



Minutes

Board of Directors Meeting | May 18, 2016

8:00 a.m. – 10:00 a.m. CST

Freeport High School

12615 US Hwy 331 Business South, Freeport, FL 32439

Call in Number 1-857-232-0157 216115

- I. **Welcome:** In attendance: Ed, Joe, Russ, Caroline, Russ, Jorge, Wayne, Lance and Cindy
 - Ed reminded everyone of the Anti-Trust Policy
- II. **Treasurers Report:** Treasurer's report was approved. Joe let everyone know that PMI was still the best service for Cindy's payroll and since it is a month to month agreement it was approved to leave payroll services with them.
- III. **Actions:**
 - Action to be taken on replacing Jason Gilmore with Cheri Gilmore as a Director. Votes were acquired and all agreed that Cindy would get with Cheri and ask her if she would take the position.
- III. **Discussion Items:**
 - Discussion of July 20 General Meeting at Ft Walton Machining: The Board asked that Cindy get with Tripp Hope and ask that he give the update on the Education & Training Committee to include the progress of the various Academies throughout NWFL. They also asked that we limit the meeting to Claire Whitehead as the primary speaker, and Andrea Moor to discuss Export potentials.
 - Brief on progress with FLMakes – Ed and Cindy provided a brief overview of what was being considered with respect to a potential contractual relationship between NWFLMFC and UWF. It was discussed that UWF is one of the Council's strongest partners with all the education they are providing to our members free of charged and directly related to what the manufacturers are requiring. It was also discussed that it would potentially provide back office, marketing and technical support to Cindy. Greg had asked this be discussed as he was, at that time, in a meeting with UWF and wanted to ensure the Board was briefed and never caught off guard if they heard about potential plans. Nothing would be done without a Board approval.
- IV. **Committee Updates**
 - **Membership – Ed**
 - Revisit the dues structure: Ed discussed the fact that while we did modify the dues to include a Public Partner category, the Board did not spend much time on the costs associated with the Manufacturers and Affiliates. He relayed the Membership committee asked that this be discussed again. The Board all agreed that the Council is a strong group and desires strong members. This is why each member is voted on and the dues structure is high – it is an elite group, therefore the manufacturers and the affiliate's dues structure will remain the same but appreciated the question from the Membership Committee.
 - Use WaterColor event as a recruitment event: Per Jorge, Cindy will again work through April to plan the Annual Manufacturing Meeting. Cindy relayed that Greg asked this was to be a membership drive tool and he would support a \$5,000 budget to include advertising, marketing, invitations, etc. Cindy asked for marketing assistance and Caroline agreed to use her marketer. The Board offered the following ideas:
 - It will be now referred to as an Annual Manufacturers Meeting (no reference to Membership)



- The agenda will focus on “What’s Happening in Manufacturing in NWFL”
 - Invitation will also include “Come meet your peers” and “Are you consistently having to recruit an unskilled workforce?”
 - Greg is working on getting the Governor to be our speaker and we can include this on the invitation
 - Invitation will be postcard and digital format
 - Mail out to prospective members update – Cindy asked that the Board look at who had received recruitment packages and if they have an opportunity, please reach out as a follow-up.
 - **Education and Training** –Caroline/Cindy
 - Scholarships: Draft Scholarship application and criteria was discussed and understood it will be next Spring before they are awarded. Draft looked good, but needs blanks filled in. Cindy will get with Caroline and bring back at a future meeting
 - Career Pathways by district: Cindy hopes to have data to bring back drafts to Board this summer
- V. Executive Director’s Report Submittal** (attached): No questions were asked
- VI. Next Board Meeting:** June 15, 8:00 – 10:00, UWF Emerald Coast Joint Campus
- VII. Tour:** The Board then toured the Manufacturing Academy at Freeport High School. Instructor (Ted) opened the tour and then turned over to the students to guide the Board through what they were learning. All seemed very impressed with the progress to date.



NORTHWEST FLORIDA MANUFACTURERS COUNCIL, INC.
ANTI-TRUST VIOLATION POLICY

Violations of federal anti-trust laws are criminal acts. Criminal sanctions for anti-trust violations have increased substantially in recent years. A corporate violator may be fined as much as 10 million dollars. Individuals may be punished by fines up to 350,000 and by jail sentences up to three years.

Trade associations, such as Northwest Florida Manufacturers Council, Inc. (the "Corporation"), which by their very nature involve interaction among competitors and/or suppliers and customers, are subject to close scrutiny for anti-trust violations. Therefore, members must be careful to keep their activities within the prescribed bounds, both in appearance and in actual fact.

The following policy has been adopted to provide guidance for members in their conduct at meetings or in connection with other Corporation activities. It is important to note that federal and state anti-trust legislation is very extensive, and the guidelines provided herein are not exhaustive and do not provide a complete synopsis or summary of anti-trust legislation. Thus, interested members should review applicable legislation and/or confer with an attorney for more complete understanding of anti-trust compliance.

DO NOT at any meeting or social gathering incidental to Corporation activities, whether seriously or in jest, discuss or exchange any information, either directly or indirectly, regarding the following subjects:

- A member's prices (present or future), pricing patterns or policies, price differentials, price changes, or other terms and conditions of sale (e.g., transportation rates or policies, discounts, markups, credit terms) or any other topic that might be construed as proprietary information.
- A member's costs, production, markets, capacity, inventory, or sales, or its plans regarding the design, production, distribution or marketing a specific product, including, but not limited to, possible customers or sales territories.
- Except to the extent necessary to further legitimate Corporation objectives, general market conditions and general industry problems, including industry pricing policies or patterns, price levels, price differentials, or similar matters, or industry productions, capacity or inventories, including, but not limited to, planned and anticipated changes in any of the above topics.
- Anything that directly or indirectly relates to a member's bidding procedures for responding to bid invitations and/or a member's bid(s) on any particular products or contract.
- Any matters related to territorial restrictions, allocations of customers, restrictions on types of products, or any other kind of market division.
- Matters relating to actual or potential customers or supplies that might have the effect of excluding them from any market or of influencing the business conduct of any company toward such customers or suppliers, including the imposition of any influence of pressure from any other party or member to bring market dissidents into line or penalize non-participants in the group.

(end of policy)