BOARD OF DIRECTORS MEETING

July 26, 2024

MACA President Jaime Yanes called the virtual meeting to order at 7:33 am CDT via TEAMS with the following board members present for roll call:

Name	Company
1. Brian Clark	Schuetz
2. Jane Hanson	Rosen's
3. Matt Lawrence	Valent
4. Michael Lehman	AMVAC
5. John Oesch	Nutrien
6. Joe Olson	Helena Agri-Enterprises
7. Drew Ratterman	Corteva Agriscience
8. Randy Stookey	KARA
9. Matt Wagner	GreenLeaf, Inc.
10. Jaime Yanes	Albaugh, LLC

Absent: Mitch Reed, KOVA; Steve Sloan, Lamberti; and Norm Wagoner, Kalo.

Guests present: Aaron Deardorff, Syngenta; Barbara Dunn, J.D., Barnes & Thornburg; and Jay Morris, Morris Bixby.

Staff present: Program Coordinator Michelle Kilper, Office Assistant Andrea Yetter, and Executive Director Bonnie McCarvel.

President Yanes dispensed with introductions and 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., reinforced the guidelines.

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

President Yanes then asked for committee reports as follows:

Executive Committee: Vice-Chair Mike Lehman reported the committee had met in mid-July and approved Smartwyre as an allied member.

Membership/Annual Meeting: Chair Matt Wagner reported the plans for the '24 Annual Meeting are moving forward. He asked McCarvel to provide an update on registration. Mike Lehman provided an update on sponsorship. McCarvel reported since the Executive Committee approved sponsor registration levels for sponsors for the '24 Annual Meeting, sponsors are appreciating it.

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

Education: President Yanes asked for updates on the following programs.

- **Developing Professionals** (DP) – DP Chair Jay Morris reported the '24 class has completed the virtual training sessions and have a final event scheduled with industry leaders at the 2024 Annual Meeting. A survey of the '24 class is planned after the annual meeting. The model has been successful and as a result the committee is requesting nominees for the '24 class. Target group is individuals with 1-7 years' experience primarily salespeople to develop soft skills. New participants for the '25 class are requested by early August as they are expected to attend the '24 Annual Meeting and participate in an orientation session. Yanes reported the new co-chairs for the '24 Class will be Jerry Van Oort and Steve Sloan plus a member of the '23 DP class will serve as vice chair. Discussion followed.
- **Young Leader Scholarship Program** (YLSP) – Co-Chair Drew Ratterman reported things are in place for the 11 students to attend the '24 Annual Meeting. Norm Wagoner will serve as the Co-Chair. Drew reported on plans for the speed networking session at the Annual Meeting on Wednesday morning. Discussion followed.
- **Awards** – McCarvel reported the committee had met in mid-July to review nominations for Industry Vision and Educator of the Year.
    - Industry Vision Award – the committee recommended Ben Kaehler, Corteva (retired) as the recipient. A motion was made to accept the recommendation as presented. The motion was seconded. Discussion followed. Motion carried.
    - Educator of the Year – the committee recommended Dr. Christy Sprague, Department of Plant, Soil, and Microbial Sciences, Michigan State University as the recipient. A motion was made to accept the recommendation as presented. The motion was seconded. Discussion followed. Motion carried.

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

Executive Director: McCarvel thanked and recognized Jay Morris for his work in leading the Developing Professionals program this past year. She reminded everyone there have been a lot of changes in membership which will result in a large number of new people at the meeting who need to be welcomed to MACA. First time attendees will have green dot on name tags to identify them.

OLD BUSINESS

Annual Members Meeting – McCarvel reported the Annual Members Meeting & Election will be held Thursday, September 5, 2024 starting at 7:30 am at the Radisson Blu Hotel, Bloomington, MN.

Nominating Committee – Nominating Committee Chair Joe Olson, reported he had been working on the nominating slate and presented the slate as follows.

- President Michael Lehman, AMVAC – standard
- Vice President John Oesch, Nutrien – standard
- Secretary/Treasurer Aaron Deardorff, Syngenta – standard
- Immediate Past President Jaime Yanes, Albaugh, LLC - standard

- Allied Board seat – Steve Sloan, Lamberti

- Allied Board seat – Brian Clark, Schuetz Container
- Standard Board seat – Drew Ratterman, Corteva

A motion was made to approve the slate as presented. It was seconded. Discussion followed. Motion carried.

NEW BUSINESS

None.

Next Meeting: Yanes reported the next board meeting is scheduled for Thursday, November 14, starting at 7:30 am CDT. The meeting will be held in St. Louis, MO. An agenda will be sent out prior to the meeting.

Adjournment: President Yanes thanked everyone for their participation in the meeting.

A motion was made to adjourn and was seconded. Discussion followed. Motion carried. President Yanes adjourned the meeting at 8:20 am CDT.

Minutes taken by Bonnie McCarvel and reviewed by MACA Secretary John Oesch.

Attachments to Official Minutes:

- "Antitrust and Fair-Trade Practice Guidelines"
- Consent Agenda items for June 13 meeting

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.

Notes:

- Approved by MACA Board of Directors – June 7, 2001