



**Minutes of the Nutrient Research & Education Council Meeting
Office of Brandt Consolidated, Springfield IL
December 11, 2012**

The Nutrient Research & Education Council (NREC) convened at 1:30 pm on December 11, 2012 at the office of Brandt Consolidated located at 2935 S. Koke Mill Road, Springfield, IL. In attendance were:

Voting Members: Dale Hadden, Gary Hudson, Matt Hughes, Howard Brown, Ed Corrigan, Dave Creech, Chris Matlock and Jim Larkin.

Matt Duncan was absent due to the flu.

Non-Voting Members: Marcia Willhite

Jessica Dexter, Cindy Skrukrud and German Bollero were absent but excused.

Also in attendance were Nancy Erickson from the Illinois Farm Bureau, Phil Thornton from Illinois Corn Growers Association, Jean Payne from the Illinois Fertilizer & Chemical Association and David Reid from Reid Law Office.

Chair Gary Hudson called the meeting to order at 1:30 pm.

Review & Approval of Minutes of October 31, 2012 NREC Meeting: Secretary Dale Hadden presented the minutes of the October 31, 2012 NREC meeting. Matt Hughes made a motion to approve the minutes, seconded by Dale Hadden, motion carried unanimously.

Approval & Adoption of NREC By-Laws: David Reid reviewed the changes made to the by-laws as suggested at the Oct 31, 2012 meeting. It was discussed that in Section V relating to Officers, to revise the language to clarify whether or not officers can hold any specific office for more than four years. Suggest changing the language to state: *An officer may not serve in one officer position for more than four consecutive terms, but that person may be re-elected to his or her prior officer position after sitting out at least one year. Further, an officer may serve in one officer position for four consecutive terms and serve in another officer position after that.* Matt Hughes made a motion to change the language as stated, Howard Brown seconded, motion carried unanimous.

In Article XII regarding the Fiscal Year, the Council discussed striking the language “*and set forth on the attached schedule.*” Ed Corrigan made motion to strike the language, Dale Hadden seconded, motion carried unanimous.

Dale Hadden asked about Article VII regarding Other Committees. The Council discussed the voting rights of members who serve on the committees. Marcia Willhite asked since she is not a Council voting member, can she be on a committee as a voting member? The Council agreed that she can, as this is addressed in Section 2 of Article VII. It was then discussed if the following language was necessary in Section 1: “*Individuals who are not a member of the Council may be appointed to Council committees.*”

Non-Council committee members may vote on items at committee meetings. All committee recommendations must be acted upon by the Council.” The Council felt this section was not necessary as it is addressed elsewhere in the Section; Dale Hadden moved to strike the language, Matt Hughes seconded, motion carried unanimously.

The Council decided that the Finance and Governance committees should be standing committees and made up of Council members only. All other committees identified on October 31, 2012 should be governed under Article VII, Section 2. Jerry Kirbach from IDA had previously volunteered to be on the Governance Committee but is not a Council member; therefore Jim Larkin will take Jerry’s place on the Governance Committee.

Dale Hadden moved to approve and adopt the bylaws as amended, Ed Corrigan seconded; motion carried unanimously.

Gary Hudson suggested we go back and look at the committees that were established at the October 31, 2012 meeting. Matt Hughes made a motion that the Finance & Audit and the Governance committees be committees of council members only; Dale Hadden seconded, motion carried unanimously. The Council then further discussed the role of the Finance Committee. Does this committee include duties such as the development of the NREC budget? The Finance Committee could also define the major structural categories of the budget. Jim Larkin volunteered to provide the Council with examples of the previous FREC budgets as a template for the NREC budget.

NREC Policy & Procedures Document: Jean Payne shared with the Council that Matt Hughes had shared with her an example of the Illinois Soybean Association’s Policies & Procedures document. David Reid indicated that we need to determine what activities of NREC are already governed by statute and then add to that any additional policies and procedures desired by the Council. David and Jean will come back with suggestions on Policies & Procedures. Jean had prepared language regarding guidelines for public participation at NREC meetings and expense reimbursement process for Council Members. These were acceptable to the Council. By February 1 David and Jean will prepare a draft of additional suggested policies and procedures and send to the Governance Committee for review.

NREC Management Agreement: The by-laws allow for NREC to have an Executive Director. The Council discussed the role an Executive Director might play in the future, but that initially this was not a priority until the program becomes more established and research projects are developed and integrated. The Council then discussed the proposed management agreement between NREC and the Illinois Fertilizer & Chemical Association. Jean suggested that if IFCA helps to manage NREC activities, she could be referred to as the NREC Administrator on correspondence from NREC. In reviewing the Agreement, the Council suggested a 90 day termination option for both parties. Dale Hadden also provided some additional language under the “Accounting” section in the list of services to further detail the responsibilities in this area. The Council also discussed the need to strike the first sentence in the Confidentiality section of the Agreement that refers to the date of a separate party agreement. With these changes, Howard Brown made a motion to accept the management agreement with IFCA, Ed Corrigan seconded, motion carried unanimously.

NREC Research Proposals: Jean shared that she had talked with Dr. Robert Hoeft at UI and asked if he would assist NREC in coordinating and reviewing the research projects, similar to the position that Dr.

Loren Ahlrichs had with FREC. Dr. Hoeft will be retiring soon from UI very soon and has been the soil fertility expert at UI for decades. Jean had also asked Dr. John Sawyer from Iowa State, Dr. Gyles Randall from the University of Minnesota and Dr. Kim Polizotto from industry if they would be willing to serve as a peer review committee on research proposals directed at agronomic areas. They all agreed.

The Council discussed and determined that the NREC Research Committee would do the first screening of the proposals, and then the committee would pass them along to Dr. Hoeft to review and rank them. The Council also discussed extending the deadline for the research proposals to January 11, 2013 (from January 7, 2013) due to the holidays. Motion made by Howard Brown to extend the deadline to January 11; Jim Larkin seconded, motion carried unanimously.

The Council discussed offering Dr. Hoeft up to \$10,000 in the first year to serve as the Research Coordinator and up to \$3,000 total for the peer review committee for first year. Jim Larkin stated that he thought this was very positive given Dr. Hoeft's reputation and his willingness to perform this service for NREC at this level of reimbursement. Howard Brown made a motion to accept Dr. Hoeft as the Research Coordinator and manager of the peer review process with reimbursement at these levels; Ed Corrigan seconded. Matt Hughes expressed concern there may be bias in the review process with these persons serving as the coordinator and peer review committee. The Council discussed the issue. After discussion, the Council voted on the motion and it passed 7-1 with Matt Hughes voting no.

Directors & Officers Liability: Jean presented a policy and premium quote for Directors & Officers Liability for the Council members plus a general liability policy. Matt Hughes made a motion to move forward with securing the insurance, Dale Hadden seconded, motion carried unanimously.

Other Items: Dale Hadden asked if anyone was getting feedback from fertilizer dealers or farmers on the NREC assessment. Dave Creech discussed the conversations he has had with some customers, mostly their concern about how to explain the assessment to absentee landlords. In general, everyone has been very accepting of the NREC assessment when they understand the program and its mission. When asked, the Council members should continue to refer people to the NREC website and Jean said she can also field calls and provide copies of the NREC brochure free of charge.

Next Meeting Date: The next NREC meeting is February 1, 2013 at the IFCA office. Dale Hadden suggested that the Research Committee meet on Monday, January 21, 2013 at the IFCA Convention in Peoria to review the research proposals. (Note: This date for the research committee has since been changed to a January 18, 2013 conference call at 8:00 am, and then a committee meeting prior to the start of the February 1 full NREC meeting.)

Having no further business, Gary Hudson asked for a motion to adjourn. Motion made by Dave Creech, seconded by Jim Larking, motion carried unanimously and the Council adjourned at 4:10 p.m.

Minutes recorded Jean Payne, reviewed by Dale Hadden, NREC Secretary.