BOARD OF DIRECTORS' MEETING

February 13, 2025
Approved

MACA President Mike Lehman called the meeting to order at 7:30am CT virtually vis MS Teams with the following board members present for roll call:

Name	Company
1. Brian Clark	Schuetz
2. Aaron Deardorff	Syngenta
3. Matt Lawerence	Valent USA
4. Michael Lehman	AMVAC
5. Mitch Reed	Kova Fertilizer, Inc.
6. Steve Sloan	Lamberti
7. Jaime Yanes	Albaugh, LLC

Absent: Sarah Betzold, BASF; Jane Hanson, Rosen's Inc.; Drew Ratterman, Corteva Agrisciences; Randy Stookey, KARA; Matt Wagner, Greenleaf, Inc.; Norm Wagoner, KALO, Inc.

Guests present: Barbara Dunn, J.D., Barnes & Thornburg; DeWayne McIntyre, MFA; Aaron Locker, Kincannon & Reed Scott Stout, Valent; and Jerry Van Oort, Russell Associates.

Staff present: Program Coordinator Michelle Kilper; Executive Director – Incoming Rodney Schmidt; and Executive Director Bonnie McCarvel.

All participants attended virtually.

President Lehman directed the attention of, and compliance by, all persons participating in the meeting to the "Anti-Trust and Fair-Trade Practice Guidelines" which are attached to these minutes. Barbara Dunn, Esq., reviewed the Guidelines as well.

President Lehman then reviewed the consent agenda items. A motion was made to accept the consent agenda items as presented. The motion was seconded. Motion carried. (Copy of consent agenda items are attached to official minutes.)

President Lehman then asked for committee reports as follows:

- **Executive Committee:** Vice Chair Aaron Deardorff reported the committee had met on Friday, January 24, and reported the following actions:
    - **Membership –**Approved NPW LLC represented by Norm Wagoner, and, Kincannon & Reed, represented by Aaron Locker, as Allied members.

- **FY'25 Budget details –** Approved the 2025 FY Budget which was presented by McCarvel with input from Schmidt. A copy of the budget is attached to the official minutes.
- **2025 Committee Goals** – Reviewed the summary of the goals of each committee.
- **Artificial Intelligence (AI) Policy–** Approved new policy which prohibits AI from being used by a MACA member to record any MACA committee meeting, board meeting or speakers at a MACA sponsored/hosted event.

- **Changes of Officers –** Accepted resignation of John Oesch as Vice President due to a change in job responsibilities. As a result, approved t
    - **Vice President –**Approved Aaron Deardorff
    - **Secretary/Treasurer** – Approved Matt Lawrence
    - **Filling of open Board position** – Approved Sarah Betzold to fill the Board vacancy from Matt Lawrence which ends in 2025. As a result, Betzold is no longer an At-Large member of the Executive Committee.
    - **Open Executive Committee At-Large position –** Chair Lehman discussed this position which will be filled at a later date.
- **Authorization and other adjustments needed due to Officer and Executive Director changes –**President Lehman reported the committee also reviewed and authorized various changes needed to take place with accounts and due to changes with the Officers and the Executive Director position.

A motion was made to accept the report as presented. The motion was seconded. Discussion followed. Motion carried.

Membership: Sub-Chair Scott Stout reported the committee met on Monday, February 10 and reported the following:

- **Members**
    - The 2025 goal is 5 new members, currently there are 2 new members, NPW LLC and Kincannon & Reed. Discussion followed.
- **2025 Annual Meeting**
    - September 2-4 in Kansas City, MO
    - Theme: "Fountains of Innovation"
    - Will continue with the agenda structure from last year.
    - The committee will meet in April to finalize the program.
- **2026 Annual Meeting** – the committee identified four potential locations for the '26 meeting and requested proposals from the following cities for review at the June committee meeting:
        - Lake Geneva, WI (1998)
        - Grand Rapids, MI (new location)
        - Omaha, NE (2012)
        - Des Moines, IA (2010)

A motion was made to accept the report as presented. The motion was seconded. Discussion followed. Motion carried.

Education: Committee Chair Aaron Locker reported the committee met on Wednesday, February 12 with the following subcommittees and their actions:

- **Developing Professionals** (DP) – DP Chair Jerry Van Oort reported the program has 11 participants from eight companies. The "Mentoring" session was well attended, with excellent content, as well as great interaction from the DPs. A highlight this year is two previous DP graduates have presented in sessions this year. The next session will be March 25 – "Work Life Balance". The committee is planning a panel presentation for the DPs on Wednesday during the 2025 Annual Meeting.
- **Young Leader Scholarship Program** (YLSP) – The committee met on Monday, February 10 with the selection team to review applications.. The committee recommended 11 recipients as follows:
    - Adam Loker, Southern Illinois University
    - Regan Koester, Purdue University
    - Kylie Anderson, Iowa State University
    - Coy Stamm, Kansas State University
    - Blain Cords, Michigan State University
    - Noah Riley, University of Missouri
    - Alexis Bodlak, University of Nebraska – Lincoln
    - Haley McClue, North Dakota State University
    - Sarah Hoak, The Ohio State University
    - Kyle Hagen, South Dakota State University
    - Natalie Clemenson, University of Wisconsin – River Falls

- **Agriculture Academy** – The transition to a grant program for schools and other youth organizations to learn about agriculture has begun and explained the timeline.
- **Lunch & Learns** - The series has begun with the next update February 19 a federal legislative update from CropLife America. March 25 will feature four Midwest state associations providing a state update. Another one is planned for May related to finances and more details are pending.

Awards – The committee will focus on finding Industry Vision and Educator of the Year nominees for 2025.

A motion was made to approve the report as presented. The motion was seconded. Discussion followed. Motion carried.

Critical Member Issues: Chair Aaron Deardorff reported the committee had met on February 11. Deardorff reported that the committee had presentations from:

- CLA update – Stephanie Pizzoferrato, Director of State Government Relations, CropLife America.
- Ag Container Recycling Council (ACRC) Update – Leigh O'Neill, Recycling End Use Manager, ACRC.
- Water Issues update from Andrea Rice, MACA Water Consultant.
- Federal Legislative update by Mary Kay Thatcher, Sr. Manager, Federal Government & Industry Relations, Syngenta.

The committee also discussed "Hot Topics" suggestions for upcoming meetings,

A motion was made to accept the report as presented. The motion was seconded. Discussion followed. Motion carried.

Communications & Marketing: Committee member Aaron Deardorff reported the committee had met February 12 and reviewed the budget, website and implementation of the contract for 2025.

A motion was made to accept the report as presented. The motion was seconded. Discussion followed. Motion carried.

Strategic Plan: VP Aaron Deardorff reported the execution of the plan is ongoing, the team is reaching out to member companies to explain the benefits and importance of MACA membership.

A motion was made to accept the report as presented. The motion was seconded. Discussion followed. Motion carried.

Executive Director: McCarvel referenced her report in the consent agenda items and then highlighted the following things:

- YLSP – Sponsors are still needed, if you haven't responded, please let her know.
- Lunch & Learns – Currently underway with the next one scheduled for February 19th where the CLA will provide an update on PFAS, Farm Bill, MAHA and other key topics..
- LinkedIn– source of current information and activities of MACA. Provide the link to other members and encourage them to visit the page.
- Continuing to work through March 31 with incoming executive director Rodney Schmidt to ensure a smooth transition.

A motion was made to accept the report as presented. The motion was seconded. Discussion followed. Motion carried.

OLD BUSINESS

FY'25 Budget – McCarvel presented the 2025 FY Budget which had been approved by the Executive Committee on January 24

NEW BUSINESS

2025 Committee Goals – President Lehman reviewed the goals.

A motion was made to accept the report as presented. The motion was seconded. Discussion followed. Motion carried.

Next Meeting: President Lehman reported the next board meeting is scheduled for June 5, 2025 at 7:30 AM in St. Louis, MO. An agenda will be sent out prior to the meeting.

Adjournment: President Lehman thanked everyone for their participation in the meeting and the work of the committees.

A motion was made to adjourn and was seconded. Discussion followed. Motion carried. President Lehman adjourned the meeting at 8:21 am. CT

Minutes taken by Bonnie McCarvel and Rodney Schmidt.

_____ _____

MACA Secretary Date

Attachments to Official Minutes:

- "Antitrust and Fair-Trade Practice Guidelines"
- Consent Agenda items for February 13 meeting
- FY 2025 Approved Budget

MID AMERICA CROPLIFE ASSOCIATION
(MACA)
ANTITRUST AND FAIR-TRADE GUIDELINES

While some activities among competitors in the same industry are both legal and beneficial to the industry, group activities of competitors are inherently suspect under the antitrust laws. Agreements or combinations between or among competitors need not be formal to raise questions under antitrust laws, but may include any kind of understanding, formal or informal, secretive or public, under which each of the parties can reasonably expect that another will follow a particular course of action.

Each individual is responsible to see that topics which may give an appearance of an agreement that would violate the antitrust laws are not discussed at your meetings. It is the responsibility of each individual in the first instance to avoid raising improper subjects for discussion. This reminder has been prepared to assure that individuals in meetings are aware of this obligation.

The following "Do" and "Do Not" highlight only the most basic antitrust principles. Each party and every individual at every meeting related thereto should be thoroughly familiar with his/her responsibilities under the antitrust laws and should consult counsel in all cases involving specific situations, interpretations, or advice.

DO NOT, in fact, discuss or exchange information in person, electronically or by other means regarding:

- Individual company prices, price changes, price differentials, mark-ups, discounts, allowances, credit terms, etc., or data that bear on price (e.g., costs, production, capacity, inventories, sales).
- Industry pricing policies, price levels, price changes, differentials, etc.
- Changes in industry production, capacity or inventories.
- Bids on contracts for particular products; procedures for responding to bid invitations.
- Plans of individual companies concerning the design, production, distribution or marketing of particular products, including proposed territories or customers.
- Matters relating to actual or potential individual customers or suppliers that might have the effect of excluding them from any market or of influencing the business conduct of firms toward such suppliers or customers.

DO NOT discuss or exchange information regarding the above matters during social gatherings incidental to meetings, or by electronic mail, even in jest.
DO adhere to prepared agendas for all meetings and object when meeting minutes do not accurately reflect the matters which transpired.
DO understand the purpose and authority of the group.
DO consult with your company counsel and your company policy guidelines on all antitrust questions before attending meetings.
DO protest against any discussions or meeting activities which appear to violate the antitrust laws; disassociate yourself from any such discussions or activities and leave any meeting in which they continue.