



**Citrus Research  
Board Meeting  
Wednesday, October 3, 2018  
12:00 PM**

**Citrus Research Board  
Large Conference Room  
217 N. Encina Street.  
Visalia, CA 93291**

A meeting of the Citrus Research Board was called to order by the CRB Chairman Dan Dreyer at 12:00 PM on October 3, 2018 at the Citrus Research Board conference room in Visalia, CA. A quorum was established by roll call with the following in attendance:

**Board Members**

Dan Dreyer – Chair	Justin Brown – Vice Chair
Andrew Brown	Justin Golding
Chris Boisseranc*	Keith Watkins
Greg Galloway*	Kevin Olsen*
Jason Orlopp	Larry Wilkinson
Jeff Steen*	Marilyn Wright
Jim Gorden	Mark McBroom*
Joe Stewart	Mike Perricone*
John Gless*	Scott Carlisle
John Konda	

**Staff**

Ed Civerolo – Interim President  
Carolina Evangelo  
Rick Dunn  
Kelly Salinas  
Greg Burdick  
Lucy Hollie  
Joey Mayorquin

**Other Attendees**

Kacie Fritz-CDFFA\*

**\*Participated by phone**

**Absent:** Alan Washburn and Etienne Rabe

**1. Call to order, and Roll Call**

Dan Dreyer welcomed everyone. Greg Burdick announced that this meeting was being recorded to assist in the preparation of minutes.

**2. Declaration of Quorum**

A quorum was established by roll call and meeting participants introduced themselves.

**3. Public Comment on Agenda Items**

None

#### **4. Special Meeting Finding of Substantial Hardship: Roll Call Vote**

Justin Brown gave a statement of the special finding of hardship due to a 48-hour notice versus a traditional 10-day meeting notice posting. A motion was needed to accept the hardship findings by a two-thirds roll call vote, the findings were as follows:

Justin Brown stated, “we are having this meeting under a 48-hour notice as a special emergency meeting for the following reasons: due to the immediate separation of CRB President it is necessary for the Board to appoint check signors for Suncrest Bank, our new bank as approved by the Board on 9/25/2018, and to continue the necessary business of the organization. Also, to remove and/or appoint trustees for the CRB employee retirement plans, appoint an interim President, continue the mission of the organization and to discuss and/or appoint a Search Committee for the search of the next CRB President.

**10-03-2018.1            Larry Wilkinson moved to approve the findings of substantial hardship, seconded by John Konda**

**A roll call vote was taken for this meeting as follows:**

#### **Board Members votes for Motion 10.03.2018-1**

Dan Dreyer – Chair	Move Forward
Justin Brown – Vice Chair	Move Forward
Andrew Brown	Move Forward
Chris Boisseranc*	Move Forward
Greg Galloway*	Move Forward
Jason Orlopp	Move Forward
Jeff Steen*	Move Forward
Jim Gorden	Move Forward
Joe Stewart	Move Forward
John Gless*	Move Forward
John Konda	Move Forward
Justin Golding	Move Forward
Keith Watkins	Move Forward
Kevin Olsen*	Move Forward
Larry Wilkinson	Move Forward
Marilyn Wright	Move Forward
Mark McBroom*	Move Forward
Mike Perricone*	Move Forward
Scott Carlisle	Move Forward

**Motion carried unanimously**

## **5. Approve Authorization Regarding Checking Account Signor**

Dan Dreyer provided an update on the process of the transition from the old bank to the newly approved bank, Suncrest. Dreyer announced that the Board needs to identify members who can be official check signors. John Konda suggested that the three Executive Officers be named and given authorization to sign checks. Kelly Salinas added that those officers are: Dan Dreyer, Justin Brown and John Konda. John Konda stated a signor should also be the interim President.

John Konda stated that during the interim president transition time, the interim president should review and initial on all check requests, credit card reconciliations, and reimbursement forms, prior to checks being signed by the Executive Officers. Justin Brown added that the Board is close to appointing an interim president and that individual should be added to the bank signature card when appointed.

*(After discussion, the Board moved to Agenda Item #6, the Board will take action on Agenda item #5 after Closed Session)*

*(A motion for Agenda item #4 was taken after Closed Session)*

**10-03-2018.4            Joe Stewart moved to approve Dan Dreyer, Justin Brown, John Konda and Franco Bernardi as the authorized checking account signors, seconded by Jim Gorden**

**Motion carried unanimously**

## **6. Trustee for the retirement plans**

Justin Brown stated that currently the CRB's two co-trustees are Gary Schulz and Rick Dunn. Kelly Salinas stated we need to remove Gary Schulz as the retirement trustee, but there is no need to assign an additional trustee at this time, that can wait until a new CRB President has been appointed. Salinas added there is an option to have the Board choose to assign her to sign off on distributions, in the absence of a President. Justin Brown stated that the decision to have finance staff sign off on distributions would be decided by the interim President.

**10-03-2018.2            Keith Watkins moved to remove Gary Schulz as a trustee for the employee retirement plans, seconded by Joe Stewart.**

**Motion carried unanimously**

## **7. Notice of Non-renewal of CEO Employment Contract**

Dreyer stated on Friday September 28, 2018, that himself, Justin Brown, John Konda and the CRB Human Resources (H.R). consultant Brenda Budke, met with Gary Schulz to discuss the results of the September 25, 2018 Annual Board meeting closed session. It was explained to Gary Schulz that the decision was made not to renew his contract with the CRB. Also, on Friday September 28, 2018 Justin Brown, John Konda and Dan Dreyer stayed at the CRB office most of the afternoon to determine plans to move forward. Dreyer continued to share that today's meeting is a result of those efforts and there most likely will be another scheduled Board meeting in the near future. Dreyer stated the Executive Officers decided to have the CRB's consulting H.R company on site frequently, during this transition period. Kacie Fritz stated the language in the email from Carolina Evangelo and the press release needs to remain the same language that is used in any future communication regarding the non-renewal of Gary Schulz's contract.

## **8. Search Committee for CRB President**

Dreyer stated the Executive Officers have met and will need a motion to create a new President search committee. The Executive Officers developed a list of Board members who they are nominating to serve, and feel would be a great contribution to the search committee.

Dreyer asked if any Board Members would like to volunteer to hold a seat on the search committee.

John Konda volunteered (does not want to be chair)

Mark McBroom volunteered

Kevin Olsen volunteered (does not want to be chair)

Konda stated that the last president search committee scheduled noticed, weekly meetings, in advance, to meet Bagley Keene posting requirement.

Dreyer read a list of Board members the Executive Officers came up with to serve on the search committee. Names are as follows: Keith Watkins (withdrew name to serve), Justin Golding, Larry Wilkinson, Greg Galloway and Justin Brown (withdrew name to serve).

John Gless volunteered if he was needed.

After additional discussion, it was determined that the following people will be nominated to be a part of the President search committee:

Justin Golding

Larry Wilkinson

Greg Galloway

John Gless

John Konda

Mark McBroom

Kevin Olsen

10-03-2018.3

**Joe Stewart moved to approve Justin Golding, Larry Wilkinson, Greg Galloway, John Gless, John Konda, Mark McBroom and Kevin Olsen to serve on the President Search Committee, seconded by Keith Watkins**

**Motion carried unanimously**

**9. Closed Session to consider the appointment, employment of evaluation of performance of an employee(s) pursuant to Government Code Section 11126 (a)(1)**

*The Board went into Closed Session at 12:31 PM. The Board Returned from Closed Session at 12:53 PM.*

Dreyer announced action that was taken during the closed session. Action taken is that the Interim President position will be offered to Franco Bernardi.

Greg Galloway asked for Lucy Hollie to send out a doodle poll to obtain some available dates for the President Search Committee to start meeting.

**10. Public Comments on items not on the Agenda**

None

**11. Adjourn**

The meeting adjourned at 12:57 pm.

**Certification**

I, Ed Civerolo, Interim President of the Citrus Research Board, do hereby certify that, to the best of my knowledge, the foregoing is a true and correct copy of the Minutes of the Citrus Research Board Meeting held on October 3, 2018.

10/3/18

Date

Ed Civerolo

Ed Civerolo, Interim President