

Board of Directors Meeting November 14-15, 2022 Ojai Valley Inn

VISION: Together, we advance milk and dairy's unique and essential contributions to healthy, sustainable eating patterns.

CAUSE: To elevate the health of children and families in California through the pursuit of lifelong healthy eating habits.

Monday, November 14, 2022 – Anacapa 1 – 4 Meeting Room

1.	Call to Order and Introduction of new board members – John Dolan, Chairman	1:00 p.m.
2.	Public Comments	1:05 p.m.
3.	Standards of Performance, Anti-Trust Statement and Approval of the June 9-10, 2022 Minutes <b>(Tab 1)</b>	1:10 p.m.
4.	Introduction of the new Dairy Council of CA CEO – Executive Search Committee	1:15 p.m.
5.	Board Meeting Evaluation Poll	1:20 p.m.
6.	<ul> <li>DCC 2022-2023 Success Plan Progress Report (<i>Tab 2</i>)</li> <li>Ashley Rosales, RDN, Nutrition Science Officer</li> <li>Shannan Young, RDN, SNS, Partnerships &amp; Programs Officer</li> </ul>	1:30 p.m.
7.	<ul> <li>Improving Access to Nutrition Education in the First 1000 Days of Life</li> <li>Trina Robertson, MS, RDN, Evaluation &amp; Impact Program Manager</li> <li>Shannan Young, RDN, SNS, Partnerships &amp; Programs Officer</li> </ul>	2:00 p.m.
	Milk Punch Break	2:30 p.m.
8.	<ul> <li>DCC Advocacy in Action</li> <li>Kristal Shelden, MPH, RDN, Advocacy Manager</li> <li>Arlin Van Groningen, Owner of New Hope Dairy, DCC Board Member</li> <li>Alyssa McClelland, Partnerships &amp; Programs, Program Director</li> <li>Ashley Rosales, RDN, Nutrition Science Officer</li> </ul>	2:50 p.m.
9.	Additional Public Comment	4:10 p.m.
10.	Adjourn	4:15 p.m.

# Cocktail Reception – Olivella Room & Terrace – 6:00 pm

#### Tuesday, November 15, 2022 – Anacapa 1 – 4 Meeting Room

1.	Call to Order – John Dolan, Chairman	1:00 p.m.	
2.	Public Comments	1:05 p.m.	
3.	Nominating Committee Report – Brad Scott, Committee Chair	1:10 p.m.	
4.	<ul> <li>Financial Reports – Michael Blote, Operations Officer</li> <li>2021-2022 Financial Audit Report (Tab 3)</li> <li>2021-2022 Year-End Financial Report (Tab 4)</li> <li>2022-2023 Financial Report through September 30, 2022 (Tab 5)</li> </ul>	1:25 p.m.	
5.	Chairman's Report – <i>John Dolan</i>	1:55 p.m.	
6.	CDFA Report – Dennis Manderfield, Senior Agricultural Economist, CDFA	2:00 p.m.	
	Break	2:05 p.m.	
7.	<ul> <li>Dairy Industry Leadership Presentation with Q&amp;A</li> <li>Steve James, Executive Director, California Milk Processor Board</li> <li>Lisa Magnuson, Senior Vice President of Federation &amp; Enterprise Relation Communications, Dairy Management, Inc.</li> <li>Tyler Ribeiro, Executive Committee Member, Ca Cattle Council</li> <li>John Talbot, Chief Executive Officer, California Milk Advisory Board</li> <li>Yin Woon Rani, Chief Executive Officer, MilkPEP</li> </ul>	2:25 p.m. Ins and	
8.	Board Meeting Evaluation Poll	4:45 p.m.	
9.	Additional Public Comments	4:30 p.m.	
10	10. Adjourn 4:35 p		

# Cocktail Reception – Anacapa Foyer, 6:00 pm

#### Next Board of Directors Meeting – March 16-17, 2023 – Carte Hotel, San Diego

Anti-trust Statement - The Dairy Council of California, its members and staff, strictly comply with all State and federal antitrust laws. Discussions regarding setting prices and price terms, restrictions on competition, and boycotts are prohibited at all program functions. Should any meeting attendee observe discussions that involve antitrust sensitivity, the attendee should raise his or her concern and request the discussion be stopped. If the discussion continues, the discussion should be reported to the program CEO and Department staff.

Members of the public are encouraged to provide comment to the Board and may suggest items to be placed on the agenda for discussion at the next Board meeting. While the Board values the participation of the public, the Board Chair reserves the right to limit the time for public comment depending on the length of agenda and number of commenters.

Each of the noticed agenda items will include discussion and public comment. Noticed items will be considered for possible action by the Board. Any item not so noticed will not be considered or discussed. Items listed on the agenda may be considered in any order at the discretion of the Board Chair. All meeting agendas and notices are available on the California Department of Food and Agricultural website at: <a href="https://www.cdfa.ca.gov/mkt/mkt/">https://www.cdfa.ca.gov/mkt/mkt/</a>. (select meeting notices)

For further information regarding this meeting, please contact: Kendall House, 916-263-3560.

AMERICANS WITH DISABILITIES ACT

All meeting facilities are accessible to persons with disabilities. If you need reasonable accommodation as defined by the Americans with Disabilities Act, or if you have questions regarding the public meeting, please contact Kendall House at 916-263-3560. Requests for reasonable accommodation should be made no later than three (3) days before the meeting.

# **BOARD OF DIRECTORS**

# DAIRY COUNCIL OF CALIFORNIA

# STANDARDS OF PERFORMANCE

The Board's responsibilities will be fulfilled when the following are accomplished and appropriate feedback is given to the C.E.O

# At its regularly scheduled fall meeting:

- 1. Evaluate previous fiscal year's program results and expenditures against goals and budget
- 2. Review current financial statement against budget and act on Executive Committee's recommendation
- 3. Receive report on independent audit and evaluation from Executive Committee
- 4. Review actions taken by the Executive Committee
- 5. Review other recommendations brought forth by the Executive Committee and/or C.E.O. and take appropriate action
- 6. Receive Nominating Committee's recommendations and elect officers of the Board and Executive Committee.

Minutes of the Meeting of the Board of Directors Dairy Council of California June 9-10, 2022 Hyatt Centric, Sacramento, CA & Via Zoom

#### PRESENT:

Domenic Carinalli John Dolan Joey Fernandes (Zoom) Cheryl Fiello Maureen Lemos Steve Maddox (Zoom) Mike Newell Lauren Oostdam (Zoom) Tyler Ribeiro (Zoom) Patrick Schallberger Brad Scott (Zoom) Hem Shah (Zoom) Richard Shehadey (Zoom) Arlene VanderEyk Stephen Weststeyn

<u>ABSENT:</u> Chuck Ahlem Kimberly Clauss Jorritsma Curt DeGroot Fred Denier Stacy Heaton Heidi Nunes Dennis Roberts Leaine Souza Arlin Van Groningen

Tammy Anderson-Wise, Dairy Council of California OTHERS PRESENT: Mike Blote, Dairy Council of California Renee Farias, Dairy Council of California (6/9/2022) Sonia Fernandez, Dairy Council of California (6/9/2022) Megan Holdaway, Dairy Council of California (6/9/2022) Kendall House, Dairy Council of California Trina Robertson, Dairy Council of California Ashley Rosales, Dairy Council of California Kristal Shelden, Dairy Council of California (6/9/2022) Shannan Young, Dairy Council of California Dennis Manderfield, CDFA (6/9/2022) Mirek Wilczek, CDFA (Zoom) (6/10/2022) Denise Mullinax, California Dairy Research Foundation (Zoom) 6/9/2022 Katie Brown, NextGen (Zoom) 6/10/2022 Kuda Mako-Mushaninga, NextGen (Zoom) 6/10/2022

# <u> Thursday, June 9, 2022</u>

## Call to order

Chairman Dolan called the meeting to order at 1:06 p.m. He welcomed everyone to the summer 2022 Dairy Council of CA Board of Directors meeting. He welcomed new board members Maureen Lemos and Lauren Oostdam to the board.

# California Dairy Research Foundation Presentation

Ms. Denise Mullinax, Executive Director, shared the mission, vision and strategy of the California Dairy Research Foundation (CDRF). She informed the board of the key strategy elements for supporting projects. She provided information on where projected expenditure allocation will be provided. She highlighted some recent projects that CDFA has been involved with on behalf of the industry.

# Standards of Performance and Approval of Minutes

Chairman Dolan instructed the board to review the Standards of Performance and the anti-trust statement for the regularly scheduled summer meeting and the March 17-18, 2022 minutes for review and approval.

IT WAS MOVED BY DOMENIC CARINALLI AND SECONDED BY STEVE MADDOX TO APPROVE THE MARCH 17-18, 2022 MINUTES, THE MOTION WAS UNANIMOUSLY CARRIED. AYES: DOMENIC CARINALLI, JOHN DOLAN, JOEY FERNANDES, CHERYL FIELLO, MAUREEN LEMOS, STEPHEN MADDOX, MIKE NEWELL, LAUREN OOSTDAM, TYLER RIBEIRO, PATRICK SCHALLBERGER, BRAD SCOTT, HEM SHAH, RICHARD SHEHADEY, ARLENE VANDEREYK, STEPHEN WESTSTEYN; NAYS: NONE; ABSTAIN: NONE, ABSENT: CHUCK AHLEM, KIMBERLY CLAUSS JORRITSMA, CURT DEGROOT, FRED DENIER, STACY HEATON, HEIDI NUNES, DENNIS ROBERTS, LEAINE SOUZA, ARLIN VAN GRONINGEN (BOARD MOTION 2022-6-9 BD#1).

# 2021-2022 Success Plan in Action

Ms. Trina Robertson, Evaluation & Impact Program Manager, reviewed the progress and successes representing the organization's collective efforts from July 1, 2021 – May 15, 2022. The presentation highlighted the impacts and outcomes as well as the strategies, activities and measures that lead to the outcomes. She highlighted recent examples of partnerships, advocacy and influence that demonstrate stakeholder value for Dairy Council of CA's expertise and leadership in nutrition education.

# 2021-2022 Success Plan in Action Gallery Walk

Ms. Kristal Shelden, Advocacy Manager and Ms. Megan Holdaway, Program Manager presented highlights of professional development provided to key audiences conducted throughout the year, including conference presentations and webinars. These podium opportunities build a strong thought leadership platform to advocate for milk and dairy's role in sustainable nutrition and community health.

Ms. Renee Farias, Project Manager and Ms. Trina Robertson presented on the Early Childhood Grant Partnership with UC Irvine. They reported on the outcomes of the \$10,000 grant from UC Irvine to conduct a community needs assessment among a variety of nonprofit, governmental and health care organizations that provide nutrition support and/or resources for low-income pregnant and postpartum women and children under age two.

Ms. Shannan Young, Partnerships & Programs Officer and Ms. Sonia Fernandez Arana, Let's Eat Healthy Program Manager presented on the Let's Eat Healthy Activation and Awards. Showcasing how the Dairy Council of CA is advancing the Let's Eat Healthy initiative across California communities, by highlighting partnerships that demonstrate how advocates are embracing the initiative and engaging in action through shared values towards a larger cause of building healthier communities by elevating the health of children and families through the pursuit of lifelong healthy eating habits. The presentation ended with a video revealing this year's six Let's Eat Healthy Leadership Awardees and one Community Impact Award recipient.

#### Chairman's Report

Chairman Dolan reported that the Nominating Committee report will be moved to Friday, June 10, 2022.

## CEO Report

Ms. Tammy Anderson-Wise announced to the board her intent to retire, effective December 29, 2022. She thanked everyone who supported her during her tenure as CEO and throughout her time with Dairy Council.

#### Adjourn for Day

The meeting adjourned for the day at 3:52 p.m.

## Friday, June 10, 2022

Chairman Dolan reconvened the meeting at 8:33 a.m.

#### Next Generation Presentation

Ms. Katie Brown, Senior Vice President of Scientific & Nutrition Affairs and Ms. Kuda Mako-Mushaninga, Vice President of Scientific Affairs presented on the upcoming NextGen Scientist Pilot Program. The program includes early-career scientists and provides them with education and support to address dairy misperceptions and amplify dairy's role in healthy, sustainable diets through research. Dairy Council of CA is partnering on this program. The program is expected to be completed by June 2025.

## Financial Report for the Period July 1, 2021 through May 31, 2022

Mr. Mike Blote, Operations Officer. reviewed the comparative statements of net position as of May 31, 2022 and 2021. Total Assets and liabilities and net position were \$7,776,348 for the current year as compared to \$9,039,990 the prior year. He discussed the key contributing items to the \$ 1.3M year-to-year decrease of both Total Assets and Total Liabilities and Net Position.

Mr. Blote reviewed the summary statements of Revenues, Total revenues through May 31, 2022 were \$5,928,063 and total expenses were \$5,935,307 for a decrease in net position of \$7,224.

IT WAS MOVED BY ARLENE VANDER EYK AND SECONDED BY STEPHEN WESTSTEYN TO APPROVE THE FINANCIAL REPORTS FOR THE YEAR JULY 1, 2021 THROUGH MAY 31, 2022, AND CASH AND INVESTMENTS. THE MOTION WAS UNANIMOUSLY CARRIED. AYES: DOMENIC CARINALLI, JOHN DOLAN, JOEY FERNANDES, CHERYL FIELLO, MAUREEN LEMOS, STEPHEN MADDOX,

## MIKE NEWELL, LAUREN OOSTDAM, TYLER RIBEIRO, PATRICK SCHALLBERGER, BRAD SCOTT, HEM SHAH, RICHARD SHEHADEY, ARLENE VANDEREYK, STEPHEN WESTSTEYN; NAYS: NONE; ABSTAIN: NONE, ABSENT: CHUCK AHLEM, KIMBERLY CLAUSS JORRITSMA, CURT DEGROOT, FRED DENIER, STACY HEATON, HEIDI NUNES, DENNIS ROBERTS, LEAINE SOUZA, ARLIN VAN GRONINGEN (BOARD MOTION 2022-6-10 BD#2).

#### Dairy Council of CA Success Plans for 2022-2023

Ms. Anderson-Wise along with Ms. Ashley Rosales, Nutrition Science Officer and Ms. Young presented the 2022-2023 Success Plan, including the outcomes, priority topics areas, and key strategic areas and objectives. The strategies are to Build a Positive Narrative for Milk & Dairy, Advance the Let's Eat Healthy Initiative, Build a platform for the 2023 DCC Continuation Hearing and Design the 5-year Business Model. These strategies will protect and grow the industry's investment in the Dairy Council of CA and the work being done to elevate the health of children and families in CA.

#### Adopt and Approve the 2022-2023 Organizational Salary Schedule Ms. Anderson-Wise provided information regarding the 2022-2023 salary schedule and reminded the board of the compliance requirements of CalPERS.

IT WAS MOVED BY STEPHEN WESTSTEYN AND SECONDED BY ARLENE VANDEREYK TO APPROVE THE ORGANIZATIONAL SALARY SCHEDULE FOR 2022–2023, AS PRESENTED. THE MOTION WAS UNANIMOUSLY CARRIED. AYES: DOMENIC CARINALLI, JOHN DOLAN, JOEY FERNANDES, CHERYL FIELLO, MAUREEN LEMOS, STEPHEN MADDOX, MIKE NEWELL, LAUREN OOSTDAM, TYLER RIBEIRO, PATRICK SCHALLBERGER, BRAD SCOTT, HEM SHAH, RICHARD SHEHADEY, ARLENE VANDEREYK, STEPHEN WESTSTEYN; NAYS: NONE; ABSTAIN: NONE, ABSENT: CHUCK AHLEM, KIMBERLY CLAUSS JORRITSMA, CURT DEGROOT, FRED DENIER, STACY HEATON, HEIDI NUNES, DENNIS ROBERTS, LEAINE SOUZA, ARLIN VAN GRONINGEN (BOARD MOTION 2022-6-10 BD#3).

## Executive Search Process Discussion

In light of Ms. Anderson-Wise announcing her retirement which will become effective December 29, 2022, Chairman Dolan led a discussion on how the Council should go about a search for a CEO replacement. He indicated that CDFA expects the Council to conduct a full and open exectuve search process which may include the use of an Executive recruiting firm to help with the search. After some discussion, it was agreed that the search should be headed up by an Executive Search Committee consisting of the Executive Committee and one outside person to be selected by the Executive Committee to assist. It was also agreed that the Council should hire an Executive recruiting firm to facilitate the Executive search.

IT WAS MOVED BY MIKE NEWELL AND SECONDED BY DOMENIC CARINALLI THAT IN LIGHT OF THE RETIREMENT ANNOUNCEMENT OF CEO TAMMY ANDERSON-WISE EFFECTIVE DECEMBER 28, 2022, THE FULL BOARD OF THE DAIRY COUNCIL OF CALIFORNIA AUTHORIZE ITS EXECUTIVE COMMITTEE TO ACT AS THE SEARCH COMMITTEE AND CONDUCT A SEARCH FOR THE NEW CEO. THE SEARCH COMMITTEE SHALL HAVE THE DISCRETION TO INCLUDE ONE OUTSIDE PARTY ON THE COMMITTEE. ADDITIONALLY, THE SEARCH COMMITTEE SHALL HAVE THE **OPTION TO RETAIN AN EXECUTIVE RECRUITING FIRM TO ASSIST WITH A** NATIONAL CANDIDATE SEARCH AT A COST OF BETWEEN \$50K AND \$100K. THE SEARCH COMMITTEE SHALL RETAIN THE RECRUITER, IF DESIRED, BY JULY 31, 2022, AND SHALL STRIVE TO COMPLETE THE INTERVIEWS OF THE FINAL CANDIDATES WITH THE FULL BOARD BY OCTOBER 31, 2022. THE MOTION WAS UNANIMOUSLY CARRIED. AYES: DOMENIC CARINALLI, JOHN DOLAN, JOEY FERNANDES, CHERYL FIELLO, MAUREEN LEMOS, STEPHEN MADDOX, MIKE NEWELL, LAUREN OOSTDAM, TYLER RIBEIRO, PATRICK SCHALLBERGER, BRAD SCOTT, HEM SHAH, **RICHARD SHEHADEY, ARLENE VANDEREYK, STEPHEN WESTSTEYN;** NAYS: NONE: ABSTAIN: NONE. ABSENT: CHUCK AHLEM. KIMBERLY CLAUSS JORRITSMA, CURT DEGROOT, FRED DENIER, STACY HEATON, HEIDI NUNES, DENNIS ROBERTS, LEAINE SOUZA, ARLIN VAN GRONINGEN (BOARD MOTION 2022-6-10 BD#4).

#### 2022-2023 Proposed Budgets

Mr. Blote reviewed the annual budget process. He reviewed the proposed 2022-2023 budget with total proposed revenues of \$6,495,500 and total expenses of \$6,969,038 for a total decrease in reserves of \$473,538.

#### 2022-2023 Proposed Capital Expenditures

Mr. Dolan presented the proposed 2022-2023 budget for property and equipment. The total proposed budget is \$11,700.

IT WAS MOVED BY PATRICK SCHALLBERGER AND SECONDED BY MIKE NEWELL TO APPROVE THE PROPOSED 2022-2023 BUDGET, APPROVE THE 2022-2023 ASSESSMENT RATE, WITH NO INCREASE AND APPROVE THE 2022-2023 SUCCESS PLAN. THE MOTION WAS UNANIMOUSLY CARRIED. AYES: DOMENIC CARINALLI, JOHN DOLAN, JOEY FERNANDES, CHERYL FIELLO, MAUREEN LEMOS, STEPHEN MADDOX, MIKE NEWELL, LAUREN OOSTDAM, TYLER RIBEIRO, PATRICK SCHALLBERGER, BRAD SCOTT, HEM SHAH, RICHARD SHEHADEY, ARLENE VANDEREYK, STEPHEN WESTSTEYN; NAYS: NONE; ABSTAIN: NONE, ABSENT: CHUCK AHLEM, KIMBERLY CLAUSS JORRITSMA, CURT DEGROOT, FRED DENIER, STACY HEATON, HEIDI NUNES, DENNIS ROBERTS, LEAINE SOUZA, ARLIN VAN GRONINGEN (BOARD MOTION 2022-6-10 BD#5).

#### Nominating Committee

Chairman Dolan shared that Mr. Brad Scott has agreed to chair the Nominating Committee again, the committee members would be Arlene Vander Eyk & Curt DeGroot. Ms. Anderson-Wise reviewed the current board member terms expiring on October 31, 2022. She mentioned that the Nominating Committee will be looking at the make-up of the Executive Committee. IT WAS MOVED BY MIKE NEWELL AND SECONDED BY STEPHEN WESTSTEYN TO APPROVE THE EXECUTIVE COMMITTEES RECOMMENDATION TO REAPPOINT BRAD SCOTT AS THE CHAIRMAN OF THE NOMINATING COMMITTEE AND APPOINT CURT DEGROOT AND ARLENE VANDEREYK TO SERVE ON THE NOMINATING COMMITTEE. THE MOTION WAS UNANIMOUSLY CARRIED. AYES: DOMENIC CARINALLI, JOHN DOLAN, JOEY FERNANDES, CHERYL FIELLO, MAUREEN LEMOS, STEPHEN MADDOX, MIKE NEWELL, LAUREN OOSTDAM, TYLER RIBEIRO, PATRICK SCHALLBERGER, BRAD SCOTT, HEM SHAH, RICHARD SHEHADEY, ARLENE VANDEREYK, STEPHEN WESTSTEYN; NAYS: NONE; ABSTAIN: NONE, ABSENT: CHUCK AHLEM, KIMBERLY CLAUSS JORRITSMA, CURT DEGROOT. FRED DENIER. STACY HEATON. HEIDI NUNES. DENNIS **ROBERTS, LEAINE SOUZA, ARLIN VAN GRONINGEN (BOARD MOTION 2022-**6-10 BD#6).

#### **CDFA Report**

Mr. Mirek Wilczek reiterated the upcoming nominations and elections will begin in August 2022.

Adjourn Chairman Dolan adjourned the meeting at 10:51 a.m.

Chief Executive Officer

## Certification

I, Tammy Anderson-Wise, Chief Executive Officer of the Dairy Council of California, do hereby certify that, to the best of my knowledge, the foregoing is a true and correct copy of the minutes of a meeting of the Board of Directors held on June 9-10, 2022.

Chief Executive Officer