



**Centro de Capacitación, Investigación y
Demostración del Método Biointensivo de
Cultivo en Nicaragua, Inc.**

**Meeting of the
Board of Directors**

**14 August, 2014
Managua, Nicaragua**

Called to order: August 14, 2014 at 2:40 p.m. (CST)

At the campus of the Universidad Nacional Agraria

Present: Maria Mercedes Alvarez, John Beeby (via Skype), Ligia Belli, Isabel Chavarria Gaitan, Michael Richardson, and John Wyss.

Guest: Javier Silva

#1. Motion by Michael Richardson to elect Maria Mercedes Alvarez, John Beeby, Ligia Belli, Isabel Chavarria Gaitan, and John Wyss to the Board of Directors of CCID en Nicaragua.

Maria Mercedes Alvarez - yes

John Beeby - yes

Isabel Chavarria Gaitan - yes

Michael Richardson - yes

John Wyss - yes

+++++

#2. Motion by John Wyss to suspend 4.6 of the By-Laws to allow extension of the term of each Director to December 31, 2015. Second by Ligia Belli.

Pertinent By-Law - 4.6 Term of Office: The term of each Director shall be from the time of being elected until December 31 at 11:59 p.m. (EST), unless the Director resigns or is removed as a Director of the Corporation. In the event a given Director is not elected to a subsequent term and someone else not is elected before January 1st, the Director will continue to serve until a successor shall have been elected. Notwithstanding the above, the term of the President - Executive Director shall be as defined in Section 6.6 of these By-Laws.

Maria Mercedes Alvarez - yes

John Beeby - yes

Ligia Belli - yes

Isabel Chavarria Gaitan - yes

Michael Richardson - yes

John Wyss - yes

+++++

#3. Motion by John Wyss to amend 3.1 to allow for membership. Second by Mercedes Alvarez.

There shall be two levels of members: 1) participating member; and, 2) supporting member. Membership does not bestow any rights or powers to any member organization or individual member pertaining to the governance of the Corporation.

The purpose of membership is to recognize the commitments and contributions from organizations and individuals in promoting the mission of the CCID en Nicaragua.

Participating Member: *The terms and conditions of a participating membership shall be defined through an Agreement of Cooperation, which shall be subject to the advice and consent of the Board of Directors and signed by the President -Executive Director.*

Supporting Member: *The term of a supporting member shall be for one calendar year (January 1 to December 31). A supporting member shall be levied an annual membership fee of no less than twenty-five dollars.*

- Maria Mercedes Alvarez - yes
- John Beeby - yes
- Ligia Belli - yes
- Isabel Chavarria Gaitan - yes
- Michael Richardson - yes
- John Wyss - yes

+++++

#4. The President - Executive Director will distribute to each Director the current Agreement of Cooperation with Organica Verde S.A. for hosting their apiary project, “Sweet Progress”, and also training their beneficiaries in establishing biointensive gardens.

+++++

#5. Motion by John Wyss to create a “Board of Advisors” in accordance with 4.3 of the By-Laws. Second by John Beeby.

The purpose of the Board of Advisors is to provide a forum for receiving the extensive knowledge and experience that others have to offer in furthering the mission of the CCID en Nicaragua. Selection and removal of participants on the Board of Advisors will be subject to the advice and consent of the Board of Directors.

Pertinent By-Law - 4.3 Committees and Work Groups: The Board of Directors may create, alter, and abolish committees, work groups, or similar bodies charged with programmatic or other assignments in order to sustain ongoing activities of the Corporation. Such committees or work groups shall operate in accordance with all applicable policies and procedures of the Corporation. Each committee shall maintain records of its proceedings and report to the Board of Directors as required by the Board.

The President - Executive Director will distribute to each Director any nominations to the Board of Advisors.

Maria Mercedes Alvarez - yes
John Beeby - yes
Ligia Belli - yes
Isabel Chavarria Gaitan - yes
Michael Richardson - yes
John Wyss - yes

+++++

#6. Motion by Michael Richardson to elect John Wyss to serve as Vice President. Seconded by Ligia Belli.

Maria Mercedes Alvarez - yes
John Beeby - yes
Ligia Belli - yes
Isabel Chavarria Gaitan - yes
Michael Richardson - yes
John Wyss - yes

+++++

#7. Motion by Mercedes Alvarez to elect Ligia Belli to serve as Secretary. Seconded by Isabel Chavarria Gaitan.

Maria Mercedes Alvarez - yes
John Beeby - yes
Ligia Belli - yes
Isabel Chavarria Gaitan - yes
Michael Richardson - yes
John Wyss - yes

+++++

#8. Motion by Michael Richardson to have the office of Treasurer be vacant until the next meeting of the Board of Directors. Seconded by John Wyss.

Maria Mercedes Alvarez - yes
John Beeby - yes
Ligia Belli - yes
Isabel Chavarria Gaitan - yes
Michael Richardson - yes
John Wyss - yes

+++++

#9. Motion by Mercedes Alvarez to appoint John Wyss legal representative in Nicaragua having a "Power of Attorney". Seconded by Ligia Belli and Isabel Chavarria Gaitan.

Maria Mercedes Alvarez - yes
John Beeby - yes
Ligia Belli - yes
Isabel Chavarria Gaitan - yes
Michael Richardson - yes
John Wyss - yes

+++++

#10. Motion to Adjourn by John Wyss. Seconded by Mercedes Alvarez.

Maria Mercedes Alvarez - yes
John Beeby - yes
Ligia Belli - yes
Isabel Chavarria Gaitan - yes
Michael Richardson - yes
John Wyss - yes

Meeting adjourned at 4:48 p.m. (CST)

Signed:

Ligia Belli
Secretary - Board of Directors