

112TH CONGRESS
2D SESSION

S. 2274

To require the Secretary of Agriculture to establish a nonprofit corporation to be known as the Foundation for Food and Agriculture Research.

IN THE SENATE OF THE UNITED STATES

MARCH 29, 2012

Mr. ROBERTS (for himself, Ms. STABENOW, and Mr. CONRAD) introduced the following bill; which was read twice and referred to the Committee on Agriculture, Nutrition, and Forestry

A BILL

To require the Secretary of Agriculture to establish a nonprofit corporation to be known as the Foundation for Food and Agriculture Research.

1 *Be it enacted by the Senate and House of Representa-*
2 *tives of the United States of America in Congress assembled,*

3 **SECTION 1. FOUNDATION FOR FOOD AND AGRICULTURE**
4 **RESEARCH.**

5 (a) DEFINITIONS.—In this section:

6 (1) BOARD.—The term “Board” means the
7 Board of Directors described in subsection (e).

8 (2) DEPARTMENT.—The term “Department”
9 means the Department of Agriculture.

1 (3) FOUNDATION.—The term “Foundation”
2 means the Foundation for Food and Agriculture Re-
3 search established under subsection (b).

4 (4) SECRETARY.—The term “Secretary” means
5 the Secretary of Agriculture.

6 (b) ESTABLISHMENT.—

7 (1) IN GENERAL.—The Secretary shall establish
8 a nonprofit corporation to be known as the “Foun-
9 dation for Food and Agriculture Research”.

10 (2) STATUS.—

11 (A) TAX-EXEMPT STATUS.—The Founda-
12 tion shall be considered to be an entity de-
13 scribed in section 501(c)(3) of the Internal Rev-
14 enue Code of 1986 and exempt from taxation
15 under section 501(a) of such Code.

16 (B) LIMITATION.—The Foundation shall
17 not be an agency or instrumentality of the
18 United States Government.

19 (c) PURPOSES.—The purposes of the Foundation
20 shall be—

21 (1) to advance the research mission of the De-
22 partment by supporting agricultural research activi-
23 ties focused on addressing key problems of national
24 and international significance including—

1 (A) plant health, production, and plant
2 products;

3 (B) animal health, production, and prod-
4 ucts;

5 (C) food safety, nutrition, and health;

6 (D) renewable energy, natural resources,
7 and the environment;

8 (E) agricultural and food security;

9 (F) agriculture systems and technology;
10 and

11 (G) agriculture economies and rural com-
12 munities; and

13 (2) to foster collaboration with agricultural re-
14 searchers from the Federal Government, institutions
15 of higher education, industry, and nonprofit organi-
16 zations.

17 (d) DUTIES.—

18 (1) IN GENERAL.—The Foundation shall—

19 (A) award grants to, or enter into con-
20 tracts, memoranda of understanding, or cooper-
21 ative agreements with, scientists and entities,
22 which may include agricultural research agen-
23 cies in the Department, university consortia,
24 public-private partnerships, institutions of high-
25 er education, nonprofit organizations, and in-

1 industry, to efficiently and effectively advance the
2 goals and priorities of the Foundation;

3 (B) in consultation with the Secretary—

4 (i) identify existing and proposed Fed-
5 eral intramural and extramural research
6 and development programs relating to the
7 purposes of the Foundation described in
8 subsection (c); and

9 (ii) coordinate Foundation activities
10 with those programs so as to minimize du-
11 plication of existing efforts;

12 (C) identify unmet and emerging agricul-
13 tural research needs after reviewing the Road-
14 map for Agricultural Research, Education and
15 Extension as required by section 7504 of the
16 Food, Conservation, and Energy Act of 2008 (7
17 U.S.C. 7614a);

18 (D) facilitate technology transfer and re-
19 lease of information and data gathered from the
20 activities of the Foundation to the agricultural
21 research community;

22 (E) promote and encourage the develop-
23 ment of the next generation of agricultural re-
24 search scientists; and

1 (F) carry out such other activities as the
2 Board determines to be consistent with the pur-
3 poses of the Foundation.

4 (2) AUTHORITY.—The Foundation shall be the
5 sole entity responsible for carrying out the activities
6 described in this subsection.

7 (3) RELATIONSHIP TO OTHER ACTIVITIES.—
8 The activities described in paragraph (1) shall be
9 supplemental to any other activities at the Depart-
10 ment and shall not preempt any authority or respon-
11 sibility of the Department under another provision
12 of law.

13 (e) BOARD OF DIRECTORS.—

14 (1) ESTABLISHMENT.—The Foundation shall
15 be governed by a Board of Directors.

16 (2) COMPOSITION.—

17 (A) IN GENERAL.—The Board shall be
18 composed of appointed and ex-officio, nonvoting
19 members.

20 (B) EX-OFFICIO MEMBERS.—The ex-officio
21 members of the Board shall be the following in-
22 dividuals or designees:

23 (i) The Secretary.

1 (ii) The Under Secretary of Agri-
2 culture for Research, Education, and Eco-
3 nomics.

4 (iii) The Administrator of the Agricul-
5 tural Research Service.

6 (iv) The Director of the National In-
7 stitute of Food and Agriculture.

8 (v) The Director of the National
9 Science Foundation.

10 (C) APPOINTED MEMBERS.—

11 (i) IN GENERAL.—The ex-officio mem-
12 bers of the Board under subparagraph (B)
13 shall, by majority vote, appoint to the
14 Board 15 individuals, of whom—

15 (I) 8 shall be selected from a list
16 of candidates to be provided by the
17 National Academy of Sciences; and

18 (II) 7 shall be selected from lists
19 of candidates provided by industry.

20 (ii) REQUIREMENTS.—

21 (I) EXPERTISE.—The ex-officio
22 members shall ensure that a majority
23 of the members of the Board have ac-
24 tual experience in agricultural re-
25 search and, to the extent practicable,

1 represent diverse sectors of agri-
2 culture.

3 (II) LIMITATION.—No employee
4 of the Federal Government may serve
5 as an appointed member of the Board
6 under this subparagraph.

7 (III) NOT FEDERAL EMPLOY-
8 MENT.—Appointment to the Board
9 under this subparagraph shall not
10 constitute Federal employment.

11 (iii) AUTHORITY.—All appointed
12 members of the Board shall be voting
13 members.

14 (D) CHAIR.—The Board shall, from among
15 the members of the Board, designate an indi-
16 vidual to serve as Chair of the Board.

17 (3) INITIAL MEETING.—Not later than 60 days
18 after the date of enactment of this Act, the Sec-
19 retary shall convene a meeting of the ex-officio mem-
20 bers of the Board—

21 (A) to incorporate the Foundation; and

22 (B) to appoint the members of the Board
23 in accordance with paragraph (2)(C)(i).

24 (4) DUTIES.—

25 (A) IN GENERAL.—The Board shall—

- 1 (i) establish bylaws for the Founda-
2 tion that, at a minimum, include—
- 3 (I) policies for the selection of fu-
4 ture Board members, officers, employ-
5 ees, agents, and contractors of the
6 Foundation;
- 7 (II) policies, including ethical
8 standards, for—
- 9 (aa) the acceptance, sollicita-
10 tion, and disposition of donations
11 and grants to the Foundation;
12 and
- 13 (bb) the disposition of assets
14 of the Foundation, including ap-
15 propriate limits on the ability of
16 donors to designate, by stipula-
17 tion or restriction, the use or re-
18 cipient of donated funds;
- 19 (III) policies that would subject
20 all employees, fellows, trainees, and
21 other agents of the Foundation (in-
22 cluding members of the Board) to the
23 conflict of interest standards under
24 section 208 of title 18, United States
25 Code;

1 (IV) policies for writing, editing,
2 printing, publishing, and vending of
3 books and other materials;

4 (V) policies for the conduct of
5 the general operations of the Founda-
6 tion, including a cap on administrative
7 expenses for recipients of a grant,
8 contract, or cooperative agreement
9 from the Foundation; and

10 (VI) specific duties for the Exec-
11 utive Director;

12 (ii) prioritize and provide overall di-
13 rection for the activities of the Foundation;

14 (iii) evaluate the performance of the
15 Executive Director; and

16 (iv) carry out any other necessary ac-
17 tivities regarding the Foundation.

18 (B) ESTABLISHMENT OF BYLAWS.—In es-
19 tablishing bylaws under subparagraph (A)(i),
20 the Board shall ensure that the bylaws do
21 not—

22 (i) reflect unfavorably on the ability of
23 the Foundation to carry out the duties of
24 the Foundation in a fair and objective
25 manner; or

1 (ii) compromise, or appear to com-
2 promise, the integrity of any governmental
3 agency or program, or any officer or em-
4 ployee employed by or involved in a govern-
5 mental agency or program.

6 (5) TERMS AND VACANCIES.—

7 (A) TERMS.—

8 (i) IN GENERAL.—The term of each
9 member of the Board appointed under
10 paragraph (2)(C) shall be 5 years.

11 (ii) PARTIAL TERMS.—If a member of
12 the Board does not serve the full term ap-
13 plicable under clause (i), the individual ap-
14 pointed to fill the resulting vacancy shall
15 be appointed for the remainder of the term
16 of the predecessor of the individual.

17 (iii) TRANSITION.—A member of the
18 Board may continue to serve after the ex-
19 piration of the term of the member until a
20 successor is appointed.

21 (B) VACANCIES.—Any vacancy in the
22 membership of the Board shall be filled in the
23 manner in which the original position was made
24 and shall not affect the power of the remaining
25 members to execute the duties of the Board.

1 (6) COMPENSATION.—Members of the Board
2 may not receive compensation for service on the
3 Board but may be reimbursed for travel, subsist-
4 ence, and other necessary expenses incurred in car-
5 rying out the duties of the Board.

6 (7) MEETINGS AND QUORUM.—A majority of
7 the members of the Board shall constitute a quorum
8 for purposes of conducting business of the Board.

9 (f) ADMINISTRATION.—

10 (1) EXECUTIVE DIRECTOR.—

11 (A) IN GENERAL.—The Board shall hire
12 an Executive Director who shall carry out such
13 duties and responsibilities as the Board may
14 prescribe.

15 (B) SERVICE.—The Executive Director
16 shall serve at the pleasure of the Board.

17 (2) ADMINISTRATIVE POWERS.—

18 (A) IN GENERAL.—In carrying out this
19 section, the Board, acting through the Execu-
20 tive Director, may—

21 (i) adopt, alter, and use a corporate
22 seal, which shall be judicially noticed;

23 (ii) hire, promote, compensate, and
24 discharge 1 or more officers, employees,
25 and agents, as may be necessary, and de-

1 fine the duties of the officers, employees,
2 and agents;

3 (iii) solicit and accept any funds,
4 gifts, grants, devises, or bequests of real or
5 personal property made to the Foundation,
6 including such support from private enti-
7 ties;

8 (iv) prescribe the manner in which—
9 (I) real or personal property of
10 the Foundation is acquired, held, and
11 transferred;

12 (II) general operations of the
13 Foundation are to be conducted; and

14 (III) the privileges granted to the
15 Board by law are exercised and en-
16 joyed;

17 (v) with the consent of the applicable
18 executive department or independent agen-
19 cy, use the information, services, and facili-
20 ties of the department or agency in car-
21 rying out this section;

22 (vi) enter into contracts with public
23 and private organizations for the writing,
24 editing, printing, and publishing of books
25 and other material;

1 (vii) hold, administer, invest, and
2 spend any gift, devise, or bequest of real or
3 personal property made to the Foundation;

4 (viii) enter into such contracts, leases,
5 cooperative agreements, and other trans-
6 actions as the Board considers appropriate
7 to conduct the activities of the Foundation;

8 (ix) modify or consent to the modifica-
9 tion of any contract or agreement to which
10 the Foundation is a party or in which the
11 Foundation has an interest;

12 (x) take such action as may be nec-
13 essary to obtain patents and licenses for
14 devices and procedures developed by the
15 Foundation and employees of the Founda-
16 tion;

17 (xi) sue and be sued in the corporate
18 name of the Foundation, and complain and
19 defend in courts of competent jurisdiction;

20 (xii) appoint other groups of advisors
21 as may be determined necessary to carry
22 out the functions of the Foundation; and

23 (xiii) exercise such other incidental
24 powers as are necessary to carry out the

1 duties and functions of the Foundation in
2 accordance with this section.

3 (B) LIMITATION.—No appointed member
4 of the Board or officer or employee of the
5 Foundation or of any program established by
6 the Foundation (other than ex-officio members
7 of the Board) shall exercise administrative con-
8 trol over any Federal employee.

9 (3) RECORDS.—

10 (A) AUDITS.—The Foundation shall—

11 (i) provide for annual audits of the fi-
12 nancial condition of the Foundation; and

13 (ii) make the audits, and all other
14 records, documents, and other papers of
15 the Foundation, available to the Secretary
16 and the Comptroller General of the United
17 States for examination or audit.

18 (B) REPORTS.—

19 (i) ANNUAL REPORT ON FOUNDA-
20 TION.—

21 (I) IN GENERAL.—Not later than
22 5 months following the end of each
23 fiscal year, the Foundation shall pub-
24 lish a report for the preceding fiscal
25 year that includes—

1 (aa) a description of Foun-
2 dation activities, including ac-
3 complishments; and

4 (bb) a comprehensive state-
5 ment of the operations and finan-
6 cial condition of the Foundation.

7 (II) FINANCIAL CONDITION.—

8 Each report under subclause (I) shall
9 include a description of all gifts or
10 grants to the Foundation of real or
11 personal property or money, which
12 shall include—

13 (aa) the source of the gifts
14 or grants; and

15 (bb) any restrictions on the
16 purposes for which the gift or
17 grant may be used.

18 (III) AVAILABILITY.—The Foun-
19 dation shall—

20 (aa) make copies of each re-
21 port submitted under subclause
22 (I) available for public inspection;
23 and

1 (bb) on request, provide a
2 copy of the report to any indi-
3 vidual.

4 (IV) PUBLIC MEETING.—The
5 Board shall hold an annual public
6 meeting to summarize the activities of
7 the Foundation.

8 (ii) GRANT REPORTING.—Any recipi-
9 ent of a grant under subsection (d)(1)(A)
10 shall provide the Foundation with a report
11 at the conclusion of any research or studies
12 conducted the describes the results of the
13 research or studies, including any data
14 generated.

15 (4) INTEGRITY.—

16 (A) IN GENERAL.—To ensure integrity in
17 the operations of the Foundation, the Board
18 shall develop and enforce procedures relating to
19 standards of conduct, financial disclosure state-
20 ments, conflict of interest (including recusal
21 and waiver rules), audits, and any other mat-
22 ters determined appropriate by the Board.

23 (B) FINANCIAL CONFLICTS OF INTER-
24 EST.—Any individual who is an officer, em-
25 ployee, or member of the Board is prohibited

1 from any participation in deliberations by the
2 Foundation of a matter that would directly or
3 predictably affect any financial interest of—

4 (i) the individual;

5 (ii) a relative (as defined in section
6 109 of the Ethics in Government Act of
7 1978 (5 U.S.C. App.)) of that individual;

8 or

9 (iii) a business organization or other
10 entity in which the individual has an inter-
11 est, including an organization or other en-
12 tity with which the individual is negoti-
13 ating employment.

14 (5) INTELLECTUAL PROPERTY.—The Board
15 shall adopt written standards to govern ownership of
16 any intellectual property rights derived from the col-
17 laborative efforts of the Foundation.

18 (6) LIABILITY.—The United States shall not be
19 liable for any debts, defaults, acts, or omissions of
20 the Foundation nor shall the full faith and credit of
21 the United States extend to any obligations of the
22 Foundation.

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