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<https://www.in.gov/isda/2352.htm>

BOARD OF DIRECTORS MEETING MINUTES

Date: Thursday, July 22, 2021

Time: 9:00 AM EDT

Location: Indiana Soybean Alliance Building
1st Floor Conference Rooms A-C
8425 Keystone Crossing
Indianapolis, IN 46240

Type: Public Meeting

Notice Posted in Advance: Yes

Quorum: Satisfied

Meeting Attendees

Voting Members of the Board Present:

Mr. Mike Buis
Mr. Jim Douglas
Mr. Dave Howell
Mr. Randy Kron
Mr. Ron Reichart
Mr. Peter Schram – via Teams
Mr. Mike Silver
Mr. Kevin Underwood

Non-Voting Members of the Board Present:

Ms. Kelly Mitchell – represented by Mr. Duane Jasheway
Mr. Todd Rokita – represented by Mr. Philip Gordon
Mr. Harry Wilmoth

Members of the Board Absent:

Mr. Joe Caffee
Ms. Taylor Griswold-Weigle

Resource Staff:

Ms. Aubrey Bush, Operations Specialist, Indiana Grain Buyers & Warehouse Licensing Agency
Ms. Heather Crockett, Section Chief, Office of the Attorney General – via Teams
Mr. John Deboy, Compliance Officer, Indiana Grain Buyers & Warehouse Licensing Agency – via Teams
Ms. Renda Green, Compliance Officer, Indiana Grain Buyers & Warehouse Licensing Agency – via Teams
Ms. Leah Harmon, Director of Information Systems, Indiana State Department of Agriculture – via Teams
Ms. Shelby Huff, Policy & Regulatory Affairs Program Manager, Indiana State Department of Agriculture
Mr. Bruce Kettler, Director, Indiana State Department of Agriculture
Mr. Kyle Kramer, Compliance Officer, Indiana Grain Buyers & Warehouse Licensing Agency – via Teams
Ms. Katie Nelson, Director of Legislative Affairs, Indiana State Department of Agriculture
Mr. Jordan Seger, Deputy Director, Indiana State Department of Agriculture
Mr. Kyle Shephard, Deputy Director of Compliance, Indiana Grain Buyers & Warehouse Licensing Agency – via Teams
Mr. Dan Wilkins, Compliance Officer, Indiana Grain Buyers & Warehouse Licensing Agency – via Teams
Ms. Amanda Williams, Deputy Director of Licensing, Indiana Grain Buyers & Warehouse Licensing Agency

Guests:

Ms. Rachel Conner, Industry Affairs Program Manager, Indiana Soybean Alliance
Ms. Amy Cornell, President, Agribusiness Council of Indiana
Ms. Leslie Douglass – via Teams
Mr. Cress Hizer, Principal, INAg, LLC – via Teams
Mr. Matt Gilbert – via Teams
Mr. Joe Miller, General Counsel, Rose Acre Farms – via Teams
Mr. Eric Perry, Legislative Assistant, Indiana State Senate – via Teams
Ms. Chantel Rammel, Chief Operating Officer, Indiana Soybean Alliance
Ms. Dianna Rulon, Legal Extern, Indiana Farm Bureau – via Teams

Mr. Mark Thornburg, Executive Director Legal Affairs, Indiana Farm Bureau – via Teams
 Mr. Nathaniel Warenski, REE-NASS – via Teams
 Four (4) other unidentifiable individuals attended the meeting via the Teams live broadcast

Call to Order: 9:11 AM EDT

Roll Call: Bush conducts roll call that identifies seven (7) voting members and three (3) non-voting members of the board to be physically present, and one (1) voting member of the board participating via teleconference.

Quorum: Wilmoth states the required quorum of six (6) voting members is met.

Chairman’s Welcome: Wilmoth welcomes all attendees to the public board meeting. He verifies the public access link to view today’s meeting has been posted on the IGIC Meetings, Minutes, and Financials section of the Indiana Grain Indemnity Corporation’s (“Corporation”) website, along with today’s meeting agenda.

Review of Previous Board Meeting Minutes: Wilmoth states the minutes from the public board meeting held on Thursday, March 25, 2021, had been previously distributed to all members of the Board of Directors (“Board”) and asked if any amendments to the minutes need to be made.

Motion made by Reichart to approve the previous meeting minutes as written.
 Seconded by Kron and passed without dissent.

Roll Call Vote			
Buis	- Yea	Kron	- Yea
Caffee	- <i>Absent</i>	Reichart	- Yea
Douglas	- Yea	Schram	- Yea
Griswold-Weigle	- <i>Absent</i>	Silver	- Yea
Howell	- Yea	Underwood	- Yea

Review of Previous Board Executive Session Memorandum: Wilmoth states the memorandum from the executive session held on Thursday, March 25, 2021, had been previously distributed to all members of the Board and asked if any amendments to the memorandum need to be made.

Motion made by Howell to approve the previous executive session memorandum as written.
 Seconded by Kron and passed without dissent.

Roll Call Vote			
Buis	- Yea	Kron	- Yea
Caffee	- <i>Absent</i>	Reichart	- Yea
Douglas	- Yea	Schram	- Yea
Griswold-Weigle	- <i>Absent</i>	Silver	- Yea
Howell	- Yea	Underwood	- Yea

Indiana Grain Indemnity Fund Update:

- Wilmoth provides an update on the Indiana Grain Indemnity Fund (“Fund”). During its 2020/21 fiscal year, the Fund generated \$216,612.03 in total revenues, and \$4,413,334.33 in total expenses. This results in a net loss of \$4,196,722.30. The addition of this net loss brings the Fund’s total balance as of June 30, 2021, to \$32,477,816.63 comprised of cash and investments. When compared to its 2019/20 fiscal year, the Fund experienced a year-over-year net decrease of 11.44%. Wilmoth

explains 99% of the Funds total expenses during this past fiscal year were issued as partial payments to 149 proven claimants impacted by the Salamonie Mills, Inc., and Agland Grain, Inc., grain failures.

- The Indiana Grain Buyers and Warehouse Licensing Agency (“Agency”) currently estimates another \$2.9 million will be requested to be paid out of Fund to fourteen (14) additional claimants impacted by the Salamonie Mills, Inc., grain failure. This estimate is based on the Findings of Fact and Final Order issued by the Agency on October 26, 2020. Both numbers are subject to change depending on the outcome of the petitions for review that are ongoing.
- Discussion on the matter as follows:
 1. Howell: At what level does the Board have to reinstate a collection period?
 Wilmoth: The Board will have to reinstate a collection period once the Fund’s balance is at or below \$20,000,000.
- In accordance with Indiana Code 26-4-4-9, Wilmoth asks the Board for a motion to certify the Fund’s balance as of June 30, 2021, is greater than \$20,000,000.

Motion made by Silver to certify the Fund’s balance is greater \$20,000,000 as of June 30, 2021. Seconded by Buis and passed without dissent.

Roll Call Vote					
Buis	-	Yea	Kron	-	Yea
Caffee	-	Absent	Reichart	-	Yea
Douglas	-	Yea	Schram	-	Yea
Griswold-Weigle	-	Absent	Silver	-	Yea
Howell	-	Yea	Underwood	-	Yea

New & Expiring Board Member(s) Term(s): Wilmoth informs the Board about the following new and expiring member terms:

- The President of Indiana Bankers Association provided written notification appointing Ms. Taylor Griswold-Weigle as one of their designated representatives on the Board. This will be Griswold-Weigle’s first four (4) year appointment that will expire on June 30, 2025. Griswold-Taylor is also the first woman to serve on the Corporation’s board of directors.
- Howell’s term will expire on June 30, 2022. Wilmoth will send written notification to the Chief Executive Officer of the Indiana Corn Growers Association to notify the association of Howell’s expiring term and to request an appointee for the board of directors.
- Reichart’s term will expire on June 30, 2022. Wilmoth will send written notification to the President of the Agribusiness Council of Indiana to notify the association of Reichart’s expiring term and to request an appointee for the board of directors.

Agland Grain, Inc., Grain Failure: Wilmoth provides an update on the Agland Grain, Inc., grain failure. He informs the Board the Agency received a dismissal order from the Office of Administrative Law Proceedings (“OALP”) for one (1) of the petitions for review that was filed disagreeing with the Agency’s Findings of Fact and Final Order issued on September 8, 2020. He also explains the Agency is continuing to work through the last petition for review that was submitted.

Salamonie Mills, Inc., Grain Failure:

- Using the Public Meeting Presentation, Wilmoth informs the Board it has issued a total of \$3,768,311.09 in partial payments to 114 proven claimants impacted by the Salamonie Mills, Inc., grain failure.

- Since the Board’s last meeting, the Agency received requests from four (4) petitioners wanting to voluntarily withdraw their petitions for review from the OALP process. Three (3) of these petitioners are still eligible for a reimbursable loss. Using the [Public Meeting Presentation](#), Wilmoth asks the Board for approval to pay the claimants identified in Table 1 (directly below) eighty (80) percent of their respective proven claim as stated in the Agency’s Findings of Fact and Final Order issued by the on October 26, 2020.

Table 1: Voluntarily Withdrawn Petitions

Claimant’s Name	80% Partial Payment (\$)
Douglass, Steve	343,084.34
Gilbert, Matt	226,807.84
Pasko, Lee	59,535.26
Total	629,427.44

- Discussion on the matter as follows:
 1. Buis: Why are these requests coming later?
 2. Wilmoth: These claimants submitted a petition for review disagreeing with the Agency’s findings in October. Since they have now voluntarily withdrawn their individual petitions, they no longer disagree with the Agency’s findings, and are now eligible for a partial payment.

Motion made by Douglas for the Board to approve partial payments being made from the Fund to the individuals identified in Table 1 (above) for their respective dollar amount recommended. Seconded by Buis and passed without dissent.

Roll Call Vote			
Buis	- Yea	Kron	- Yea
Caffee	- <i>Absent</i>	Reichart	- Yea
Douglas	- Yea	Schram	- Yea
Griswold-Weigle	- <i>Absent</i>	Silver	- Yea
Howell	- Yea	Underwood	- Yea

Action Item: Within the next ninety (90) calendar days, mail [Subrogation and Assignment of Claim for Grain](#) document and create partial payments for each of the three (3) proven claimants identified in Table 1 (above) who voluntarily withdrawn their petitions for review disagreeing with the Agency’s Findings of Fact and Final Order issued on October 26, 2020, assuming all ongoing petitions for review are unsuccessful.

- Wilmoth informs the Board the Agency also received two (2) Findings of Fact, Conclusions of Law, and Order documents from OALP regarding two (2) petitions for review disagreeing with the Agency’s Findings of Fact and Final Order issued on October 26, 2020. He explains the Findings of Fact, Conclusions of Law, and Order documents issued by OALP do not change either petitioner’s total reimbursable loss amount that is stated in the Agency’s Findings of Fact and Final Order issued on October 26, 2020. He also explains both petitioners and the Agency still have until August 1, 2021, to file a petition for judicial review if any party disagrees with OALP’s Findings of Fact, Conclusions of Law, and Order documents. Using the [Public Meeting Presentation](#), Wilmoth asks the Board for approval to pay the claimants identified in Table 2 (top of page five) eighty (80) percent of their respective proven claim as stated in the Agency’s Findings of Fact and Final Order issued on October 26, 2020, only if the petitioner and the Agency do not file a petition for judicial review disagreeing with OALP.

Table 2: OALP Orders Received Petitions

Claimant's Name	80% Partial Payment (\$)
Hite, Ron	77,246.08
Ruble Farms	40,723.85
Total	117,969.93

- Discussion on the matter as follows:
 1. Douglas: Is there a specific date these payments must be taken care of?
 Wilmoth: The petitioners and the Agency have until August 1, 2021, to file a petition for judicial review if anyone disagrees with OALP's orders.
 2. Reichart: To the best of your knowledge, do you know if either claimant has filed a petition for judicial review?
 Wilmoth: At this time the Agency has not received any notification from either claimant.
 3. Kron: Under any scenario Ruble Farms will not end up with a claim that is less than that amount shown there, correct?
 Wilmoth: Correct. The Agency's October order already states Ruble Farms loss is \$50,904.81.
 Gordon: From the Agency's standpoint, you are wanting to issue payments as efficient as possible, if that person is entitled to a payment and there are no further petition problems.
 Wilmoth: Yes, the Agency does not want either petitioner to have to wait until possibly November if they nor the Agency disagree with OALP's orders.
 4. Silver: To be cautious, we could use a September disbursement date to allow for at least thirty (30) days for any possible judicial review notice.
 Gordon: I think that is reasonable and fine if the board wants to consider thirty (30) days. There is a firm deadline of August 1 but having that cushion and the Agency may proceed after that time has expired.
 Reichart: Are you suggesting that we issue payment for these claims after September 1 if there are no further petitions filed?
 Wilmoth: Yes.
 5. Kron: One claimant is not contingent on the other, correct? They are separate?
 Wilmoth: That is correct. If one files an appeal, and the other does not, then the Agency would still be able to issue a partial payment to the claimant who did not file an appeal. If neither claimant files an appeal, the Agency would issue a partial payment to both. If both file an appeal the Agency will not issue a partial payment to either one.

Motion made by Howell for the Board to approve partial payments being made from the Fund after September 1, 2021, to the individuals identified in Table 2 (above) for their respective dollar amount recommended, as long as the individual claimant or the Agency do not file a petition for judicial review disagreeing with OALP's issued Findings of Fact, Conclusions of Law, and Order. Seconded by Douglas and passed without dissent.

Roll Call Vote					
Buis	-	Yea	Kron	-	Yea
Caffee	-	Absent	Reichart	-	Yea
Douglas	-	Yea	Schram	-	Yea
Griswold-Weigle	-	Absent	Silver	-	Yea
Howell	-	Yea	Underwood	-	Yea

Action Item: After September 1, 2021, and as long as the claimants identified in Table 2 (top of page five) or the Agency do not file a petition for judicial review, mail Subrogation and Assignment of Claim

for Grain document and create partial payments for the two (2) proven claimants identified in Table 2 (top of page five), assuming all ongoing petitions for review are unsuccessful.

- Using the Public Meeting Presentation, Wilmoth presents to the Board a list of nine (9) claimants that are currently in disagreement with the Agency's Findings of Fact and Final Order issued on October 26, 2020, and their individual reimbursable losses totaling \$2,669,728.38. He asks the Board for its approval to give the Agency the ability to pay eighty (80) percent of a claimant's individual proven claim from the Fund as it is stated in the Agency's Findings of Fact and Final Order issued on October 26, 2020, only in the event that a claimant voluntarily withdraws his or her petition for review from the OALP process, and agree to his or her respective total proven loss that is stated in the Agency's Findings of Fact and Final Order issued on October 26, 2020. The Agency would not issue any type of partial payment to a claimant if he or she is still in disagreement with the October 26, 2020, Findings of Fact and Final Order.
- Discussion on the matter as follows:
 1. Silver: What makes these nine (9) claimants different from the previous two (2)?
Wilmoth: The previous two (2) have already completed the OALP process and official orders were issued regarding their individual petitions. These nine (9) are still working their way through the OALP process and are still in disagreement.
 2. Silver: Does the August 1 time frame also apply to these claimants?
Wilmoth: No, these are a separate matter. That is why I am asking for a separate approval.
Gordon: These are still in administrative review before an Administrative Law Judge. An Administrative Law Judge has already adjudicated the previous two (2) claims from the administrative level, but they still have the next layer of review. These aren't there.
Silver: These still have that option thought, correct?
Gordon: They will eventually. Harry is asking for authorization from the Board that if any of the nine (9) were to voluntarily withdraw their petition, there would be no judicial review option available because they would officially withdraw their claim. He would essentially be put on notice that the petitioners are no longer pursuing any further action.
 3. Reichart: If their claims are found to be incorrect, then will the proven loss change?
Wilmoth: Yes, in the event any one of these petitioners could claim an additional loss, then we will have to revisit the matter because that would be altering the Agency's request.
Kron: This would then have to come back to the Board?
Wilmoth: Yes, because it would not match the Agency's original request today. The Agency is asking for approval of these exact partial payments, and only if the petitioner voluntarily withdraws his or her petition.
 4. Howell: I appreciate the willingness to accommodate the producer, but is this going to set a precedent?
Kron: Do you have any indication from the claimants that they might voluntarily withdraw?
Wilmoth: I don't. They continue to move through the OALP process. I don't know if this request will set any type of precedent. I also don't believe the Board has given the Chairman this type of leeway before.
 5. Reichart: You've already confirmed these amounts listed here are still valid even if their petitions are unsuccessful?
Wilmoth: Yes, even if these claimants go through the entire OALP process and their petitions are unsuccessful, the Agency could still come back to the Board to ask for its approval to pay these amounts from the Fund.
 6. Kron: These claimants are in the process. They know the process. I would feel more comfortable to wait until they go through the process and better understand where things end up.

Gordon: I think there is a certain level of uncomfortableness to this because there are other contingent factors that may happen during the process. I think Harry is trying to advocate and get claimants their money as efficiently and as fast as possible.

Kron: As a farmer I understand, but they also know the process they're going through.

7. Buis: What are most of the claims?

Wilmoth: Petitioners disagree with the determined grain prices, date of failure, deferred pricing versus storage, and the fifteen (15)-month claim period.

No motion is made for this request.

IGBWLA Director's Report: Wilmoth reports on the following:

- The Agency has redrawn its territories to create a more equal distribution of work amongst Compliance Officers and to minimize the distance between assigned posts and licensed facilities.
- The Agency hired two (2) new Compliance Officers. Mr. John Deboy joined the team on June 1, 2021, in the Agency's west central territory. Mr. Kyle Kramer also joined the team on June 1, 2021, in the Agency's east central territory. The Agency is also currently accepting applications for its northeast territory Compliance Officer position.
- House Enrolled Act 1483 became effective on April 29, 2021. The Agency continues to work, research, and implement the new statutes and to help licensees maintain their compliance under the updated law.

Recess: Wilmoth asks the Board for a motion to take a brief recess.

Motion made by Reichart to take a ten (10) minute recess.

Seconded by Underwood and passed without dissent.

Roll Call Vote			
Buis	- Yea	Kron	- Yea
Caffee	- <i>Absent</i>	Reichart	- Yea
Douglas	- Yea	Schram	- Yea
Griswold-Weigle	- <i>Absent</i>	Silver	- Yea
Howell	- Yea	Underwood	- Yea

Meeting Reconvenes: 10:31 AM EDT

Readoption of Title 825 of Indiana Administrative Code: Nelson provides the Board with information on the readoption process for certain rules currently set to expire within Title 825 of Indiana Administrative Code.

Motion made by Douglas to readopt the rules currently set to expire in Title 825 of Indiana Administrative Code as they are currently written.

Seconded by Buis and passed without dissent.

Roll Call Vote			
Buis	- Yea	Kron	- Yea
Caffee	- <i>Absent</i>	Reichart	- Yea
Douglas	- Yea	Schram	- Yea
Griswold-Weigle	- <i>Absent</i>	Silver	- Yea
Howell	- Yea	Underwood	- Yea

HEA 1483 Update: Using the Public Meeting Presentation, Nelson reviews House Enrolled Act 1483 that passed this past legislative session with the Board.

IGBWLA Performance Review Discussion:

- Using the Public Meeting Presentation, Seger presents Indiana Department of Administration's ("IDOA") Request for Proposal ("RFP") process. He explains he would like to begin the RFP process in order to hire an independent third-party firm that would conduct a performance review of the Agency's auditing practices and procedures as required under the new statute, and to receive the Board's approval to cover the costs of the performance review from the Fund.
- Discussion on the matter as follows:
 1. Seger: Why can't the Indiana State Department of Agriculture ("ISDA") pay for the performance review?

(1) This review has not been budgeted for.

(2) Over the past fiscal year, ISDA has invested over \$175,000 into salaries and legal support for the Agency.

(3) Historical investment with software development was well over six (6) figures.

What does a performance review cost?

(1) We do not know right now unless we are able to send an RFP. It has been challenging to compare any kind of precedent with other states and we didn't want to get too far before we had this discussion.

(2) We estimate this type of review could cost between \$200,000 and \$300,000.

There are two (2) potential routes to be able to initiate this performance review:

Route 1: ISDA enters a contract with a consultant (RFP with IDOA Procurement Process)

Pros: There is precedent. Information sharing is clear cut. Enter into a confidentiality agreement like attorney-client privilege. Involve the Corporation board members in the process before ISDA signs a contract. Some board members could serve as evaluators. Board approves claims and paying invoices.

Cons: It is a lengthy bureaucratic process that can take between six (6) to nine (9) months to complete through the Indiana Department of Administration, but transparent and accountable.

Route 2: Corporation Board enters a contract directly with consultant

Pros: Possible quicker and outside of the IDOA procurement process.

Cons: No precedent to ISDA's knowledge

- Information sharing could be tricky as ISDA and the Agency are not a party to the contract.

- Blurs the lines of separation between the Corporation and the Agency.

This needs to be completed once every five (5) years, and the clock started at the end of April 2021. We are not up to the deadline.

2. Gordon: Funding is a separate issue. I think we could open that up for more discussion. Statutorily there is nothing that I can see that would prohibit the Board from considering funding a performance review of the Agency.
3. Seger: Is the Board willing to move forward to utilize the Fund to pay for a performance review not knowing the exact cost? What route would the Board like to pursue?
4. Buis: Was this review completed five (5) years ago?

Wilmoth: No, this has never been done before.

Seger: My five (5) year comment is based on the legislation that just passed. This is the first time we are researching this process. Is the fund able to pay the \$200,000 to \$300,000 for this

performance review? Would the Board like to follow the IDOA process or the other process that is murkier?

Wilmoth: Is the Board willing to bless ISDA to pursue the RFP process?

Seger: ISDA would come back to the Board before signing any contract.

5. Silver: There is no precedent in the history of the Agency or the Corporation to conduct this type of review. It has been legislated that the Agency is required to do this. I am not prepared to make any motions today. The scope of work needs to be defined, and I think that members of the Board should have some involvement in defining the scope of work. The Board has been challenged with these failures that have incurred over the last several years, and we need to do as best as possible to make the Agency as effective and efficient as we can. The Board has the responsibility to protect the fund, to pay claims, and to engage the people that do the work, to make sure we can do our work. In my opinion the IDOA process is the preferable route, but I would not want to commit any dollar amount from the Fund to anything until we have a better understanding on what the cost will be to engage the scope of work we define.

Schram: I agree with Silver. I have some concerns about confidentiality, and I think that lies within the scope of work. We have some time to complete this, let's take the time to do this right.

Douglas: I agree with Mike. Is it up to you, Harry, to define the scope of work for the review?

Wilmoth: I wouldn't say it's just up to me. I can put it in an official document for people to provide input and comments.

Seger: The party on the contract would be responsible to compile the scope of work, but that party would hypothetically be the Agency, who would obviously engage others to compile that scope of work. One potential route is that we can work together to compile a scope of work collectively that is going to have an impact, that will be helpful in the long run, and release it for public bids to see what comes back. Can we engage IDOA to begin the process without setting aside dollars or indicating it is something the Fund will pay for?

6. Douglas: Are we bound by the statute to fund the review?

Kron: I was going to ask the same question, because it doesn't really specify who would pay for it. Just that it is mandated to happen.

Gordon: As far as payment to begin the RFP process and coordinate with IDOA, I would refer to IDOA for these issues and they are pretty responsive.

Wilmoth: The Agency has to do the performance review every five (5) years. The Board may pay for it. The shall is in the grain buyers statute, and the Board may use money in its annual expense account to pay for the review of the Agency.

7. Nelson: Part of the context for this discussion during session, was that legislators wanted to see a performance review and we said it is going to cost six figures, where are we going to get that money? We don't have six figures sitting around for random things, we use all of it every year, so that is where legislators were like, we will let the Board pay for it if they want to, I do not think everybody thought that through, the whole shall do it, may pay for it because we did not get an increase in our budget to pay for it.
8. Kron: You can do it. Being the Agency, can you go through this process, the administrative process, and still get the board to pay for it? Use the farmer's money to pay for it? Is it acceptable to pay for it with the fund?

Seger: Yes, from an accounting standpoint, we have already explored that route and yes, the accounting would flow. We have talked to our controller so if ISDA was in a contract with consultants to do this performance review, any invoices from said consultant after the contract is signed, could be routed from an accounting standpoint to the Fund.

Kron: If the Board is going to be paying for this, which is farmers money, the Board needs to be involved with this process. I am accountable to farmers that put the money in there. I can look at them face to face and say, "yes we are spending the money wisely, and we are doing the right thing." If the board is not involved with that than I struggle saying here is the money and in nine (9) months see what comes out of this. I am a little uneasy with that.

Nelson: Yes, our plan is to involve you in the process as much as we can. There is no issue of us involving you in that and writing the RFP and getting your feedback on that, we want your feedback, but that's where it starts to get a little tricky. If we get three (3) bids, I do not think we can bring the three (3) bids to the Board and ask you to pick. The way we can get around that is if you, as a private citizen, could be an evaluator on the bid process, it would not be within your responsibility as a board member, it would be as an evaluator, that ISDA picked you to come in and help us pick a bid. A few of you, I don't think we could do all of you. That is how we could involve the Board. The other point I want to make is, we are required to do this, but we do not have the budget to do this, but we need it to be done in the five (5) years we have been allotted.

9. Kettler: So just so we are all very clear, it was mentioned about confidentiality between the Board and the Agency, and Philip this is where we may need your help, is the confidentiality around the information if the Agency were to go through the RFP process, as we have talked about, is the confidentiality concerns to this Board around the contents of a contract or is it around the contents of what comes out of that review that can or cannot be shared with the Board?

Gordon: My understanding is that the concern is more about the RFP process itself and what events take place, which is typically confidential.

Nelson: Once the contract is awarded, that is public. It's the process of choosing who it is, that is not public.

Kettler: I just want to make really clear, that the information that comes out of the recommendations and so forth, that would come out of the review. I'm assuming that would be public essentially because of how this works, right?

Nelson: I would say that there are 3 buckets of confidentiality, one is the RFP process, we can't show the public the bids that we get in until after they have been signed and chosen. Then you have the confidentiality of whoever the third party signed contract is with, all of our records and things that we are allowed to share with certain people and things we cannot share, so that was one of the concerns of having IGIC operate it, is that having access to our records, how would that work? And then the third bucket is the results of the performance review, we are required to share those with the Board, whatever comes out of this performance review, the recommendations, and concerns.

10. Seger: Do we have a charge one way or another?

Nelson: My advice is to make a motion no matter what, and your motion can be to kick the can. Because of the legislator interest, I would like there to be a motion to show legislators that we are doing what the Board has advised. That would make me most comfortable.

11. Kron: Could we use a subset of this board and try to keep this process moving? There are going to be several legislators upset if they don't see something moving here, I am trying to figure out how to do it, I get your point, it's so complicated and we don't know what will make it work, but we could use a subset of this board and then try to keep this process moving?

12. Wilmoth: Anybody else from the Board have comments, concerns, or questions?

Reichart: I probably got more questions because it feels like there is some fundamental hurdles here. If the board says we take no action, what are the next steps for the Agency?

Nelson: An option for you right now, is to make a motion that says we would like the Agency to start writing up what we want an RFP to look like and the Board wants that language at the next meeting. Our next normal meeting is November, but we can meet before that, however harvest

is coming, so if we can get a commitment from you guys that we will have quorum for a meeting this fall earlier than November, we can try to get this processed quicker than November.

- 13. Reichart: It’s still a little fuzzy in my mind. So we will come back with a scope of work? I guess I am getting more over the procedural side. I would be hard pressed. I think either route to be honest with you guys, I don’t know enough today to make a sound decision. I think it would be tough for this Board to authorize, but no one knows what the dollar amount could be. What if they come back and say it’s \$400,000 and \$500,000 is the cheapest? I just don’t feel comfortable saying, we understand the process, I get the other route is for the board to go out and engage. I just don’t know enough to make a motion.
- 14. Nelson: If we come with a scope of work in November, we can make amendments and motions, get bids, and then we can decide with the bids.
 Seger: To go through this request process and collect bids, we aren’t forced to go with one (1) of those bids, and if we don’t like the dollar amount that came back.
- 15. Wilmoth: If the Board is interested in having further discussions, we will have to observe the open-door laws for serial meetings. We could coordinate a draft for November, to have more firm expectations, maybe even learn some more information to share.
- 16. Nelson: The hard part is, we have gotten recommendations from companies that we should make sure we can respond to this bid process. We can’t just send them a short bullet pointed list in an email asking how much do you think this is going to cost? They’re not giving us numbers for those things, so that is where we are at. I don’t know how much to ask for. I have no idea.
- 17. Douglas: Once we do the first one, does it restart every five (5) years from that point or are we done?
 Wilmoth: So, four years from now, and it’s done, does that restart the five years?
 Nelson: I would talk to Amy or Philip on this, I think it’s every five (5) years. It went into effect on July 1, 2021, so you would have five (5) years to finish it, and then the five (5) years starts over. There wouldn’t be any requirements for you to pay for it again next time. It could always be the legislators next time when or if we have money budgeted.
 Seger: I would just speculate that the first one would be more costly than those that follow.

Motion made by Kron for the Agency to draft a scope of work for a third-party firm to conduct a performance review of the Agency’s auditing practices and procedures, and to present it during the Board’s next public meeting.

Seconded by Silver and passed without dissent.

Roll Call Vote					
Buis	-	Yea	Kron	-	Yea
Caffee	-	Absent	Reichart	-	Yea
Douglas	-	Yea	Schram	-	Yea
Griswold-Weigle	-	Absent	Silver	-	Yea
Howell	-	Yea	Underwood	-	Yea

Board Member Training & Confidentiality Agreement: Using the Public Meeting Presentation, Wilmoth reviews certain parts of Indiana’s Open Door Law (Indiana Code 5-14-1.5), Disclosure of Information section of the Indiana Grain Buyers and Warehouse Licensing and Bonding Law (Indiana Code 26-3-7-6.5) and the Conflict of Interest and Violating Confidentiality Agreement sections of the Grain Indemnity Program Law (Indiana Code 26-4-3-8.5 and 8.7). He then presents and reads aloud the Board Member Confidentiality Agreement, Conflict of Interest Acknowledgement and Agreement, and Open Door Law Acknowledgement and Agreement document for all board members to sign and return to the Agency.

Adjournment: 12:01 PM EDT

Motion made by Reichart to adjourn the meeting.
 Seconded by Kron and passes without dissent.

Roll Call Vote			
Buis	- Yea	Kron	- Yea
Caffee	- <i>Absent</i>	Reichart	- Yea
Douglas	- Yea	Schram	- Yea
Griswold-Weigle	- <i>Absent</i>	Silver	- Yea
Howell	- Yea	Underwood	- Yea

Executive Session: An executive session was held for a discussion of records classified as confidential by state or federal statute (Indiana Code 5-14-1.5-6.1(b)(7)) pursuant to Indiana Code 26-3-7-6.5(d) following the adjournment of the public meeting.

The following travel vouchers for mileage reimbursement were submitted after the meeting was adjourned:

Name	Amount
Mr. Mike Buis	\$ 61.30
Mr. Jim Douglas	\$ 57.85
Mr. Dave Howell	\$ 50.95
Mr. Ron Reichart	\$ 73.72
Mr. Mike Silver	\$ 54.63
Mr. Kevin Underwood	\$ 79.47
Grand Total	\$377.92

Adopted by the Board during the meeting on: 11 / 22 / 2021

Chairman's Signature: Harry Wilmoth