

Minutes of the IOCB Board meeting on April 13, 2017.

Present: Ullrich Jahn, Pavel Jungwirth, Pavlína Maloy Řezáčová, Radim Nencka, Tomáš Obšil, Radek Pohl, Petr Slaviček, Petr Svoboda, Pavel Šácha

Guest: Zdeněk Hostomský

Secretary: Irena Valterová

1. *The Minutes* of the last meeting were accepted.

2. *Selection of the director of IOCB.* Six applications arrived in due time. Five of the applications did not meet the requirements (namely the applications did not arrive by mail) and were, therefore, not considered. The application of Dr. Zdeněk Hostomský met all the requirements.

Pavlína Maloy Řezáčová (chair of the Selection committee) and Pavel Jungwirth informed the Board about the interview with the applicant, Dr. Zdeněk Hostomský, which took place on April 12th, 2017.

The selection committee found most of the answers by the applicant concerning the past and future of management of IOCB satisfactory. The selection committee suggested Dr. Zdeněk Hostomský to the Board for appointment as the new IOCB director.

At the selection committee meeting, several questions remained controversial, specifically:

- 1) The imminent founding a new spin-off company “i&i Prague” as a daughter company of IOCB TTO s.r.o, about which neither the IOCB Board nor the IOCB Supervisory Board have been informed.
- 2) Accumulation of positions of the Director of IOCB TTO s.r.o and the Vice-Director of IOCB for strategic development and a resulting potential conflict of interests.
- 3) Financing and evaluation of research-service groups at IOCB.

Therefore, the Board invited Dr. Zdeněk Hostomský to the Board meeting to further discuss these issues.

Ad 1) The director stated that founding new spin-off companies is fully in the competence of the IOCB TTO s.r.o. and its Supervisory Board.

The IOCB Board stresses that it has no intention to interfere with managerial decisions, but that proper beforehand communication of strategic decisions to the IOCB public and IOCB boards is desirable and a matter of preserving an atmosphere of openness at IOCB.

Ad 2) The director does not see a problem in a single person holding these two positions and does not plan to change the current situation.

The IOCB Board disagrees with this view and stresses that strategic development of IOCB needs to be considered in significantly broader terms than development based on business and financial consideration, as applicable primarily to IOCB TTO s.r.o. Since accumulation of

positions is not viewed as a good practise and it has a potential to develop into a conflict of interests, splitting of these positions would be considered by the Board as appropriate. This potential for conflict of interest is based on the rationale that the strategic aims of IOCB and IOCB TTO s.r.o. naturally differ from each other and this should be reflected in clear managerial line-up. Splitting the positions would also help to avoid situations, in which the reputation of IOCB might be at risk.

Ad 3) The director tried to find a reasonable way of dealing with this issue over the last five years, but no optimal solution was found. At present, he considers as a most important fact that the services for the whole institute work well and he did not peruse finding a way of evaluating these groups.

The IOCB board agrees that this is a difficult topic and will work in the future on finding manageable ways to evaluate the research-service groups and financing them accordingly.

Summarizing the discussion, the IOCB board expresses strong hope that these issues will be resolved in collaboration with the management of the Institute in a cooperative and friendly atmosphere.

Subsequently, the Board voted on whether to recommend Dr. Zdeněk Hostomský for appointment as the IOCB director for the period of 2017-2022. Pavlína Maloy Řezáčová and Tomáš Obšil were elected for counting the votes.

Result of voting:

Total number of votes	Number of votes in favour	Number of votes against	Abstained	Number of invalid votes
9	9	0	0	0

Conclusion:

Dr. Zdeněk Hostomský was unanimously recommended by the IOCB Board to be appointed as the director of ÚOCHB AV ČR, v.v.i.

April 13th, 2017.