MACA BOARD OF DIRECTORS MEETING
June 10, 2010
Airport Marriott Hotel, St. Louis, MO

MACA President John McKinney called the meeting to order at 7:33 a.m. on Thursday, June 10, 2010. President McKinney asked for introductions by all. The following board members were present:

<table>
<thead>
<tr>
<th>Name</th>
<th>Company</th>
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<tr>
<td>Don Bradley</td>
<td>AGDATA</td>
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<td>Rob Dittmer</td>
<td>DuPont Crop Protection</td>
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<td>Sam Germer</td>
<td>RCI, Inc.</td>
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<td>Steve Koziolek</td>
<td>Rosen’s</td>
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<td>Jim Lehman</td>
<td>AMVAC</td>
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<td>John McKinney</td>
<td>Helena Chemical Company</td>
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<td>Tom Quade</td>
<td>FMC</td>
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<td>Steve Taylor</td>
<td>MO-AG</td>
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<td>Dan Vest</td>
<td>GROWMARK, Inc.</td>
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<td>Matt Wagner</td>
<td>Banjo Corp.</td>
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<td>Norm Wagoner</td>
<td>Agrilead</td>
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Guests present: Carl Bartenhagen, Monsanto; Kellie Bray, CropLife America; Doug DenAdel, Jacobson Warehouse; Elisha Modisett, Dow AgroSciences; Mathew Miners and David Junge, Junge Control; Matt Ewers, Inland Empire Distribution; Phil Harms, Dow AgroSciences; Joe Prochaska, Prochaska & Company; Jim Jenkins, Syngenta; Greg Reigh, BASF; Mary Jane Stankiewicz, J.D., KARA; Al Strohmaier, CropLife Media Group; and Janet Braun, Braun Consulting.

Staff present: Executive Director Bonnie McCarvel and Office Assistant Jean Jochum.

MACA Board of Directors absent: Keith Conrad, Monsanto; Inci Dannenberg, Bayer CropScience; David Flakne, Syngenta Crop Protection; Jason Paris, MFA, Inc.; and Tim Stoehr, Nufarm Americas, Inc.

At the outset of the meeting, President McKinney 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. He also introduced Mary Jane Stankiewicz, J.D., who would also serve as legal counsel for the meeting.
Secretary’s Report: Secretary Matt Wagner presented the secretary’s report for February 18, 2010. A motion was made to accept the minutes as presented. The motion was seconded. Discussion followed. Motion carried.

Treasurer’s Report: Treasurer Matt Wagner presented the financial report through April 30, 2010. A motion was made to accept the report as presented. The motion was seconded. Discussion followed. Motion carried.

President McKinney asked for committee reports as follows:

Executive Committee: Wagner reported the committee had met on Wednesday and taken the following actions: reviewed the proposed agenda; met with Joseph Filla, Filla & Filla, CPA’s regarding the financial review and discussed investment guidelines and strategies. The committee also reviewed plans for the 2010 annual meeting, discussed possible sites for the 2011 meeting, the Long Range Plan which is in the process of being updated, reported the committee will be revising the financial management guidelines and will have a recommendation for the August meeting.

Annual Meeting Committee: Chair Don Bradley reported the plans for the 2010 are underway regarding the program. Vice Chair Rob Dittmer reported on plans for the golf tournament to be held at Talons of Tuscany golf course. Discussion followed.

Chair Bradley reported on possible options for the 2011 annual meeting. A motion was made to go to the Minneapolis area. The motion was seconded. Discussion followed. Motion carried.

Crop Production Issues Committee (CPIC): Vice Chair Phil Harms reported the committee had met on Wednesday. He reported the Traceability Implementation Video has been revised and posted on the MACA website. They are monitoring ACRC activities regarding mini-bulk containers. He reported that the MACA website include following documents or links:

- 2011 Regulations of Portable/Refillable Containers
- Q&A sheet on Portable/Refillable Containers
- 2011 Regulations Poster
- Record Keeping requirements and checklist

They are also working on future activities.

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

ACRC Update: ACRC board member Jim Jenkins provided an update on the Iowa project that ACRC is working on. Discussion followed.

Distribution & Environment (D&E) Committee: Chair Matt Ewers reported the committee had met on Wednesday and recommended the following actions:

- Approved providing $500 to support the National Agronomic Environmental Health and Safety School on August 17-18, 2010, in Bloomington, Illinois.
- Kellie Bray, CropLife America, provided an update on federal initiatives.
- Clyde Miller, BASF, provided a presentation and update on the Chemical Facility Anti-Terrorism Standards (CFATS) for the committee.
- Continue to work on developing a seed storage and distribution survey.
A motion was made to accept the committee report as presented. Motion was seconded. Discussion followed. Motion carried.

**Industry Communications:** Vice Chair Tom Quade reported the committee had met on Wednesday. Quade asked Janet Braun, CropLife Ambassador Coordinator to report on the CropLife Ambassador Network program. Braun reported that more than 10,000 students had been reached during the 2009-2010 school year – a new all-time high.

Quade also reported two membership applications had been submitted, review and recommended their approval as follows:
- Nutrecology, Inc. – as a distributor/supplier with Neil Stapensea as the company contact.
- Prochaska & Co. – as an allied member with Joe Prochaska as the company contact.

A motion was made to accept the two new members as presented. Motion was seconded. Discussion followed. Motion carried.

Quade also reminded all presented to submit nominations for the following awards: Ruth White Media, Educator of the Year, Industry Vision, and CropLife Ambassador of the Year. Nominations are due to the MACA office by July 15, 2010.

The committee also recommended that the Annual Meeting committee contact someone from WHO Radio to come and cover the MACA annual meeting.

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

**Regulatory & Environmental Issues (REI) Committee:** Chair Dan Vest reported the committee had met and requested MACA Water Consultant Mary Jane Stankiewicz to provide an update on key issues including:
- Chesapeake Bay
- Kansas intent to sue U.S. EPA
- NPDES
- Great Lakes Bi-National
- Spray drift

Vest then asked Kellie Bray, CropLife America, to provide a report on the federal issues. Bray reported on the key issues that CLA is working on. Discussion followed.

Vest reported that the REI committee may want to hold some type of meeting after June 17 regarding the NPDES permit process.

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

**Executive Director:** McCarvel reported on her work which included the 2010 annual meeting, plans for 2011 annual meeting, membership, long range plan and having the MACA website updated.

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

**OLD BUSINESS:**

**Long Range Plan** – the committee is working on it and will have recommendations ready for review for the August 6, 2010 meeting.
D&E Video proposal – Matt Ewers presented a request from the D&E committee for MACA to take the lead and update a safety program for DOT General Awareness/Function Specific training with regard to hazmat chemicals used in the agricultural arena. The program would be available to members via the web site and would be a MACA member benefit. A motion was made to amend the MACA 2010 Budget by increasing the D&E budget by an additional $11,000.00 to be used for the development of this video which would focus on General Awareness; Shipping Papers; Lading, Blocking, & Bracing; and Emergency Response. The motion was seconded. Discussion followed. Motion carried.

NEW BUSINESS:

Financial review – Wagner reported the 2009 MACA Financial Review had been completed and submitted by Filla & Filla, C.P.A.’s. Copies of the report were provided to all board members. A motion was made to accept the report as presented. The motion was seconded. Discussion followed. Motion carried.

Nominating Committee – Chair Jim Lehman reported the committee would be contacting those people whose terms expire in 2010 and will have a nominating slate for the August 6, 2010 conference call for the Board to review. Other members of the committee are Tim Stoehr and Duane Mol.

Other: President McKinney requested the following items:
- Table topics summary from Wednesday evening’s dinner be submitted to McCarvel.
- Encourage district managers and others to attend the MACA Annual Meeting in Des Moines.
- Continue to push for more potential members to join and more involvement from member companies.

Next Meeting: President McKinney reminded all present of the next meeting date – Friday, August 6 will be a conference call starting at 9:00 a.m. Central. Please allow two hours for the call. Details will be sent out prior to the meeting.

Motion was made and seconded to adjourn. Motion carried. Meeting adjourned at 9:28 a.m.

Minutes taken by McCarvel.

Attachments to Official Minutes:
"Antitrust and Fair Trade practice Guidelines"
MACA 2010 Amended Budget
2009 Financial Review
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