

**CALIFORNIA AVOCADO COMMISSION
EXECUTIVE COMMITTEE MINUTES
November 6, 2023**

A meeting of the California Avocado Commission (CAC) Executive Committee was held on November 6, 2023 at 10:00 a.m. with the following people present:

MEMBERS PRESENT

Jason Cole
Rob Grether
Jessica Hunter
Rachael Laenen

STAFF PRESENT

April Aymami
Ken Melban
Terry Splane

GUESTS PRESENT

Barbara Peirce

OFFICIALLY PRESENT

Vickie Carpenter, *USDA*
Ben Kardokus, *CDFA*
George Soares, *Kahn, Soares & Conway*

ITEM #1 CALL TO ORDER

Roll Call/Quorum – Item 1.a.

Rob Grether, CAC Executive Committee chairman, called the meeting to order 10:01 a.m. and established a quorum.

Introductions – Item 1.b.

April Aymami, CAC industry affairs director, announced the California Department of Food and Agriculture (CDFA) and US Department of Agriculture (USDA) representatives, CAC staff, legal counsel and known guests participating in the meeting.

ITEM # 2 OPPORTUNITY FOR PUBLIC COMMENT

There was no public comment.

ITEM # 3 CONSENT CALENDAR

Consider approval of Executive Committee meeting minutes of October 10, 2023 – Item 3.a

Mr. Grether introduced the consent calendar items and asked for questions or comments. With no comments on the consent calendar items, the following motion was put forward:

MOTION:

The Executive Committee approves the Consent Calendar, Items 3.a as presented.

(Cole/Hunter) MSC Unanimous

MOTION 23-11-06-1

The *Consent Calendar* is included in the November 2023 Executive Committee Packet and is attached to the permanent copy of these Minutes and identified as EXHIBIT A, Item 3.a.

ITEM # 4 UPDATE ON THE OVERALL ADMINISTRATION OF THE COMMISSION

Ken Melban, CAC vice president of industry affairs and operations, reported that the Commission's move to Quickbooks Online was underway and once fully in place would be more efficient than the previous accounting system. With regard to industry affairs, Mr. Melban stated that CAC had been successful in working with USDA to have Hass avocados removed as a listed host for the oriental fruit fly. He noted that he was currently working to have Hass avocados removed as a listed host for the Queensland fruit fly as well.

Terry Splane, CAC vice president of marketing, reported that CAC's new agency, Curious Plot, was officially on board as of November 1 and they had just completed onboarding meetings which included grove and packing house tours, as well as strategic planning sessions with CAC staff. He noted that the CAC budget cuts had been good for the marketing department in helping to evaluate exactly what is working and what is not.

Rachael Laenen noted that she thought a wildfire bill had passed out of way and means, asking if CAC had an update on that. Mr. Melban indicated that he would check with his contacts and get back to Ms. Laenen.

ITEM # 5 CODE OF CONDUCT AND ETHICS

Mr. Grether reported that he had been working with management and George Soares, CAC's legal counsel, to review the existing code of conduct with the goal of providing consistency throughout CAC's policies and creating a policy specific to the Board and Committees, separate from staff and agencies. Mr. Soares noted that language in the revised policy had been taken from existing documents and more clearly defines the role of Board members, alternates and committee members. He requested that any action taken by the Committee reflect the ability for legal counsel to make non-substantive edits during their final review prior to sending to the Board.

Mr. Melban commented that the existing code of conduct was included in CAC's internal control policies, which could be amended by the president at any time, without Board approval. He stated that this new policy would be a stand-alone document that the Board would be responsible for approving.

The Executive Committee reviewed the revised code of conduct and ethics, with discussion focused on III.5.f and reinstatement of members. There was concern about members who may be recommended for reinstatement, but having to wait a long period of time for the next Board meeting. The Committee recommendation was to modify the language to be automatic reinstatement upon execution of required documents. There was also a recommendation to explicitly define the term "family" to reflect "immediate family."

MOTION:

The Executive Committee moves to approve the Code of Conduct and Ethics with recommended changes and the ability for legal counsel to make non-substantive edits.

(Laenen/Cole) MSC Unanimous

MOTION 23-11-06-2

ITEM #6 CLOSED SESSION REGARDING APPOINTMENT, EMPLOYMENT, EVALUATION OF PERFORMANCE, OR DISMISSAL OF AN EMPLOYEE PURSUANT TO CALIFORNIA GOVERNMENT CODE SECTION 11126(a)

The Committee may go into closed session to discuss and make recommendations regarding appointment, employment or dismissal of an employee. – Item 6.a

Mr. Grether convened a Closed Session of the CAC Executive Committee at 10:45 a.m. with members of the Executive Committee, Mr. Melban, Mr. Splane, CDFA representative Ben Kardokus and CAC's legal counsel George Soares.

ITEM #7 RETURN TO OPEN SESSION AND ANNOUNCE ACTION TAKEN IN CLOSED SESSION, IF ANY

Mr. Grether returned to open session at 12:45 p.m. and announced that the Committee to action on two items in Closed Session:

1. Adopt the performance reviews of Ken Melban and Terry Splane and submit them into their personnel files.
2. Approval of specific merit increases for CAC staff which conform with the budget that was approved by the Board in October to be dealt with by management.

ADJOURN MEETING

Mr. Grether adjourned the meeting at 12:46 p.m.

California Avocado Commission
Executive Committee Meeting Minutes
November 6, 2023

Respectfully submitted,

April Aymami, CAC Industry Affairs Director

I certify that the above is a true statement of the minutes of the November 6, 2023, CAC Executive Committee, approved by the CAC Executive Committee on January 9, 2024.

Jessica Hunter, CAC Board Secretary

EXHIBITS ATTACHED TO THE PERMANENT COPY OF THESE MINUTES

Exhibit A November 6, 2023 Executive Committee Packet

Exhibit B November 6, 2023 Executive Committee Meeting AB 2720 Roll Call Vote Tally Summary

CALIFORNIA AVOCADO COMMISSION

AB 2720 Roll Call Vote Tally Summary
To be attached to the Meeting Minutes

Meeting Name: <i>Executive Committee Meeting</i>	Meeting Location: <i>Hybrid - In-Person (Oxnard)/Online (Zoom)</i>	Meeting Date: <i>November 6, 2023</i>
--	--	---

<i>Attendees Who Voted</i>	<u>MOTION</u> <u>23-11-06-1</u>	<u>MOTION</u> <u>23-11-06-2</u>
Rob Grether	Did not vote	Did not vote
Jason Cole	Yea	Yea
Jessica Hunter	Yea	Yea
Rachael Laenen	Yea	Yea
<i>Outcome</i>	Unanimous	Unanimous