

AMERICAN PECAN PROMOTION BOARD

BOARD MEETING

April 19, 2022

A Board Meeting of the American Pecan Promotion Board (the “Board,” or “APPB”) was called to order by David Salopek, Chairperson of the Board at 2:30pm CST on Wednesday, April 19, 2022.

Participants

Mr. Salopek called on Mr. Quiros to lead a roll-call of the participants and the following persons were present:

Phillip Arnold	Molly Willis
Mike Adams	Paul Quiros
Deborah Walden-Ralls	David Salopek
John Turner	Romulo Garza
Brittan Bagley	John Hutchens
Dennis Hardman	Sally Arn
Trent Mason	Mark Hamilton
Guillermo Humphrey	Maggie Pepper (AB)
Alex Caryl, (MDD-MARB)	

Kortney Chase was excused from the meeting. Based on the Board’s attendance, a quorum for the meeting was confirmed.

Also in attendance were public guests Matthew Bailey and Delaney Fuhrmeister.

Approval of Minutes

Mr. Salopek asked for comments regarding the Minutes from the March 23, 2022, Board Meeting. Mr. Quiros made a name correction and upon motion made by Ms. Walden-Ralls, the Board approved the corrected Minutes of the March 23, 2022, Board Meeting.

Financial and Collections Update, Budget

Mr. Salopek called on Ms. Maggie Pepper, the APPB's representative from Armstrong, Backus & Co., LLP, to update the Board on the Board's Financial Statements through 3/31/22, the first six months of the fiscal year, and the assessment collections through March 31, 2022, which had previously been circulated to the Board. Ms. Pepper reviewed the Financial Statements of the Board through March 31, 2022, and described the assessment collections to date, a copy of Ms. Pepper's numerical presentation of collections through March 31, 2022, is attached as Exhibit A. Ms. Pepper also answered questions of the participants.

Ms. Walden-Ralls described the work of Armstrong Backus and the need to increase the budget for the accountants by \$130,000 for a total of \$230,000. Mr. Hamilton made a motion to approve a budget increase for Armstrong Backus of \$130,000 to a total of \$230,000, which was approved by a vote of the Board.

Portal Construction Discussion

Mr. Salopek called on Ms. Walden-Ralls to review the APPB Portal development. Ms. Walden-Ralls reviewed her recent discussions with representatives of Fishhook and discussed the timing of this project.

Webpage Update

Mr. Salopek called on Ms. Walden-Ralls who, along with Mr. Hamilton, to update the Board on the Webpage development. Ms. Walden-Ralls and Mr. Hamilton commented on the Webpage.

Committee Assignments

Mr. Salopek reviewed the Board Committees set out in the APPB's Bylaws (Executive, Finance, Marketing & Communications and Research), and named the chairpersons of each Committee (Executive - David Salopek; Finance - Deborah Walden-Ralls; Marketing & Communications - Mike Adams and Research - Co-Chairpersons Phillip Arnold and Trent Mason), and invited interested Board members to let each Committee Chairperson know if they would like to serve on that Committee. Mr. Salopek answered questions of the Board members and other participants. Mr. Turner advised the Chairperson that an odd number of Committee members would be an advantage to the Committees when there were votes taken in the Committees.

Marketing & Digital Magnet Update

Mr. Salopek introduced the Marketing update and stated that the contract with Digital Magnet was still on the agenda but would be delayed and that he would keep the Board updated in the future on this item.

Independent Contractor Agreements

Mr. Salopek described the Independent Contractor Agreements arrangement to supply staff for the Board. The Board discussed the Independent Contractor Agreements and the timing for getting these in place.

Office Rental Agreement

Mr. Salopek described the arrangement that is going to be put in place to lease a portion of the space currently occupied by the APC and described that the Executive Committee of the Board has received a copy of the APC's Lease and would be working on this Lease or sub-lease in the next few days.

Bylaws and Policies Update

Mr. Salopek called on Mr. Quiros to update the Board on the Bylaws and the Board Policies. Mr. Quiros called on Ms. Caryl who stated that the

USDA has approved the Bylaws passed by the Board on March 23, 2022. Mr. Quiros described the Policies required by the AMS Guidelines for USDA Programs and stated they were being prepared for review by the Board.

USDA Update

Mr. Salopek called on Ms. Caryl to present the USDA's report. Ms. Caryl updated the Board on the contracting terms with US Customs and Border Protection ("CBP") to collect Importer assessments at the Border. Ms. Caryl also described her work on the Board Policies drafts and the review of the Independent Contractor Agreements for use by the Board.

Future Meetings

Mr. Salopek gave notice to the Board of the following Executive Committee and Board meetings: Executive Committee meeting on May 23, 2022; and a Board meeting on May 25, 2022. All meetings to be held at 2:30pm CST and to be held electronically.


Resignation of Board Member

Mr. Salopek announced that Ms. Jaye Massey, a Central Region Grower representative on the Board, had resigned from the Board. Ms. Caryl described the likely replacement mechanism for Ms. Massey's seat on the Board.

Old Business, New Business, Public Comment and Adjournment

Mr. Salopek called for old business or new business. There was no old or new business raised except a final roll-call. Mr. Salopek asked for public comment or questions from public meeting guests and there was one question raised. Mr. Salopek adjourn the meeting at 3:31pm CST.

Respectfully submitted,



Paul A. Quiros, Secretary

Approved after review of the Board and USDA:

A handwritten signature in black ink, reading "David Salopek". The signature is written in a cursive style with a horizontal line underneath the name.

David Salopek, Chairperson

EXHIBIT A

AMERICAN PECAN PROMOTION BOARD

Assessments Reported

Reported as of 3/31/22

State	Number of Producers	Total Assessments	Shelled Pounds	In Shell Pounds	DeMinis Exemption Requested	Organic Exemptions Requested
AL	8	\$ 5,756		287,793	5	
AR	7	\$ 20,878		1,043,912	8	
AZ	10	\$ 65,940		3,296,993	3	
CA	35	\$ 58,315		2,915,759	4	
FL	5	\$ 1,194		59,731	4	
GA	284	\$ 2,190,595	105,790	109,318,200	86	
KS					3	
LA	10	\$ 31,005		1,550,233	8	
MO					5	
MS					7	
NC					3	
NM	37	\$ 490,845		24,542,256	19	4
OK	82	\$ 153,998		7,699,956	54	
SC					4	
TN	3	\$ 2,570		128,485		
TX	70	\$ 284,339	76,344	14,064,253	66	
Other	45	\$ 55,914	114,000	2,567,550	7	
IMPORTS	9	\$ 409,007	3,200,912	14,048,600		
TOTAL	605	\$ 3,770,356	3,497,046	181,523,721	286	4