



## West Central Michigan Horticultural Research, Inc.

*Board Meeting 12/5/19*

### Board Members:

Andy Riley  
Mike VanAgtmael  
Art Lister  
David Rennhack  
Caleb Coulter  
Richard Raffaelli  
Gerrit Herrygers

### Non-Voting Attendees:

Tim Harvell - *Scribe*  
Patricia Parsons - *Administrator*  
Grant Boring - *Communications Manager*

**Location:** PFI

**Start/Finish:** Call to Order 6:22pm / Motion to Close 8:41pm

**Attendance Called:** Attendance taken 0 absence / Motion Approving Attendance 6:23pm

**Agenda Approved:** *Board Confirmation email received of 12/5/19 meeting agenda and accepted. / Motion to approve Agenda 6:23pm*

**Previous Meeting Recap:** *Board Confirmation email received of 11/5/19 meeting minutes and accepted. / Motion to approve minutes 6:23pm*

### Topics of Discussion & Old Business:

1. Electronic Voting amendment to by-laws.
  - A. Allow members to bring up motions for board approval electronically.
  - B. Allow members to vote not just in person but, by email or telephone.
2. Asparagus Deal
  - A. Asparagus group donated \$120,000 to the organization
  - B. Final draft of agreement emailed to board members for review
  - C. Approved to move on deal that was approved electronically.
3. Fundraising Totals
  - A. Reviewed fundraising totals.
  - B. Approval of funds total.
  - C. Donor's list reviewed.

### New Business:

1. Flyer Stands & Founder Forms
  - A. Numerus vendors stated they would display flyers and donation forms at Expo
    1. Flyer's & Forms made by Grant and stacks given to each member.
  - B. Peterson Booth will have extra copies if needed at Expo.
  - C. Managed Booth would be ideal for displaying forms.
2. Doug Buhler as a Board Member
  - A. Can he attend meetings? Electronic voting will allow for him to attend.
  - B. Head of Ag Bio Research
  - C. Moved to make Doug Buhler as a Board Member.
3. GreenStone Board position
  - A. Vote that a member of GreenStone have an Ex-officio position on the board
4. By-Law Revision
  - A. Peterson's will work and upgrade by-laws to rewrite for board approval
  - B. Will look into updating LARA when revised by-laws are approved.



5. Re-election Terms
  - A. Motion to Amend by-laws to allow 1, 2, & 3-year terms for re-elections.
6. Annual Nomination of Board Members coming to term
  - A. Nomination committee submitted recommendation names and position for vote
    1. Executive Board Member nominations opened and closed.
    2. Voting of executive members
    3. Arts term coming up in January 2020
    4. Motion to extend Art Lister for 1 year as a voting Board Member.
7. Develop a nomination process
  - A. Include Founder Club members
8. Farm Manger Job Description
  - A. Caleb to get a rough draft job description for a farm manager
  - B. Pull job description from other research center
  - C. Latest date for hiring a farm manager April 1, 2020
  - D. Interview Committee – Richard, Gerrit, Andy for the organization
9. Extend maximum amount of single signature requirement
  - A. Motion to extend limit for dual signature requirement from \$500 to \$10,000
10. Pay back of loan to Richard
  - A. Motion of approval to pay Richard \$12,000 of the \$15,000 loan given to the organization
  - B. Richard donated the remaining \$3,000 to the organization
11. Approval for signing document
  - A. Approval asked for Dave Rennhack and Richard Raffaelli to sign documents on behalf of the board for farm servicing agency

### **Follow Up/Updates:**

1. Richard - Fremont Foundation
  - A. Going to approach foundation for a donation
  - B. Want to ask for \$120,000
  - C. Talked to Fremont growers with support of the organizations
  - D. Motion for approval to make a request to Fremont foundation up to \$120,000.
2. Dave – Breakdown of spending available
  - A. Passed out copies to board members
3. Caleb – Offer for Ag Tech Sprayer
  - A. Would sell for \$20,000
  - B. Asking \$42,500
  - C. Art also has Ag Tech available
  - D. Board considering Art Lister’s offer.
4. Andy – Form farm plan
  - A. Need to form a farm plan committee.
  - B. MSU has a farm plan
  - C. Motion to have Gerrit form the committee
    1. David Jones, Mike VanAgtmael, David Rennhack

### **Motions Voted On:**

1. Motion of Approval – Motion to Approve Fundraising Totals.

*Moved: Mike – Support: Gerrit – Unanimous – 6:31pm*



2. Motion of Approval – Motion to Approve amendment of By-Laws under section Voting to allow electronic voting (telephone and/or email).  
*Moved: Dave – Support: Art – Unanimous – 6:32pm*
3. Motion of Approval – Motion for Approval to move on Asparagus deal that was electronically approved.  
*Moved: Richard – Support: Caleb – Unanimous – 6:33pm*
4. Motion of Approval – Motion to Approve Doug Buhler as a voting Board Member.  
*Moved: Richard – Support: Gerrit – Unanimous – 7:04pm*
5. Motion of Approval – Motion to Approve a member of GreenStone as an Ex-officio position on the Board.  
*Moved: Mike – Support: Gerrit – Unanimous – 7:07pm*
6. Executive Committee Nominations
  - President Nomination – Nomination Open 7:13pm Andy Riley Nominated Nomination Closed 7:13pm
    - Vote – Andy R. (Distained); Mike V. – Yes; Art L. – Yes; David R. – Yes; Caleb C. – Yes; Richard R. – Yes Gerrit H. – Yes
    - Approved Andy Riley as President 7:13pm
  - Vice - President Nomination – Nomination Open 7:43pm Mike Vaagtmael Nominated Nomination Closed 7:14pm
    - Vote – Andy R. Yes; Mike V. – (Distained); Art L. – Yes; David R. – Yes; Caleb C. – Yes; Richard R. – Yes Gerrit H. – Yes
    - Approved Mike VanAgtmael as Vice-President 7:14pm
  - Treasurer Nomination – Nomination Open 7:15pm David Rennhack Nominated Nomination Closed 7:15pm
    - Vote – Andy R. Yes; Mike V. – Yes; Art L. – Yes; David R. – (Distained); Caleb C. – Yes; Richard R. – Yes Gerrit H. – Yes
    - Approved David Rennhack as Treasurer 7:15pm
  - Secretary Nomination – Nomination Open 7:16pm Gerrit Herrygers Nominated Nomination Closed 7:16pm
    - Vote – Andy R. Yes; Mike V. – Yes; Art L. – Yes; David R. – Yes; Caleb C. – Yes; Richard R. – Yes Gerrit H. – (Distained)
    - Approved Gerrit Herrygers as Secretary 7:16pm
7. Motion to Amend – Motion to Amend By-Laws to allow 1, 2, or 3-year terms are re-election.  
*Moved: Richard – Support: Gerrit – Unanimous – 7:26pm*
8. Motion of Approval – Motion to Approve Art Lister for another 1-year term as a voting member of the Board.  
*Moved: Richard – Support: Mike – Unanimous – 7:30pm*
9. Motion of Approval – Motion to Approve to change the maximum requirement of two board member signatures for purchases from \$500 to \$10,000.  
*Moved: Richard – Support: Caleb – Unanimous – 8:09pm*
10. Motion of Approval – Motion to Approve funds payment of \$12,000 to Richard Raffaelli for repayment of loan to the organization for closing costs of property.  
*Moved: Art – Support: Caleb – Andy R.- Yes; Mike V. Yes; Art L. – Yes, David R. -Yes; Caleb C – Yes; Richard R. (Abstained); Gerrit Herrygers -Yes – 8:11pm*



11. Motion of Approval – Motion to Approve to allow Richard Raffaelli & Dave Rennhack to sign documents on behalf of the board for the farm servicing agency.  
*Moved: Gerrit – Support: Art – Unanimous – 8:11pm*
12. Motion of Approval – Motion to Approval for Richard to make a request for a donation to the organization for an amount up to \$120,000 from the Fremont Foundation  
*Moved: Gerrit – Support: Dave – Unanimous – 8:23pm*
13. Motion of Approval – Motion to Approve to have Gerrit form a farm plan committee.  
*Moved: Andy – Support: Caleb – Unanimous – 8:38pm*
14. Motion to Adjourn  
*Moved: Gerrit – Support: Dave – Passed by 6 present members – 8:41pm*

## **Electronic Proposals**

*December 10, 2019 - Proposal for motion submitted for Board Vote by Richard:*

Motion for permission to allow Doug Buhler to nominate another MSU person to sit and vote at our Board meetings when he is not available.

Current By-Law Statement:

Does not have any articles or item in articles addressing stand-in members in a Board Members absence.

As of 12/10/19 @ 1:50pm the motion has electronically passed with majority vote.

### **Roll Call Vote**

Andy – Yes  
Art – Yes  
Gerrit – Yes  
Caleb – Yes  
Richard – Yes  
Dave – Yes  
Mike – Yes  
Doug – (Abstained)