

## **South Dakota Soybean Research & Promotion Council Board Meeting Minutes**

**Thursday, June 18th, 2020 8:30 a.m. – 5:00 p.m.**

Via Zoom Teleconference | <https://us02web.zoom.us/j/84275795840>

**Present:** Craig Converse, Chairman; Todd Hanten, Vice Chairman; Mike McCranie, Secretary; Dawn Scheier, Treasurer; Tim Ostrem, Matt Bainbridge, David Struck, Heather Beaner, and Bob Metz

**Guests Present:** Jason Frerichs, USB; Ardon Wek

**Staff Present:** Jerry Schmitz, Executive Director; Becky Cypher, Executive Assistant; Adam Kask, Market Development & Research Director, Paul Van Sloten, Accounting Manager; Bonnie Dybedahl, Program Manager, Mariah Kessler, Communications Specialist; and Jennifer Mueller, Administrative Assistant

### **Pledge of Allegiance**

Chairman Converse led the board in the Pledge of Allegiance.

### **Call to Order/Consent Agenda/Approval of Agenda/Conflict of Interest Disclosures – Craig Converse**

Chairman Converse called the meeting to order at 8:35 a.m.

Matt Bainbridge would like to add his expense report approval to the agenda.

**Dawn Scheier moved to approve the agenda with the addition. Seconded by Mike McCranie. Roll call was taken. Motion passed unanimously.**

### **Conflict of Interest**

Jerry conveyed Darryl Chatman's (USB Compliance officer) response to a policy question which led to conflict of interest discussion.

What everyone needs to keep in mind is that it makes no difference whether QSSB Board members are on the board of the soybean association, a local elevator board, a private business, or another soybean or commodity board. Board members have a legal obligation to make clear those possible conflicts of interest prior to any discussion that may relate to those entities. Any time there is discussion about investing checkoff dollars, the QSSB board member should recuse themselves from influencing other board members and voting where conflicts may exist since they have a personal vested interest in the other entity. They may discuss things such as volunteering personal time, just not engage in where checkoff dollars will be invested.

Darryl suggested that each discussion which could possibly result in a conflict should be viewed as though it will be printed on the front page of the New York times in its entirety.

Heather pointed out that there are considerations other than just financial which could create a conflict of interest. The recognized status of serving on a Board or of being an officer on another entity may present a conflict as well. The important thing is for everyone to be consistent with regard to conflicts and to err on the side of caution.

Chairman Converse asked board members to declare any new conflicts of interest since the last board meeting. None were reported.

#### **Secretary's Report – Mike McCranie**

Mike reviewed the meeting minutes from the March 31, April 1, April 8, and April 15 board meetings. He stated the April 15<sup>th</sup> meeting minutes need a heading at the top of the page. He inadvertently left that off when he sent the minutes to Becky.

**Dawn Scheier moved to approve the March 31, April 1, April 8<sup>th</sup> meeting minutes as-is, and the April 15<sup>th</sup> minutes with the corrected change as stated. Seconded by Tim Ostrem. Roll call was taken. Motion passed unanimously.**

#### **Treasurer's Report – Dawn Scheier**

Review Financials

The treasurer's report was given.

#### **SDSRPC Director Election Certification – Election Committee Report**

Jerry introduced Erik Gerlach with USDA – NASS. Erik presented the election report to the board on behalf of the election committee. The election committee was composed of Eric Gerlach, Glenn Mueller and Steve Dick. He reported that a total of 57 ballots were counted and it was determined that Jason Frerichs was the winner of the District 8 seat. Chairman Converse thanked Erik for being on the election committee.

Jason will begin serving on July 1 along with Ardon Wek from District 1 and Tim Ostrem from District 2. Ardon and Tim were uncontested candidates in the election.

#### **SDSRPC Board Member Introductions – Welcome Ardon Wek**

**Communications Specialist Report – Mariah Kessler**

**Administrative Assistant Report – Jennifer Mueller**

**Program Manager Report – Bonnie Dybedahl**

**Market Development & Research Director Report – Adam Kask**

**Executive Assistant Report – Becky Cypher**

**Executive Director Report – Jerry Schmitz**

#### **USB Director Reports – Jason Frerichs, Todd Hanten & Mike McCranie**

#### **Review Funding Requests**

Vivayic Promotion of Soybean Science Website – Bonnie gave an overview of this proposal.

**Todd Hanten moved to fund \$5,000 for the promotion of the Soybean Science website to be used at staff's discretion. Seconded by Heather Beaner. Roll call was taken. Seven in favor, one against. Chairman Converse did not vote. Motion passed.**

FFA Farm to Kitchen Home Exhibit – Bonnie said the proposal is for \$5,600, and there would be recognition for the checkoff.

**Bob Metz moved to fund the FFA Farm to Kitchen Home Exhibit in the amount of \$5,600. Seconded by Heather Beaner. Mike McCranie abstained from voting due to a conflict. Six in favor, one against. Chairman Converse did not vote. Motion passed.**

Soy100 – Adam said he received a proposal from SDSU in the amount of \$40,500 for Soy100. The board discussed the event and the proposal.

**Heather Beaner moved to budget \$30,500 for the Soy100 event. Seconded by Matt Bainbridge. Roll call was taken. Seven in favor, one against. Chairman Converse did not vote. Motion passed.**

#### SDSA Request Detail

Uniting Ag Social

**David Struck moved to fund the Uniting Ag Social in the amount of \$6,000. Seconded by Dawn Scheier. Roll call was taken. Motion passed unanimously.**

#### Operations – Line Item Breakdown

The operation accounts were discussed by line item.

**Tim Ostrem moved to increase staff travel to \$50,000 for FY21. Seconded by Matt Bainbridge. Roll call was taken. Six in favor, two against. Chairman Converse did not vote. Motion passed.**

#### **USMEF**

Todd said he'd like USMEF's funding amount reconsidered. The board discussed the proposal.

**Tim Ostrem moved to increase USMEF funding to \$175,000 for FY21. Seconded by Dawn Scheier. Roll call was taken. Todd Hanten recused himself due to a conflict. Six in favor, one against. Chairman Converse did not vote. Motion passed.**

#### **NCSR**

Heather stated she'd like North Central's funding to be increased.

**Matt Bainbridge moved to fund NCSR in the amount of \$100,000 for FY21. Seconded by Mike McCranie. Roll call was taken. Heather Beaner abstained from voting. Six in favor, one against. Chairman Converse did not vote. Motion passed.**

### **NBB Additional Funding Request for Study**

Adam gave an overview of NBB's additional funding request for a study. Adam noted this is for the current fiscal year – FY20.

**Todd Hanten moved to fund the NBB Study in the amount of \$30,000 in FY20. Seconded by David Struck. Roll call was taken. Motion passed unanimously.**

### **USFRA Membership**

Adam displayed several sponsorship levels for USFRA.

**Todd Hanten moved to fund USFRA membership in the amount of \$5,000. Seconded by David Struck. Roll call was taken. Four in favor, five against. Motion failed.**

### **Ag United Unused Funds**

Bonnie explained that Ag United has unused funds for this fiscal year due to COVID-19. Steve Dick is estimating it to be around \$10,000 - \$12,000. Ag United would like to use those unspent funds for the United Ag Media Initiative.

**Mike McCranie moved to allow Ag United to modify their FY20 proposal to fund the unspent budget to the United Ag Media Initiative. Seconded by Matt Bainbridge. Roll call was taken. Heather Beaner abstained from voting. Motion passed unanimously.**

### **SD Soybean Thank a Farmer Donation**

Bonnie explained the Thank a Farmer Campaign in more detail. She said documentation is in the e-folder regarding the Unified Ag Media Campaign.

**Todd Hanten moved to fund the United Ag Media Campaign in the amount of \$10,000 out of the FY20 Joint Consumer Budget. Seconded by Mike McCranie. Roll call was taken. Motion passed unanimously.**

### **Public Input**

Chairman Converse called for public input at 4:24 p.m., none received.

### **Expense Reports**

Matt Bainbridge would like approval for his past expense reports.

**Mike McCranie moved to accept Matt Bainbridge's past expense reports. Seconded by Bob Metz. Roll call was taken. Matt Bainbridge abstained from voting. Chairman Converse did not vote. Motion passed unanimously.**

### **WISHH Nomination**

Jerry stated we have two WISHH seats up for election in July. Currently, the two seats are filled by Dawn Scheier and Craig Converse. Dawn is the primary/automatic seat and Craig holds an at-large seat.

**Mike McCranie moved to have Dawn Scheier as our primary WISHH representative and Craig Converse as the secondary representative to represent SDSRPC on WISHH. Seconded by David Struck. Roll call was taken. Dawn Scheier abstained from voting. Chairman Converse did not vote. Six in favor, one against. Motion passed.**

### **Policies**

The board reviewed the latest draft of the policies and procedures with the suggested changes.

**Dawn Scheier moved to approve the policy and procedures with edits as of June 18, 2020. Seconded by Mike McCranie. Roll call was taken. Motion passed unanimously.**

### **FY21 SDSRPC Election of Officers**

#### Chairman

Chairman Craig Converse opened the floor for nominations for chairman. **Mike McCranie nominated Todd Hanten as chairman. Bob Metz nominated Tim Ostrem. Craig Converse nominated David Struck. David Struck declined. Seeing no further nominations, Chairman Converse called for a vote. Tim Ostrem was elected Chairman for FY21.**

#### Vice Chairman

Chairman Converse opened the floor for nominations for vice chairman. **Dawn Scheier nominated Mike McCranie. Matt Bainbridge nominated Craig Converse. Tim Ostrem nominated Todd Hanten. Mike McCranie nominated David Struck. Seeing no further nominations, Chairman Converse called for a vote. David Struck was elected Vice Chairman for FY21.**

#### Secretary

Chairman Converse opened the floor for nominations for secretary. **Bob Metz nominated Mike McCranie. Tim Ostrem nominated Dawn Scheier. Matt Bainbridge nominated Todd Hanten. Seeing no further nominations, Chairman Converse called for a vote. Todd Hanten was elected Secretary for FY21.**

#### Treasurer

Chairman Converse opened the floor for nominations for treasurer. **Bob Metz nominated Dawn Scheier. Todd Hanten nominated Mike McCranie. Mike McCranie declined. Todd Hanten nominated Jason Frerichs. Seeing no further nominations, Chairman Converse called for a vote. Dawn Scheier was elected Treasurer for FY21.**

### **Other Items**

None reported.

**Dawn Scheier moved to enter into executive session for personnel reasons at 5:38 p.m. Seconded by Heather Beaner. Roll call was taken. Motion passed unanimously.**

Chairman Converse declared the board out of executive session at 6:40 p.m.

**Dawn Scheier moved to approve the FY21 budget in the amount of \$3,519,836. Seconded by David Struck. Roll call was taken. Motion passed unanimously.**

The board members thanked Bob for his years of service.

**Bob Metz moved to adjourn the board meeting at 6:51 p.m. Seconded by David Struck. Roll call was taken. Motion passed unanimously.**

---

Michael McCranie, Secretary  
SD Soybean Research & Promotion Council

---

Date Approved