# Multistate Anti-Terrorism Information Exchange (MATRIX) Board of Directors Meeting

November 5, 2003 Atlanta, Georgia

## Minutes

On Wednesday, November 5, 2003, a meeting of the Multistate Anti-Terrorism Information Exchange (MATRIX) Board of Directors was held in Atlanta, Georgia.

Mr. Doug Bodrero, Institute for Intergovernmental Research (IIR), called the meeting to order and asked for introductions from attendees. The following MATRIX participants and potential participants were in attendance at the meeting:

Colonel Timothy Barry Connecticut State Police Agent Larry Brown Colorado Bureau of Investigation Major Tom Coppinger Maryland State Police Lieutenant Colonel Steve Cumoletti New York State Police First Lieutenant Chuck Donley West Virginia State Police Mr. Mike Fordham Georgia Bureau of Investigation Mr. Luke Galant Maryland State Police Lieutenant Philip Halibozek Connecticut State Police Inspector Karen Halliday Michigan State Police Mr. Gib Huwett Georgia Bureau of Investigation Mr. Mark Jackson Georgia Bureau of Investigation

Mr. Vernon Keenan Georgia Bureau of Investigation Mr. John Monce Ohio Office of the Attorney General Lieutenant Colonel Ralph Periandi Pennsylvania State Police Mr. Phil Ramer Florida Department of Law Enforcement Mr. Jeffrey Raynor Arizona Department of Public Safety Agent Collin Reese Colorado Bureau of Investigation Mr. Roland Squire Utah Department of Public Safety Commissioner Guy Tunnell Florida Department of Law Enforcement Mr. Verdi White Utah Department of Public Safety Mr. Kent Wilson Georgia Bureau of Investigation

The following individuals were also in attendance at the meeting:

Mr. Doug Bodrero
Institute for Intergovernmental Research
Mr. Paul Cameron
Seisint, Inc.
Mr. Bob Cummings
Institute for Intergovernmental Research
Mr. Bruce Edwards
Bureau of Justice Assistance
Mr. Clay Jester
Institute for Intergovernmental Research
Mr. Frank Lepage
U.S. Department of Homeland Security

Ms. Angie McKenzie
Institute for Intergovernmental Research
Mr. Jeff Portz
Florida Department of Law Enforcement
Mr. Bill Shrewsbury
Seisint, Inc.
Mr. Brian Stafford
Seisint, Inc.
Mr. Richard Ward III
Institute for Intergovernmental Research
Ms. Christie Wilson
Florida Department of Law Enforcement

Mr. Bodrero advised that Commissioner Tim Moore, Florida Department of Law Enforcement (FDLE), was the charter Chairman of the MATRIX Board of Directors. Chairman Moore retired and Interim Commissioner Daryl McLaughlin, FDLE, was appointed the Acting Chairman. Due to Interim Commissioner McLaughlin's retirement, Mr. Guy Tunnell was appointed Commissioner of FDLE.

Mr. Bodrero advised that a Chairman and Vice Chairman of the MATRIX Board of Directors needed to be elected. In addition, he suggested abolishing the MATRIX Executive Committee. Mr. Vernon Keenan made a motion to abolish the MATRIX Executive Committee. Mr. Verdi White seconded the motion. The motion was approved by all participants.

Mr. Bodrero asked for nominations for the position of Chairman of the MATRIX Board of Directors. Mr. Keenan stated he thought it was important for FDLE to continue in the leadership role in the MATRIX project and nominated Commissioner Tunnell as Chairman of the MATRIX Board of Directors. Mr. White seconded the motion. Mr. Bodrero asked for other nominations, and there were none. Mr. Bodrero advised that Commissioner Tunnell would be considered nominated as Chairman by acclamation. All participants approved Commissioner Tunnell as Chairman of the MATRIX Board of Directors. Mr. Bodrero advised that nominations were needed for a Vice Chairman. Ms. Karen Halliday nominated Mr. Ralph Periandi as Vice Chairman of the MATRIX Board of Directors. The nomination was seconded by Mr. Keenan. The nomination was approved by all participants.

Chairman Tunnell called for the approval of the minutes from the MATRIX Board of Directors meeting held April 22, 2003, in Atlanta, Georgia. Mr. Keenan made a motion to approve the MATRIX Board of Directors minutes. The motion was seconded by Mr. White. The minutes were approved by all participants.

Mr. Phil Ramer, FDLE, advised that three administrative issues needed to be discussed with participants. The first item related to issues that have recently surfaced regarding Mr. Hank Asher. Mr. Ramer stated that revisions had been made to the Agency Security Agreement, and these revisions need to be reviewed with participants. The final issue was a review of the MATRIX Privacy Policy. The participants were advised that a copy of the draft Agency Security Agreement and the draft MATRIX Privacy Policy was in the participant package.

Mr. Ramer stated that FDLE Interim Commissioner McLaughlin directed that an internal review be conducted of the entire MATRIX project after the release of the articles regarding Mr. Asher and his background. This included a review of the security measures and policies. It also included conducting background investigations on the Seisint staff that had access to the FACTS data. Participants were advised that FDLE was generally aware of Mr. Asher's background. However, additional details were determined during the process. Mr. Ramer advised that the results of the internal review were sent to each of the MATRIX participants; however, the complete background on Mr. Asher was not sent due to confidential source information being included. In

addition, a letter was sent to Florida Governor Jeb Bush outlining the security concerns that had been identified and corrected. It also contained the results of Mr. Asher's background. Mr. Ramer advised that background investigations had been completed on Seisint staff that has access to the FACTS data, and no problems were found. In addition, a secure room was built which contains the FACTS data servers, and this room is controlled by Mr. Jeff Portz, FDLE. Firewalls are also being installed. FDLE is confident that the data is secure and up to industry standards. Participants were advised that Ms. Kelly Lips, the MATRIX Information Security Officer, was recently promoted. FDLE is in the process of filling her vacated position and has currently assigned Mr. Portz full-time. Part of his responsibility will be data security. Mr. Ramer advised that Mr. Paul Cameron, Seisint, could answer any other questions concerning Mr. Asher's current status. Mr. Ramer stated that Mr. Asher is no longer with Seisint, and he does not have access to any items related to the MATRIX project. Mr. Cameron advised that Seisint had implemented all of the security recommendations. He also advised that participants could send their technical staff to Seisint for a tour of the facilities.

Discussion was held regarding the Federal Bureau of Investigation's (FBI) support of the MATRIX project. Mr. Periandi made a motion that the MATRIX participants authorize the Chairman of the MATRIX Board of Directors to send a letter to Mr. Robert Mueller, FBI Director. The letter should ask if the FBI has issues they are concerned about relative to the MATRIX project, Seisint, and Mr. Asher. The letter should also request a response in writing from the FBI so the information could be maintained in the MATRIX project files. Mr. Keenan seconded the motion. Under discussion, Mr. Richard Ward stated he did not think sending a letter to the FBI was the correct approach. He suggested that the MATRIX Board request a meeting with Director Mueller to discuss these issues and to get his commitment to support MATRIX. Mr. Frank Lepage concurred. Mr. Bob Cummings stated that FBI staff (Mr. Dave Walcheck, Mr. Paul Eubanks, and Mr. Louis Quijas) recently visited Seisint. At no time during the visit did they indicate any concerns regarding the MATRIX project.

Mr. Periandi stated he could amend his motion to say that the letter should explain what issues the MATRIX Board would like to discuss and that the Board would like to schedule a face-to-face meeting. Chairman Tunnell asked Mr. Periandi if he would amend his motion to include a letter to the Department of Homeland Security (DHS) IAIP. Chairman Tunnell stated two letters would be written: one to the FBI and one to IAIP. Chairman Tunnell asked Mr. Periandi for an amendment to the original motion, and Mr. Periandi agreed. Mr. Keenan seconded the motion. Chairman Tunnell restated that the MATRIX Board will send a letter to the Director of the FBI and the Director of IAIP and ask for a meeting to discuss the MATRIX project. The letter will include the issues that the MATRIX Board would like to discuss at the meeting. The letter would also state that the MATRIX project is seeking clarification of the issues. The motion was approved by all participants.

A suggestion was made that Chairman Tunnell select a few of the MATRIX participants to attend the above meetings. Mr. Periandi suggested tabling the suggestion

and, instead, suggested that the participants review their schedule and advise the Chairman if they were available to attend the meetings. A suggestion was also made to have different parts of the country represented at the meetings.

Mr. Periandi asked Mr. Paul Cameron to provide a list of the Seisint Board of Directors to the MATRIX participants.

Mr. Keenan suggested that a separate facility for the FACTS data be obtained. Mr. Ramer advised that this option was discussed when the security audit was conducted. Mr. Cameron advised that Seisint could build a room that would contain a separate entrance, and this room could be under a separate lease. Mr. Periandi made a motion to authorize FDLE to enter into a lease agreement with Seisint for space where the FACTS computers and servers are housed. Under discussion, a question was asked if the agreement would need to be reviewed by the MATRIX Board or if the participants could authorize FDLE to sign the agreement. It was mentioned that the MATRIX grant would have to pay for the lease and that authorization would be needed. Mr. Keenan suggested that options be reviewed regarding what would be involved to create a separate facility. The MATRIX Board could then review these options. Mr. Ramer advised that during the security audit, the issues and costs related to this issue were addressed. Mr. Ramer will provide this information to the MATRIX Board. Mr. Periandi rescinded his motion and suggested that Mr. Keenan make a motion. Mr. Keenan made a motion that FDLE review the options and report back to the Board. The motion was seconded and approved by all participants. It was suggested that as soon as the options are available, a conference call should be scheduled. Mr. Bodrero suggested conducting a WebEx so that information could be shown to the Board.

Mr. Ramer asked each state to provide a status report and the following information was provided:

- Alabama: Alabama has been invited to participate in MATRIX. The press is reporting that the state will not participate, but staff has indicated to Mr. Ramer that the Alabama Governor has not made a decision. Alabama was invited to attend today's meeting.
- Arizona: Mr. Jeff Raynor stated that Arizona is interested in participating in the project. Mr. Raynor stated he attended today's meeting to receive information about the project and to talk to other participating states regarding the MATRIX issues. Arizona is a RISS node. Mr. Bodrero advised that discussions had been held with Colonel Norm Beasley. He indicated that Seisint could conduct a demonstration for the Arizona staff.
- > Arkansas: Arkansas has expressed an interest to participant in the project, and they were invited to attend today's meeting.
- > Connecticut: Connecticut has joined the MATRIX project. Mr. Portz advised that department of corrections data and criminal history data sets have been

provided to the programmers for analysis. The programmers are reviewing the data to see how it can be imported. Once this is completed, the remainder of the data will be sent. Connecticut is not a RISS node but has requested that a RISS node application be sent to their state.

- Colorado: Colorado has expressed interest in participating in the project. Staff from Colorado indicated they attended the meeting to obtain answers to some of their questions. A suggestion was made that Seisint provide a demonstration to the Colorado staff.
- Florida: Governor Bush has agreed for Florida to go forward with an independent sole source for an additional 1,000 licenses that were purchased for the staff in the state. Commissioner Tunnell stated he met with the governor, and the governor has agreed to speak with the governors of other states and encourage them to be supportive of the MATRIX project.
- Georgia: Mr. Keenan stated that the Georgia governor set the state policy and stated publicly that Georgia did not send driver's license data or motor vehicle registration data to the MATRIX project. Georgia will continue with the criminal history record data, sexual predator records, and its public department of corrections inmate data. Mr. Keenan stated he clarified with the Georgia governor that the state is still participating in the project and is sending the data. Georgia is connected as a RISS node.
- Iowa: Iowa has inquired several times regarding participation in the project. Staff has been invited to the meetings.
- Kentucky: Kentucky officially notified the MATRIX Board by letter that they are withdrawing from the project due to privacy and cost issues. Mr. Ramer advised that a copy of the letter will be provided to the participants.
- Michigan: Ms. Halliday stated that Michigan has provided sex offender registry data and Department of Corrections data. The state is still working on providing driver's license data.
- Louisiana: Louisiana has officially withdrawn from the project. FDLE is in the process of drafting a letter that will respond to some of the issues contained in the letter.
- Maryland: Mr. Luke Galant stated that the state is interested in participating in the project. The Maryland State Police Superintendent has seen a demonstration of the project. Mr. Galant suggested that another demonstration be provided that is broader based.
- > New York: Mr. Steve Cumoletti stated New York is a RISS node; however, there are some firewall issues.

- North Carolina: North Carolina has inquired about participating in the project. A package containing information regarding the project was sent, but no response has been received.
- Ohio: Mr. Monce stated that the Ohio Governor is taking his lead from the Ohio Attorney General. He has announced publicly that MATRIX is a part of his agenda, and he supports the process. They have had numerous inquiries recently from elected officials. Discussions have been held with Mr. Ramer regarding the need for a WebEx demonstration. Mr. Monce stated their RISS node application will be sent to MAGLOCLEN soon. The application has been approved by the MAGLOCLEN policy board. Mr. Portz stated that driver's license data, motor vehicle data, and Department of Corrections data are available.
- > Utah: Utah staff has been trained, and their data is in the system. Mr. White stated that driver's license registration, criminal history, and data sets for corrections have been provided.
- Pennsylvania: Mr. Periandi stated all five data sets will be submitted. The state has submitted criminal history data and corrections data. The state plans to sign the Agency Security Agreement.
- West Virginia: Mr. Chuck Donley stated the Superintendent wants to participate in the MATRIX project. He is currently working with the Department of Military Affairs to obtain all of the data sets. Mr. Donley asked that a demonstration be provided to the department heads and the West Virginia governor, and discussion be held regarding security issues and the costs associated with participating in MATRIX.

Mr. Ramer stated the MATRIX Board had voted to give the RISS centers licenses. The RISS staff receiving these licenses will be trained on November 13, 2003. The Board also voted to give licenses to NW3C, but because NW3C is not a law enforcement agency, background issues need to be addressed.

Currently, eight states have signed the Memorandum of Understanding (MOU) and are participating in the MATRIX project. There are a number of other states that have expressed an interest to participate. Mr. Phil Ramer stated that one issue that needed to be resolved was how MATRIX was going to handle the additional states. A process needs to be developed. Mr. Periandi stated that when the MATRIX project began, it was required that the state be in a position to submit data in order to participate. Mr. Bodrero suggested that if a state wants to join, the participants could agree on the number of licenses the state would be given. He also suggested that the inquiring state should provide a letter from one of their political authorities. Mr. Cumoletti made a motion that FDLE and IIR draft an agreement to address full membership, limited membership, and issues about the states, as well as the individual agencies in those states that are not supportive of MATRIX. FDLE will provide the draft agreement to the MATRIX Board for review. The motion was seconded and approved by all participants.

The Board was advised that FDLE and IIR will have a draft agreement developed within a week, and it will be provided to each of the participants.

Mr. Ramer discussed the MATRIX Privacy Policy. The Privacy Policy relates to the factual data analysis system at Seisint. Mr. Cummings stated that the policy was drafted to recognize that the FACTS application is not an intelligence system and not subject to 28 CFR Part 23. The following revisions to the MATRIX Privacy Policy were provided:

#### > SECTION 1: PURPOSE

o A suggestion was made that a sentence be added that will make it clear that these are nonintelligence data sources.

# > SECTION 2: COLLECTION LIMITATION

o No revisions.

#### > SECTION 3: DATA QUALITY

o 1st paragraph, second line: Remove "(accuracy, currency, and completeness)"

o 2nd paragraph, last line: Add additional information that relates to inaccurate information. Mr. Ramer suggested adding "the purging and updating of the data."

#### > SECTION IV: USE LIMITATION

o Most of the items in this section were pulled from the Agency Security Agreement.

o 2nd paragraph, 1st line: Should read ... to make "certain that" access to the

FACTS application....

o Mr. Ward stated that the phase "for intelligence purposes" needed to be addressed. It was suggested that the word "intelligence" be removed from the entire policy.

## > SECTION V: SECURITY SAFEGUARDS

o 3rd paragraph, 1st line: Change to ...over the "RISS secure network and the FBI Law Enforcement Online (LEO) network." Both have been cleared by the FBI to transfer secure information.

### > SECTION VI: OPENNESS

Remove the entire first paragraph.

# > SECTION VII: INDIVIDUAL PARTICIPATION

o No revisions.

## > SECTION VIII: ACCOUNTABILITY

o A suggestion was made that information be added that would state that individual users cannot use the system for their own personal benefit.

o 2nd paragraph, last line: Add "or coordinating" audits as well as....

 Last paragraph, 2<sup>nd</sup> line: Add the word "suspension or" before termination and use of privileges....

 Last paragraph, last line: Change the word "encouraged" to "required to abide" by this policy....

Mr. Ramer stated that the revisions will be made to the MATRIX Privacy Policy, and an updated copy of the document will be e-mailed to each participant.

Mr. Ramer discussed the Agency Security Agreement. A number of changes to the agreement had recently been made. Some of the revisions were provided from Pennsylvania's legal department and Georgia Bureau of Investigation. It was discovered that the Drivers Protection Act was not mentioned in the earlier Agreement. This information has now been added. Mr. Ramer reviewed the changes.

Page 1, paragraph one: Language was added to say this was an agreement with a coalition of other state agencies. A decision was made to remove "state."

Page 1, paragraph two: This paragraph was rewritten to describe the relationship between FDLE, IIR, and Seisint. The LEO network was also added.

Page 2, paragraph one: The word "legitimate" was added in front of law enforcement investigative intelligence purposes and "legitimate" under line three.

Paragraph two, second line: FDLE added "cannot be sold, published, or disclosed for commercial purposes nor without prior approval of the contributing agency."

Page 3: Language was added regarding redissemination.

Page 4: Information was added that you have to keep the record for at least five years which is a requirement of the Drivers Protection Act.

Page 5: Under disclaimer, at the end of the second sentence, "and that the agency remain solely responsible for the interpretation of dissemination of use of any information derived from the MATRIX applications" was added. "Data is sometimes entered or processed incorrectly" was removed.

Mr. Ramer advised that an updated copy of the Agency Security Agreement will be sent to each participant.

Mr. Bodrero stated it had been proposed that the Chairman appoint a Privacy Committee. The Privacy Committee will have the authority to carry out and conduct audits of the system and users. The Chairman asked the Vice-Chairman to head the Privacy Committee. In addition, Ms. Karen Halliday, Michigan; and Mr. Tim Barry, Connecticut, were assigned to the Privacy Committee.

Mr. Paul Cameron provided a status report on Seisint and discussed the MATRIX proposal. A copy of the proposal was provided to each participant in their participant package. Seisint's presentation addressed inaccuracies in the privacy debate popularized by the media. Mr. Cameron shared Seisint's responses to the media in regards to such issues. It was reiterated that attention be focused on what data is in the system. Seisint shared they do have contracts with federal agencies. Mr. Cameron reviewed FACTS usage statistics. Mr. Cameron stated that each week a document will be produced that will contain the FACTS statistics. This document will be sent to IIR.

Mr. Cameron discussed MATRIX project success stories. Participants were advised that a screen was developed in the system to document the success stories. Users are asked to e-mail their success story to Mr. Portz. Mr. Cummings asked if a button could be added that asks the user if they have a success story to submit. The user could click on the button and enter the data. The information would be in the system and Mr. Portz could review. Mr. Cameron stated a button will be added to submit a success story.

Mr. Clay Jester provided a presentation on MATRIX performance measures. Mr. Jester advised that the MATRIX grants contained performance measures that will be used to define the success of the pilot project. He stated that a list of the suggested performance measures was provided in the participant package. Mr. Jester stated that the success stories that are generated will be one of the most beneficial items to define the success of the project. The fact that the success stories are available through the FACTS application will make it easier to capture. Mr. Jester advised that five states are connected as nodes. The statistics that Seisint has provided are very helpful. He asked Seisint to provide the information contained in the graphs in a raw data format. IIR is currently collecting information from the RISS centers on the number of RISS accounts that have been established. A couple of items that were not included on the list of performance measures was the number of secure Web sites that were made available and the number of times the sites have been accessed. The staff from Utah has recently made their Web site available. Mr. Jester asked for additional suggestions. Mr. Cummings suggested capturing the types of investigations, such as terrorism, murder, drugs, etc., in which FACTS was used to provide assistance. Mr. Portz stated that one of the enhancements being discussed is a field for tracking. He stated that a field could be added to track this information. Mr. Ward stated that this is information that needs to be tracked. The Office of Management and Budget (OMB) is looking at MATRIX as an investigative tool for operational agencies. OMB will be looking specifically at outcome data. Mr. Ward stated that the Government Performance Reporting Act has become a major issue with OMB. The MATRIX project needs to develop a way to capture and track the data. Mr. Bruce Edwards encouraged the participants to include in the success

stories the amount of time saved and how quickly the results were obtained. Mr. Jester stated IIR will develop a list of specific types of categories that will be captured and an email will be sent to the participants to provide comments.

Mr. Cummings stated that a copy of the Seisint proposal that contained information on the entire MATRIX project was in the participant package. Mr. Cummings reviewed the page in the proposal containing the FACTS Licensing and Support Fees. MATRIX has provided Seisint \$1.5 million for the initial acquisition of the data under the BJA MATRIX grant and the assimilation of the data. Seisint has suggested increasing the number of licenses for the new DHS MATRIX grant and to continue to add additional data. FDLE received separate funding from the state legislature to acquire 1,000 licenses for the state of Florida for one year. This fee will be \$133 per month, which gives the user access to the MATRIX project. Consistent with that funding formula, Seisint will provide the MATRIX project 3,050 user licenses at \$133 a month, which totals \$4.8 million. \$2.9 million was added for supercomputing and network hardware platform; data center space, security, and operations staff; ongoing data integration services; 24/7 customer support and help desk; 26 user training sessions; and continued application enhancements. The total of these two items is \$7.8 million. This amount will be paid out in 12 equal payments of \$650,000 per month. This anticipates the acquisition of the data from the states, purchase of other related data sets, the distribution of the 3,050 licenses, and the services that Seisint will provide on an ongoing basis until the term of the contract which is November 15, 2004.

Mr. Cummings stated approval was needed to move forward with the Seisint proposal. Mr. Keenan made a motion to accept the proposal. The motion was seconded. The motion was approved by all participants.

Staff from Seisint were advised that the MATRIX proposal was approved by the MATRIX Board of Directors.

Mr. Cummings stated that he had been approached by Mr. Keenan regarding the fact that the state of Georgia is not allowed to incur any additional costs for sending their data. The cost of sending the data is a nominal amount. Mr. Cummings' response to Mr. Keenan was that MATRIX has allocated some funding under the Department of Justice grant to each of the states for Web site development. This money has not been spent. There is some ability within the grant to move money for different purposes. Mr. Bodrero stated that IIR could send a grant adjustment to BJA that would request that MATRIX use the \$25,000 for other costs incurred by the states to participate in the project instead of using the money to build a Web site. A motion was made that would allow IIR to request a grant adjustment giving the states the flexibility to spend their \$25,000 in whatever manner they see needed as long as it supports the outcome of the project. The motion was seconded by Mr. Keenan. The motion was approved by all participants.

Mr. Cummings stated that the National Criminal Intelligence Sharing Plan (NCISP) was recently adopted at IACP. A copy of the CD containing the entire NCISP

and a copy of the Executive Summary was provided to each participant. The plan lists 27 recommendations which describe a national intelligence system.

Mr. Bodreo asked that each state provide the number of licenses they anticipate needing. Some type of working group or committee will need to be established that can allocate other users on the system. The group also needs to be authorized to allot up to a certain number of licenses to increase the exposure and support of the system based on a criteria that the group will establish. Mr. Periandi made a motion to allow the Chairman to reappoint members to the membership committee that would work on this issue. Mr. White seconded the motion. The motion was approved by all participants. Chairman Tunnell stated that he would work on assigning participants to this committee and will report back to the Board with the names.

Mr. Bodrero discussed future funding options for MATRIX. He stated that MATRIX needs to begin identifying a future funding strategy immediately. In addition, MATRIX needs to establish a working group to begin drafting a Request for Proposal (RFP). The RFP will be a critical document to put the MATRIX project out on bid and it will take an enormous amount of work and time to develop. The RFP needs to be sent by July 2004 with a 30-day turnaround. An authorized vendor needs to be established by the next funding cycle. Mr. Ramer asked Mr. Bodrero if someone is available at IIR to develop the RFP. He stated that IIR could assist with the RFP. Mr. Keenan stated that Georgia could also assist. Mr. Bodreo stated that the MATRIX Board will bid the project out to an RFP, and everyone will be involved in the process. The RFP will be sent from IIR as the fiscal designated representative of the MATRIX project. Chairman Tunnell suggested that someone from Florida and Georgia work with IIR to develop a draft RFP. Once the draft is developed, it will be sent to each MATRIX participant for review.

Mr. Ramer stated that FDLE and IIR will work together to develop a package on outreach issues and provide to participants for review.

Mr. Bodrero stated that another meeting of the MATRIX Board of Directors will be scheduled for February or March 2004.

The meeting was adjourned.