

**Minutes of the
Winter Meeting of the
Board of Directors
Of the
CHILI APPRECIATION SOCIETY INTERNATIONAL, INC.**

IRVING ELKS LODGE
Irving, Texas,

January 25, 2009

President Renee Moore called the meeting to order at 8:00 a.m.

Secretary Foltz called the roll.

The following Directors were present:

Renee Moore, President
Bill Pierson, Vice-President
Ed Blair, Treasurer
Roger Foltz, Secretary
Bucky Seelig, Director
Dorathy Williams, Director
Tim Collier, Director
John Goforth, Director
Ken Rodd, Director
Bo Prewitt, Director
Janice Miller, Executive Director

Also in attendance:

Ralph Hay, Old 320 Alcalde
Jim Ezell, Sponsorship Chairman

President Moore thanked everyone for coming and welcomed those in the gallery. She reminded those in the gallery that they could not speak at this meeting unless specifically called upon.

Approval of Minutes of September 5th & 6th, 2008 Meeting

Secretary Foltz distributed the minutes of the Board Meeting of September 5, 2008, and of September 6, 2008.

MOTION by Bill Pierson to approve the Minutes of September 5 and 6, 2008. The motion was duly seconded.

Motion passed: Unanimous

Ratification of Board Actions since last meeting

A. Rules Committee Membership

ED Janice Miller indicated the following were members of the Rules Committee;

Janice Miller; Bill Pierson;
Member at large: Guy Smith
Great Pepper: Preston Shaw
Board Member: Bucky Seelig

B. Approval of U. S National Open Cookoff

C. Approval of Mas O Menos 100 Bike Race at Rancho CASI

D. Approval of Massachusetts State Open for August 15, 2009

MOTION by Janice Miller to ratify the above actions by the Board; seconded by Roger Foltz.

Motion passed: Unanimous

Executive Directors Report

Janice Miller reported that she had made several editorial changes to the rule book and will continue to work on the rule book as posted on the web to make sure it is as correct as possible. She has received the referee list from the former ED and distributed to the Area & Regional Referees their cards and a Rule Book. As requested, she is reviewing the size of several Regions, with the possibility of modifying the size of several areas. She has had a request for one Regional Championship, which did not meet the criteria and was not approved.

Miller reminded all that stated Show Times in the Rule Book is 2 hours, and asked that a shortened time period not be advertised prior to the event.

Letters of Reprimand were sent to five Pods: Chili Hawg Pod, Desert Breeze, Virgin, New Mexico, and Iowa Chili pods.

Letters of Probation were sent to 7 pods: CASINOVA, La CASI Louisianne, Pacific Pod, Pod on the River, Spice Up California, Thousand Trails Lake Whitney, and Yavapai Pods. One letter of Suspension was sent to the Old Dominion Pod.

A group e-mail address database has been developed for both Great Peppers and Regional Referees, making it easier to contact all pods.

A blog has been created, labeled ED Reflections, and may be accessed at www.edjanice.blogspot.com

President's Report

Renee Moore mentioned that after 14 years of service Jim 'Dog' Luhn had retired as Head Judge at TICC. As discussed at the Saturday workshop, Diane FitzHenry has volunteered to be the Head Judge at TICC this year and would like to have an understudy work with her so that someone will be in place to take over the job of Head Judge when she decides not to do it any more. This is a very important position at TICC.

There will be two Directors acting as Referees at TICC; Renee Moore in the Judging area and Bill Pierson in the Tally area. This is not being done as a result of any previous conflicts or problems. Since referees are required at all sanctioned CASI cookoffs, TICC should not be an exception.

Renee Moore will also again be handling Chili Judges at TICC and asked everyone to let her know of anyone who would like to be a judge at TICC.

President Moore asked for a motion to approve the contract with Casey Pilgreen for entertainment at TICC in 2009, at a cost of \$4,500.

MOTION by Bill Pierson to accept the contract with Casey Pilgreen for \$4,500; seconded by Dorathy Williams.

Motion passed: Unanimous

President Moore asked for a motion to approve the contract with Pro Audio Sound Systems to provide sound and lighting systems at TICC at a cost of \$2,200.

MOTION by Bill Pierson to accept the contract with Pro Audio Sound Systems for \$2,200; seconded by Roger Foltz.

Motion passed: Unanimous

President Moore asked for approval of an additional armband at TICC for special guests to distinguish between VIPs and Special Guests, as discussed at the Saturday Workshop.

MOTION by Janice Miller to approve an additional armband for TICC as requested; seconded by Tim Collier.

Motion passed: Unanimous

As discussed at the Saturday Workshop, the Board proposes to establish an off-board position, supervised by a Director, as Crazy Flats Coordinator.

MOTION by Tim Collier to create the position of Crazy Flats Coordinator; seconded by Ed Blair. The position will be for a period of one year.

Motion passed: Unanimous

Vice-President's Report

Bill Pierson reported that he has mailed about twenty request for bids for the Contestants and Official shirts at TICC. He expects 12 to 15 to furnish bids by the requested date. Pierson indicated that he would review the service of the bidders, as dependability is a major factor due to our remote location at TICC. The bids will be pared down to 3 or 4 before asking the Board to review and vote on accepting a bid. Color was discussed at the Saturday workshop but will not be determined and announced until the bid is actually let.

Treasurer's Report

Ed Blair indicated he did not have formal financial statements to present at this time. There have been difficulties reconciling the accounting system used by the previous Treasurer, with the system Ed believes will give a better, more understandable report to the members. He does report that revenue at TICC was approximately \$100,000, but our expenses were up from the previous year.

Blair reported new accounts have been established at Capital One, and an interest bearing account at the Terlingua Bank so additional funds would be readily available should a larger amount be needed.

All bills have been paid, and money coming in has been deposited.

Ed asked that all Directors use the Expense Reimbursement Form, previously provided to all, for any expenses for which they might want reimbursed.

Blair also mentioned the Texas State Sales Tax Exemption form, and asked that the Board use it when practicable for all CASI related purchases. A discussion ensued about those not living in Texas, and Blair promised to follow up with those states to secure the proper form.

Membership Report

John Goforth reported as of January 20, 2009 Annual Members numbered 915, Life Members numbered 494, and Corporate members numbered 42. Total membership is 1,451. This compares to 1,478 total members this time last year. A list of all members with addresses and phone numbers was provided to all Directors.

Goforth is in the process of simplifying PayPal membership payments.

Tally Master's Report

Bill Pierson reported that to date there had been 152 cookoffs, judging 4,512 cups of chili, and raising \$380,566. There is not a significant difference in the number of chili cookoffs in the last two years, or number of chili's judged, *but the money raised to date is up \$47,000.*

To date 74 cooks have qualified for TICC 2009 and 40 Show Teams have qualified. This is an increase over last year in cooks & show teams.

There are no delinquent cookoffs!

Terlingua Trails Report

Bucky Seelig indicated the *Trails* continues to be a monthly publication. He will add a column in the *Trails* listing all blog sites, and those Pods that have web sites.

There was a problem with the US Post Office over mailing lists, but it was resolved with no additional expense.

Renee Moore indicated to all that Seelig will retire this year, and thanked him for his service as Editor of the *Trails*. She encouraged anyone having computer skills, graphic skill and knowledge about editing to run for the Board.

Public Relations Report

Ken Rodd indicated there was not much to report, as this is a slow time of year for PR. There have been 12 requests through the web site about cooking chili for the Super Bowl.

Renee Moore acknowledged that Rodd is stepping down from the Board this year and thanked him for his service and for what he has done in Krazy Flats. She asked anyone with marketing and/or public relations skills to consider running for the Board.

Ed Blair mentioned the Military discount at the TICC gate implemented this year, and there was some confusion over who was allowed. We agreed to allow Active Military, Retired Military, and reservists with a Military ID to enter at a 50% reduced rate.

MOTION by Ed Blair to extend for another year the discount for Military Personnel to include anyone with a Military ID. The motion was seconded by Bill Pierson.

Motion passed: Unanimous

Ranch Report

Tim Collier reported on the proposed wall behind the Pavilion that is needed to divert the rain runoff that is backing up along the back wall of the building and causing the metal sheeting to deteriorate. A bid for this work was reviewed during the Saturday workshop. The bid is for \$2,500, but Tim wants to check on the length of the wall as needed versus the length quoted to be sure it is a correct bid.

MOTION by Tim Collier to purchase and install a 1,000 gallon water tank with pump and spray nozzle at Krazy Flats for potential fire fighting ability in the future. The motion was duly seconded by Janice Miller

Motion passed: Unanimous

Renee Moore asked Collier to get the dimensions of the buildings at the Ranch and give that information to Miller and also to Foltz so he can calculate a replacement cost for insurance purposes.

Upcomings

Dorathy Williams reported that she had sent out 239 packets for upcoming cookoffs since October 1, 2008. She reported that the supply of cup tickets was low and asked for authority to purchase 200,000 tickets per the bid of the previous supplier.

MOTION by Janice Miller to purchase 200,000 cup tickets. The motion was duly seconded by Bill Pierson.

Motion passed: Unanimous

Old 320 Report

Ralph Hay introduced a change in wording of the Old 320 Rules concerning the paragraph on Privileges of Members. The current wording mentions members and *significant other*. There was a request from 320 members to change *significant other* to *guest*.

MOTION by Janice Miller to change the wording as requested. Motion was seconded by Dorathy Williams.

Motion failed: Unanimous

Hay brought up a question on the wording in the paragraph, Transfer of Old 320 Sites, about the bequeathing of a site to a person of the 320 Members *choosing* (current wording) to bequeathing “to a person of the Old 320 Members *immediate family*.”

MOTION by Bill Pierson to change the wording to *immediate family*. After discussion the motion was withdrawn and the wording will stay as it currently exists.

Ralph discussed the idea of awarding two (2) stoves painted by Wendell Rankin to those who cook in the Old 320 at TICC, in lieu of money that had previously been awarded by random drawing. There was a discussion on the cost of the stoves.

MOTION by Bill Pierson to accept the recommendation of awarding Rankin painted stoves in lieu of money, not to exceed \$300. Motion was seconded by Tim Collier.

Motion passed: Unanimous

Ralph indicated he will make one more mailing to those 320 members he has not heard from before he claims their sites for resale to those on the waiting list. Renee Moore asked for a list of those names.

Sponsorship Report

Jim Ezell reported that Ancira was experiencing hard times like many others this year and would drop down to a “National” sponsor, giving to State and Regional Opens, but not to TICC. He reported we could lose the sponsor supplying the refrigerated trailer for our ice storage, which would be a cost to CASI of \$2,500.

Last year we received \$40,000 in cash contributions, and Ezell advised this year it may be down to \$30,000 to \$35,000. We had approximately \$50,000 in non-cash contributions.

There is a new sponsor that has inquired about donating computer equipment. Ezell is looking into this.

Ezell reminded us the key to all sponsors is getting them to TICC, where they see the great *Friendliness* of the CASI members.

A discussion ensued relative to legacy funds being placed in ‘restricted’ fund accounts, to be used for repairs and/or expansion of facilities in the future.

Report on Scholarship Program

Janice Miller reported that Alan Dean advised we are currently assisting 28 students. She asked that we consider awarding the same number of scholarships from the scholarship fund as last year, seven (7). She provided a list of those students we are currently assisting, and the number of semesters they have remaining.

Janice indicated applications for scholarships are due February 1, and scholarships need to be awarded in April.

There was discussion concerning the amount that should be in the Scholarship fund, and input from the Immediate Past President about the amount that was in Scholarships in September 2008, not counting additional funds deposited since that time.

MOTION by Bill Pierson to approve seven (7) Scholarships to be awarded in April, 2009, pending a report from the Treasurer. Motion was seconded by Janice Miller.

A vote was **not taken** at this time on the motion, pending the Treasurer’s report on the total amount of funds available. The motion can be amended by e-mail, or vote to accept it as made, when the Treasurer’s report is received and reviewed.

There was a discussion to move the Tex Schofield Scholarship from the General Fund into the Scholarship Fund, with more discussion to come at the summer meeting.

Report on Upcoming GP Meeting

Janice Miller indicated that Patsy Childers advised a contract had been agreed to for rental of a meeting room for Friday and Saturday at a cost of \$5,000. Certain amenities’ are included, but food will be brought in from another source. The Hospitality Suite will be on the 11th floor of the Midland Hilton. The room rate is \$105 + tax, with a \$5 parking fee if you have a car. The phone number to the Midland Hilton is 432.683.6131. The

Group Code for hotel reservations is CAS. Additional details coming will be noted in the *Trails* and on the ED's blog. The dates are September 10th through 12th. Registration fee is \$35 if received by August 17th, if after that date there will be a \$15 late fee added.

Miller will furnish the form to remove state sales tax from all transactions for this meeting, to the local people.

Short break

Renee Moore brought up the policy concerning the Old 320 members who let their site go back to be sold to a new person still retaining the right to free admittance to TICC. She would like to be discussed at summer meeting.

Another question regarding the Old 320 is concerning estates. If a 320 member dies and leaves his site to his 'estate', how do we want to handle that situation? Another question was if a Pod was holding a 320 site, and they were no longer active or were suspended, how do we handle that situation?

Moore indicated we do need to come up with a policy for these situations, and get the information to Ralph Hay, so he may relay it to the members at the next Old 320 meeting.

Bill Pierson stated for the record he will seek another term on the Board at the upcoming Great Peppers Meeting.

Committee Reports

- A. **Events Committee:** Bill Pierson indicated they had developed a form to apply for a Regional Open, and that form was on the web site. He indicated California had applied for an Open, but they did not qualify. They reviewed and approved the application for the U.S. National Open. They are currently working with Pods from Kansas and Missouri on a Midwest Open.
- B. **Finance Committee:** Ed Blair indicated they are seeking additional members from the CASI membership to help on the committee and are working on budget procedures. Committee will review the Financials when Blair gets them finished.
- C. **Governance Committee:** Tim Collier reported he was working on staffing the committee.
- D. **Public Relations Committee:** Ken Rodd reported Alan Dean and Dale Reinecker have joined the committee. He reported Dean was in charge of promoting the current TICC champion.

TICC 2009 Assignments

Renee Moore reminded us that assignments were reviewed and made at the workshop the previous day; we need to review our assignments prior to the summer meeting. There were no additional questions on the assignments.

New Business

- A. Cookoff's in September:** There had been a problem about timely reporting of a cookoff in late September and a person who qualified at that cookoff. A discussion ensued about possible changes in requirements for September only cookoffs, but no decision was made on any changes.
- B. Summer Board Meeting:** Renee Moore indicated the date set for the summer meeting is June 27, 2009. Director Bo Prewitt proposed the meeting be held in Little Rock, Arkansas at the VFW 9095, where his Pod meets.

MOTION by Bill Pierson and seconded by Tim Collier to hold the summer meeting in Little Rock, Arkansas.

Motion passed: Unanimous

- C. Scholarship Program Administrator:** Janice Miller indicated she had received only one formal written application, as requested by the Board, and that applications had been solicited in the *Trails* and by e-mails. The lone applicant was Barbara Herrin of Paint Rock, Texas. Her qualifications were reviewed.

Bill Pierson indicated Alan Dean had done a good job in the past one and half years since the death of the previous Administrator, and had put needed guidelines and procedures in place. Bill asked that Alan be considered for the position. That request was denied.

MOTION by Tim Collier to appoint Barbara Herrin as the Scholarship Program Administrator. Motion was seconded by Ken Rodd. This is for a one year term.

Motion passed with Bill Pierson voting nay.

Moore asked Janice to notify Barbara that she had been chosen to fill the Position.

- D. Pod Newsletter Contest:** Ken Rodd indicated that there were requests to continue the contest for Best Pod Newsletter. Ken indicated he would develop criteria for entrants, and would forward that to Janice and to the *Trails*.

MOTION by Janice Miller to approve the Pod Newsletter Contest for one year, with \$150 allocated for prizes. Motion was seconded by Roger Foltz.

Motion passed: Unanimous

- E. Bylaws Amendments:** Renee Moore advised that according to CASI Bylaws Board members were notified 30 days in advance of the following proposed changes to the current Bylaws.

Current Bylaw:

5.02. The number of Directors shall be eleven (11). This number includes the Executive Director, who will serve as a Director while serving as Executive Director.

(b) Election of Directors shall be conducted in accordance with the current edition of Robert's Rules of Order Newly Revised. The method of voting shall be by ballot. In the event the balloting results in a tie vote for either a three-year term or a two-year term, a runoff election shall be conducted between only the candidates involved in the tie vote.

Proposed change:

5.02. The number of Directors shall be eleven (11). This number includes the Executive Director, who will serve as a Director while serving as Executive Director.

(b) Election of Directors shall be conducted in accordance with the current edition of Robert's Rules of Order Newly Revised. The method of voting shall be by ballot. *Ballots that do not contain the same number of votes as vacancies to be filled shall be declared invalid and not tallied.* In the event the balloting results in a tie vote for either a three-year term or a two-year term, a runoff election shall be conducted between only the candidates involved in the tie vote.

MOTION by Bill Pierson to adopt the changes noted above. The motion was seconded by Dorothy Williams.

Motion passed: Unanimous

Current Bylaw:

5.07. Any vacancy occurring in the Board of Directors and any Directorship to be filled by reason of an increase in the number of Directors shall be filled by the election of the Great Peppers. A Director elected to fill a vacancy shall be elected for the unexpired term.

Proposed change:

5.07. Any vacancy occurring in the Board of Directors and any Directorship to be filled by reason of an increase in the number of Directors shall be filled by the election of the Great Peppers. ~~A Director elected to fill a vacancy shall be elected for the unexpired term.~~

(a) If a vacancy occurs in an unexpired term with less than one year remaining, the President may call for a special election to fill the remainder of the term. Or, the term shall remain vacant until the next meeting of the Great Peppers, at which time it shall be filled by the regular election of a Director. If a special election is called, it shall be held within sixty (60) days of the creation of the vacancy.

(b) If a vacancy occurs in an unexpired term with more than one year remaining in that term, the President shall call for a special election to fill the unexpired term. The election shall be held within sixty (60) days from the time the vacancy was created.

(c) If a scheduled meeting of the Great Peppers will occur within the sixty (60) day period, the special election shall be the first order of business at that meeting.

MOTION by Bill Pierson to adopt the changes noted above. The motion was seconded by Ed Blair.

Motion passed: Unanimous

Miller will submit other proposed changes to the By-Laws for review prior to the summer meeting, in accordance with the 30 day rule. She asked that we review Article 13 to bring it up to date. Bill Pierson mentioned Article 5.04, Meetings, may need clarification.

Adoption of CASI Policy Manual: Renee Moore advised that she had prepared a CASI Policy Manual, covering the period from September 1982, till January 2008, after much research through previous records, minutes, etc., and would like it to be considered for adoption. The manual had previously been distributed to Board members.

MOTION by Roger Foltz to adopt the CASI Policy Manual, as presented and proposed. Motion was seconded by Bill Pierson

Motion passed: Unanimous

E. Retaining Wall at Pavilion: Discussion regarding the retaining wall needed behind the pavilion to prevent water damage to the building was previously discussed at the workshop, and also today.

MOTION by Tim to accept the written bid for \$2,500 for this work. Motion was seconded by Bucky Seelig. Tim indicated he would verify the length of the wall needed.

Motion passed: Unanimous

F. CASI Brochures: A discussion occurred during the workshop concerning the need for additional brochures, as current supplies are low. It was determined that the cost to print 2000 brochures was \$942.23. The brochure will be updated with new photos, and the wording checked for needed corrections before the order is placed.

MOTION by Ken Rodd to place the order for 2,000 new brochures. Motion was duly seconded by Dorathy Williams.

Motion passed: Unanimous

Bill Pierson requested the Board consider having a written Standing Rules Document, which would be a secondary document to the By-Laws. Further discussion was tabled until the summer meeting.

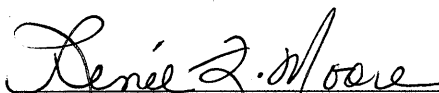
Renee Moore advised that through oversight we neglected to recognize Jim Luhn for his years of service as Head Judge at TICC. She requested a motion to purchase a plaque to recognize his service, which would be presented at a high profile cookoff to honor Jim.

MOTION by Janice Miller to purchase an appropriate plaque to honor Jim Luhn for his service. Motion was seconded by Roger Foltz.

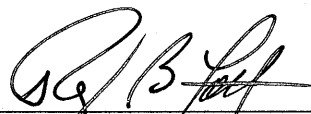
Motion passed: Unanimous

There being no further business to come before the Board, **MOTION** by Ken Rodd to adjourn the meeting. The motion was duly seconded by Dorothy Williams

Motion passed: Unanimous



Renee F. Moore, President



Roger B. Foltz, Secretary