

2017 OCIA AGMM Annual General Membership Meeting

**February 8th-9th, 2017
Holiday Inn at Ameristar
Council Bluffs, Iowa**



**Organic Crop Improvement
Association International, Inc.**

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- Copies of The 2016 AGMM Minutes will be provided upon request. Copies will also be made available at the 2017 AGMM.
- Please complete the Registration Form on page 2, and return it to the OCIA International office with your registration fee.
- If you are not attending the AGMM and are eligible to vote, please complete the appropriate Voting Proxy Form and return it to your designated proxy holder with instructions on how you want to vote

AGMM General Information

February 8th-9th, 2017

Holiday Inn Council Bluffs at Ameristar

2202 River Road

Council Bluffs, IA 51501

Tel: 712-322-5050 **Our Group Name is: Organic Crop Improvement Association**

\$82 (USD) per night for Standard Room

OCIA's block rate for these rooms is good until January 15, 2017. After that date, rates and availability will change.

Airport & Shuttle Information

Omaha Eppley Airfield (Airport Code: OMA)

There is a complimentary hotel airport shuttle. Complimentary parking is also available at the hotel.

Registration

Postmarked prior to Jan. 15

Attendee: \$ 300 USD

Postmarked on or after Jan. 15

Attendee: \$ 350 USD

Additional Welcome Reception Ticket.....\$20 USD

Additional Closing Banquet Ticket \$25 USD

Lunch, Speakers, Trade Show ONLY on Feb 8th\$50 USD

Daily Admittance.....\$150 USD / day

Please Return this form to the International office with payment

AGMM Registration – Council Bluffs, IA Feb. 8th-9th, 2017

Main Contact Name _____
Membership Type Direct Associate Chapter _____
Contact's Mailing Address _____
Town/City _____ State/Province _____ Postal Code _____
Telephone # _____ Fax # _____
Email Address: _____

Name and information of attendees. If membership fee has been paid, then any/all of the attendees listed below will have the right to use voting paddles associated with this registration.

Name _____
Phone: _____ Email: _____

Name _____
Phone: _____ Email: _____

Name _____
Phone: _____ Email: _____

Name _____
Phone: _____ Email: _____

Registration Fee for Entire AGMM: (includes all meals, breaks, speakers, trade show)

Attendees # _____ \$ _____ USD (\$300 USD before Jan. 15; \$350 USD after)

Dietary Restrictions: 100% of the food served will be organic. To help us plan accordingly, please let us know if you have any dietary restrictions: gluten-free _____ vegan _____ other _____

If you will not be attending the entire AGMM, daily rates and “add- ons” are separated out below.

- Daily Admittance (\$150 USD/day) Check Day(s): Feb 8th _____ Feb 9th _____
- Omaha ‘Burgers & Brews’ Food Tour on Feb 7th (\$60 USD/person) \$ _____
- Lunch, Speakers, Trade Show ONLY on Feb 8th (\$50 USD/person) \$ _____
** Please see registration desk if you need to add a dinner this day also
- Additional Welcome Reception Tickets (\$20 USD/person) \$ _____
- Additional Closing Banquet Tickets (\$25 USD/person) \$ _____

Make Check Payable to OCIA International and Send To:

OCIA International
Attn: Mark Gooden
1340 N. Cotner Blvd.
Lincoln, Nebraska 68505
USA

Total \$ _____ (USD)



OCIA International, Inc.

Organic Crop Improvement Association

1340 N. Cotner Blvd., Lincoln NE 68505 USA

Phone: (402) 477-2323 Fax: (402) 477-4325

E-mail: info@ocia.org Web Site: <http://www.ocia.org>

2017 Annual General Membership Meeting Notification

In accordance with Article 6.1 of the OCIA International Bylaws, OCIA International will convene the 2017 Annual General Membership Meeting at the Holiday Inn Ameristar in Council Bluffs, Iowa, February 8th-9th, 2017.

The packet of general information, a preliminary meeting agenda, proposed bylaw changes, official voting proxy form and Board of Directors nomination form will be mailed with the AGMM packets in mid-December, 2016.

If you are unable to attend this important event, please contact a delegate who will be attending and assign your proxy voting rights with clear instructions on your voting intentions as stated in the OCIA International Bylaws, Article 7.5.

7.5 PROXIES: Every member holding voting rights shall be entitled to vote at any meeting of OCIA International by proxy. This proxy must be assigned to a specific member (Chapter, Community Grower Group, Processor/Handler, or Producer At Large) or his/her delegate. No one is allowed to hold the proxied voting rights of more than two other members. A voting member (Chapter, Community Grower Group, Processor/Handler, or Producer At Large) may hold a maximum of two (2) proxies, plus their own vote. All proxies shall be in writing and signed and dated. Proxies are validated by the Election Committee for one meeting only.

7.5.1 Proxy Assignment: To establish quorum, proxy forms shall be mailed 45 days prior to AGMM. Members are encouraged to delegate proxies with specific voting instructions. All proxied voting rights not specifically registered with the Secretary or assigned prior to the call of the AGMM shall revert to the Election Committee solely for establishment of quorum.

The proxy form is to be completed and sent to the OCIA International office.

Sincerely,

Demetria Stephens
Secretary
OCIA International, Inc

Proposed 2017 AGMM Agenda - Council Bluffs, IA

(Breaks at the discretion of the chair)

Tuesday, Feb. 7th

- 8:00-5:00 PM** Research & Education (R&E) Board Meeting
International Board of Directors Meeting
- 5:00-7:00 PM** Registration
- 5:00 - 10:00 PM** Welcome Reception
- 7:00-9:30 PM** Omaha Burgers & Brew Food Tour/\$60 per person (RSVP by Jan 31)

Wednesday, Feb. 8th

- 7:30 AM** Registration Continues
- 7:45 - 10:15 AM** Breakfast
- 8:00 AM** Welcome & Call AGMM to Order
Election Committee Report and Establishment of Quorum
Explanation of Minute Keeping Process & Duties of Referees
Approval of Minute Keeping Process
Selection of Referees (2) for Minutes
Approval of Recording the Meeting
Approval of Proposed Agenda
Approval of 2016 AGMM Minutes
Election of 2017 Election Committee
Reports: President, ED, Secretary, Controller, IRC
MCDC, Promotions, Seed, & Accreditation
Treasurer/Finance Committee and Presentation of 2017 Budget
- 9:15 - 10:15 AM** *Keynote Speaker, Atina Diffley*, Educating and Leading Citizens for Biodiversity
- 10:15 - 10:30 AM** Break
- 10:30-11:30 AM** *Megan Wells*, Actress performing, *Turn Here Sweet Corn*
- 11:30-12:00 PM** *Maya ter Kuile-Miller*, OCIA San Luis Valley Chapter Administrator
- 12:00-1:00 PM** Lunch Buffet
- 1:00-5:00 PM** Trade Show
- 1:00-2:00 PM** *Stevan Knezevic*, Flaming & Impact of Dicamba Drift on Organic Soybeans
- 2:15-3:15 PM** *Mary Wiedenhoef & David Weisberger*, Organic Small Grains Micro Grant Results
- 3:15-3:30 PM** **Break**
- 3:30-4:30 PM** *Elliott Driscoll & Jack Geiger*, organic farmers, Organic Farming Methods
- 3:30-4:30 PM** *Susan Linkletter*, Climate Change
- 4:30 PM** Recess for the Day
- 5:00-5:45 PM** Scoular Tour w/ cocktail hour (optional/must find own transportation)
- 6:30-7:30 PM** Dinner Buffet
- 7:30 PM** Bylaws Workshop
Budget Workshop

Thursday, Feb 9th

- 7:45 - 10:15 AM** Breakfast
- 8:00 AM** AGMM Resumes
Selection of Two Referees for Minutes
Standards Committee Report

Closure of Nominations
Presentation of Candidates for Intl & R&E Board
2017 Goal Setting Session

10:00-10:15 AM

Break

Explanation of Voting Process
Election of New Board Members
2017 Budget Discussion & Workshop

12:00 PM

Lunch Buffet

1:00 PM

Bylaws Committee Report and Proposals

2:30-3:15 PM

R&E AGMM

3:15-4:00 PM

MCDC Training

4:00 PM

Approval of 2017 Budgets
AGMM Policy Amendments & Unfinished Business
Election Committee Results
Presentation of 2018 AGMM

5:15 PM

Adjournment of 2017 AGMM

5:30-6:30 PM

R&E Board Meeting / Election of Officers

International Board Meeting / Election of Officers

6:30 PM

Cash Bar Opens

7:00-11:00 PM

AGMM Closing Banquet / R&E Auction



OCIA International, Inc.
Organic Crop Improvement Association

1340 North Cotner ♦ Lincoln NE 68505 ♦ USA
 Phone: (402) 477-2323 ♦ Fax: (402) 477-4325
 E-mail: info@ocia.org ♦ Web Site: <http://www.ocia.org>

2017 OCIA ANNUAL GENERAL MEMBERSHIP MEETING (AGMM)
VOTING PROXY FORM

This proxy form is only valid for the 2017 Annual General Membership Meeting (AGMM). Only a designated delegate of a member (Chapter, Processor/Handler, Producer-at-Large, Community Grower Group, General Member) may hold a proxy. A voting member (Chapter, Processor/Handler, Producer-at-Large, Community Grower Group, General Member) may hold a maximum of two (2) proxies, plus their own vote. (See OCIA Bylaw 7.5.) All proxy forms must be signed and dated by 1) the person assigning proxy rights and 2) the delegate receiving proxy rights.

You are encouraged to provide designated proxy holders with instructions on how you want to vote. **Proxied voting rights must be registered prior to the Call to Order of the AGMM.** (See Bylaw 7.5.1.) You may register your proxy by faxing a copy of the signed and dated proxy to the International office. To assist the Election Committee in assuring the establishment of a quorum so that transaction of AGMM business may begin on schedule, please register your proxy by **February 1st, 2017**. Bring the signed proxy form with you to the AGMM. If submitting proxy form by fax or scanned e-mail, the transmitted document must bear a header line indicating the date of transmission. The proxy assignor and the delegate receiving proxy should retain copies of the signed proxy form. However, if, for some reason, you do not wish your proxy voted, you may designate the Election Committee as your designated proxy holder and your vote will then be used solely for establishment of quorum.

Please note the record date for determining members entitled to vote shall be thirty days before the start of the Annual General Membership Meeting (See OCIA Bylaw 7.1). To participate as a member in the 2017 AGMM, dues must be paid by **January 1st, 2017**.

PLEASE PRINT THE FOLLOWING INFORMATION COMPLETELY AND LEGIBLY

I, _____ of _____, _____
Name of Member Assigning Proxy Rights Name of Entity Assigning Proxy Rights Country of Entity

hereby designate _____, representing _____, _____
Name of Delegate Receiving Proxy Rights Name of Entity Receiving Proxy Rights Country of Entity

a member of OCIA International, to hold my proxy vote for the 2017 AGMM.

Signature of Person Assigning Proxy Rights: _____

Date: _____

Signature of Designated Delegate Receiving Proxy Rights: _____

Date: _____

Send to: OCIA International
 1340 N. Cotner Blvd.; Lincoln, NE 68505 USA
 Phone: (402) 477-2323 Fax: (402) 477-4325

***** (BELOW) FOR SECRETARY, ELECTION COMMITTEE & OFFICE USE ONLY *****

Received: _____ Proxy Assignor's Category of Affiliation _____

Number of Proxy Votes Entitled _____ Validated by Election Committee Member _____

Membership Dues Paid _____



OCIA International, Inc.
Organic Crop Improvement Association

1340 North Cotner ♦ Lincoln NE 68505 ♦ USA

Phone: (402) 477-2323 ♦ Fax: (402) 477-4325

E-mail: info@ocia.org ♦ Web Site: <http://www.ocia.org>

2017 OCIA BOARD OF DIRECTORS NOMINATION FORM

All board nominations must be in compliance with the following OCIA International Bylaws:

8.3 NOMINATIONS OF ELECTED POSITIONS: The Board of Directors shall be elected by the Association at the Annual General Membership Meeting.

8.3.1 Qualifications: Only OCIA Members (of Chapters, Community Grower Groups, Processors/Handlers, and Producers At Large) may be nominated. Nominees must forward to the Chair of the Nominating Committee a written petition signed by at least 7 OCIA Members (of Chapters, Community Grower Groups, Processor/Handlers, Producers At Large and General Members) prior to the closing of the nominating period. Each entity (Chapters, Community Grower Groups, Processor/Handlers, Producers At Large and General Members) may have one nominee for the Board of Directors. If two or more people wish to be nominees and are Members of different entities but are also Members of the same entity, only one of them may be nominated.

8.3.2 Any Member (of Chapters, Community Grower Groups, Processor/Handlers, Producers At Large and General Members) may be nominated for an elected position. Member may be nominated by:

- a. The Nominating Committee;
- b. Any directly certified Member (of Chapters, Community Grower Groups, Processor/Handlers, Producers At Large and General Members) of the Association may nominate any other qualified (of Chapters, Community Grower Groups, Processor/Handlers, Producers At Large and General Members);
- c. Any directly certified Member (of Chapters, Community Grower Groups, Processor/Handlers, Producers At Large and General Members) may nominate by petition himself/herself

Please Print Legibly!

Nominee's Name: _____

Nominee's Member Type: (check the box applicable to Nominee)

Chapter Community Grower Group Processor/Handler Producer-at-Large General Member

Mailing Address:

Rural Route #: _____ Box: _____ Post Office Box Number: _____

Street: _____

Town/City: _____ State/Province: _____

Country: _____ Postal Code: _____

Telephone (include country, city, & area codes when applicable): _____

Fax (include country, city, & area codes when applicable): _____

E-mail Address: _____

Submit a brief biography (maximum of one page) including your qualifications and previous/current involvement with OCIA International and state the reason why you chose/agreed to become a candidate. This information will be provided to the voting membership prior to the election.

Biography attached? Yes No

Nominator: Any one of the categories as listed in 8.3.2. a-c of the Bylaws.

Nominator's Name: _____

Affiliation: _____
(Chapter, Community Grower Group, Processor/Handler, Producer-at-Large, General Member)

I agree to be a candidate for the OCIA International Board of Directors election and will notify OCIA International in writing if I withdraw my candidacy.

Nominee's Signature: _____

Date: _____
(Month Day Year)

SIGNATURES OF SEVEN OCIA MEMBERS (Petitioners) AND THEIR RESPECTIVE ENTITY

Name (please print)	Signature	Respective Entity
1. _____	_____	_____
2. _____	_____	_____
3. _____	_____	_____
4. _____	_____	_____
5. _____	_____	_____
6. _____	_____	_____
7. _____	_____	_____

Send the completed form to:
OCIA International, Inc.
1340 North Cotner
Lincoln, NE 68505
USA



OCIA Research & Education, Inc.
Organic Crop Improvement Association

1340 N. Cotner Blvd. ♦ Lincoln NE 68505 ♦ USA

Phone: (402) 477-2323 ♦ Fax: (402) 477-4325

E-mail: atunink@ocia.org ♦ Web Site: <http://www.ocia.org>

2017 R&E Annual General Membership Meeting Notification

In accordance with Article 6.1 of the OCIA Research and Education Bylaws, OCIA Research and Education will convene the 2017 Annual General Membership Meeting at the Holiday Inn Council Bluffs at Ameristar, February 8th-9th, 2017.

The packet of general information, a preliminary meeting agenda, proposed bylaw changes, official voting proxy form and Board of Directors nomination form will be mailed with the AGMM packets in mid-December, 2016.

If you are unable to attend this very important event, please contact a delegate who will be attending and assign your proxy voting rights with clear instructions on your voting intentions as stated in the OCIA Research and Education Bylaws, Article 6.5.

6.5 PROXIES: Every member holding voting rights shall be entitled to vote at any meeting of OCIA Research and Education by proxy. This proxy must be assigned to a specific member (Chapter, Community Grower Group, Processor/Handler, or Producer At Large) or his/her delegate. No one is allowed to hold the proxied voting rights of more than two other members. A voting member (Chapter, Community Grower Group, Processor/Handler, or Producer At Large) may hold a maximum of two (2) proxies, plus their own vote. All proxies shall be in writing and signed and dated. Proxies are validated by the Election Committee for one meeting only.

6.5.1 Proxy Assignment: To establish quorum, proxy forms shall be mailed 45 days prior to AGMM. Members are encouraged to delegate proxies with specific voting instructions. All proxied voting rights not specifically registered with the Secretary or assigned prior to the call of the AGMM shall revert to the Election Committee solely for establishment of quorum.

The proxy form is to be completed and sent to the OCIA International office.

Sincerely,

A handwritten signature in cursive script that reads "Doug Brandt".

Doug Brandt, Secretary
OCIA Research & Education

OCIA Research and Education Proposed 2017 AGMM Agenda

February 7th, 2017

8:00 – 5:00 PM

OCIA Research and Education Board Meeting

5:00 – 7:00 PM

Registration

5:00 – 10:00 PM

Welcome Reception

7:00 – 9:30 PM

Omaha Burgers & Brew Food Tour / \$60 per person (RSVP by Jan 31)

February 9th, 2017

2:30 PM

R&E AGMM

Approve Agenda

Appoint Minutes Referee

Approval of 2016 AGMM Minutes

Project Reports

Budget Presentation

5:00 PM

Election Results of the Board of Directors for R&E and OCIA International.

5:30 PM

Board Meeting for New Officers and R&E Board Meeting

7:00 – 11:00 PM

AGMM Closing Banquet

2017 OCIA Outstanding Farmer of the Year Award

**2017 OCIA RESEARCH AND EDUCATION, Inc.
ANNUAL GENERAL MEMBERSHIP MEETING (AGMM)
VOTING PROXY FORM**

This proxy form is only valid for the 2017 Research and Education, Inc Annual General Membership Meeting (AGMM). Every entity holding voting rights shall be entitled to vote at any meeting of OCIA Research and Education, Inc. by proxy. This proxy must be assigned to a specific member or his/her delegate. No member is allowed to hold a total of more than two (2) proxies. All proxies shall be in writing and signed and dated. Proxies are validated by the Election Committee for one meeting only.

You are encouraged to provide designated proxy holders with instructions on how you want to vote. To establish quorum, proxy forms shall be mailed to the membership 45 days prior to the AGMM. Members are encouraged to delegate proxies with specific voting instructions. Proxies may be:

- a. assigned directly to another members to be voted on the floor, or;
- b. assigned to the Secretary to be held by the elections committee solely for the purpose of establishing quorum

You may register your proxy by faxing a copy of the signed and dated proxy to the International office. Bring the original with you to the AGMM. If submitting proxy form by fax or scanned e-mail, the transmitted document must bear a header line indicating the date of transmission. The proxy assignor and the delegate receiving proxy should retain copies of the signed proxy form.

PLEASE PRINT THE FOLLOWING INFORMATION COMPLETELY AND LEGIBLY

I, _____ of _____, _____
Name of R &E Member Assigning Proxy Rights Name of Entity Assigning Proxy Rights Country of Entity

hereby designate _____, representing _____, _____
Name of R &E Delegate Receiving Proxy Rights Name of Entity Receiving Proxy Rights Country of Entity

a member of OCIA Research & Education Inc, to hold my proxy vote for the 2016 AGMM.

Signature of Person Assigning Proxy Rights: _____

Date: _____

Signature of Designated Delegate Receiving Proxy Rights: _____

Date: _____

Send to: OCIA Research and Education, Inc
 Attn: Angie Tunink
 1340 N. Cotner Blvd.; Lincoln, NE 68505 USA
 Phone: (402) 477-2323 Fax: (402) 477-4325 E-mail: atunink@ocia.org

***** (BELOW) FOR SECRETARY, ELECTION COMMITTEE & OFFICE USE ONLY *****

Received: _____ Proxy Assignor's Category of Affiliation _____

Number of Proxy Votes Entitled _____ Validated by Election Committee Member _____

Membership Dues Paid _____



OCIA Research & Education, Inc.
Organic Crop Improvement Association

1340 N. Cotner Blvd. ♦ Lincoln NE 68505 ♦ USA

Phone: (402) 477-2323 ♦ Fax: (402) 477-4325

E-mail: info@ocia.org ♦ Web Site: <http://www.ocia.org>

OCIA Research and Education, Inc
BOARD OF DIRECTORS NOMINATION FORM

All board nominations must be in compliance with the following OCIA Research and Education, Inc Bylaws:

7.2 NOMINATING PROCESS: The Nominating Committee may receive names from any member.

7.3 NOMINATIONS OF ELECTED POSITIONS: The Board of Directors shall be elected by the Association at the Annual General Membership Meeting.

7.3.1 Qualifications: Only members of OCIA Research and Education, Inc. may be nominated. Nominees must forward to the Chair of the Nominating Committee a written petition signed by at least 7 members prior to the closing of the nominating period.

7.3.2 Any member may be nominated for an elected position. A member may be nominated by:

- a. The Nominating Committee
- b. Any member;
- c. Any member may nominate by petition himself/herself

Please Print Legibly!

OCIA Research and Education Inc, Nominee's Name: _____

Mailing Address:

Rural Route #: _____ Box: _____ Post Office Box Number: _____

Street: _____

Town/City: _____ State/Province: _____

Country: _____ Postal Code: _____

Telephone (include country, city, & area codes when applicable): _____

Fax (include country, city, & area codes when applicable): _____

E-mail Address: _____

Submit a brief biography (maximum of one page) including your qualifications and previous/current involvement with OCIA International and state the reason why you chose/agreed to become a candidate. This information will be provided to the voting membership prior to the election.

Biography attached? Yes No, reason why not _____

Nominator: Any one of three parties as listed in 7.3.2. of the OCIA Research And Education, Inc Bylaws.

Nominator's Name: _____

I agree to be a candidate for the OCIA Research and Education, Inc, Board of Directors election and will notify OCIA Research and Education, Inc in writing if I withdraw my candidacy.

Nominee's Signature: _____

Date: _____
(Month Day Year)

SIGNATURES OF SEVEN MEMBERS (Petitioners) AND THEIR RESPECTIVE ENTITY

Name (please print)	Signature	Respective Entity
1. _____	_____	_____
2. _____	_____	_____
3. _____	_____	_____
4. _____	_____	_____
5. _____	_____	_____
6. _____	_____	_____
7. _____	_____	_____

Send the completed form to:
OCIA Research and Education, Inc
Attn: Angie Tunink
1340 N. Cotner Blvd.
Lincoln, NE 68505
USA



OCIA International, Inc.
Organic Crop Improvement Association

1340 North Cotner ♦ Lincoln NE 68505 ♦ USA

Phone: (402) 477-2323 ♦ Fax: (402) 477-4325

E-mail: info@ocia.org ♦ Web Site: <http://www.ocia.org>

Letter from the OCIA International Standards Committee:

Welcome to the 2017 AGMM,

There were no standards proposals submitted for this AGMM.

The International Standards Committee has been inactive in 2016. The committee encourages those attending to sign up for committees, so members can ensure the standards are maintained.

Best Regards,
OCIA International Standards Committee

INDEX TABLE FOR AGMM BYLAWS PROPOSALS

2017 AGMM

No.	OCIA Bylaw	Submission Type	Author	Description
B-1	4.2	Proposal	OCIA Board of Directors	Update Bylaws to reflect current practices regarding file submission.
B-2	4.3.1	Proposal	OCIA Board of Directors	To bring our bylaws into agreement with present structural organization and alignment with our organizational norm that fees are set by the membership and the International AGMM.
B-3	6	Proposal	OCIA Board of Directors	To bring our bylaws into agreement with present structural organization and alignment with our organizational norm that fees are set by the membership and the International AGMM.
B-4	9.11	Proposal	OCIA Board of Directors	Proposal to allow the Board to vote by email solely in cases of public advocacy.
B-5	10.2.2	Proposal	OCIA Board of Directors	Proposal to eliminate the Second Vice President position and add the Second VP's task to the First VP.
B-6	10.2.5	Proposal	OCIA Board of Directors	Proposal to revise the bylaw to require a financial report be available, though it will not be published publicly.
B-7	10.3	Proposal	OCIA Board of Directors	Proposal to clarify language of 10.3 so it is clear that this bylaw refers to vacancies of officer positions not open positions on the board.
B-8	11	Proposal	OCIA Board of Directors	Proposal to eliminate the noted committees and combine their functions into two committees: the Internal Organizational Committee and the External Advocacy Committee.
B-9	10.2.5	Proposal	OCIA Board of Directors	Related to changes proposed in B8: remove Treasurer as chair of Finance Committee.
B-10	10.2.7	Proposal	OCIA Board of Directors	Related to changes proposed in B8: remove committee names.

Section 1.

Name: OCIA International Board of Directors
Address: 1340 North Cotner Blvd, Lincoln, NE 68505
Phone/Fax: 402-477-2323/402-477-4325
Email: celder@ocia.org

Section 2. Statement of Proposal

The following is a proposed amendment to Section 4.1 of the 2016 OCIA Bylaws. *Italicized and bold text* reflects changes or additions to the existing Bylaws, and deletion of words is represented by ~~strikeout~~ or underline of existing Bylaws text.

Article 4: CERTIFICATION*

...

4.1

APPLICATION FOR CERTIFICATION: Application for certification shall be made to the OCIA International office, ~~or the relevant Chapter~~, Satellite office or Regional office, which may review such applications for completeness. Notwithstanding the above the only body which currently holds the authority to make certification decisions is the OCIA International office.

Section 3. Purpose of Proposal

To update Bylaws to reflect current practices; Chapters no longer accept files within OCIA's certification process.

Section 4. History

The 2013 AGMM replaced the Chapter Licensing Agreement with a "Memorandum of Understanding" between OCIA International and the chapters. This change allowed chapters to be more independent and removed the chapters from the certification process to meet accreditation requirements.

Section 5. Related Effect of proposed bylaw amendment to other OCIA Bylaw Sections

N/A

Section 6. Miscellaneous - N/A

Section 7. Summary Argument - N/A

Section 1.

Name: OCIA International Board of Directors
Address: 1340 North Cotner Blvd, Lincoln, NE 68505
Phone/Fax: 402-477-2323/402-477-4325
Email: celder@ocia.org

Section 2. Statement of Proposal

The following is a proposed amendment to Section 4.3.1 of the 2016 OCIA Bylaws. ***Italicized and bold text*** reflects changes or additions to the existing Bylaws, and deletion of words is represented by ~~strikeout~~ or underline of existing Bylaws text.

Article 4: CERTIFICATION*

...

4.3 CERTIFICATION FEES

4.3.1

The Board of Directors shall propose, and the Membership approve at its annual meeting, the amount of certification fees payable annually.

~~a. Notwithstanding those above, all the members served by a Regional office including chapter members may meet and decide, provided that the needs of the organization are satisfied as established by a majority vote of the International Board, to set or adjust certification fees based on the economic realities of the Region.~~

Section 3. Purpose of Proposal

To bring our bylaws into agreement with our present structural organization. This also further aligns with our organizational norm that fees are set by the membership at the International AGMM.

Section 4. History

This language removal reflects the structural changes made by OCIA International over the last several years. Our accreditation mandates that there is a clear separation between our chapters and OCIA International. The OCIA International bylaws should not govern the activities of separate legal entities (OCIA chapters).

Section 5. Related Effect of proposed bylaw amendment to other OCIA Bylaw Sections

Same language is proposed to be removed from Article 6: LEVIES AND USER FEES.

Section 6. Miscellaneous - N/A

Section 7. Summary Argument - N/A

Section 1.

Name: OCIA International Board of Directors
Address: 1340 North Cotner Blvd, Lincoln, NE 68505
Phone/Fax: 402-477-2323/402-477-4325
Email: celder@ocia.org

Section 2. Statement of Proposal

The following is a proposed amendment to Section 6 of the 2016 OCIA Bylaws. *Italicized and bold text* reflects changes or additions to the existing Bylaws, and deletion of words is represented by ~~strikeout~~ or underline of existing Bylaws text.

Article 6: LEVIES AND USER FEES

The Board of Directors may implement such levies, fees, certification agreements, etc. as are deemed appropriate. Such revenue shall support the administration of OCIA International, promotion of the certification mark, the work of the Certification Review Committee, crop improvement, and any other program, which the Board of Directors may approve. Levies and fees shall be payable in US currency, or its equivalent, as billed according to the certification mark agreement, invoice, or other instrument.

~~Notwithstanding the above, all those members served by a Regional office including chapter members may meet and decide, provided that the needs of the organization are satisfied as established by a majority vote of the International Board, to set or adjust privilege use fees based on the economic realities of the Region.~~

Section 3. Purpose of Proposal

To bring our bylaws into agreement with our present structural organization. This also further aligns with our organizational norm that fees are set by the membership at the International AGMM.

Section 4. History

This language removal reflects the structural changes made by OCIA International over the last several years. Our accreditation mandates that there is a clear separation between our chapters and OCIA International. The OCIA International bylaws should not govern the activities of separate legal entities (OCIA chapters).

Section 5. Related Effect of proposed bylaw amendment to other OCIA Bylaw Sections

Same language is proposed to be removed from Article 4.3.1.

Section 6. Miscellaneous - N/A

Section 7. Summary Argument - N/A

Section 1.

Name: OCIA International Board of Directors
Address: 1340 North Cotner Blvd, Lincoln, NE 68505
Phone/Fax: 402-477-2323/402-477-4325
Email: celder@ocia.org

Section 2. Statement of Proposal

The following is a proposed amendment to Section 9.11 of the 2016 OCIA Bylaws. *Italicized and bold text* reflects changes or additions to the existing Bylaws, and deletion of words is represented by ~~strikeout~~ or underline of existing Bylaws text.

Article 9: BOARD OF DIRECTORS

9.11 MEETINGS: Meetings of the Board of Directors shall be held at the time of the Annual Meeting and at other times at such places and/or by such means as the Board of Directors shall determine.

- a. Notice of such meetings shall be given to Directors at least seven (7) days before the time appointed for the meeting.
- b. The presence of a majority of the Board of Directors shall constitute a quorum for the transaction of business.
- c. A meeting of the Board of Directors can be called by the President or by three members of the Board of Directors.
- d. Voting by email is prohibited, *except for 9.11.d (i)*. Any motions or consensus decisions and votes that are made by the OCIA International Board of Directors will be done so that everyone involved can hear the roll call of the vote.

(i) Email voting will be allowed for matters of public advocacy. In this case, the vote must be unanimous. Such a vote shall be overseen by the Chair, and duly recorded in the next Board of Directors meeting minutes.

Section 3. Purpose of Proposal

The Board of Directors receives public advocacy requests (e.g. current hydroponic/organic production debate) that are of a urgent nature. With the current bylaw, the board is unable to address such requests without calling an emergency meeting. This bylaw change would allow the Board to vote by email solely in cases of public advocacy.

Section 4. History

N/A

Section 5. Related Effect of proposed bylaw amendment to other OCIA Bylaw Sections

N/A

Section 6. Miscellaneous - N/A

Section 7. Summary Argument - N/A

Section 1.

Name: OCIA International Board of Directors
Address: 1340 North Cotner Blvd, Lincoln, NE 68505
Phone/Fax: 402-477-2323/402-477-4325
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Section 2. Statement of Proposal

The following is a proposed amendment to Section 10.2 of the 2016 OCIA Bylaws. *Italicized and bold text* reflects changes or additions to the existing Bylaws, and deletion of words is represented by ~~strikeout~~ or underline of existing Bylaws text.

Article 10: OFFICERS OF OCIA

...

10.2.2 The First Vice President shall:

- a. Substitute for the President when necessary due to absence or incapacity.
- b. Be responsible for the on-going review and maintenance of the Policy Manual.*
- c. Development of recommendations as deemed appropriate.*

~~**10.2.3** The Second Vice President shall be responsible for the on-going review and maintenance of the Policy Manual and the development of recommendations as deemed appropriate.~~

Section 3. Purpose of Proposal

The 2015 AGMM approved changing the board from 9 to 7 members; currently only one member of the board is not an officer. The proposal is to eliminate the Second Vice President position and add the Second VP's task to the First VP. Formatting changes were made to match the other parts of this section.

Section 4. History

N/A

Section 5. Related Effect of proposed bylaw amendment to other OCIA Bylaw Sections

N/A

Section 6. Miscellaneous - N/A

Section 7. Summary Argument - N/A

Section 1.

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Address: 1340 North Cotner Blvd, Lincoln, NE 68505
Phone/Fax: 402-477-2323/402-477-4325
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Section 2. Statement of Proposal

The following is a proposed amendment to Section 10.2.5 of the 2016 OCIA Bylaws. *Italicized and bold text* reflects changes or additions to the existing Bylaws, and deletion of words is represented by ~~strikeout~~ or underline of existing Bylaws text.

Article 10: OFFICERS OF OCIA

...

10.2.5 The Treasurer shall:

- a. Act as the Chair of the OCIA International Finance Committee.
- b. Ensure the preparation of a budget for amendment and approval at the Annual General Membership Meeting.
- c. Oversee the administration of the budget through periodic review of records and consultation with staff.
- d. Ensure ~~the income and expenditures are reported on~~ a quarterly *financial report is available* basis to the membership ~~through The Communicator or other means.~~
- e. Ensure (at least annually) a complete audited accounting of the organization's finances.
- f. Ensure that the financial policies in the OCIA Quality System are carried out.

Section 3. Purpose of Proposal

As the Communicator is used for promotional purposes and can be passed on publicly, detailed financial information should not be included in the newsletter. This proposal revises the bylaw to require a report be available, though it will not be published publicly.

Section 4. History

N/A

Section 5. Related Effect of proposed bylaw amendment to other OCIA Bylaw Sections

N/A

Section 6. Miscellaneous - N/A

Section 7. Summary Argument - N/A

Section 1.

Name: OCIA International Board of Directors
Address: 1340 North Cotner Blvd, Lincoln, NE 68505
Phone/Fax: 402-477-2323/402-477-4325
Email: celder@ocia.org

Section 2. Statement of Proposal

The following is a proposed amendment to Section 10.3 of the 2016 OCIA Bylaws. *Italicized and bold text* reflects changes or additions to the existing Bylaws, and deletion of words is represented by ~~strikeout~~ or underline of existing Bylaws text.

Article 10: OFFICERS OF OCIA

...

10.3 VACANCIES: Vacancies *from the officers of the Board of Directors* shall be filled without undue delay *thru* ~~by~~ appointment by the Board of Directors from among the Board membership until the next Annual General Membership Meeting.

Section 3. Purpose of Proposal

To clarify language of 10.3 so it is clear that this bylaw refers to vacancies of officer positions not open positions on the board.

Section 4. History

N/A

Section 5. Related Effect of proposed bylaw amendment to other OCIA Bylaw Sections

N/A

Section 6. Miscellaneous - N/A

Section 7. Summary Argument - N/A

Section 1.

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Phone/Fax: 402-477-2323/402-477-4325
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Section 2. Statement of Proposal

The following is a proposed amendment to Section 11 of the 2016 OCIA Bylaws. *Italicized and bold text* reflects changes or additions to the existing Bylaws, and deletion of words is represented by ~~strikeout~~ or underline of existing Bylaws text.

Article 11: COMMITTEES

11.1.1 Standing Committees: The President shall appoint committee members and chairs upon advisement and approval from the Board of Directors for the following standing committees: ~~Accreditation/Government Relations Committee, Bylaws Committee, Finance Committee, Internal Standards Committee, Member/Chapter Development Committee, and the Promotion Committee.~~ *Internal Organizational Committee, Internal Review Committee, and the External Advocacy Committee.*

- a. The Internal Review Committee shall have five members. None of the members can also be serving on any other committee, board, or staff of OCIA.
- b. All standing committee appointments shall be made within 30 days of the close of the Annual General Membership Meeting.
- c. Committee members must be a current member of OCIA, or an OCIA chapter member, to serve on committees, unless there are certain qualifications that require a non-member to serve on a committee.
- d. *The Internal Organizational Committee shall oversee all bylaw, finance, standards, and accreditation issues.*
- e. *The External Advocacy Committee shall oversee all promotions, public advocacy, member/chapter development, and the AGMM.*

Section 3. Purpose of Proposal

In response to the 2016 goal setting session at the 2015 AGMM, the Board is proposing to eliminate the noted committees and combine their functions into two committees: the Internal Organizational Committee and the External Advocacy Committee.

Section 4. History

Previously OCIA had active standing committees, but in recent years it has been difficult to find members and some have become largely inactive.

Section 5. Related Effect of proposed bylaw amendment to other OCIA Bylaw Sections

Proposals have been made to update 10.2.7 to remove the standing committees and to update 10.2.5 to remove chairing of finance committee.

Section 6. Miscellaneous - N/A

Section 7. Summary Argument - N/A

Section 1.

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Section 2. Statement of Proposal

The following is a proposed amendment to Section 10.2.5 of the 2016 OCIA Bylaws. *Italicized and bold text* reflects changes or additions to the existing Bylaws, and deletion of words is represented by ~~strikeout~~ or underline of existing Bylaws text.

Article 10: OFFICERS OF OCIA

...

10.2.5 The Treasurer shall:

- ~~a. Act as the Chair of the OCIA International Finance Committee.~~
- b. Ensure the preparation of a budget for amendment and approval at the Annual General Membership Meeting.
- c. Oversee the administration of the budget through periodic review of records and consultation with staff.
- d. Ensure the income and expenditures are reported on a basis to the membership through *The Communicator* or other means.
- e. Ensure (at least annually) a complete audited accounting of the organization's finances.
- f. Ensure that the financial policies in the OCIA Quality System are carried out.

Section 3. Purpose of Proposal

In response to the 2016 goal setting session at the 2015 AGMM, the Board is proposing to eliminate the noted committees and combine their functions into two committees: the Internal Organizational Committee and the External Advocacy Committee. This removes the Treasurer as the chair of the Finance Committee since it would no longer exist.

Section 4. History

Previously OCIA had active standing committees, but in recent years it has been difficult to find members and some have become largely inactive.

Section 5. Related Effect of proposed bylaw amendment to other OCIA Bylaw Sections

Proposals have been made to update 10.2.7 to remove the standing committees and to update 11.1.1 to update the committees.

Section 6. Miscellaneous - N/A

Section 7. Summary Argument - N/A

Section 1.

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Section 2. Statement of Proposal

The following is a proposed amendment to Section 10.2.7 of the 2016 OCIA Bylaws. *Italicized and bold text* reflects changes or additions to the existing Bylaws, and deletion of words is represented by ~~strikeout~~ or underline of existing Bylaws text.

Article 10: OFFICERS OF OCIA

...

10.2.7 Each of the ~~following standing committees Accreditation/Government Relations Committee, Bylaws Committee, International Standards Committee, Member/Chapter Development Committee, and the Promotion Committee~~ *committees* shall be represented by a Board member as an ex officio committee member.

Section 3. Purpose of Proposal

In response to the 2016 goal setting session at the 2015 AGMM, the Board is proposing to eliminate the noted committees and combine their functions into two committees: the Internal Organizational Committee and the External Advocacy Committee. This change would remove the specific names of the standing committees on which there were ex officio members.

Section 4. History

Previously OCIA had active standing committees, but in recent years it has been difficult to find members and some have become largely inactive.

Section 5. Related Effect of proposed bylaw amendment to other OCIA Bylaw Sections

Proposals have been made to update 10.2.5 to remove chairing of finance committee as the committee would no longer exist if passed and to update 11.1.1 to update the committees.

Section 6. Miscellaneous - N/A

Section 7. Summary Argument - N/A

Voting and Election FAQ's

Who are Voting Members

Voting members are associates who have paid their dues according to their membership category as defined in article 4 of the OCIA Bylaws and have voting privileges as defined in articles 7.4.1-5.

In a nutshell voting members are; Certified Producers-At- Large, Certified Processor/Handlers, Community Grower Groups, Cooperatives & Chapters who have paid their membership dues

How many votes do the different members get?

If membership dues are paid, Processors/ Handlers, Producers at Large & Cooperatives have one vote per member. Community Grower Groups are entitled 5 votes. Community Grower Groups or Cooperatives who are members of a chapter count only as a single member towards the chapters voting rights.

Chapters: Ten votes for the first 10 Members, 2 votes for each additional 10 certified Members, and Chapter CGGs will be counted as 1 vote for each 3 Chapter CGGs.

Who can be a Voting Delegate

Delegates are individuals who are from within the member organization: for chapters and CGG's this implies that a delegate will be a member of the chapter or of the collective. For Processor/Handlers or Producers at Large; a delegate is an individual who has a structural link with the member such as an employee, share holder, marketing agent, or a consultant under contract or retainer. Members can send as many Delegates as they wish. Chapter voting rights/paddles may be held by one or more delegate.

If a Member has more than one vote, can the votes be split up between delegates?

Yes. At the time of registration, voting paddles can be divided between chapter delegates.

What if a delegate loses their voting paddle at the AGMM?

The voting paddles are a representation of the members vote. Each paddle will have the members name, and an Election Committee Members signature on it. If a voting paddle is lost, another delegate will not be able to use it for their votes, however, it will not be replaced.

What if a member can't attend the AGMM, can they still vote?

Yes. Every member holding voting rights are entitled to vote at the AGMM by proxy. The member must find a delegate of a member that would be willing to carry their proxy and vote according to their wishes. Remember, Voting members can only carry two proxies in addition to their own votes. This means that a chapter can only carry two proxies and not each delegate of the chapter. Proxies must be fully completed and presented at AGMM Registration.

Organic Crop Improvement Association International, Inc.

AGMM Policies

As of March 23, 2016



OCIA INTERNATIONAL

1340 N. Cotner Blvd.

Lincoln, NE 68505 U.S.A.

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www.ocia.org

**"We, producers, handlers & consumers of organic food and fiber, build
Environmental stewardship through ethical partnership with nature"**

1989 AGMM Manzanillo, Colima, Mexico – February 16 - 20

89AGM006 While OCIA supports farmers in transition, especially at the chapter level, OCIA will not be involved in any labeling or oral representation of transitional products.

1997 AGMM Cedar Rapids, Iowa – March 11 -15

97AGMM-01 That reciprocity should be expanded to recognize other certifying organizations. And to expand mutual recognition to other certifying organizations that are determined as equivalent through accreditation, with final approval by the Board.

97AGMM38 That the OCIA International Board of Directors as one body shall be required to attach their recommendation to all Bylaw amendment proposals when presented at the AGMM's.

2000 AGMM Antigua, Guatemala – February 29 – March 4

00AGMM-01 The Year 2000 AGMM meeting in Antigua, Guatemala urges each membership category within OCIA to work within their Local., State/Provincial, and/or National government, for immediate passage of legislation and/or administrative rule-making that establishes a Registry of Genetically Modified Organism (GMO) Seed Planting. A Registry of GMO Seed Planting should contain the following three critical elements:

- 1) Government registration of all crops planted with GMO seed including farmer's name, address, and location of planting(s); and notification process for any farmer within a one (1) mile radius.
- 2) Any farmer within a one (1) mile radius of a GMO see crop is entitled to have his crop of similar type tested for genetic contamination at the expense of the seed manufacturer.
- 3) Indemnification to a farmer whose crop is genetically contaminated and suffers consequent economic loss holding the seed manufacturer as the liable party.

00AGMM-04 It shall be the goal of OCIA to render a decision of Certification by OCIA International, after approval of the applicants certification file by the CDT and no later than thirty days after the applicant's certification file arrived at the office of OCIA International for review. Any certification file that requires more information from the applicant or is incomplete will not be subject to this policy.

2003 AGMM Oaxaca, Mexico – February 21 – March 1

03AGMM-01 It shall be the policy of OCIA that the "policy manual" as referred to in Section 9.2.3 of the Bylaws shall have two parts; Board policy and policy passed by the AGMM. AGMM policy can be passed, changed or revoked only by the AGMM.

03AGMM-03 The Board of Directors shall work collaboratively with the International Standards committee (ISC) in reviewing and revising the mandates for the ISC so as to ensure that the value of OCIA members experience and knowledge is used in the traditional role of interpreting OCIA Certification Standards. Rulings of Standards interpretations shall come from the ISC while certification decision of specific applicant files will be made by the CDT.

2004 AGMM – Lincoln, Nebraska – February 10 - 13

04AGMM-01 Each year The Board of Directors shall maintain involvement in the development of the AGMM packet/mail out and shall specially review the Standard amendments proposals to ensure their appropriateness.

04AGMM-02 The Standards Committee, International Board of Directors and Executive Director are directed to take appropriate actions in an expedient manner to address with the NOP and IFOAM the needs and concerns of the organic seed industry.

2005 AGMM – San Jose, Costa Rica – March 07- 11

05AGMM-01 Certification complaints shall not be entertained on the floor of the AGMM.

2006 AGMM – LaCrosse, Wisconsin Feb. 20 - 23

06AGMM-03 The BoD annually at their November meeting evaluate the activity of Standing Committees, evaluate the needs of OCIA and the financial ability of the organization to determine which chairs and/or committee members receive financial reimbursement to attend the AGMM.

06AGMM-05 All policy amendments have to be written in a hard copy and handed in to the secretary and chair prior to being introduced to the floor.

06AGMM-07 It shall be the policy of OCIA that in the future, when the BoD and Finance Committee present the budget proposal for the current year that they also present a 3 year financial plan.

2007 AGMM Lincoln, Nebraska – March 1-3

07AGMM-01 All AGMM polices passed at an AGMM shall be published once in the next publication of the “Communicator”.

07AGMM-02 At the discretion of each year’s Board, a committee of the Board shall review the AGMM packet information for correctness prior to its printing.

07AGMM-03 Requests for Proposals for the location of the AGMM following the current year shall be solicited immediately following the AGMM with a closing date for consideration of July 1st of each year. Subsequently, the Board of Directors shall make a determination of the location and with the assistance of the AGMM committee office liaison make the appropriate arrangements.

07AGMM-04 A certified chapter associate shall pay User Fees at the current set rate for all products sold that were certified through OCIA to any of the certification/verification programs offered by OCIA International. (JAS Certification being exempt due to MAFF regulations).

This includes:

Transaction Certificate sales and non Transaction Certificate sales.

A certified chapter associate does not have to pay User Fees to OCIA International when:

1. Any product is sold to the conventional (non organic) market or fed to the producer’s own livestock.

2008 AGMM Huatulco, Mexico – February 28-March 1

08AGMM-02 Direct the International Board to ensure that Spanish translations of our Standards, Bylaws and AGMM packets are completed and distributed within the time line that is designated by our Standards and Bylaws for the original English Documents.

08AGMM-05 Direct the Board to construct the committee mandates in a way that will allow the committee members to understand that OCIA is governed by its Bylaws and that committee actions may not exceed the limitations of the Bylaws.”

08AGMM-06 Be it resolved that the Board adopt a strict interpretation of Section 10.2.7 of the Bylaws and appoint ex officio members to only those committees which the Board is directed to by the Bylaws, until such time as there are changes to the Bylaws.

08AGMM-07 Regionally specific approved product lists, if approved by the Certification Specialists and filed annually at the International office, will be allowed. If an input is re-evaluated and approval is removed, chapter administrators, regional offices and approved inspectors will be notified.

2009 AGMM Lincoln, Nebraska – February 7-9

09AGMM-03 That the Board be directed to share the expenses with the Chapters (half to Intl, half to Chapters) of Chapter Administrators who are required to attend Administrative training.

09AGMM-04 It shall be the policy of OCIA Intl that Spanish translations of Standards, Bylaws, and AGMM Packets are completed and distributed with the timeline that is designated by our Standards and Bylaws for the original English documents.

09AGMM-04 It shall be the policy of OCIA INTL that simultaneous translation for all members be provided for the entirety of OCIA INTL AGMMs.

09AGMM-06 All AGMM meals to be organic when possible and to include as many local food sources as possible. OCIA R&E will facilitate in writing guidelines to work with local chefs to source and use local and organic foods.

2011 AGMM Nebraska City, Nebraska – February 9-11

11AGMM-02 To direct the BoD to attain clear financial separation of the various entities of OCIA and report them separately.

2012 AGMM LaCrosse, Wisconsin – February 20-22

12AGMM-02 Move to make AGMM Policy, during budget discussion, when an additional expenditure or a decrease to income is proposed, it has to be offset by additional income or a reduction in an expense item. This will ultimately result in no negative effect in the bottom line.

2013 AGMM Lincoln, Nebraska – February 13-15

13AGMM-03 This AGMM requests that it is policy that OCIA's board policy of no net loss of income stemming from a budgetary change be sent out with the AGMM materials to the full membership.

13AGMM-04 Policy that the accounting department invoices producers on the highest value crop in multiple cropping situations. The accounting department will track the funds collected and report this information at the 2014 AGMM.

2014 AGMM San Antonio, Texas – February 5-7

14AGMM-01 Directs the OCIA International Board of Directors to look into how to and to start collecting sales figures from chapter processors. Then use the information to develop and present at the 2015 AGMM, a tiered fee schedule to possibly replace the current sales based user fees.

14AGMM-03 The OCIA Board of Directors and Staff continue to work with the world organic community to support the rejection and/or control of GMO technology and its adoption.

14AGMM-04 The AGMM minutes shall be available by request both electronically or in hardcopy once refereed within 60 days of the close of the AGMM.

