

IDAHO CROP IMPROVEMENT ASSOCIATION, INC.
2025 SUMMER BOARD OF DIRECTORS MEETING MINUTES
July 8, 2024
VIA VIDEO CONFERENCE

IN ATTENDANCE

Gina Lierman, President, Jason Stoddard, Vice President, Brad Chambers, Mike Kalisek, Laura Pickard, Dr. Matt Powell, Kathy Stewart-Williams, Executive Vice President, Todd Ungerecht, Legal Counsel, Sarah Plendl-Gardner

CALL TO ORDER

President Gina Lierman called the 2025 Summer Board of Directors Meeting to order at 9:00 AM MDT on July 8, 2025.

ADOPT AGENDA

A motion was made to accept the agenda as submitted. All in favor; motion carried with none opposed.

MARCH 11, 2025 MINUTES

A motion was made and seconded to accept the Minutes. All in favor; motion carried with none opposed.

OLD BUSINESS-DATABASE DEVELOPMENT

Kathy is working on finding groups to assess the ability to bring the database up to par, but will also ask about this cost versus the cost of starting anew. She is making sure the group will be the right fit, and expects a cost from these entities, as it will need to be a hard look to find the best route forward. The Board inquired about litigation against Russ. Legal Counsel, Todd Ungerecht, stated that as there was only an oral contract, it would be disputed, and would require large legal fees, and would have an uncertain outcome, so he does not recommend pursuing legal action. For any future work, a written contract with clear terms, and check ins are required. Matt Powell will put Kathy into contact with IT personnel at the University of Idaho.

AUDIT PRESENTATION BY BAILEY AND CO.

Cassie Zattiero presented the FY25 Audit to the Board. The Auditors had a clean opinion for the audit, both in the Financial Statement Section and the Supplementary Information Section. Cassie noted the following in her report: she explained that ICIA's money is held in various accounts; ICIA employees are part of the PERSI system; the liquidity of ICIA is healthy and what is available for the next fiscal year; related parties i.e. the Board of Directors were noted; ICIA had no subsequent events after the auditors came for the audit at ICIA offices.

A motion was made to accept the audit report as presented by Cassie. All in favor; motion carried with none opposed.

2025 OPERATING RESERVE RATIO

The ORR is a tool that helps show the fiscal health of ICIA, at the end of a fiscal year. Per the numbers from the auditor's report the ratio was 1.06; with figures from the Balance Sheet, as of April 30th, it was 0.95. Both numbers put ICIA in a healthy position, as 0.25 is considered break even.

OLD BUSINESS

ICIA BYLAWS REVIEW WORKING GROUP

All Advisory Committee Chairs have been contacted, but continued work has not been able to happen. The Board raised the suggestion of getting outside help to move this along. After discussing it was felt that sending the draft to Legal Counsel is the best move forward at this time.

A motion was made to have the draft, as written by Sarah and Kathy, reviewed by Todd, our Legal Counsel. All in favor; motion carried with none opposed.

Kathy will send the Board the draft of the by laws to the Board, as requested.

ADMINISTRATIVE PROCESSING FEES

During this application season, ICIA staff have been tracking any unusual scenarios, that would support the need for an Administrative Processing Fee. This year, the staff have not had to chase as many documents, payments, and other items needed for inspections. ICIA has leaned into extra clear communication, and that has kept follow ups with customers being less time consuming. If this issue needs to be addressed in the future, it will be brought before the Board again.

WINTER GROW OUT – DIRECT TUBER TEST COST COMPARISON

Alan Westra and Lisa Tran, of the Idaho Falls office, are working on this. Alan is working on finalizing vendors for this coming year's winter grow out in Hawaii, and a comparison should be available in December.

DIRECT TUBER TESTING PLAN

Alan and Lisa are working on this, as it is part of the previous topic. They are working on summarizing inputs, and finding the needed chemicals and other supplies, some of which have not been available or have had delayed shipping. They are looking into alternative testing materials, and costs of said items.

EX OFFICIO BOARD MEMBER

This position has been held by the University of Idaho Foundation Seed Program Coordinator, and has been vacant since David Hoadley retired last year. The position does not have to be held by the Foundation Seed Coordinator, which has not been filled as of the date of this meeting. The Board discussed what other individuals would be good fits for the Board position, and Alex Karasev and Chad Jackson were discussed. Kathy will reach out to each of them, to see if they have the time and interest in being on the ICIA Board, and if so, she will then send background information about them to the Board. This is in hopes of having the Board position filled by the December meeting.

NEW BUSINESS

2026 CERTIFICATION FEES

Kathy stated that the 2024 total acres were 144,000, and as of this past Sunday, 2025 acres were down, at 128,000. Potatoes, grass, beans, and grain are all down for the year, while alfalfa and miscellaneous annuals are up. There is also an increase in OECD fees from the USDA, so then the margin on ICIA's fees, for this program, has been decreased per CWT. After discussion amongst the Board, a motion was made to keep fees the same. All in favor; motion carried with none opposed.

DECEMBER 2025 BOARD MEETING DATE

The 2025 Annual Meeting will be on Wednesday, December 10th, beginning at 9am in Downtown Boise at the Hyatt Place Downtown/Boise on 1024 W Bannock. Lunch (TBD) and dinner (Leku Ona) will be hosted for those that RSVP.

ITEMS COMING UP

July 24th- Process Audit with the NHIS, which will cover Beans and Peas, and Official Sampling Procedures. This audit happens every 3 years.

August 10th-11th- AOSCA Agency Audit, which will cover our Standards, and Policies and Procedures, and recommendations will be made.

No other items were discussed or added.

A motion was made to adjourn the meeting. All in favor; motion carried with none opposed.

Meeting adjourned at 10:09 AM MDT.

Respectfully submitted,
Sarah Plendl-Gardner