

California Walnut Board

101 Parkshore Drive, Suite 250

Folsom, CA 95630-4726

(916) 932-7070

(916) 932-7071 Fax

info@walnuts.org

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JOINT MEETING OF CALIFORNIA WALNUT BOARD and CALIFORNIA WALNUT COMMISSION

Thursday, May 26, 2022

9:00 a.m.

Napa Valley Marriott Hotel & Spa

3425 Solano Ave

Napa, CA 94558

Contact: Dana Hull

(916) 932-7070 or dhull@walnuts.org

AGENDA

A. Call to Order

B. Roll Call

Board Members

Rachael Goodhue, Chairperson

William D. Carriere

David Keyawa

Greg Wiersma

Brent Barton

Michael Machado

Eric Heidman

Jack Mariani

Mike Poindexter

Frank Guerra

Board Alternates

Jerry Siebert

Jeff Fredericks

Michael Petz

Scott Chase

William Tos

Michael Andersen

Dick Wolf

John Aguiar

Cox Thornton

Bruce Beard

Commission Members

William Crain, Chairperson

Davin Norene

Sandra Mitchell

Carl Cilker

Craig Knight

Gordon Heinrich

Jimmy Simonian

Brian Medeiros

Andrew Bloom

William Carriere

Robert Lea

Jack Mariani

Rachael Goodhue

Commission Alternates

Charles Crain

Donald Norene

Ashley McKenzie

David Keyawa

Jack Vickrey

Ray Perez

Vacant

Paul Stanfield

Gary Hester

R.L. "Pete" Turner

William Tos

Martin Mariani

Jerome Siebert

- C. CWB Approval of Prior Meeting Minutes **Board Action**
1) Joint CWB/CWC Meeting of September 10, 2021
2) Joint CWB/CWC Meeting of October 19, 2021
3) CWB Meeting of November 19, 2021
4) CWB Meeting of February 24, 2022
- D. CWC Approval of Prior Meeting Minutes **Commission Action**
1) Joint CWB/CWC Meeting of September 10, 2021
2) Joint CWB/CWC Meeting of October 19, 2021
- E. Review & Approve Update to CWC By-Laws (Bill Crain/Heather Donoho) **Commission Action**
- F. Report of the CWC Issues Management Committee (Bill Carriere/Pam Graviet)
- G. Report of the Market Development Committees (Jack Mariani/Davin Norene)
1) Domestic Marketing Program (Jennifer Olmstead/Jennifer Williams)
2) Export Marketing Program (Pam Graviet/Claire Lee)
3) Health Research Program (Carol Sloan)
- H. Report of the CWB/CWC Audit Committees (Martin Mariani) **Board & Commission Action**
1) Annual Audit Review FY 2020/2021 – CWB (Matt Krehe, Gilbert CPAs)
2) Annual Audit Review FY 2020/2021 – CWC (Matt Krehe, Gilbert CPAs)
3) Audit Firm Engagement for CWB for 2021/2022
4) Audit Firm Engagement for CWC for 2021/2022
- I. Report of the CWB Executive Committee (Bill Tos) **Board Action**
1) Review of 2022/2023 Budget and Resolution Recommending for the Approval of the Secretary a Budget of Expenses for the 2022/2023 Marketing Year...Page 4
2) Recommendation of Administrative Services Agreement between CWB and CWC for 2022/2023
- J. Report of the CWC Executive Committee (Bill Carriere) **Commission Action**
1) Review of 2022/2023 Budget Recommendation and Establishment of CWC 2022/2023 Assessment Rate
2) Recommendation of Administrative Services Agreement between CWB and CWC for 2022/2023
- K. CWC Delegation of Authority to Committees **Commission Action**
1) Delegate Authority to CWC MDC to Approve Health & Nutrition Research Proposals
2) Delegate Authority to CWC MDC to approve marketing program and strategy
3) Delegate Authority to CWC Industry Communications Committee to approve industry communications plan and strategy
4) Delegate Authority to CWC Audit Committee to make housekeeping and legal changes to Policies & Procedures
- L. CWB Delegation of Authority to Committees **Board Action**
1) Delegate Authority to CWB Production Research Committee to Approve Research Proposals
2) Delegate Authority to CWB Audit Committee to make housekeeping and legal changes to Policies & Procedures and Employee Handbook
3) Delegate Authority to CWB Grades & Standards Committee to Approve Post Harvest Research Proposals

- 4) Delegate Authority to CWB Market Development Committee to approve marketing program and strategy
- 5) Delegate Authority to CWB Executive Committee to approve staff compensation and employment of Executive Director

- M. California Walnut Board Resolutions **Board Action**
- 1) Resolution Authorizing the Executive Director to Execute Production Research Contracts...Page 5
 - 2) Resolution Authorizing the Executive Director to Execute Grades and Standards Post-Harvest Research Contracts...Page 6
 - 3) Resolution Authorizing the Executive Director to Execute Market Development and General Consultancy Contracts...Page 7
 - 4) Resolution Authorizing the Executive Director to Execute USDA/FAS/CCC Agreements...Page 8
 - 5) Resolution Authorizing the Executive Director to Execute Research Contracts with the Department of Pesticide Regulation...Page 9
 - 6) Resolution Recommending for the Approval of the Secretary a Compliance Plan for the 2022/2023 Marketing Year ...Page 10
- N. Approval to Allow the Executive Director to Obtain Outside Legal Counsel on Personnel Matters and to Review General Contracts **Board Action**
- O. Delegate Authority for CEO to Execute Health Research, Market Development, General Consultancy and USDA/FAS/CCC Contracts **Commission Action**
- P. Other Business
- Q. Time and Place of Next Meeting – September 8-9, 2022 – The Citizen Hotel, Sacramento
- R. Executive Session (California Walnut Board) /Closed Session (California Walnut Commission)
Closed Session regarding pending litigation and/or the appointment, employment, evaluation of performance, or dismissal of an employee pursuant to California Government Code Section 11126(a)
- S. Adjournment

NOTE: Each of the agenda items listed above will include discussion and possible action by the Board. Room assignments are subject to change.

The California Walnut Board (CWB) and California Walnut Commission (CWC) prohibit discrimination in all programs and activities on the basis of race, color, national origin, age, disability, sex, marital/familial/parental status, religion, sexual orientation, political beliefs, reprisal or retaliation for prior civil rights activity, or because all or part of an individual's income is derived from any public assistance programs (not all bases apply to all programs). Persons with disabilities who require special accommodations, alternative means for communication of program information (Braille, American Sign Language, large print, audiotape, etc.) or special meals should contact Dana Hull at (916) 932-7070 at least five days prior to the meeting. Additionally, program information may be made available in languages other than English. To file a complaint of discrimination, complete the USDA Program Discrimination Complaint Form, AD-3027, found online at http://www.ascr.usda.gov/complaint_filing_cust.html or write a letter with all information requested in the form and either send to USDA, Office of the Assistant Secretary of Civil Rights, 1400 Independence Avenue, S.W., Washington, D.C. 20250-9410, fax to (202) 690-7442, or email to program.intake@usda.gov. CWB/CWC is an equal opportunity employer and provider.

NOTE: Each of the Agenda Items above will include discussion and possible action by the Commission. All meetings of the California Walnut Commission are open to the public and subject to the Bagley-Keene Open Meeting Act. All interested parties are invited and encouraged to attend the meeting. Time will be allowed for members of the public to make comments on each Agenda item. This time may be limited to two minutes per person for each Agenda item.

Persons with disabilities needing special accommodations should contact Dana Hull, Executive Assistant, California Walnut Commission, at (916) 932-7070 at least five days prior to the meeting.

This Meeting Notice and Agenda is available on the California Department of Food and Agriculture's Website at www.cdffa.ca.gov/mkt/mkt/meeting.html. For further information regarding the Agenda for this meeting, please contact the California Walnut Commission at (916) 932-7070.