

THE PESTICIDE STEWARDSHIP ALLIANCE
BOARD OF DIRECTORS
MEETING MINUTES
February 7th, 2012

President Cary Hamilton welcomed the board members and guests to the 2012 Annual Conference Site and then introductions by all were made. The board meeting was called to order by Chairman Ed Cranson at 9:08 a.m.

Board and Officer Roll Call (Board member underlined)

Allan Hovis, Nancy Fitz, Rodney Neal, Sandra Keil, Ed Cranson, President Cary Hamilton, Cam Davreux, Kevin Neal, Brad Bittleston, and Ples Spradley.

Guests present: Bonnie McCarvel, Derrick Bell, Bryan Gran, Jon Gallagher, Jack Peterson, and Maria Mirsky.

Approve minutes

A. January 6, 2012 Board Meeting minutes were presented. Chairman Ed Cranson reported the 2012 budget which was emailed to board members following the January 6 meeting was approved with a 7 to 0 vote.

Nancy Fitz Moved to approve January 6th, 2012 minutes and Derrick Bell seconded, motion was carried.

Treasurer's report

2011's net income was \$12600. Cam motioned to approve the treasures report. It was seconded by Allan Hovis Allan. Motion carried.

Currently there are 99 members in 2012.

The 2012 budget will be reviewed later in the year to determine status of resources and possible funding of other projects.

Committee reports

a. Annual Conference Final Details

Conference details- No red flag as to the conference for this year in Boise. Jack stated that the Silent auction will be run at all social events and hopefully everybody will pay by Noon Thursday.

Bonnie reported a few minor changes to the program brochure. The first was to change speaker Craig Blewett to speaker Kirk Dietz under session 1 stewardship to minimize drift. Also Bryan Gran informed us that Andy Licht will speak instead of Alice Licht in which he will be speaking under the Mini Bulk Recycling session. Need to contact all speakers to see if it ok to put their presentation on the TPSA website.

Allan Hovis said that the visibility between the individual and the corporate sponsor should be more pronounced in the brochure. Giving the sponsor more recognition as to how much money is donated. Discussion followed. There were 104 registrations for 2012 TPSA Conference. 6:00 PM is the opening reception in the Paragon Room.

b. Elections & Bylaws

Sandra stated that they emailed out the 7 drafted polices.

Policies

a. Seven policies have been voted on but never been adopted

Policy 1.0 Conference hotel Procedures:

This policy could be limiting and has not been adopted as of yet. It was voted on as a result of 2006 conference. The following changes to policy 1.0 are listed below:

- A) 1-Deleted
- B) 2 -OK
- C) 3A-OK
- D) 3B-OK
- E) 3C-Chart is dropped and the words (TPSA will keep historical sleeping room figures.) will be inserted
- F) 4-ok
- G) 5-Deleted
- H) 6-Deleted
- I) 7a-Is converted to number 7
- J) 8-OK

1.0 Policy changes have been approved by unanimous vote.

Policy 2.0 Logo Use and Sponsorship Recognition

1. Corporate Sponsor Usage:

a. Purposed changes of sub part title Corporate Sponsor Usage to be changed to **Corporate Conference and other Sponsors Usage.**

b. The following is to be inserted **Corporate Conference and other Sponsors Usage:**

It is the policy of TPSA that sponsors are permitted to use the TPSA Logo on request and can be linked to TPSA website.

c. The word corporate is to be taken out.

2. Governmental, Educational or other non-profit usage:

a. Purposed changes of sub part title **Governmental, Educational or other non-profit usage** is to read **Governmental, Educational, non-profit usage**.

b. The following is to be inserted under **Governmental, Educational, non-profit usage**:

It is the policy of TPSA that sponsors are permitted to use the Logo on request and can be linked to TPSA website.

c. Last paragraph to be moved as a number one under Governmental, Educational, Non-profit usage.

d. Addition of a 3rd subtitle for media. Ed recommended that communication committee develop the 3rd point for the next meeting.

Policy 2.0 will be approved at next board meeting.

Policy 3.0 TPSA Membership Renewal/Notice Policy:

1. Prorated Fee Schedule

a. January – March 31: Full \$75.00 Fee

b. Next two bullets deleted

C. Per July 14th meeting a change was made to policy 11 as follows:

d. Members will have a grace period for the month of January following there expiration if they have not renewed by February 1st they will not be considered members.

Annual Conference Discount

a. Debate was made on whether or not to have the \$75 reduction fee. Discussion followed. Derrick and the membership committee will review and come up with solution for next meeting

2. Membership Renewal Notices

The following was approved in July 14th, 2011 meeting:

Renewal notice will be sent Nov1, Dec 1, January 1 remaining delinquent members will be dropped from the membership role Jan 31st. Once dropped delinquent members wishing to re-establish membership will be considered new members.

Policy 3.0 will be kept as amended in the July 14th meeting

Policy 5.0 Business Affairs Management

- a. 3.0 Maintaining minutes for the Board of Directors meetings is to be updated and discussed in the next conference call.

Policy 6.0 Historical Records

- a. Move 6.0 into 5.0

Policy 15, 16 Legal Council

- a. Bonnie will do a draft for these policies.
- b. Addition of antitrust policy needs to be treated as a separate policy.

Old Business: Non-Profit Act:

- a. District of Columbia made a law to the “non-profit act” that makes TPSA change its bylaws of where the Corporate Records are to be kept. This is because TPSA is a registered non-profit in the District of Columbia. The articles will be kept at the TPSA headquarter. A majority yes vote needed to pass purposed mandatory bylaw changes. The mandatory bylaws change must be done by the end of 2012. After March 24th a motion must be passed to approve the vote for the bylaw change. The vote will be held by email.

A motion was made by Ples to approve the seven amendments to the TPSA bylaws to comply with the new D.C. law and recommend their approval to the full membership, it was seconded by Nancy Fitz, motion carried.

- c. Budget Planning for 2013

This Budget planning for 2013 will be talked about in the June meeting.

6. New Business:

Chairman Ed Cranson found HPN to manage future conferences for TPSA. (See 2013, 2014 Print out for hotel info)

a. 2012 Plans and beyond – review from July 14 meeting

Choices for 2013 conference are Mobile, AL, Saint Louis, MO and Sacramento, CA. President Cary Hamilton stated that we must be in the East and recommends that we go to Mobile AL. A motion was made by Kevin Neal and was seconded by President Cary Hamilton to approve the dates and location for 2013 conference on February 5, 6 and 7th in Mobile Alabama. Discussion followed. Motion passed.

b. 2013 Annual Stewardship Conference Hotel Site

Chairman Ed Cranson asked if he could have people suggest and locate hotel and conference sites.

c. 2014 Annual Stewardship Conference host city

Choice for the 2014 conference are as follows:

- A. San Diego, CA
- B. Sacramento, CA
- C. Portland, OR
- D. Phoenix, AZ

A motion was made by Kevin Neal to hold the 2014 conference on Feb 4, 5, 6 in Phoenix, AZ. It was seconded by Allan Hovis, motion failed.

Motion was made by Allan Hovis to hold the 2014 Conference in San Diego, CA on Feb 4, 5, 6. It was seconded by Kevin Neal. Discussion followed. Motion carried.

d. Orientation/welcome for new board members

President Cary Hamilton stated that Orientation to welcome new Board Members will happen on Wednesday between 4:30 and 4:45 the board will vote on a new Chairman.

The July 14th meeting at Bayer was a success. Next location will be in St Luis, MO and will be facilitated by Monsanto. President Cary Hamilton stated he would like to have Ag Plastics more along with other industries more involved with TPSA. We are shooting for summer time for the annual board meeting. Nancy suggested that sub committees be formed to address different issues before the summer meeting. Discussion followed.

Ed asked if we would like to represent TPSA's at the ACRC's 20th Anniversary in Washington D.C.

Elections of officers

Questions were asked about the bylaws regarding the terms of the Vice President and the President on how the change of leadership occurs. Discussion followed.

President Cary Hamilton said he would be willing to run again as President. Sandra Keil is not willing to become move up from VP to President. Discussion followed.

Don Bradley said that he would stay on as Treasurer for another and Brad Bittleston said that he would give 3 more meetings but that a replacement needs to be found for Secretary.

Next Meeting

Next meeting will be held via conference call on March 14th 2012 between 11:00 A.M. and 12:30 P.M. Eastern Standard Time.

Adjourn

Meeting adjourned at 2:17 Central Standard time.