

**DRAFT for Approval – Minutes – Annual Meeting of NAEGA Members
March 14, 2016 – Hotel del Coronado – Coronado, CA**

Members in Attendance:

NAEGA Member	Represented by
1. Columbia Grain, Inc.	Ron Williams
2. Viterro	David Smoot
3. Richardson International	Terry James
4. Louis Dreyfus Company	Steve Campbell
5. Zen-Noh Grain Corp.	Dan McNeil
6. CHS, Inc.	John Griffith
7. Gaviola Grain, LLC	Randy Ritchie
8. United Grain Corporation	Augusto Bassanini
9. Mitsui & Co.	Nakano Tsuyoshi
10. Bunge North America	Steve Strong
11. ADM	Wes Uhlmeier

Also attending were Amer Badawi – Columbia Grain, Inc.; Todd Canatella, Dale Street, Brooke Chierici, Christian Spansel – Zen-Noh Grain Corp; Nick Friant – Cargill; Andrew Marting – Bunge North America; Paul Green – Mitsui & Co.; Kim Hawks, Kendell Keith – Louis Dreyfus Company; Mike Landry, Mike Kaye – ADM; Holly Womack – Associate Member CoBank; Herb Yeaman – Associate Member Degesch America; Paul Sylvester, Jon Hart – Associate Member McDonald Pelz Global Commodities, LLC; Chris Hendrix; Marc Fleischaker – Counsel; NAEGA Staff: Gary Martin, Ryan Olson, Arvid Hawk, Sam Bonilla and Kirk Miller.

Consideration and voting on a new Board of Directors was a key consideration of this meeting. Per the November 2015 approved NAEGA By-Laws, each Member has one vote for electing members of the Board of Directors and that vote must be made in person. According to the By-Laws NAEGA’s Board of Directors can have a maximum of 17 members.

The meeting began at approximately 1:00pm PDT following the U.S.-Canada Grain Trade Panel luncheon. Steve Smalley, Chairman of the Board of Directors, presided over the meeting and proceeded as follows:

1. The meeting was called to order. All attendees self-identified and a quorum of members was recognized as available for voting. The anti-trust policy and practice was read and reviewed by counsel Marc Fleischaker
2. The proposed agenda was considered. A motion was made to approve the agenda and the agenda was approved.
3. A motion to approve Minutes from the November 12, 2015 Special Meeting of NAEGA Members was made; seconded; approved unanimously.
4. Chairman Steve Smalley gave his report to members. The Chairman thanked NAEGA Members and Associates for their continued participation in the Association and emphasized the importance of NAEGA activities to the grain trade.

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5. The Chairman moved to a review of the bylaws assisted by Counsel. Changes made to the bylaws on November 12 were reviewed, including changes to accommodate state owned and controlled enterprises, an executive committee, and the elimination of the Strikes Committee.
6. Chairman moved to begin election of members of the Board of Directors. The members reviewed the meetings and composition of the Board of Directors in the past year, and noted that the Board positions for Wes Uhlmeyer, John Griffith, Steve Campbell, Terry James, Steve Strong, and Randal Ritchie are expiring and up for election. Members discussed the length of Board terms, noting that in past elections terms have been for a period of two years.
7. The meeting was turned over to NAEGA President and CEO Gary Martin to hold the Board of Directors elections. Gary emphasized that each Member has one vote and that, per the By-Laws, NAEGA can have up to 17 members of the Board of Directors.
8. Steve Smalley recognized the interest of Augusto Bassanini of United Grain Corporation and Ron Marshall of Toyota Tsusho America for positions on the Board. Steve Smalley motioned to nominate Augusto Bassanini of United Grain Corporation and Ron Marshall of Toyota Tsusho America, as well as expiring Board Members Wes Uhlmeyer, ADM; John Griffith, CHS; Steve Campbell, Louis Dreyfus Company; Terry James, Richardson International; Steve Strong, Bunge North America; and Randal Ritchie, Gavilon to fill 8 Board positions with terms expiring in 2017. The motion was seconded and approved unanimously.
9. Gary then moved to consider additional motions for election to the Board, including ex officio members. No additional nominations were considered.
10. The directory was reviewed and members made requests to update and enhance the contact directory.
11. Members considered new business, including recruitment of new members. Potential new members include G3 Terminal Vancouver and IFG Lake Charles Export Grain Terminal.
12. The members agreed to hold the 2017 Annual Members Meeting in New Orleans, Louisiana on March 20, 2017.
13. The meeting was adjourned.