



## Strategic Affairs Committee

### Agenda

Thursday, January 21, 2021

4:00 pm – 5:00 pm EST

Meeting access:

Full access registration includes the live webcast of this committee meeting. The virtual service provider for this meeting is the same provider AAFCO worked with in August for the 2020 AAFCO Annual Meeting.

January 14: Registrants receive their username and password along with a video providing instructions on how to access and use the portal.

Lost your access codes or need other technical support for the video platform? Email [support@performedia.com](mailto:support@performedia.com).

Full access registrants will use these buttons during our meeting:

- Home.
- About – AAFCO.
- Schedule – Single page agenda at a glance for the full meeting (all days).
- Speakers – Pictures and brief biographies of the panelists and the keynote speakers.
- Resources – Agenda book will be available to download here.
- Button to launch a PDF of who is in the meeting (nonparticipating committee members or advisers will not be noted, and late arrivals may not be on the list).

The chat feature will be available to all with full access registration and may be used for questions during committee meetings. Chat will not be used for voting at this meeting. As directed by the committee chair, verbal comments may be made during committee meetings. Instructions for joining a queue to provide a verbal comment during a committee meeting will be provided in the webcast portal after logging in with your username and password.

Complimentary live-audio listen-only access (no webcast access) will be available. The connection to access this complimentary feature will be available via a button on the video platform. No access to the webcast features available under the full access registration will be available for listeners selecting this option. [Download the agenda book](#) from our website.

Committee members—please log on 30 minutes prior to each session to allow the vice chair to determine quorum and to do audio checks.



**AAFCO**  
Association of American Feed Control Officials

1. Introductions and Agenda Review
2. Sub-Committee
  - By-Laws: Ken
    - Board authority regarding Committee recommendations
    - Clarify Board Liaison role for Procedures Manual (WG: Shannon, Erin, Scott and Ken)
    - Clarify Committee Coordinator Role for Procedures Manual (WG: Shannon, Erin, Scott and Ken)
3. Strategic Planning 2017-20
  - Update from Responsible Committees
4. Strategic Planning 2021+
  - Update
5. Procedures Manual
  - Update/clarify Secretary-Treasurer description
  - Update Finance Committee description
  - Strategic Affairs Record August 7, 2020 suggested edits to Recommendations A & C
6. Other business
  - Budget Requests for July 2021-June 2022



**Action Item Table:**

<b>Responsible</b>	<b>Item</b>	<b>Action</b>	<b>Timing / Status</b>
By-Laws (Ken)	Board authority regarding Committee recommendations	Investigate whether AAFCO board can kill/amend a committee recommendation (By-Laws, Article VII). Sub-Committee recommends review by legal counsel. Based on counsel's guidance, new language should be drafted in Article VII to clarify.	January 2021
By-Laws (Ken)	Clarify Board Liaison role	Provide additional detail in the Procedures Manual to make the role of the Board liaison clearer respecting review of committee agendas and reports.	January 2021
By-Laws (Ken)	Clarify Committee Coordinator Role	Review Procedures Manual to clarify committee coordinator role and key activities with respect to the process; could include ED as process leader.	January 2021



## APPENDIX 1

### By-Law Sub-committee report 06/09/2020

#### Sub-Committee Recommendations to SAC:

- 1) Recommend adding a section in Committee Guidelines in OP and Procedures Manual regarding voting by proxy guidelines. This section would cover proxy voting for general session, board meetings and committee meetings. Edited Proxy Voting Form is attached. **See Attachment A**
- 2) Recommend adding language to Committee Guidelines in OP and Procedures Manual regarding life members have the right to chair an AAFCO committee. AAFCO has long had life members on committees and chairing committee meetings. **See Attachment B**
- 3) Recommend clarifying bylaws Article II section 3 regarding life membership rights. **See attachment C.**
- 4) Recommend adding language to Committee Guidelines in OP and Procedures Manual regarding life members right to vote. **See Attachment D**
- 5) Recommend having the Executive Director, FASS and the Secretary Treasurer manage whether Conflict of Interest provisions should be in contracts. At the previous meeting it was indicated that they already are included in most contracts. **(no document)**



## **By-Law Sub-Committee Minutes 6/9/20:**

Sub-Committee Participants present during call on 06/09/2020:

Erin Bubb – PA, Richard TenEyck – OR, Ken Bowers – KS.

Doug Lueders – AAFCO life member absent

The by-law sub-committee discussed items regarding proxy voting for the AAFCO general sessions, committee meetings, board meetings and advisors for committee meetings. We determined this needed added clarity and have made recommendations in attachment A.

We also discussed if AAFCO needs to have a procedure to identify which person from each state is the voting representative. At this time, it is our recommendation that this isn't needed. The process of the association business meeting set up should be handled by the ED and FASS. The President should settle any representation discrepancies before the meeting if possible or during the meeting if needed.

We discussed the process of Advisor substitutions. Proxy is not appropriate for advisors. They are not voting. They are there to provide expertise to the conversation if needed. If advisors wish to have a substitute for a meeting they must communicate with the president and committee chairs and be prepared to offer written justification for the substitution to the president, if asked

Life member chairing a committee meeting and voting in committee meeting was discussed. It was determined that life members have the right to chair committees and to vote in committee meetings and workgroups. We have a number of life members that stay active in AAFCO. They are experienced former AAFCO members and are often experts in the committee work. Since committee recommendations have to proceed through the Board and membership business meeting voting, there are enough other "member" only votes to ensure careful Association oversight. Life members should not vote in the business meeting of the association.

Call was adjourned about 90 minutes.

Committee Guidelines Page 96 at end of Committee Meeting Operating Procedures also add attached Proxy Voting Procedure form (Attachment A1).  
Procedures Manual Page 6

Insert language to read:

#### Voting by Proxy

General session business meetings:

If a Member agency of AAFCO is unable to participate in the association business meeting, but still wants to vote, the Member agency can designate another Member agency to vote by proxy. The Member agency must email the President and the voting member agency that will proxy for them. The proxy template may be used, but at minimum, the notification must include the following:

- The name of the member agency
- The name of the proxy member agency
- The duration of the proxy

If duration is not specified, the proxy will only be good for one meeting. This must be done prior to the General session business meeting. The president will announce at the meeting if there are any member agencies who have given their voting rights by proxy to another member agency. This will be recorded in minutes.

AAFCO board meetings:

If a board member is unable to participate in a board meeting, but still would like to vote, the board member can designate another board member to vote for them by proxy. The board member must email the President and the board member that will proxy for them. The Proxy template may be used, but at minimum, the notification must include the following:

- Board member's name
- The name of the proxy board member
- The duration of the proxy.

If duration is not specified, the proxy will only be good for one meeting. This must be done prior to the beginning of the board meeting. The president will announce at the board meeting if there are any proxies being used at the meeting. This will be recorded in the minutes.

Committee meetings:

If a committee member is unable to participate in a committee meeting, but still wants to vote, the committee member can designate another committee member to vote for them by proxy.

The committee member must email the committee chair /co-chair and the committee member that will proxy for them. The Proxy template may be used but at minimum the notification must include the following:

- Committee member name



- The name of the proxy committee member
- The duration of the proxy.

If duration is not specified, the proxy will only be good for one meeting. This must be done prior to the beginning of the committee meeting. The committee chair will announce at the beginning of the committee meeting if there are any proxies being used at the meeting. This will be recorded in the minutes.

#### Attachment B

Committee Guidelines Section Life Members Page 103  
Procedures Manual Page 23-24

Add:

Life members have the right to chair AAFCO committees.

#### Attachment C

Pg. 88, By-laws 2020 OP

**Article II Section 3. Life Membership.** The Board of Directors shall have authority to bestow life membership upon any individual who has made an outstanding contribution to the work of the Association. Such person shall thereafter be entitled to exercise all the rights of membership with the exception of voting ~~as identified in Section 2 of this Article~~ **in the association's business meetings** but shall be exempt from the payment of annual membership dues.

#### Attachment D

Committee Guidelines Section Life Members Page 103  
Procedures Manual Page 23-24

**Add:** Life members have the right to vote in committee meetings and workgroups but not the association's general business meetings.



**AAFCO Proxy Voting Procedure**

If a Member is unable to participate, but still wants to vote, the Member must follow the Proxy Voting guidance. The Member may complete this Proxy Voting Form or at minimum, provide the below information in an email to the appropriate persons, as outlined in the Procedures Manual. Completion of the form and notification to the appropriate persons, authorizes the Member designated to vote on the absent Member's behalf.

The completed, signed Proxy Voting Form or an equivalent email notification can be provided to the appropriate person and received in advance or at the Meeting stipulated below in order to exercise the proxy vote.

The form conditions are shown below. It is available at: *website and/or FeedBin location or from Association Management Firm*

**Proxy Voting Form**

\_\_\_\_\_  
Name of Member Agency \_\_\_\_\_

\_\_\_\_\_  
Name of Proxy Agency \_\_\_\_\_

\_\_\_\_\_  
I, (printed name to follow) \_\_\_\_\_,

hereby give my proxy to: (printed name to follow)

\_\_\_\_\_

I authorize my proxy to vote on my behalf on any item or issue arising at: (stipulated meeting and date to follow) \_\_\_\_\_

The proxy designation is valid for the stipulated meeting date(s).

Designated Meeting \_\_\_\_\_

Signed: \_\_\_\_\_

Dated: \_\_\_\_\_