



Board of Directors Meeting

Feb 22, 2018

McCormick Canada Office, Mississauga, Ontario

Attendees:

Holly Buchanan	Buchanan Trading
Colby Busche	Dandilee Spice Corp.
Gaspare Colletti	Les Aliments Cell Foods Inc.
Wayne Farrell	Newly Weds Foods
Anthony Gene	Dr. Oetker Canada Ltd.
Robert Le Guillou	Sensient Natural Ingredients
Tiina Henkusens	La Cie McCormick Canada Co.
Donna Nicholson	Griffith Foods Ltd.
Francine St. Pierre	Caldic Canada Inc.
Bev Tschirhart	CSA
Doris Valade	Malabar Super Spice Co. Ltd.

Absent:

Luis Rivas	G.S. Dunn Co. Ltd.
Brian Nickerson	CIC/Quadra Ingredients
Wendy Burgraff	Halford-Lewis

1. Welcome, Call to Order

President Tiina Henkusens welcomed attendees. She noted that a quorum was present and called the meeting to order at 10:03 am.

Bev reviewed the meeting agenda. No new topics were added.

2. Treasurer's Report



Rob reviewed 3 different 5-year financial plans proposing membership fee increases. There was unanimous agreement that fee increases are necessary to address the decision made in 2016/2017 increasing the ED cost. It was noted that the last member increase was approximately 4-5 years ago. Rob will issue a correction to update the ED fees to \$20,000 annually.

Discussions resulted in BOD agreement that a slow increase in member fees is the best option as this will allow members an opportunity to also experience increased value from their membership investment. A suggestion was made that the slower increase proposed in scenario 1 could be balanced by more member sponsorship of the AGM so that the event has a net positive revenue target of \$3000 or greater.

The BOD discussed and unanimously agreed to maintain the current \$60,000 reserve fund, which was chosen in the past to reflect the approximate one year operating budget and to ensure extraordinary expenses, such as unforeseen legal or lobbying costs, can be funded if they arise.

A motion was made by Holly, seconded by Wayne, and unanimously approved by the BOD to accept the scenario 1 proposal for the 2018/2019 year only which will result in member fees increasing from \$550 to \$750 annually. This proposal will be brought to the broader membership for a vote at the AGM.

A suggestion was made to regularly issue member updates in a new format so that members' perception of CSA's value from information, advocacy, etc. increases. The new format should allow members to share these updates with customers and internally across their organizations. The desire to maintain membership at its current level was discussed.

2. Approval of November 17, 2017 BOD Meeting Minutes

Holly made a motion to approve the minutes with no changes, seconded by Doris and unanimously approved by the BOD

3. 2018-2020 Strategic Plan

The draft strategic plan and operating plan was reviewed. The BOD voted to accept the 2018-2020 Strategic Plan with no changes. Reinvigorated /new Committees were discussed to drive Plan execution as laid out in the proposed operating plan which was reviewed. Board members approved this approach. It has been an expectation that every BOD member should be active on at least one Committee.

Donna agreed to lead the Nominations Committee. Francine, Wayne and Bev volunteered to sit on the Communications Committee. Holly, Doris and Bev volunteered for the Membership Committee. Anthony will continue to chair the Technical Committee with support from Donna and Bev. Francine will assist Bev with the AGM Organizing Committee. Bev will work with the Committees to fine tune activities and timing in the 2018-2020 Operating Plan for presentation at the AGM.

The Operating Plan will be updated by Bev based on input from the committee chairs prior to every BOD meeting so that the plan reflects CSA's progress on strategic priorities.

4. Technical Report Discussion:



The Technical Report was presented by Bev. Bev updated the Board that she had only one response to her request to members in early January confirming participants on a monthly Technical Committee conference call. As an alternative to sharing information with members in this meeting Bev will generate a news blast on technical topics in a format that members can share.

US news was shared that FDA will only test retail spices for Salmonella, not incoming shipments at the border, which reflects industry's concerns and FDA's findings from the retail study that not all spices are treated for pathogen reduction prior to import into the US. FDA now recognizes that imported untreated do not pose a risk as the treatment occurs in the US prior to their release into commerce.

5. New/Old Business

The Board unanimously approved BSA's membership application.

Bev reported that the annual Directors' Liability Insurance Policy premium was paid in early February and there were no significant changes to the policy.

Bev reported she has updated CSA's website where appropriate and asked everyone to let her know if they find outdated information so this can be addressed.

Bev reported that some members have still not paid 2017/2018 membership dues. She will follow-up with these members over the next few weeks.

6. AGM Discussion

In addition to topics listed in the BOD Meeting presentation, new ideas for potential speakers and topics were identified and discussed including: Food Trends, Vegan Certification, Allergen Presentation, Vital 2 & Thresholds, FARP, GF Certification Program for Spices, Cdn and Codex Spice Standards Development (Kevin Smith, CFIA), and spice safety (Robynne Anderson, Consultant & Codex pesticide expert). It was agreed that the BOD meeting will be held on Saturday morning to allow time for at least 2 guest speakers during the AGM. There was strong interest expressed in providing information to members on allergens/ thresholds and strengthening CSA's relationship with CFIA at the AGM.

The draft agenda was reviewed and revisions proposed. Bev will send out a Save the Date message shortly.

7. BOD Meeting Format

Unfortunately the sound quality during the meeting hindered information exchange and active participation by remote attendees. More attention will be paid to ensure that our technology is adequate to encourage teleconferencing and remote participation in the future.

Adjournment

The meeting adjourned at 12:20 pm.

Recorded by: Bev