year)	\$ 150,000
GMP IT Fees	\$ 55,000
Commissioning	\$ 212,500
Construction Testing	\$ 300,000
Physical Plant Services	\$ 40,000
Advertising, Other Project Costs	\$ 11,147

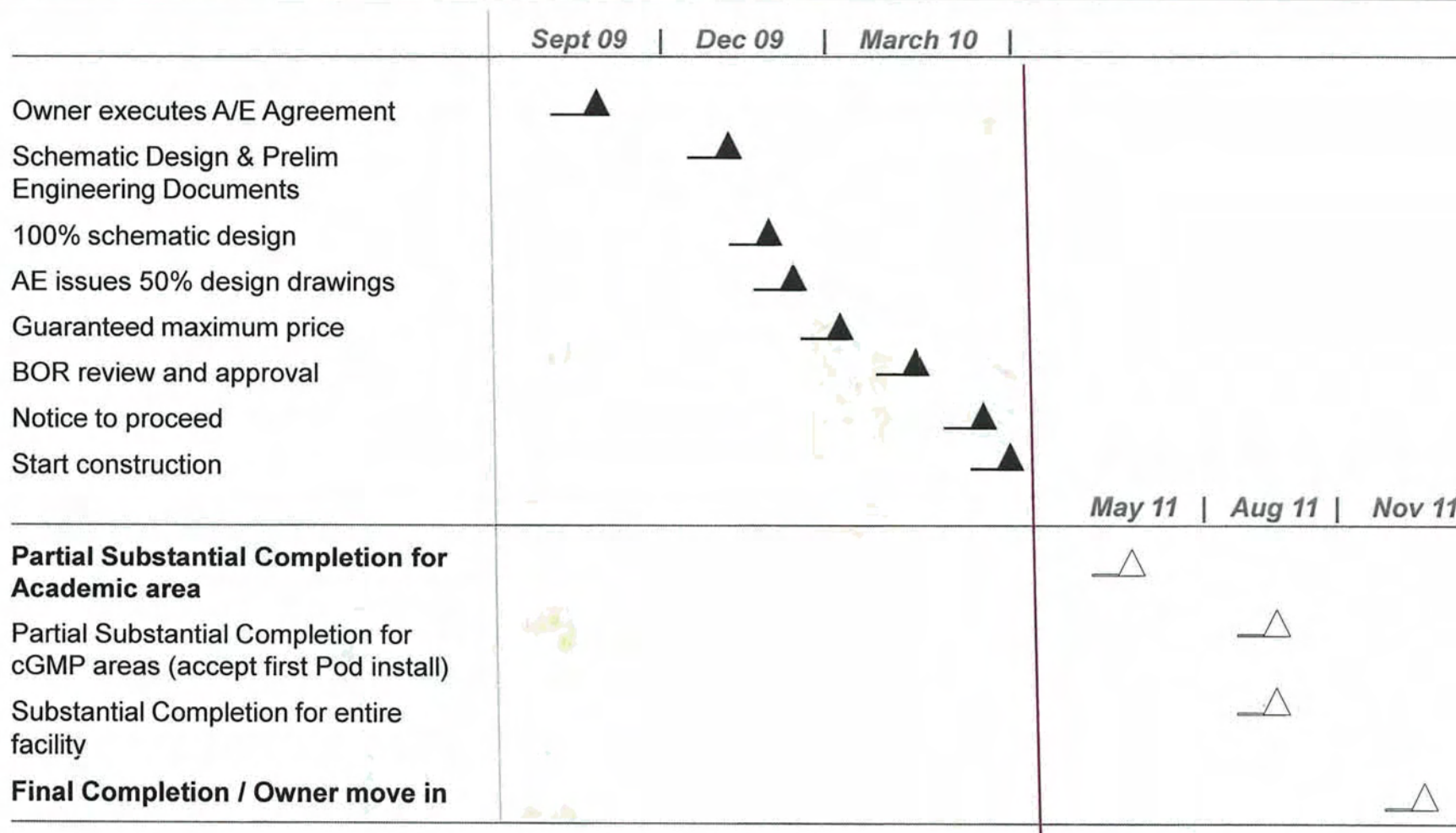
### TOTAL PROJECT BUDGET

**\$ 58,896,731**





# National Center for Therapeutics Manufacturing Project Milestones



We are here

The Texas A&M University System



# National Center for Therapeutics Manufacturing

Business Model to Support Large and Small Scale  
Customers (Academic and Commercial)

- **GMP operations under management of commercial partner (s) (RFP Pending)**
  - Will provide core services: QA, QC, IT, Procurement, Maintenance and Service, Regulatory
- **Business model will open biologics innovation space to new cadre of biomedical innovators:**
  - Rental of GMP space and equipment; allows companies to perform cGMP manufacture without tens of millions of dollars in infrastructure costs
  - Complete contract manufacturing services similar to current CMO structure
  - All gradations in between “rental” and full “CMO”: allows for mentoring in bioprocess and regulatory affairs to support gradual “launching” of independent manufacturing operations
- **Research and process development within Chemical Engineering, Biotechnology, and Systems Engineering, and related departments as well as commercial partner and collaborating institutions**





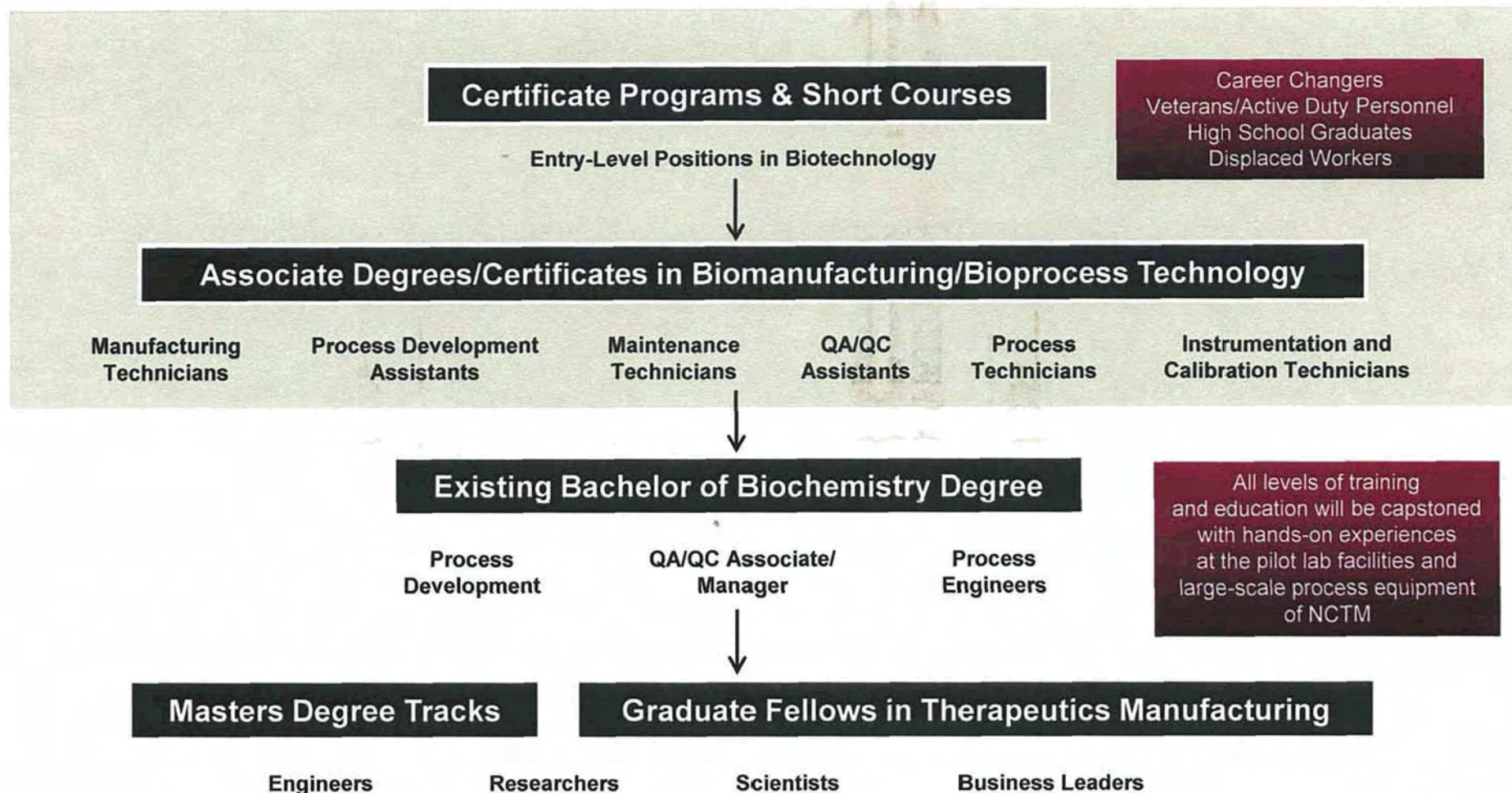
# TAMUS – MD Anderson Cancer Center

## Collaboration Agreement for the NCTM



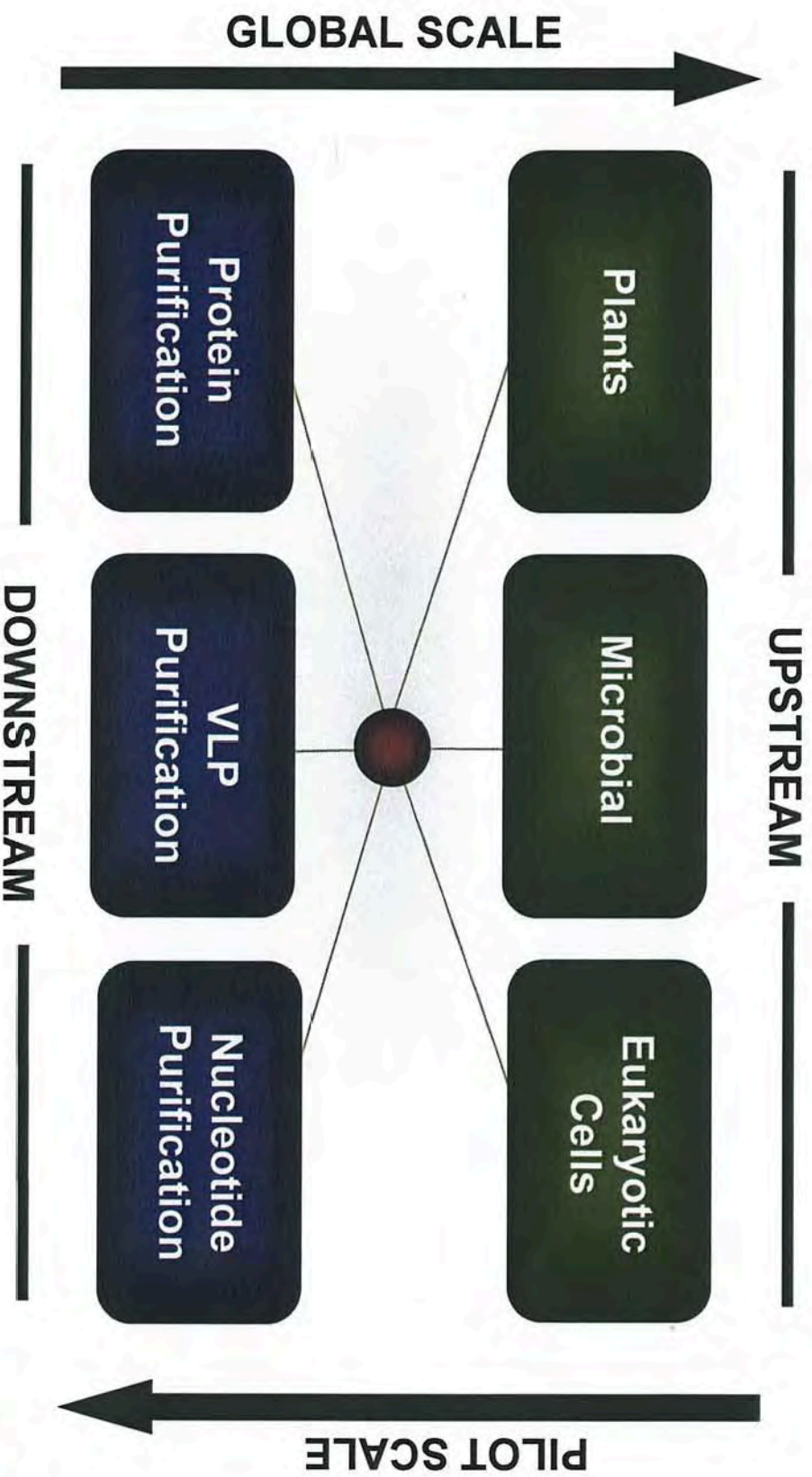


# Collaborative Workforce Development Program: TAMU and Blinn





# Biosecurity Requires Flexibility



The Texas A&M University System





# Project GreenVax





# GreenVax Vision

- **Facility:** highly-flexible strategic asset incorporating multiple plant-based platforms and expression systems
- **Scale:**  $\geq 100$  million doses per month with  $< 1$  month turn-around to produce a new subunit vaccine
- **Scope:** an integrated pharmaceutical company that will perform pre-clinical and clinical development of vaccines and biotherapeutics to the level of commercial licensure
- **Ecosystem:** GreenVax is a key component of a biosecurity “hub” that includes the core assets of the Texas A&M System and new commercial and non-profit partners



# Project GreenVax



## Objective:

Perform the research and development required to deliver a *recombinant H1N1 vaccine*, expressed in hydroponic tobacco plants, at a scale of 1 kilogram (kg) of purified vaccine protein per month, that meets all FDA GMP standards.



# Project GreenVax

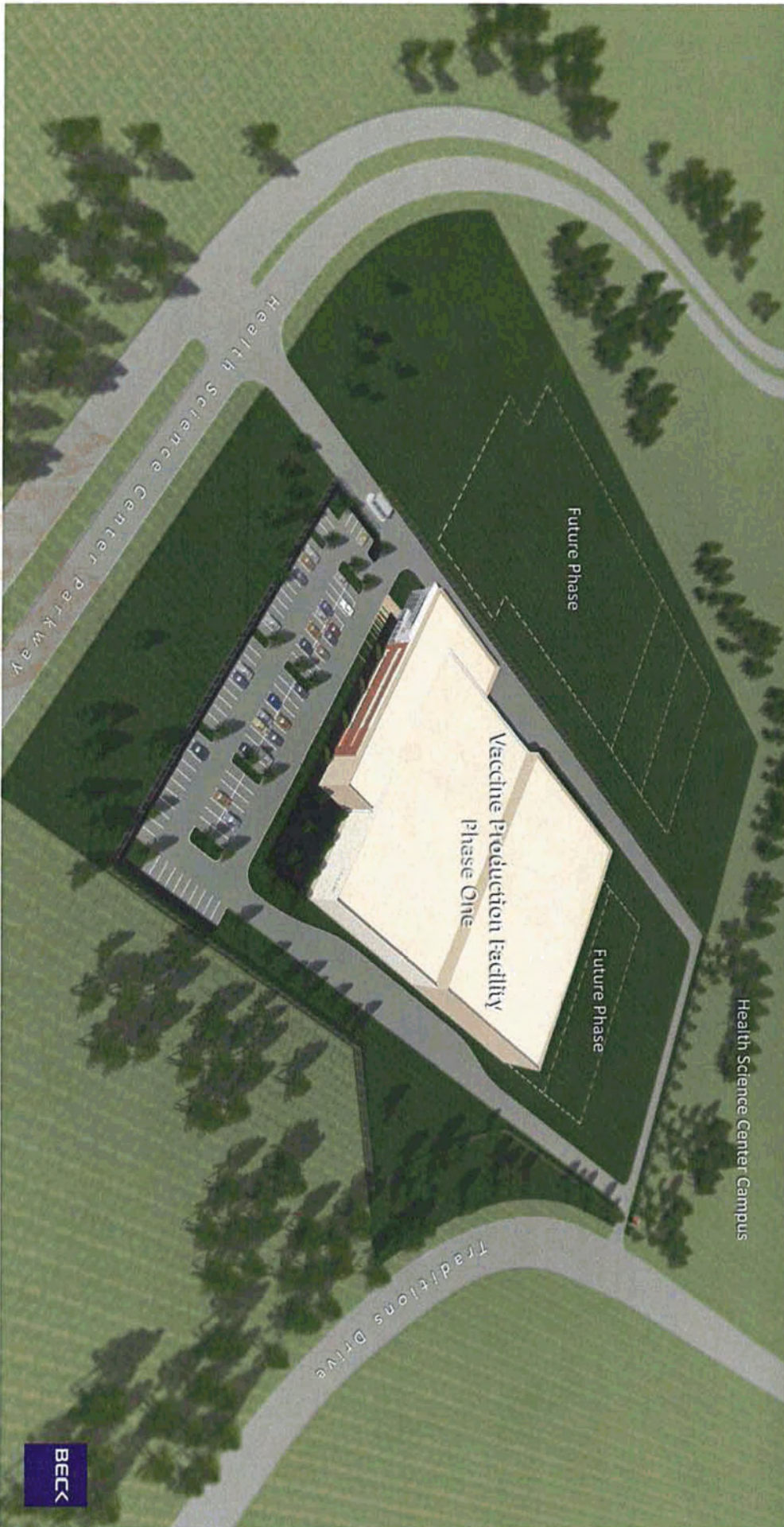
## Summary



- Total project timeline: 12 months from initial funding to first 10 million dose run (1 kilogram of purified protein)
- Technology Investment Agreement (TIA) between DARPA and the Texas Plant-Expressed Vaccine Consortium
  - Consortium contribution: \$21,144,223
  - DARPA contribution: \$39,998,063
- First funding received March 2010
- Facility expandable to 10 kg purified protein per month; or dual product capabilities
- Consortium will lead and complete full clinical development through licensure.



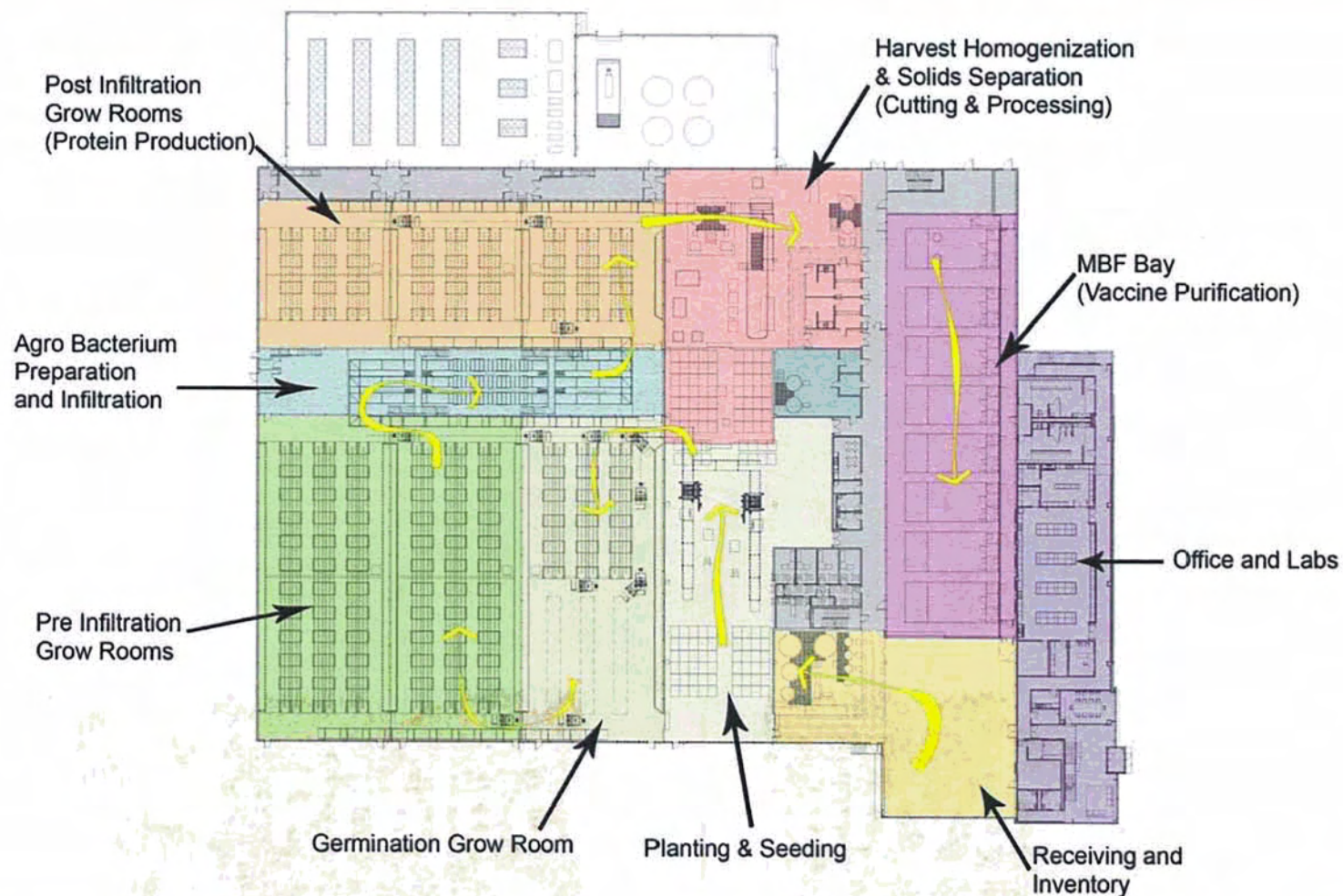
# Project GreenVax





# Project GreenVax

## Process Flow





## GreenVax Accelerated Construction

Groundbreaking : April 6, 2010

---



June 8



June 19



July 9





## Accelerated Construction

September 2, 2010

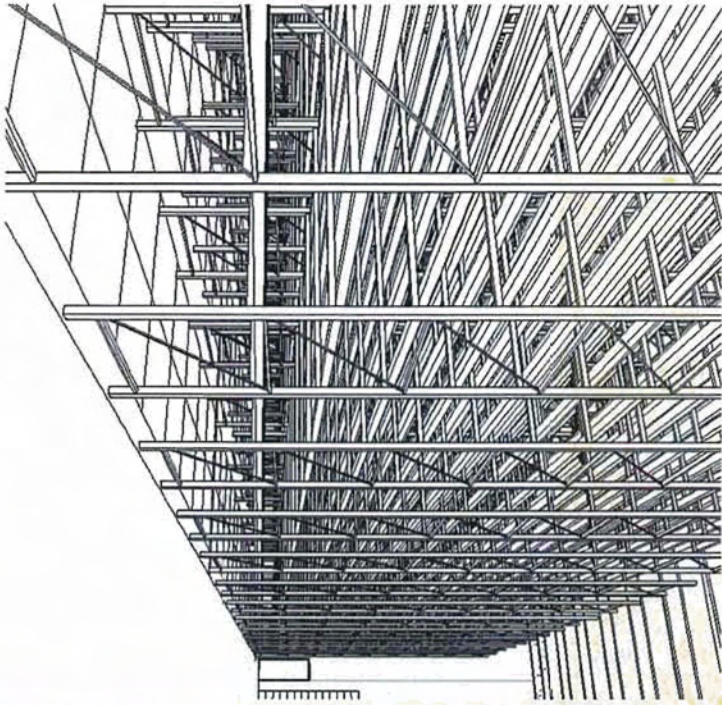
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# Project GreenVax

## Growing Room 1



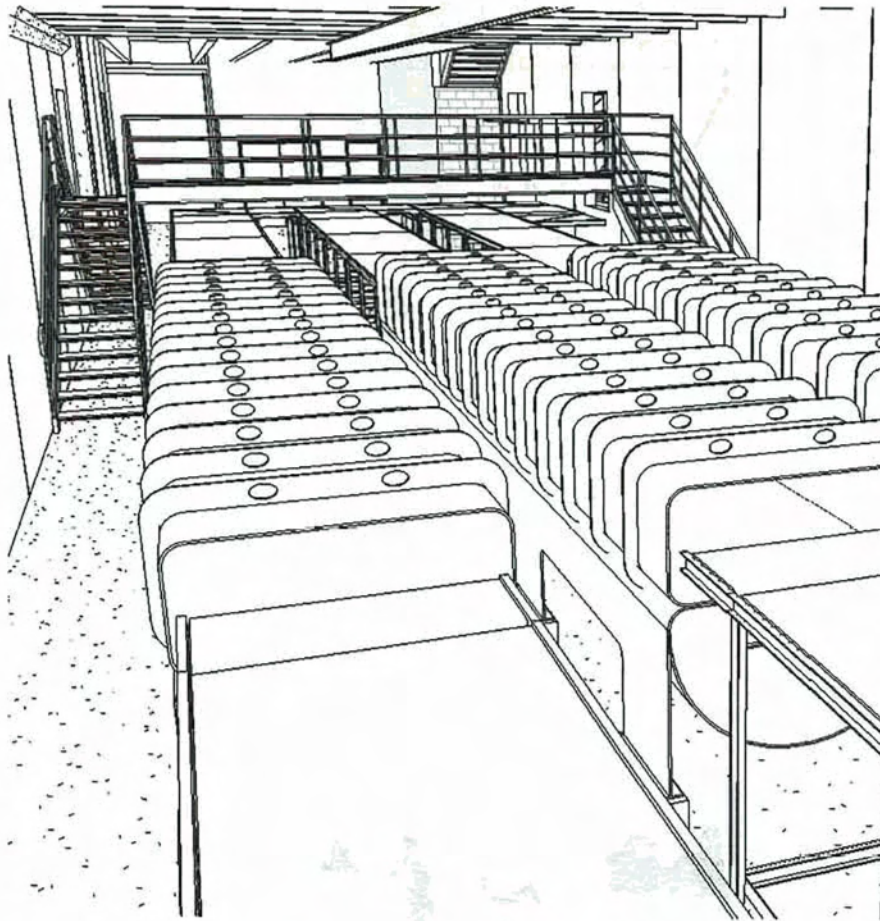
 G-CON LLC





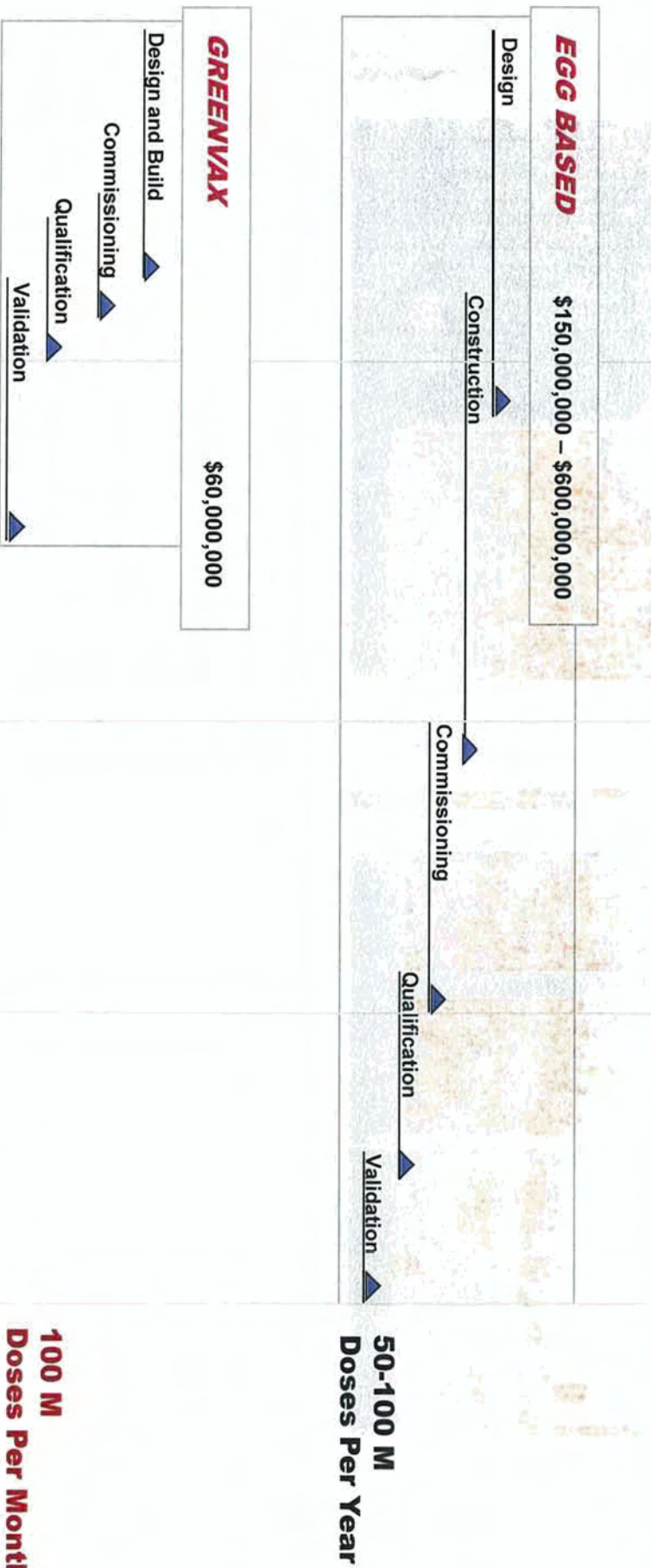
# Project GreenVax

## Infiltration Room





# Influenza Vaccine Facility Timeline





STUDY LIMITS





# Corridor Development



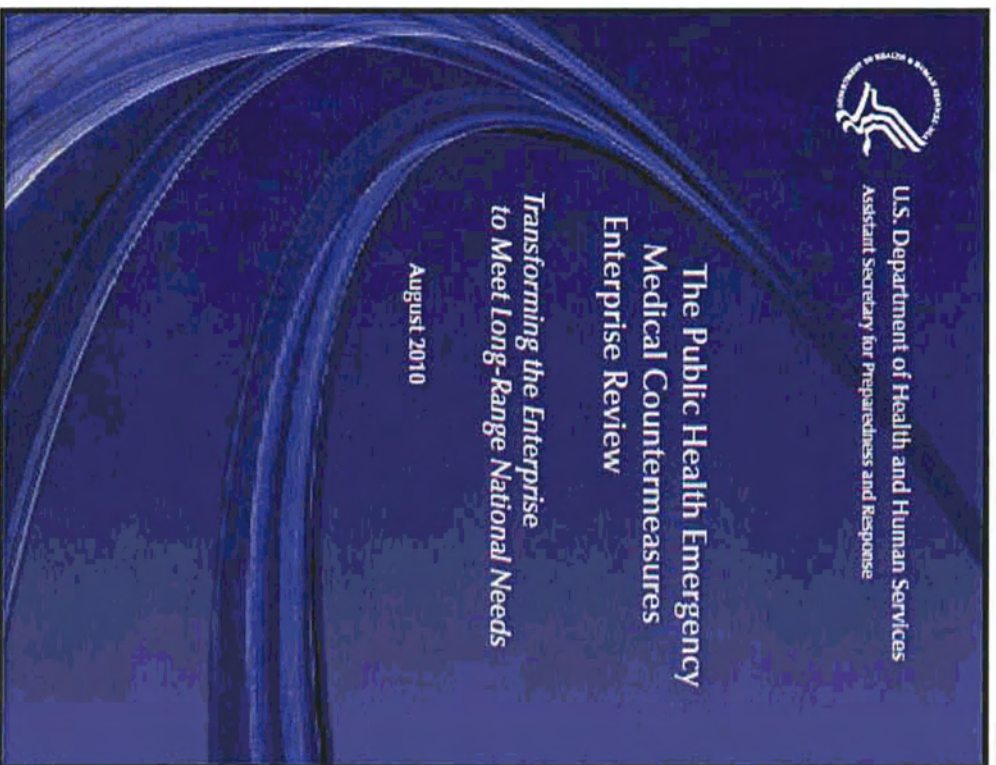
# Corridor Master Plan





# US Vision for National Biosecurity

Hammond - SO-10-086  
TAMUS 0105



**“Our Nation must have the nimble, flexible capacity to produce MCMS rapidly in the face of any attack or threat, known or unknown, including a novel, previously unrecognized, naturally occurring emerging infectious disease.”**

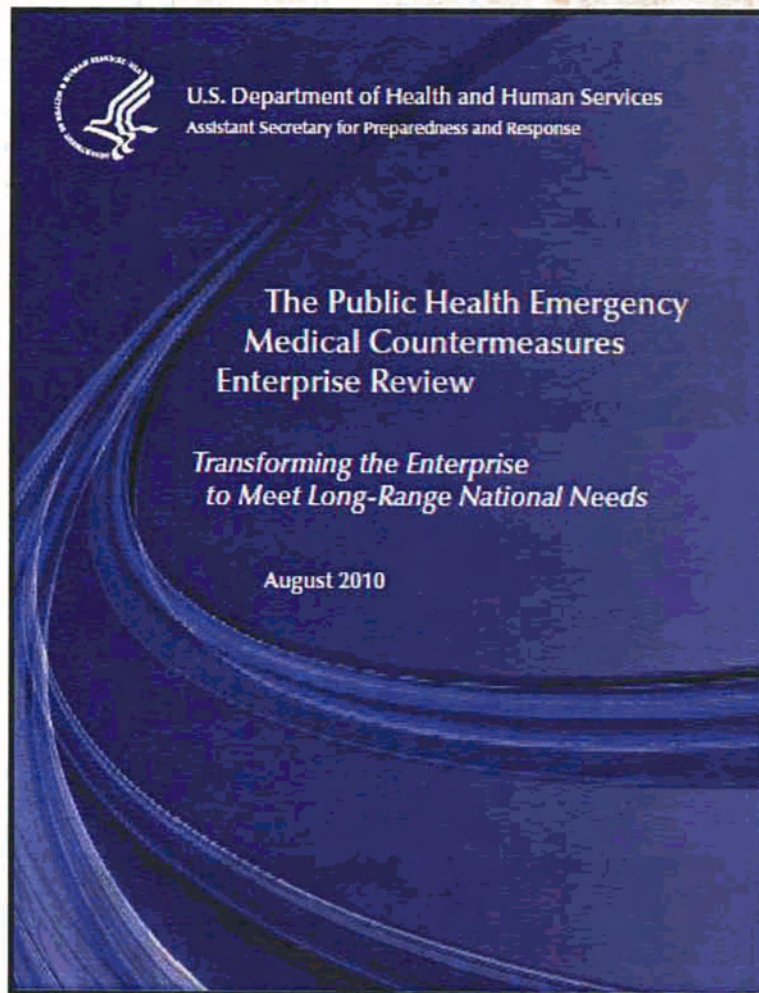
**Secretary Kathleen Sebelius**  
**August 19, 2010**

The Texas A&M University System





# Centers of Innovation for Advanced Development and Manufacturing



- 1) Provide surge vaccine production capacity for a response to any serious emerging disease threat for which a vaccine is available, including pandemic influenza;
- 2) Provide advanced development and production of priority, selected CBRN MCMs;
- 3) Provide additional capacity to manufacture clinical investigational lots of candidate vaccines, as well as manufacturing capacity to respond rapidly to emerging infectious disease outbreaks, including those involving previously unidentified microbes;
- 4) Provide vaccine production capacity at pilot and/or commercial scale to augment the existing manufacturing infrastructure (e.g., small-market vaccines utilized by DOD, such as for adenovirus vaccine)







— National —  
**BIOSECURITY**  
— Coalition —

**Mission: Provide comprehensive, integrated solutions that enhance biosecurity against naturally emerging infectious diseases and bioterrorist attacks**

- Internationally leading academic, commercial, and not-for-profit organizations
- Dedicated to discovering and implementing capabilities that address today's urgent strategic needs and provide assured protection for an uncertain future

---

The Texas A&M University System





# National Biosecurity Coalition

## **Goal: Provide a comprehensive solution set to the Federal Government**

- Vaccine and medical countermeasure discovery, including delivery devices
- Intermediate and advanced development of vaccines and countermeasures, including flexible manufacturing at all scales (from personalized therapies to hundreds of millions of doses)
- Development of pre-clinical models to accelerate development, evaluation, and regulatory approval of countermeasures
- Development, testing, and implementation of national distribution systems to assure that vaccines and countermeasures reach all segments of the population
- Deployment of vaccines and medical countermeasures to special populations, especially children
- Research into the cultural, sociological, educational, and communications issues related to vaccine and countermeasure acceptance and compliance
- Comprehensive education at all levels to assure a skilled biosecurity workforce, including professionals in bioprocess, comparative medicine, biosafety, regulatory science, public health, and first responders
- Biosecurity law and policy



# Draft Structure and Membership

## National **BIOSECURITY** Coalition

### **ADVISORY BOARD**

Key governmental,  
academic and  
industry leaders

- A non-profit corporation [501(c)(3)]  
founded by TAMU System
- Coordinates contract submissions
- Manages and expends funds on grant
- Executes Partnership Agreements

### **BOARD OF DIRECTORS**

5 member board --  
national leaders  
unaffiliated with  
strategic partners

### **STRATEGIC PARTNERS**

**Product Development**  
*Founding Industry Partner*

**Facility Design & Eng.**  
*Founding Industry Partners*

**Ops & Control Sys**  
*Founding Industry Partner*

**Distribution & IT**  
*Founding Industry Partner*

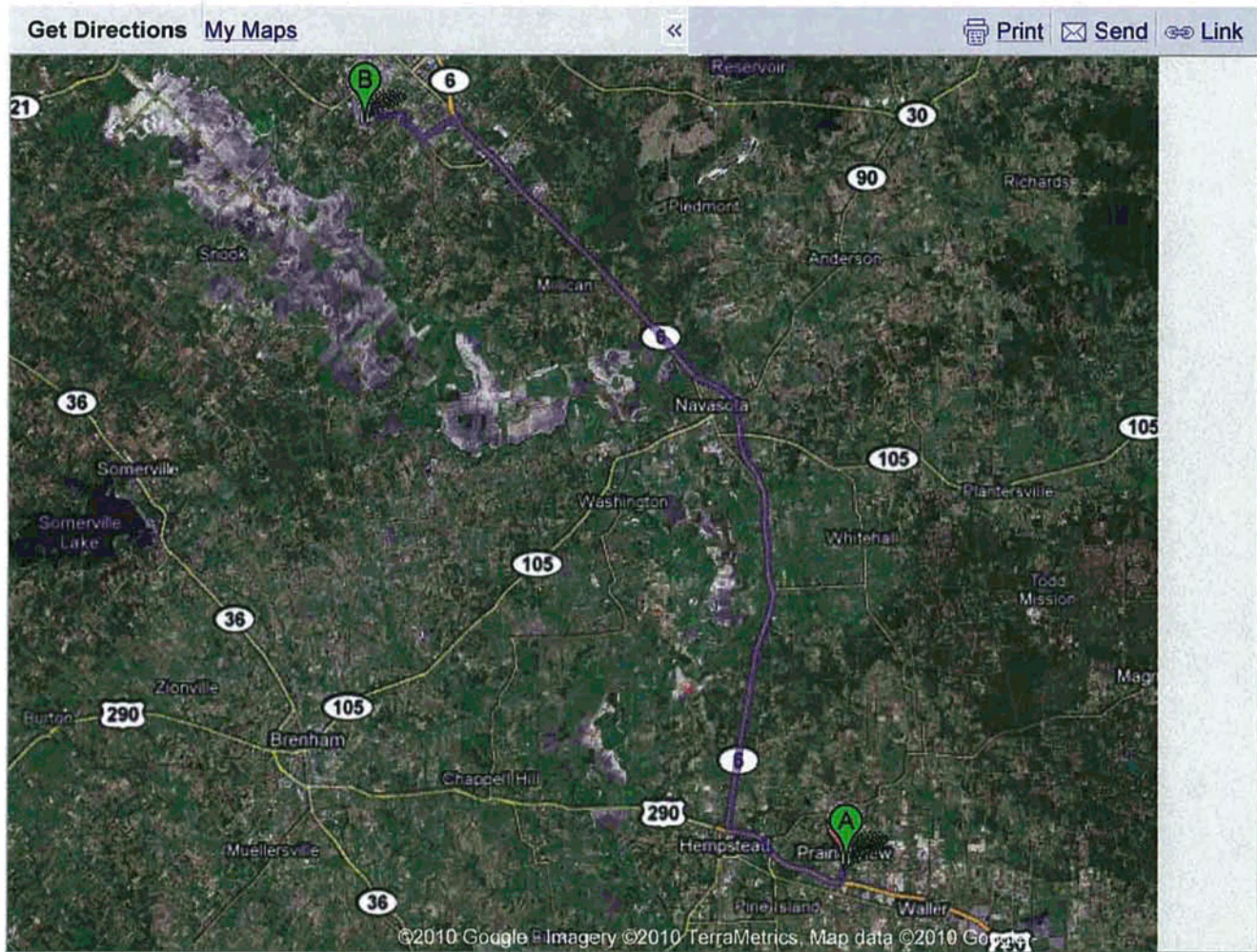
### **ACADEMIC PARTNERS**

### **CORPORATE PARTNERS**





To see all the details that are visible on the screen, use the "Print" link next to the map.



## Driving directions to Nuclear Science Rd, College Station, TX 77845



Prairie View A & M University  
Prairie View, Texas 77445  
(936) 261-3311

1. Head **west** on **L w Minor St** toward **University Dr** 82 ft
2. Take the **1st left** onto **University Dr** 0.8 mi
3. Slight **right** to merge onto **US-290 W** 5.4 mi
4. Exit onto **TX-6 N** toward **College Station/Bryan** 38.5 mi
5. Take the **Rock Prairie Rd** exit 0.2 mi
6. Merge onto **TX-6 Frontage N/TX-6S BUS N** 404 ft
7. Turn **left** at **Rock Prairie Rd** 1.9 mi
8. Turn **right** at **Farm to Market Rd 2154/Wellborn Rd** 1.4 mi
9. Turn **left** at **Harvey Mitchell Pkwy S** 1.8 mi
10. Turn **left** at **George Bush Dr W** 0.2 mi
11. Take the **2nd left** onto **Nuclear Science Rd** 0.7 mi



Nuclear Science Rd  
College Station, TX 77845

These directions are for planning purposes only. You may find that construction projects, traffic, weather, or other events may cause conditions to differ from the map results, and you should plan your route accordingly. You must obey all signs or notices regarding your route. Map data ©2010 Google

[Report a problem](#)

Hide

- ☒ **Driving directions to Nuclear Science Rd, College**
- ☒ **Prairie View A&M University, Prairie View, TX**





## News Release

Office of Communications

A&M System Building • 200 Technology Way, Suite 2043 • College Station, Texas 77845-3424  
Phone 979.458.6023 • Fax 979.458.6025 • Web [tamus.edu](http://tamus.edu) • Email [syscomm@tamu.edu](mailto:syscomm@tamu.edu)

**FOR IMMEDIATE RELEASE**

September 9, 2010

Contact: Jason Cook or Rod Davis

(979) 458-1729

(979) 458-6023

[Syscomm@tamu.edu](mailto:Syscomm@tamu.edu)

### Texas A&M University System Announces Formation of the National Biosecurity Foundation

**Landmark coalition will bring together internationally-leading  
academic, commercial and non-profit organizations to enhance  
national security against infectious diseases and bioterrorist attacks**

HOUSTON, TX – Today at an event held by BioHouston, Dr. Brett Giroir announced on behalf of The Texas A&M University System the creation of the first-of-its-kind National Biosecurity Foundation whose mission is to provide comprehensive, integrated solutions to enhance biosecurity against naturally emerging infectious diseases and bioterrorist attacks.

Giroir, vice chancellor for research for the A&M System and executive director of the Institute for Innovative Therapeutics, detailed the NBF's mission to bring together key governmental, academic and industry leaders dedicated to discovering and implementing capabilities to enhance our nation's security against emerging infectious diseases and bioterrorism.

The A&M System, among the leading biomedical research university systems in the world, has a well-established record in the rapidly-expanding field of biodefense research. Research teams at A&M are currently at work on multiple, biosecurity related projects, including the widely-recognized Project GreenVax, expected to revolutionize the pharmaceutical manufacturing industry with its flexible manufacturing process. A&M's Institute for Innovative Therapeutics, the unified biomedical enterprise representing the partnership between the System's multiple state-of-the-art research facilities, is led by two of the nation's leading experts on biodefense research, Dr. Giroir and Dr. Heather Manley. Dr. Giroir is the former director of the Defense Sciences Office of the Defense Advanced Research Projects Agency, the central research and development organization for the Department of Defense; while Dr. Manley served in high-ranking positions with both DARPA and the Defense Threat Reduction Agency, providing technical, scientific and programmatic support to the Office of the Assistant to the Secretary of Defense for Nuclear, Chemical and Biological Programs (Chemical and Biological Defense).

"The threat of a biological attack or epidemic is among the greatest facing our nation," said Giroir. "This summer, HHS Secretary Sebelius and senior officials at the Departments of Defense and Justice all publicly stated that the U.S. is unprepared for this next generation of warfare and have called for significant investment to ensure the protection of our citizens and soldiers in the event of such an attack. The NBF coalition will unite the efforts of our nation's leading academic, governmental and industry

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**Deleted:**

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To provide mechanism for collaboration to achieve national goals of biosecurity  
To pursue a Center of Innovation from the DHHS report.

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Sensors with physics, let's brainstorm  
Can start bringing in the Ag-Vet-Human concepts

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Projects undertaken by the NBF will focus on:

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**Comment [b8]:** Too wonky but a good start to this

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**Deleted:** five member Board of Directors comprised of national leaders unaffiliated with the strategic partners.

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###

#### About the A&M System

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<http://tamus.edu/>

#### About the Institute for Innovative Therapeutics/NCTM

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<http://www.tamus.edu/iit/index.html>





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<http://www.tamus.edu/iit/index.html>



**Pollard, Claudia**

---

**From:** Todd McDaniel [REDACTED]  
**Sent:** Wednesday, September 08, 2010 10:56 AM  
**To:** Giroir, Brett  
**Subject:** RE: Don't Miss Dr. Giroir's Major Announcement at Tomorrow's Breakfast Forum

Is the intent to respond piece going to show our hand and put us in competition with Houston for the location of the facilities/infrastructure?

Good Luck!

Todd E. McDaniel, CEcD  
President/CEO

The Research Valley Partnership, Inc.  
1500 Research Parkway, Suite 270  
College Station, Texas 77845

Phone 979.260.1755  
Toll 800.449.4012  
Mobile 979.492.1963  
Fax 979.260.5252  
[REDACTED]

[www.researchvalley.org](http://www.researchvalley.org)

Go green. Please consider the environment before printing this email.



---

**From:** Giroir, Brett [mailto:Brett.Giroir@tamu.edu]  
**Sent:** Wednesday, September 08, 2010 9:59 AM  
**To:** Todd McDaniel  
**Subject:** RE: Don't Miss Dr. Giroir's Major Announcement at Tomorrow's Breakfast Forum

Not that big  
But the National Biosecurity Foundation being started with intent to respond to the DHHS Centers for Innovation.

---

**From:** Todd McDaniel [mailto:[REDACTED]]  
**Sent:** Wednesday, September 08, 2010 9:44 AM  
**To:** Giroir, Brett  
**Subject:** FW: Don't Miss Dr. Giroir's Major Announcement at Tomorrow's Breakfast Forum

What's the BIG announcement???

Todd E. McDaniel, CEcD  
President/CEO

The Research Valley Partnership, Inc.  
1500 Research Parkway, Suite 270  
College Station, Texas 77845

Phone 979.260.1755  
Toll 800.449.4012  
Mobile 979.492.1963  
Fax 979.260.5252  
[REDACTED]

[www.researchvalley.org](http://www.researchvalley.org)

Go green. Please consider the environment before printing this email.



---

**From:** BioHouston [mailto:[REDACTED]]  
**Sent:** Wednesday, September 08, 2010 7:54 AM  
**To:** Todd McDaniel  
**Subject:** Don't Miss Dr. Giroir's Major Announcement at Tomorrow's Breakfast Forum

<div data-bbox="1030 1412 1605 1485" data-label="Text"><p>[REDACTED]</p></div>
--



**Pollard, Claudia**

---

**From:** Sha-Chelle Devlin Manning [REDACTED]  
**Sent:** Thursday, September 09, 2010 1:45 PM  
**To:** Giroir, Brett  
**Subject:** thought

B,

Congrats...

- 1) Hopefully you shared this with Jason and Pat....and Marc
- 2) Could you use the same model and structure and have a secondary focus for commercial non-defense which would meet the requirements/desires of a Industry consortia???

S

<http://tamunews.tamu.edu/2010/09/09/texas-am-system-announces-formation-of-the-national-biosecurity-foundation/>

**Pollard, Claudia**

---

**From:** Janet Varela [REDACTED]  
**Sent:** Thursday, September 09, 2010 3:14 PM  
**To:** Giroir, Brett  
**Subject:** Kelly Scientific Resources

Dear Dr. Giroir,

I truly enjoyed your talk this morning at BioHouston. I was a little too enthusiastic when I spoke to you. As you might recall, I am working with G-Con on staffing. We have a few folks out there. I am working with Guruatma "Ji" Khalsa.

I also work with Danny Kinner at Lone Star College. I know you are currently working with Blinn but this might be an additional resource. I used to work at Lone Star College and I am currently on the Biotech Advisory Board. If possible, I would truly appreciate a short visit with you. I think I might be able to assist you with resources concerning workforce and workforce development on the associate degree level.

I am so excited for the future of G-Con, GreenVax and National Biosecurity Foundation and all the other possibilities.

Thanks again for the talk this morning, I was truly inspired.

Sincerely,

**Janet Varela | Account Manager**  
**Kelly Scientific Resources**

E-mail: [REDACTED]  
Office: 281-752-4845 | Mobile: 281-660-7121 | Fax: 281-558-1933  
11757 Katy Freeway, #1240, Houston, TX 77079

[kellyscientific.com](http://kellyscientific.com)

**Your Houston Workforce Solutions Partner**



**Pollard, Claudia**

---

**From:** Smalley, Janet  
**Sent:** Thursday, September 09, 2010 7:51 PM  
**To:** Giroir, Brett  
**Subject:** RE: Texas A&M System Announces Formation of the National Biosecurity Foundation

John and Daisy are coming to the football game this weekend....FYI.

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**From:** Giroir, Brett  
**Sent:** Thursday, September 09, 2010 7:45 PM  
**To:** Smalley, Janet  
**Subject:** RE: Texas A&M System Announces Formation of the National Biosecurity Foundation

It went really well  
But Regent Fraga is an easy audience! Need to check with John White

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**From:** Smalley, Janet  
**Sent:** Thursday, September 09, 2010 7:38 PM  
**To:** Giroir, Brett  
**Subject:** FW: Texas A&M System Announces Formation of the National Biosecurity Foundation

FYI.....GOOD JOB!

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**From:** Spillers, Vickie  
**Sent:** Thursday, September 09, 2010 10:15 AM  
**To:** McKinney, Mike; Smalley, Janet  
**Subject:** FW: Texas A&M System Announces Formation of the National Biosecurity Foundation

FYI

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**From:** Lupe Fraga [mailto: [REDACTED]]  
**Sent:** Thursday, September 09, 2010 10:07 AM  
**To:** Spillers, Vickie  
**Subject:** RE: Texas A&M System Announces Formation of the National Biosecurity Foundation

Vickie, the announcement was made here in Houston this morning and John White and I were in attendance. Please let the appropriate people know that Brett did a fabulous job before the BioHouston crowd. Thanks. • LF

**Pollard, Claudia**

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**From:** Kwinn, Laura (HHS/ASPR/OPP) [Laura.Kwinn@hhs.gov]  
**Sent:** Friday, September 10, 2010 3:33 PM  
**To:** Giroir, Brett  
**Subject:** National Biosecurity Foundation  
**Attachments:** BSAT-EO-13546-July2010.pdf

Dr. Giroir-

I am the lead staff for the U.S. government efforts to implement Executive Order 13546, Optimizing the Security of Biological Select Agents and Toxins in the United States (attached). We have several ongoing efforts related to the Executive Order including the creation of the Federal Experts Security Advisory Panel (FESAP) and efforts to optimize laboratory inspections, information sharing, and Departmental coordination of oversight.

I was interested to learn of the creation of the National Biosecurity Foundation—I'd love to learn more about the organization's goals. For our current efforts on the FESAP, we have been accepting informational briefings from various professional societies like the ASM and ABSA—if you think it might be appropriate, I'd be happy to invite you and your staff to brief the group and have a discussion with it on a way forward for lab security. I'm not sure of the stage of the Foundation— if you're just starting out, I'd still be happy to speak with you to let you know more about our efforts and to learn about your priorities and how we might be of use to each other in the future.

Thanks-

Laura

Laura A. Kwinn, Ph.D.  
Science Policy Advisor

Office of Policy and Planning  
Office of the Assistant Secretary for Preparedness and Response  
U.S. Department of Health and Human Services

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THE WHITE HOUSE  
Office of the Press Secretary

For Immediate Release

July 2, 2010

EXECUTIVE ORDER

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OPTIMIZING THE SECURITY OF BIOLOGICAL SELECT AGENTS  
AND TOXINS IN THE UNITED STATES

By the authority vested in me as President by the Constitution and the laws of the United States of America, it is hereby ordered as follows:

Section 1. Policy. It is the policy of the United States that:

(a) A robust and productive scientific enterprise that utilizes biological select agents and toxins (BSAT) is essential to national security;

(b) BSAT shall be secured in a manner appropriate to their risk of misuse, theft, loss, and accidental release; and

(c) Security measures shall be taken in a coordinated manner that balances their efficacy with the need to minimize the adverse impact on the legitimate use of BSAT.

Sec. 2. Definitions. (a) "Select Agent Program" (SAP) means the regulatory oversight and administrative activities conducted by the Secretaries of Health and Human Services and Agriculture and the Attorney General to implement the Public Health Security and Bioterrorism Preparedness and Response Act of 2002 and the Agricultural Bioterrorism Protection Act of 2002.

(b) "Select Agent Regulations" (SAR) means the Federal regulations found in Part 73 of Title 42 of the Code of Federal Regulations, Part 331 of Title 7 of the Code of Federal Regulations, and Part 121 of Title 9 of the Code of Federal Regulations.

(c) "Biological Select Agents and Toxins" means biological agents and toxins with the potential to pose a severe threat to public health and safety, animal and plant health, or animal and plant products and whose possession, use, and transfer are regulated by the Department of Health and Human Services and the Department of Agriculture under the SAR.

Sec. 3. Findings. (a) The use of BSAT presents the risk that BSAT might be lost, stolen, or diverted for malicious purpose. The SAP exists to provide effective regulatory oversight of the possession, use, and transfer of BSAT that reduces the risk of their misuse or mishandling. The absence of clearly defined, risk-based security measures in the SAR/SAP has raised concern about the need for optimized security and for risk management.

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(b) In addition, variations in, and limited coordination of, individual executive departments' and agencies' oversight, security practices, and inspections have raised concerns that the cost and complexity of compliance for those who are registered to work with BSAT could discourage research or other legitimate activities.

(c) Understanding that research and laboratory work on BSAT is essential to both public health and national security, it is in the interest of the United States to address these issues.

Sec. 4. Risk-based Tiering of the Select Agent List. To help ensure that BSAT are secured according to level of risk, the Secretaries of Health and Human Services and Agriculture shall, through their ongoing review of the biological Select Agents and Toxins List ("Select Agent List") contained in regulations, and no later than 18 months from the date of this order:

(a) designate a subset of the Select Agent List (Tier 1) that presents the greatest risk of deliberate misuse with most significant potential for mass casualties or devastating effects to the economy, critical infrastructure, or public confidence;

(b) explore options for graded protection of Tier 1 agents and toxins as described in subsection (a) of this section to permit tailored risk management practices based upon relevant contextual factors; and

(c) consider reducing the overall number of agents and toxins on the Select Agent List.

Sec. 5. Revision of Regulations, Rules, and Guidance to Accommodate a Tiered Select Agent List. Consistent with section 4 of this order, I request that:

(a) The Secretaries of Health and Human Services and Agriculture, no later than 15 months from the date of this order, propose amendments to their respective parts of the SAR that would establish security standards specific to Tier 1 agents and toxins.

(b) The Secretaries of Health and Human Services and Agriculture each, no later than 27 months from the date of this order, promulgate final rules and guidance that clearly articulate security actions for registrants who possess, use, or transfer Tier 1 agents and toxins.

Sec. 6. Coordination of Federal Oversight for BSAT Security. To ensure that the policies and practices used to secure BSAT are harmonized and that the related oversight activities of the Federal Government are coordinated, the heads of executive departments and agencies identified in section 7(a)(ii) of this order shall:

(a) no later than 6 months from the date of this order, develop and implement a plan for the coordination of BSAT security oversight that:

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(i) articulates a mechanism for coordinated and reciprocal inspection of and harmonized administrative practices for facilities registered with the SAP;

(ii) ensures consistent and timely identification and resolution of BSAT security and compliance issues;

(iii) facilitates information sharing among departments and agencies regarding ongoing oversight and inspection activities; and

(iv) provides for comprehensive and effective Federal oversight of BSAT security; and

(b) no later than 6 months from the issuance of final rules and guidance as described in section 5 of this order, and annually thereafter, review for inconsistent requirements and revise or rescind, as appropriate, any regulations, directives, guidance, or policies regarding BSAT security within their department or agency that exceed those in the updated SAR and guidance as described in section 5 of this order.

Sec. 7. Implementation. (a) Establishment, Operation, and Functions of the Federal Experts Security Advisory Panel.

(i) There is hereby established, within the Department of Health and Human Services for administrative purposes only, the Federal Experts Security Advisory Panel (Panel), which shall make technical and substantive recommendations on BSAT security concerning the SAP.

(ii) The Panel shall consist of representatives from the following, who may consult with additional experts from their department or agency as required:

1. the Department of State;
2. the Department of Defense;
3. the Department of Justice;
4. the Department of Agriculture (Co-Chair);
5. the Department of Commerce;
6. the Department of Health and Human Services (Co-Chair);
7. the Department of Transportation;
8. the Department of Labor;
9. the Department of Energy;
10. the Department of Veterans Affairs;
11. the Department of Homeland Security;
12. the Environmental Protection Agency;

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13. the Office of the Director of National Intelligence;
14. the Office of Science and Technology Policy;
15. the Joint Chiefs of Staff; and
16. any other department or agency designated by the Co-Chairs.

(iii) To assist the Secretaries of Health and Human Services and Agriculture and the Attorney General in implementing the policies set forth in sections 1, 4, 5, and 6 of this order, the Panel shall, no later than 4 months from the date of this order, provide consensus recommendations concerning the SAP on:

1. the designation of Tier 1 agents and toxins;
2. reduction in the number of agents on the Select Agent List;
3. the establishment of appropriate practices to ensure reliability of personnel with access to Tier 1 agents and toxins at registered facilities;
4. the establishment of appropriate practices for physical security and cyber security for facilities that possess Tier 1 agents. The Department of Homeland Security shall Chair a Working Group of the Panel that develops recommended laboratory critical infrastructure security standards in these areas; and
5. other emerging policy issues relevant to the security of BSAT.

Thereafter, the Panel shall continue to provide technical advice concerning the SAP on request.

(iv) If the Panel is unable to reach consensus on recommendations for an issue within its charge, the matter shall be resolved through the interagency policy committee process led by the National Security Staff.

(v) The Secretaries of Health and Human Services and Agriculture and the Attorney General shall report to the Assistant to the President for Homeland Security and Counterterrorism on the consideration and implementation of Panel recommendations concerning the SAP, including a rationale for failure to implement any recommendations.

(vi) The Panel shall be chartered for a period of 4 years subject to renewal through the interagency policy committee process led by the National Security Staff.

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(b) To further assist the Secretaries of Health and Human Services and Agriculture and the Attorney General in implementing the policy set forth in sections 1, 4, 5, and 6 of this order, the National Science Advisory Board for Biosecurity shall provide technical advice and serve as a conduit for public consultation, as needed, on topics of relevance to the SAP.

Sec. 8. Sharing of Select Agent Program Information. (a) Consistent with applicable laws and regulations, the Secretaries of Health and Human Services and Agriculture and the Attorney General shall, no later than 6 months from the date of this order, develop a process and the criteria for making SAP information available to executive departments and agencies when such information is necessary for furthering a public health, safety, security, law enforcement, or national security mission.

(b) SAP information shall continue to be safeguarded properly and handled securely to minimize the risk of disclosing sensitive, personal, and other information protected by the Privacy Act, 5 U.S.C. 552a.

Sec. 9. General Provisions. (a) The National Security Staff shall, on a biennial basis, review the implementation and effectiveness of this order and refer to the interagency policy committee process any issues that require further deliberation or adjudication.

(b) Nothing in this order shall be construed to impair or otherwise affect the authority granted by law to a department or agency, or the head thereof, or functions of the Director of the Office of Management and Budget relating to budgetary, administrative, or legislative proposals.

(c) This order shall be implemented consistent with applicable law and subject to the availability of appropriations.

(d) This order is not intended to, and does not, create any right or benefit, substantive or procedural, enforceable at law or in equity by any party against the United States, its departments, agencies, or entities, its officers, employees, or agents, or any other person.

BARACK OBAMA

THE WHITE HOUSE,  
July 2, 2010.

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