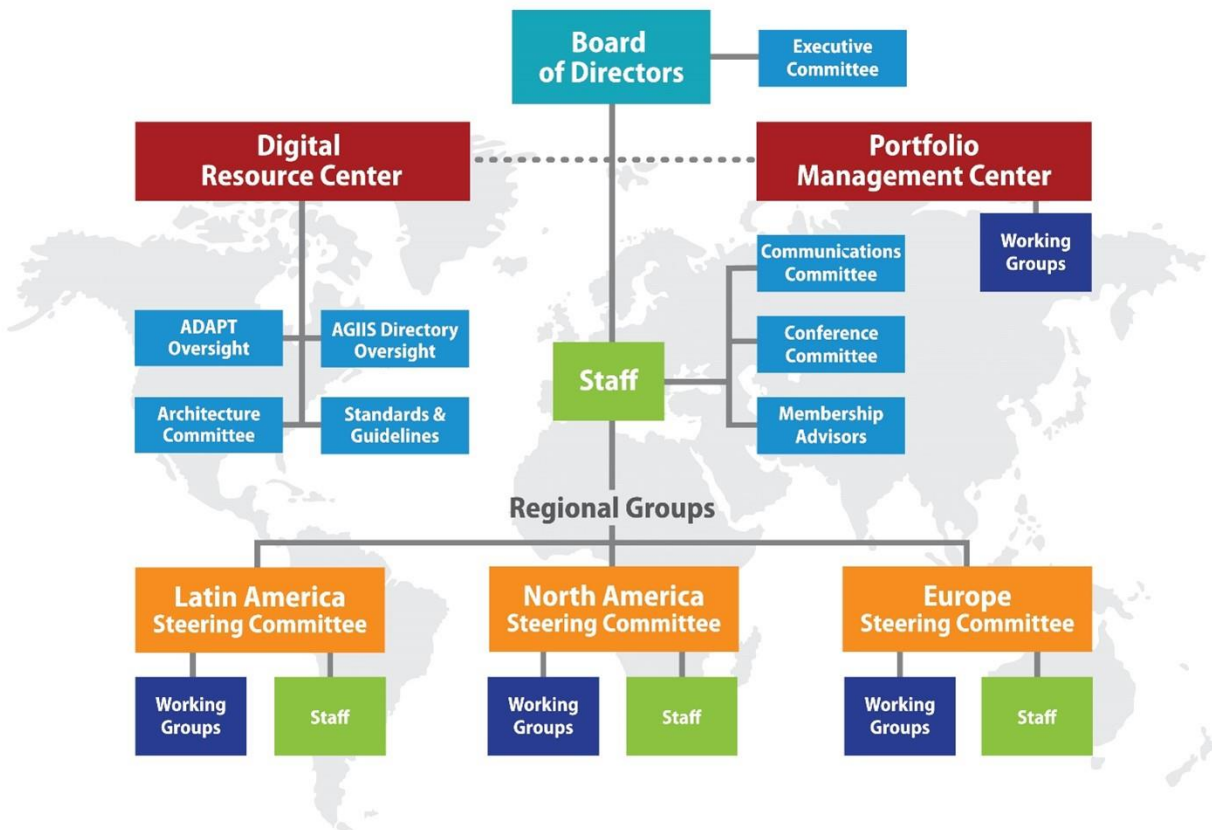


Organizational Structure

AgGateway is composed of a Board of Directors, Regional Groups overseen by Regional Steering Committees, a Portfolio Management Center, a Digital Resource Center, and various committees, task forces and working groups as required.



The Board of Directors

The board consists of members elected by the AgGateway membership (voting members), the President and Chief Executive Officer, the Corporate Treasurer, and any non-voting advisory directors that the board's voting members may designate from time to time.

Each AgGateway region votes for its representatives to the board. Each region can elect two board members. In addition, each region may elect one additional board representative for each 1 million USD (or equivalent) in annual membership revenue. One board member from each region should represent a company that operates in multiple regions. No member company may have more than one person serving on the board at a time.

Board members serve for 2-year, staggered terms. *For more information see the Policies and Procedures document in this Briefing Book.*

Responsibilities

The Board is accountable to the full membership and is responsible for the organization's management and affairs. Other responsibilities include:

- Setting strategic direction for AgGateway.
- Approving AgGateway's annual plan and budget, and providing for audits of the corporation's books.
- Establishing and approving the organization's policies and procedures.
- Providing direction to the Steering Committees and AgGateway staff.
- Actively participating in and supporting AgGateway conferences, meetings and activities.

Each board member is expected to:

- Champion AgGateway's strategic and annual objectives and other activities.
- Serve as an ambassador and build relationships for AgGateway, bringing others on board and influencing them on behalf of the organization both within AgGateway and the agriculture industry.
- Advocate for AgGateway, publicly supporting the organization and its efforts.
- Operate as an advisor and make effective decisions on policy and programs.
- Be a role model for other members: Be visible, be active, engage, and provide tangible support.
- Attend AgGateway annual member meetings including the Mid-Year Meeting and the Annual Conference.
- Bring objective, professional perspective and collaborative spirit to board meetings.

Regional Groups

AgGateway is a global organization that is further divided into Regional Groups for the purposes of identifying, managing, and prioritizing work effort relevant to different parts of the globe. Each Regional Group has a Regional Steering Committee comprised of member volunteers in good standing to provide oversight and direction of the Working Group activities in that region.

- **North America Steering Committee:** AgGateway's North America Steering Committee is comprised of nine elected voting members representing the region, the staff Regional Director, and any non-voting advisory members as may be needed. Elected members serve for three-year terms (staggered among the committee). No member company may be represented more than once in the voting membership of the Steering Committee.
- **Latin America Steering Committee:** The Latin American Steering Committee is comprised of up to four directors, representing all associate members of the entity operating in the region. The four directors are nominated and elected by the associate members for a term of 2 consecutive years. The Regional Director and the four directors of the Steering Committee make up the Executive Committee, which assists the Regional Director in making daily operational decisions by setting the

Steering Committee agenda and face-to-face meetings, as well as preparing webinars and other events.

- **Europe Steering Committee:** The Europe Steering Committee is composed of up to one representative from each company that operates in the region. Each company that operates in the region may choose to designate a representative or not. The Steering Committee selects a chair, vice-chair and secretary. The chair, the vice-chair, secretary and Regional Director comprise the Executive Committee, which assists the Regional Director in making day-to-day operating decisions, setting the agenda for the Steering Committee and face-to-face meetings, and preparing webinars and other events.

Steering Committee Responsibilities

- The Steering Committees are charged with leading the regional organization consistent with the goals, objectives and direction from the AgGateway Board of Directors.
- The Steering Committee has both financial and non-financial responsibilities to the regional organization. This includes developing annual spending and activity plans consistent with staffing, Working Groups, and resources used in the region.
- Each region is expected to be financially self-sustaining and to provide funding to support the global organization and for shared services.

Other Responsibilities

- Promote AgGateway membership and participation in AgGateway initiatives.
- Officially represent AgGateway in the industry.
- Maintain regular communications with the membership.

Digital Resource Center

The Digital Resource Center (DRC) provides oversight and support for all AgGateway digital resources published and/or requiring ongoing maintenance. It oversees compliance with AgGateway's patent policy and digital resource development process, which protects members from developing or distributing digital resources that infringe on intellectual property not available in a royalty-free manner. The DRC also oversees compliance with AgGateway's Policies and Procedures.

Structure

The DRC is led by the AgGateway Chief Technical Officer and is comprised of the chairs from each of the digital resource committees. As of 2021 these committees include ADAPT Oversight, Ag Industry Identification System (AGIIS) Directory Oversight, and Standards & Guidelines.

DRC Responsibilities

- Act as member representatives overseeing the application and implementation of standards and guidelines development in AgGateway, as described in the AgGateway digital resource development process

- Maintain a log or record, in cooperation with the Standards Director, of member submission request information
- Support the Standards Director in communications with other standards bodies regarding AgGateway digital resources
- Coordinate communications among sub-teams that approve digital resource deployment, enhancement or decommissioning
- Coordinate with the Portfolio Management Center to efficiently move the output of working teams through the standards approval process.

Portfolio Management Center

The Portfolio Management Center (PMC) provides oversight and support of AgGateway Working Groups and coordinates closely with the Digital Resource Center. The PMC is led by an AgGateway staff member and a team comprised of 5 to 9 member volunteers. Member volunteers must be employed by a member company in good standing and will be appointed by the board. Responsibilities of the PMC are to confirm Working Group charters; manage the commissioning of Working Groups, their work progress and financial reporting; and create tools and resources to move work forward efficiently and effectively.

Committees

As of January 2021, AgGateway has six Committees: ADAPT Oversight, (AGIIS) Directory Oversight, Architecture, Communications, Conference, and Standards & Guidelines. Committees are comprised of member volunteers and are tasked to represent the membership in considering, investigating, acting on, or reporting on some matter relevant to the organization and its members. The purpose of each committee is defined by a charter. Leadership of committees is shared between member volunteers and AgGateway staff. Committees are created, consolidated or de-commissioned at the discretion of and by the Board based on the recommendations of the Executive Committee.

Member Advisory Group

The Member Advisory Group consists of several member volunteers (the number may vary year to year) who work with the Director of Member Relations on matters related to new member onboarding and member engagement. The members provide feedback on the process of orientation, onboarding (outreach, webinars, mentoring, etc.), and the ongoing membership experience at AgGateway.

Working Group

AgGateway digital resources are produced within Working Groups, which are defined by AgGateway's digital resource development process. "Digital resources" refers to any digital content developed with the intent of assisting companies with implementing electronic connectivity between systems and devices within their own company, and between their company and other companies. These resources can include standards, guidelines, communications tools, project management tools, implementation tools, and requirements or proposals passed on to a collaborating digital resources body.

Task Force

A short-duration group comprised of volunteer members whose purpose is to complete a specified task other than producing digital resources within a specified period of time.

Initiative

A medium-to-long-duration group comprised of member volunteers that does not meet the criteria of any other group. Initiatives are established by the board, a Regional Steering Committee, the Portfolio Management Center, an AgGateway committee, or the Digital Resource Center.

###