



Wild Bird Feeding Industry

**Board of Directors Meeting
Scottsdale Plaza Resort, Scottsdale, AZ
November 6, 2018**

WBFI Board Meeting Minutes

Call to order 8:03 Dave Netten. President

Present: Jim Lesch, Chris Tribolet, Joe Ignaffo, Jason godfrey, Lois Helland, Robert Gunstone, Keith Harrington, Jared Froese, Cheryl Senebald, Craig Brummell, Mike Wulf, Dave Netten, Rob Mann, Judy Hoysack, Paul Stefanic, Mel Toellner, George Petrides, Karen Burns, Bob Donegan, Curtis Kuntz, Todd Regan

Guests: Ryan Zanting, Chris Ravstern

Staff: Kristin Bennett, Cole Hinz, Emma Bennett

Previous meeting minutes: Motion to approve, Craig Brummell. Second Rob Mann. Unanimous to approve as presented.

Governance Policies: Kristin Bennett reviewed standing policies that govern WBFI meetings and conduct, distributed in Board packets. Verbal compliance confirmed by all board members.

Financial Report: Rob Mann, Treasurer

990 prepared and ready to submit by 11-15-18. Motion Mel Toellner, Second George Petrides to approve; vote unanimous to approve submittal of Form 990 as prepared and presented.

Dues revenue: Approximately \$30,000 in dues outstanding.

Standards and research contributions are lower than usual by around \$3,400 as compared to budget.

Expenses are on track and legal fees are cut in half with the reduction in services noted. Special recognition was made of the H&H \$3,000 voluntary contribution, despite reduction in contract for legal services.

There has been a lack of cohesiveness between MAB (accountant) and NPR (staffing/management). Mann will track this and make recommendations on how to simplify financial processes.

Legal Defense Fund; loan to WBFI has been repaid, and is capped at \$50,000. Overall health of the organization has improved of the past two to three years, with declining membership being the only apparent downturn.

Motion Chris Tribolet, second Karen Burns to ratify the decision to add Kristin Bennett and Mike Wulf to the WBFI signature cards to US Bank accounts ending in 8740, 3581, and 3599. Vote unanimous to approve.

Elections & Nominating:

Initiative to revamp nominating process was defeated last year. Currently seats can be kept in perpetuity. Dave Netten asks that WBFI set new precedence on this. One seat is available and there are two candidates for the seat. This is the first election for WBFI. Discussion points and options:

1. Consider term limits for Board seats
2. Each expiring term requires re-election; using existing 3-year cycle
3. Risk of election: diversity amongst the board not guaranteed.

Craig: Possible to designate type of seat/position needed to fill, and promote the opening amongst that segment of the membership. Promote open Board meetings and committee service as a means to help lead if no seats available. Research Foundation needs help, could direct interested parties to RF. Committees could be used as on-deck service, or requirement prior to board service.

Bob: Some boards are reviewed periodically for suitability.

George: Board and committee service should be more openly promoted to general membership. Do we have a problem in that WBFI is not open to all types of potential members? The Board has grown in size, should there be a cap in size of the Board? Some in membership have complained the Board is exclusive and too large.

Todd: WBFI exists for protection and promotion of wild bird feeding, but some see value of WBFI only in service on the Board ie; value to their own individual company. Annual meeting is secondary concern for members, he feels more the merrier in regard to Board service. Bob Donegan in agreement, should we remove roadblocks and allow unlimited Board size? Currently, board size flows with attrition only. Does Executive Committee need to review Board action? Changes the dynamic, but may be necessary. In the past, was difficult to get enough to serve. Board expanded from 12 to 20, and size/retention is no longer the issue. Executive Committee hearing feedback that board is too large, and there is no limit exercised.

Craig: Feels healthy to rotate, favors term limits. If process is to change, a change in bylaws will be needed. Goal is to have recommendation in place by April to address Board size concerns.

Netten: Hybrid idea may be at the end of each term, nominating committee prepares a slate of nominees. If more candidates than seats, Board would choose it down to a dictated size. Slate presented by Board would be ratified by membership.

Jared: % of board numbers too high for this size of organization. Increase awareness of available committee work.

Lois: Committee work is important, no board action needed presently.

Slate of nominees presented. Netten clarification that appointed VP is a non-succession position. Elected VP is assumed to move into the President's position in succession. Past President continues on for 2 years.

Board of Directors slate was approved on 11-1-18 by majority via email vote as:

Board of Directors:

The following individuals whose terms expire in 2018 are interested in an additional 3-year term:

1. Dave Netten, All Seasons Wild Bird Store, Retailer/Local
2. Mike Wulf, D&D Commodities, Packer/National
3. Jason Godfrey, Mountain States Oilseeds, Processor/Multi-Regional
4. Karen Burns, Cosmed Group, Processor/National
5. Bob Donegan, All Seasons Wild Bird Store, Feeder/National
6. Judy Hoysack, Global Harvest Foods, Packer/National

The following individuals are currently serving unexpired terms and wish to continue serving:

7. Craig Brummell, Essex Topcrop, Packer/Multi-Regional
8. Joe Ignoffo, Cereal Byproducts, Distributor/Multi-Regional
9. Keith Harrington, Central/Valley Bag, Associate
10. Chris Tribolet, Hawkeye Commodities, Distributor/National
11. Jared Froese, Scoular Canada, Packer/Multi-Regional
12. Lois Helland, Wagners, Packer/National
13. Todd Regan, Central Avian/Kaytee, Packer/National
14. Cheryl Senebald, Agritel Grain, Processor/Regional
15. Curtis Kuntz, Red River Commodities, Packer/National
16. Jim Lesch, Wild Birds Unlimited, Franchisor
17. Mel Toellner, Gold Crest Distributing, Distributor/National
18. Rob Mann, All Star Trading, Distributor/Multi-Reg
19. George Petrides, Jr., Wild Bird Centers of America, Franchisor

The following individuals have been nominated to fill the vacant Board of Directors seat:

1. Ryan Zantingh, Armstrong Milling
2. Danica Sabourin, Kalshea Commodities, Inc.

Motion Todd Regan to revise slate, replacing Jason Godfrey with Chris Ravsten. Second Rob Mann. Vote unanimous to approve amendment to the slate as presented. Election via secret ballot will be held at the full meeting of the membership.

Staff Transition:

Welcome to NPR, Emma & Cole. Transition recap; Kristin noted that transition has been successful but noted some delays in response time that is not typical of NPR. Staff is coming up to speed, working on the details of EC Town and other systems.

Meeting Schedule:

Preferred date for Spring meeting identified as April 9, 2019. Location discussion. Reminder that Annual Meeting 2019 is slated for Embassy Suites, Las Vegas. 2020 Nov 11-14: Sheraton Sand Key, Clearwater Beach, FL Nov 10-13. Discussion on Spring meeting being held in a central location, considering travel time and expense for Board of Directors. Also opportunity to site preview possible centrally-located conference at a central hub airport city such as Kansas City, Denver, or Minneapolis in 2021. Decision to hold Spring meeting April 9th in Denver, CO. Kristin will present options for hotel and venue.

Research Foundation:

Judy named VP, Kristin Bennett secretary. Paul will be Treasurer, Gunstone will remain President. Ready to throttle up to support the BIG effort, and will consider marketing proposal. Ryan Zantingh and Cheryl Senebald nominated to fill two at-large positions. WBFI vote unanimous to support this slate as presented. Funds are available for the Foundation to support BIG project. Judy noted desire to focus again on smaller research projects. Should BIG shift over to management by RF, rather than WBFI marketing committee? Stated need for both organizations and member funding to support the efforts of the committee to be formed. Reminder that overhead expense was discontinued as projects waned, important to clarify if/when the time comes to staff up for project management. Decision to combine Research Foundation, BIG committee, and marketing committee to form Next Big Steps committee.

Committee Reports:

- Membership: Craig Brummell, Chris Tribolet, Curt Kuntz, Dave Netten, George Petrides, Sr., Steve Hickey, Mel Toellner, Mike Wulf, Cheryl Senebald
- Standards: Dave Netten and Karen Burns, Co-Chairs, Ken Johnson, Jason Godfrey, George Petrides, Jr.
- Marketing: Joe Ignoffo, Keith Harrington, Dave Netten, George Petrides, Jr., Jim Lesch, Jared Froese
- SIR (Scientific Industry Response) Group: Todd Regan, Jody Locke, Judy Hoysack, Curtis Kuntz
- Event Planning Committee: Karen Burns, Lois Helland, Debbie Brummell, Sarine Weingarten Garcia, Chris Teprovich
- Pulse of the Industry Committee: Rob Mann, Craig Brummell, Bob Donegan, Dave Netten, Chris Teprovich, Marc Audet
- Regulatory Committee: Karen Burns, Lorri Chavez, Mat Pope, Curtis Kuntz

Membership Committee Report: Craig Brummell, Chris Tribolet, Curt Kuntz, Dave Netten, George Petrides, Sr., Steve Hickey, Mel Toellner, Mike Wulf, Cheryl Senebald

Review of how committee functions. Twice a year, new members are ratified. Appreciation expressed for George Petrides, Sr. for his work in developing membership for so long. Motion Netten, second Petrides to approve new members presented since April, noting that Griffin application is pending as additional information is collected. Vote unanimous to approve.

1. Aspects, Inc. - Multi-Regional Feeder/Accessories, \$1,550
2. Bradley Caldwell, Inc. - Distributor, Multi-Regional, \$1,175
3. Cablevey Conveyors – Associate, \$400
4. Trouw Nutrition - Distributor, Multi-Regional, \$1,175

Dues received as of October 31: \$126,027 (60 companies showing current in EC Town)

Invoices outstanding: \$19,894 (11 companies compared to 9 at this time last year)

Memberships at risk: \$21,101 (13 companies non-respondent)

Membership through November 1, 2018: \$6,087 in revenue

Kristin will remain in contact with the 13 non-renewed members, noting what WBF is doing to grow industry, and what project(s) will be for 2019.

Research contributions: \$14,753.25 as of 11-5-18

Recess: Lunch 12:00 PM **Reconvened** at 1:15 PM

Membership, continued:

Discussion on policy around acquisitions and multi-branch membership situations, such as ADM. Debate amongst leadership on whether separate membership would be required for two subsidiaries of a parent company. For the interim situation with ADM having both Brian and Linda registered for the Annual Meeting, it is acceptable because of lack of clarity and policy in this matter.

Noted by Lois that there's an established history multiple memberships being paid by some subsidiary companies.

Bob Donegan suggests that WBF consider a bit more open-door policy to answer membership struggle.

Motion Brummell to enact policy that in the case of multiple companies under one ownership, that the higher dues category prevails, but no second membership is required. No second, motion fails.

Motion Brummell re-stated as: Company acquisitions to be handled as new membership, with re-examination of dues category by parent company optional. Company in question is given option to maintain separate membership for subsidiary if preferred. Second Mike Wulf with further amendment to grant Membership Committee full discretion over any change in company classification and transition. Vote passes with one opposing vote by Rob Mann.

Noted that new members should be promoted to the membership and community via social media and newsletter e-blast.

Standards: Dave Netten and Karen Burns, Co-Chairs, Ken Johnson, Jason Godfrey, George Petrides, Jr.

Noted decline in Standards contributions. Work will continue to find out which companies have currently contributed. #1 takeaway is that we need to continue to innovate or membership will drop. Noted that small retailers are complaining there is limited value in membership.

Discussion on transparency of dues structure would create ease in joining.

The primary goal of the Standards Committee is to review all products, etc. to ensure uniform quality and safety. Definition of hopper feeder and tube feeder reviewed. Hard Goods standards apply to both these products. Note to include Nyjer trademark symbol in all standards, including descriptions of tray feeder, ranch style feeder, mesh feeder, Nyjer feeder.

Marketing: Joe Ignoffo, Keith Harrington, Dave Netten, George Petrides, Jr., Jim Lesch, Jared Froese

BIG Group activity offers new direction and action required. Discussion on possible offering of SMMP (social media management program) as an added member benefit. Committee will discuss timing on releasing that offer, once BIG activity settles in. Committee will establish frequency of newsletter distribution and direct this activity request to staff.

SIR: Todd Regan, Jody Locke, Judy Hoysak, Curtis Kuntz

Expert papers existing: Avian Influenza, Avian Pox, Listeria, Mycoplasmosis, Salmonella, Trichomoniasis.

At the 2018 Spring Board Meeting, SIR sought new industry representative. Cornell was unable to participate. Ideas include Darryl Jones, any others? The committee requests a budget allocation of \$10,000 to develop this spokesperson. Central has developed a relationship with Margaret Birgingham, and would appreciate WBF refrain from utilizing her for conflict of interest reasons. Dr. Horn proven too expensive. Netten recommends (pending budget approval), that the committee continue to seek a credible person for this role. Committee requests indication to go or no-go by Spring meeting, when budget actualization is more clear. Possible source to investigate would be the Ornithology Association.

Event Planning Committee: Karen Burns, Lois Helland, Debbie Brummell, Sarine Weingarten Garcia, Chris Teprovich

Karen Burns provided an event overview, noting Matthew Pope feedback to consider a more central location and possible alternative date. Exit surveys will be online this year, and a second survey will be done of non-members and non-attendees to determine what may draw them in. Discussion on how to increase attendance and size of event, ideas include a throw-back event in Kansas City, moving to a more central location rather than always staying south, avoid repeat venues, and possible to avoid Fall date as it is too busy for some. An overview of budget history was provided.

	2013 TX		2014 FL		2015 AZ		2016 FL		2017 TX		2018 AZ	
	PP		PP		PP		PP		PP		PP	
Income		121		114		127		124		92		81
Attendees												
Member	88	\$17,152	69	\$15,525	74	\$20,350	80	\$23,920	62	\$18,538	59	\$21,147
Companion	18	\$2,790	25	\$4,375	19	\$4,275	15	\$3,735	10	\$2,490	8	\$2,792
speaker/staff	2	\$650	0	\$1,350	9	\$0	9	\$0	8	\$0	6	\$0
Entertainment		\$9,815		\$10,155		\$4,640		\$9,453		\$7,110		\$1,084
		\$30,407		\$31,405		\$29,265		\$37,108		\$28,138		\$25,023
Sponsors												
Title												
Platinum	12	\$12,000	11	\$13,200	11	\$13,750	11	\$14,850	14	\$18,900	4	\$10,000
Gold	1	\$750	9	\$5,400	8	\$6,000	5	\$4,250	2	\$1,700	8	\$10,800
Silver	11	\$5,500	8	\$3,200	11	\$5,500	9	\$5,400	7	\$4,200	5	\$3,400
Bronze	8	\$2,700		\$0		\$0		\$0		\$0	6	\$3,000
Sponsor rep	13	\$125	20	?	25	\$1,200	20	\$1,125	12	\$450	8	\$2,200
		\$21,075		\$21,800		\$26,450		\$25,625		\$25,250		\$29,400
Total Income		\$51,482		\$53,205		\$55,715		\$62,733		\$53,388		\$54,423
Expense												
Meals		\$27,043		\$31,720		\$31,948		\$23,385		\$19,409		\$25,000
AV		\$5,932		\$5,057		\$5,281		\$5,000		\$2,976		\$1,400
Speakers		\$3,931		\$7,549		\$6,179		\$9,394		\$14,570		\$0
Activity		\$5,930		?		\$6,182		\$7,800		\$4,058		\$1,200
Travel		?		?		?		?		?		\$4,000
Shipping		?		?		\$83		\$112		\$526		\$300
Print/copy		\$3,000		\$4,100		\$3,300		\$3,900		\$5,300		\$1,600
Other		?		?		?		?		?		\$10,000
Total Expense		\$47,358		\$49,642		\$55,138		\$58,620		\$48,273		\$43,500
Net Revenue/Loss		\$4,124		\$3,563		\$577		\$4,113		\$5,115		\$10,923
2019 NV												
2020 FL												

Pulse of the Industry: Rob Mann, Craig Brummell, Bob Donegan, Dave Netten, Chris Teprovich, Marc Audet
 Overview by Rob Mann. Would like to consider the feasibility of tracking and benchmarking tonnage. Discussion on whether surveys would glean participation, and be accurate enough to be useful? Overview of packaging, transportation, commodities, retail, seed sales. Noted that a PIC session would be nice to include in the next Annual Meeting, touching on each area.

Regulatory Committee: Karen Burns, Lorri Chavez, Mat Pope, Curtis Kuntz
 FISMA is alive and well. FDA; information updates are required, mainly because of recalls. Inspections will be dependent on funding allocations. The attitude of the Administration seems to be more coaching than punitive.

BIG Update: Dave Netten

Next BIG Steps: Study is complete. Anhor will present on Thursday. Contributors received data, distributed. What next? Action options:

1. \$10k allocated for simple toolkit for member use.
2. \$35k for assets + executive for WBFi use
3. \$45k to develop both the toolkit for members and assets for WBFi use

Potential to utilize graphics and marketing assets for Google Ad Words, for Research Foundation project. Discussion and explanation of Ad Words grant, how it works, process of application, how to manage it once granted. Noted that customers & retailers are currently looking for more support and tools from WBFi. Discussion on how to also utilize existing content via Cornell marketing source. Partnership and collaboration between Cornell and WBFi would be a positive thing. Decision to set general direction, then collect 2 more proposals. Discussion on current budget allocation of \$28k for marketing. Sustain this as part of existing budget, and supplement this amount with additional member-pledge campaign if possible. Suggestion to construct pledges as a multi-year plan.

Utilize existing strategies collected through BIG results. Cross-committee support needed to enact new plan, to include both BIG and Marketing Committees, in cooperation with Research Foundation. Actual work should be outsourced to a professional marketing firm. BIG Committee proposes to hand project over to Marketing Committee. Time and expertise can be provided by Todd Regan (Central); commits to add 2 people to this committee from their marketing team. Measurable outcome: households in US and Canada actively feeding wild birds APPMA; 5.5 million households feeding caged birds. Could WBFi add a question to their existing survey of pet bird fans?

Nancy (research) and Tim (marketing): Estimates on cost too high to proceed in the past, but can see if Tim would be interested in submitting for Next steps project now. Shift among large retailers; bird feeding seen as a viable growth category.

Mobilize Marketing Committee: Need action prior to Spring meeting.

Motion to adjourn Rob Mann. Second Craig Brummell. Vote unanimous to adjourn, 3:30 PM