

INDIANA SOYBEAN ALLIANCE
DIRECTOR EXPECTATION STATEMENT
Due March 8, 2019
(Please fill out all pages)

QUALIFICATIONS

Candidates for nomination must be an individual who (i) resides in Indiana, (ii) produces soybeans or has an ownership interest in an entity which produces soybeans and shares in the risk of loss of soybean production (iii) has paid within the last two years into the federal soybean check-off administered by the ISA, (iv) is not in arrears or default on such payments, (v) has not previously been involved in actions which were found by the ISA Board of Directors to be a violation of the code of conduct of the ISA and resulted in such candidate's removal or resignation from the ISA Board of Directors. (vi) No immediate family member of a director shall serve on the board at the same time as that director.

GENERAL EXPECTATIONS

- Support the ISA mission, goals, policies, and programs
- Serve actively on committees as requested by the Board Chairman
- Attend activities and events sponsored by ISA whenever possible
- Candidate must have personal email address

SPECIFIC EXPECTATIONS

- Complete your term as a director on the Board
(Directors commit to a 1- to 3-year term, depending upon the conditions of their election.)
- Attend quarterly board meetings in various locations throughout the state
 - Currently, scheduled yearly meeting requirements are:
 Three Board of Directors' Meetings:.....Up to 2 days each
 A Committee Day MeetingUp to 2 days
 Optional Board Events.....Up to 6 days per year
(Some of the above meetings may require an overnight stay)
 - Meeting preparation time, and listening and reporting to local soybean producers as needed.
 - Additional Meetings and Board Conference Calls as needed.
 - Board members are reimbursed for reasonable and customary expenses to, from and during board meetings, in accordance with the Board of Directors' Policy Manual.
- Read, be familiar with, and uphold the policies and standards set forth by the Board of Directors and its Policy Manual
- Oversee Soybean Promotion and Research Checkoff (SPARC) program
- Actively participate in the annual budget- and program-planning process
- Work in committee to initiate and follow through on projects
- Safeguard the interests of the Board

- Understand responsibilities of state and national SPARC
- Accept a leadership role on behalf of the Indiana Soybean Alliance
- Be willing and able to make informed, critical decisions
- Tolerate the attention, as well as the criticism, that may come with leadership
- Keep informed of state, national, and international soybean issues and be prepared to discuss them with media, community, or other Board members
- Suggest agenda items periodically for Board and committee meetings to ensure that significant policy-related matters are addressed
- Suggest possible nominees to the Board who are men and women of achievement, and who can make significant contributions to the work and progress of ISA
- Must fill out and sign Conflict of Interest Questionnaire
- Must sign Code of Conduct Statement
- Must sign Antitrust Guidelines Affidavit

FIDUCIARY RESPONSIBILITIES

Duty of Care

This requires directors to act in good faith with the care expected of any prudent person in the same position. Directors are expected to read relevant documents, be aware of Board policies, prepare carefully for Board meetings, pay attention to what is going on, and ask questions to clarify actions that are being taken. Duty of care permits the delegation of certain responsibilities to experts, staff, and committees, but requires directors to stay informed of their activities and take appropriate action when needed. ISA bylaws provide that "the business and affairs of the corporation shall be managed by a board of directors." This means that the directors are legally responsible for ISA fiscal and contractual obligations, including preservation of ISA's assets through sound budgeting. Directors are not liable for losses suffered by ISA as a result of poor judgment, if they have acted honestly and within their powers.

Duty of Loyalty

This requires directors to give undivided allegiance to ISA when acting as an ISA director, without regard to personal interest, business interest, or the interest of any other region or organization.

Duty of Obedience

This requires directors to conform to all laws generally affecting the organization, including its articles of incorporation, code of bylaws, corporate resolutions, policies and mission statement. Directors who fail to observe their fiduciary responsibilities could be held personally liable for their actions. A director cannot abdicate responsibility by failure to direct.

ETHICAL RESPONSIBILITIES

Directors must recognize that their authority is limited to the establishment of objectives and policies that are beneficial to ISA. Directors must recognize that, except when the Board is in a formal meeting, their authority is equal only to the rights and authority of any individual soybean producer. While an individual director may disagree with a policy or

action adopted by majority vote of the Board, they should support such policy or action as being the considered judgment of the Board and in accordance with the code of conduct policy set forth by the Board Policy Manual. When offered gifts or incentives, Directors must abide by the gift policy set forth by the Board.

| | Yes | No |
|--|--------------------------|--------------------------|
| Are you qualified and willing to serve on the Indiana Soybean Alliance Board of Directors if elected? | <input type="checkbox"/> | <input type="checkbox"/> |
| Do you reside in Indiana? | <input type="checkbox"/> | <input type="checkbox"/> |
| Do you produce soybeans or have an ownership interest in an entity which produces soybeans and shares in the risk of loss of soybean production | <input type="checkbox"/> | <input type="checkbox"/> |
| Have you paid into the federal soybean check-off administered by the ISA in the last two years? | <input type="checkbox"/> | <input type="checkbox"/> |
| Are you in arrears or default on payments into the soybean checkoff? | <input type="checkbox"/> | <input type="checkbox"/> |
| Have you previously been involved in actions which were found by the ISA Board of Directors to be a violation of the code of conduct of the ISA and resulted in such candidate's removal or resignation from the ISA Board of Directors? | <input type="checkbox"/> | <input type="checkbox"/> |
| Do you have any immediate family members currently serving on the board of the Indiana Soybean Alliance? | <input type="checkbox"/> | <input type="checkbox"/> |
| Have you ever resigned or been removed from the board of directors of any organization? | <input type="checkbox"/> | <input type="checkbox"/> |
| Have you already served 9 years on the Board of Directors for the Indiana Soybean Alliance? | <input type="checkbox"/> | <input type="checkbox"/> |

Please list all places where you have sold soybeans in the last two years:

| Name | City |
|-------|-------|
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

| | |
|-----------|------|
| Signature | Date |
|-----------|------|

PETITION

I, _____
(Printed Name)

(Address) (City) (State) (Zip Code)

(County) (Telephone)

certify that I live in the above-mentioned county in Indiana and in the last two years I have been engaged in the growing of soybeans and that I have owned or shared the ownership and risk of loss of such soybeans. I have read and agree to the responsibilities outlined in the Director Expectation Statement and am willing to be a candidate for the board of directors of the Indiana Soybean Alliance.

(Signature)

(Date)

**Indiana Soybean Alliance
Board of Directors Application
8425 Keystone Crossing, Suite 200
Indianapolis, IN 46240
Telephone: 800-735-0195**

CERTIFICATION

I certify that this petition was received or postmarked by the March 8, 2019 deadline.

Jane Ade Stevens, ISA Chief Executive Officer

INDIANA SOYBEAN LEADER PROFILE

Please fill out the leader profile questions below. The information below will be used to write your application bios for promotion in farm papers and the checkoff promotions. This profile is required. Please circle any information you do not want released to media.

Name _____ Date of Birth _____

Spouse's Name _____

Spouse's Phone (In case of emergency) _____

Children's Names _____

Farm Name _____

Partnership With _____

Home Address _____

City _____ Zip _____ County _____

Shipping Address (if different from above) _____

Phone: Home _____ Office or Shop _____ Mobile _____
(please circle preferred contact number)

Fax Number _____ Preferred E-mail address (must have email) _____

Additional E-mail addresses (if desired) _____

Location of farm(s) - list counties: _____

Are you a full-time farmer? ___ yes ___ no If no, percentage of time spent farming _____

Year you began farming _____ Off-farm job(s), if any _____

Acres in soybeans _____ Other crops, acreage and/or livestock _____

Other business operations _____

If you are a dues-paying member of the Indiana Soybean Alliance, please tell us the year you joined. _____

Education _____

Participation and offices held in soybean organizations (include years) _____

Other organizational affiliations _____

What you hope to accomplish in your position _____

Polo Shirt size _____ Dress Shirt size _____ Jacket size _____

Application must be submitted by March 8, 2019 to hvorsilak@indianasoybean.com or to 8425 Keystone Crossing, Suite 200, Indianapolis, IN 46240.

The Indiana Soybean Alliance needs a candidate photo to accompany all leader profiles for publicity purposes. If the Indiana Soybean Alliance does not currently have a photo, please submit one headshot via email to hvorsilak@indianasoybean.com when you submit your application.