



Conference Call Meeting Minutes for Thursday, June 9, 2016

- 1) Call to Order:
  - a. **Motion to start meeting: Miller**
  - b. Present: Miller, Treloar, Moersch, Brengman, Petzold, Smith, Casey, Lutes, Lesperance
  - c. Absent: Clark, Berger, Anthony, Hosmer
- 2) Approval of minutes from May 19, 2016 meeting
  - a. **Motion to approve minutes: Miller, Second: Lesperance. Motion Passed**
- 3) MWC Formation / legal representation by Scott & Huff
  - a. Proposed Bylaws changes
    - i. Miller:
      1. Article 1:2 - Board of Directors - we should leave as-is. We spent a lot of time thinking this through at the February meeting. The board as described gives us representation across the state when the time comes to go to Lansing for legislative action.
      2. Article 3:3 - Change to "grape growers" from "grape and other fruit growers".
      3. Article 4:1 - Change to "email" from "mail".
      4. Article 4:3 - Specify "email"
      5. Article 4:7 - Change to "President, Vice President" from "Chair, Vice Chair"
      6. Article 4:7 - Treasurer to make financial statements available on a quarterly basis
      7. Article 6:1 - Change to Amendments to "changes to bylaws must be approved by a "simple majority of voting members" from "...must be approved by a two-thirds majority of voting members".
    - ii. **Motion to approve changes: Lutes, Second: Petzold. Motion Passed.**
  - b. Proposal to review Articles of Incorporation and bylaws and assist with preparation of IRS Form 1024:
    - i. Miller: Proposed we Submit the Bylaws and Articles of Incorporation along with the IRS Form 1024 ourselves.
    - ii. Smith: Will fill out the IRS Form 1024 and send out the Articles of Incorporation to Miller. He also recommended that we add Article VI to them, which is a resolution that gives the authority for one person (Dave Miller) to be able to sign for the Incorporators.
      1. The Articles of Incorporation will be sent out to the board for review and if there is no objection by 10:30 am Friday June 10, 2016. We will move forward.

- a. **Motion to approve: Petzel, Second: Lesperance. Motion Passed.**
  - 2. Approved by Organizing Committee and Recorded by Lesperance, Secretary.**
  - c. Retain John Scott as legal counsel:
    - i. General discussion on the merits of hiring him as counsel or going with an attorney that could possibly grow with the MWC.
      - 1. Motion of not to engage at this time: Miller, Second, Lesperance. Motion Passed.**
- 4) Membership Committee Report:
  - a. Moersch: Spreadsheet with MWC benefits was sent out to the Board.
    - i. There was much discussion regarding the immediate benefits including a list of resources online as well as sending out a member newsletter with resource updates.
    - ii. General discussion regarding research and that with member input, the MWC would be a large driving factor towards helping direct research in and around specific regions.
    - iii. Moersch: Bruni Glass is interested in being a sponsor. It was agreed that a sponsor membership is encouraged, but there will be no exclusivity at this point, as it could jeopardize our Non Profit status.
    - iv. Petzold: Annual Conference missing from membership benefits.
    - v. Please send any membership suggestions to Matt via email.
- 5) Finance Committee Report:
  - a. Lutes: Shared information regarding an email from Liz Berger.
    - i. MWF has \$11, 698 in the bank.
    - ii. An updated document with member payments and totals was attached.
    - iii. Once the paperwork has been submitted and accepted from the state and the IRS, we will get EIN and can the open a bank account - possibly Huntington.
    - iv. There is a meeting with Paulo regarding money for a research grant for a variety trial.
- 6) Communication Committee REport:
  - a. Lesperance:
    - i. Once membership benefits are structured, they will be added to the website.
    - ii. As soon as all members are up to date on dues, we can hold the actual vote for the Board.
    - iii. Brian will work with Matt and his design team to develop a rack card and other marketing tools.
- 7) Research Committee Report:
  - a. **Petzold: Since the busiest time of our industry is coming up, he would like to build a team now to work on research topics to fund in 2017. And would like to set a goal of having the right sub-committee in place to choose the right research topics to fund in 2017.**
  - b. Moersch: We should look at the research that neighboring states are doing.
  - c. Moersch: Spoke about research that is underway - leaf blowing and a climate control lab.



- d. General discussion about MWC research paralleling or replacing REAC.
  - e. **Please send any research or sub-committee goals to Tom Petzold via email.**
- 8) Opportunity to meet with new Dean of MSU College of Agriculture and Natural Resources:
- a. Miller:
    - i. New Dean will be in place July 1, 2016.
    - ii. Would the MWC be interested in meeting as a group with him and introducing the Collaborative, sharing with him as to who we are and where we are going. We could discuss strategy and research agenda.
- 9) Other Business:
- a. **Next meeting - June 23rd, 10:00 am.**
- 10) Motion to Adjourn: Miller, Second: Lesperance Motion Passed**