

**MINUTES OF THE
REGULAR MEETING OF THE
BOARD OF DIRECTORS
OF THE
CHILI APPRECIATION SOCIETY INTERNATIONAL, INC.
ARLINGTON, TEXAS
FRIDAY, SEPTEMBER 5, 2014**

The President, Jenny Windsor, called the meeting to order at 8:00 A.M.

The Secretary, Darin Jester, called the roll with the following Directors present:

Jenny Windsor, President
Kris Hudspeth, Vice-President
Mary Ellen Gillen, Treasurer
Darin Jester, Secretary
Tim Collier, Director
Randy Duke, Director
Patti Meyers-Jones, Director
Robert Schrade, Director
Richard Knight, Executive Director

The following Directors were not present:

Jim Ezell
Lee Kroencke

Non-Board Support members present were:

Ralph Hay, Old 320 Alcalde
Nancy Hewlett, Scholarship Chairman
Dana Plocheck, Trails Editor

Non-Board Support members absent were:

Don Hoy, Krazy Flats Coordinator
Dorathy Williams, Upcomings

Secretary Jester announced that a quorum was present.

President Windsor asked if there was a call for Executive Session. No Executive Session was called for.

President Windsor thanked everyone for coming and told everyone to turn off their cell phones.

Approval of Minutes of Summer Board Meeting

Secretary Jester made a motion to accept the minutes of the Summer Board Meeting. This was seconded by Kris Hudspeth and unanimously accepted.

Ratifications of Board Actions

Richard Knight sought Board Ratification concerning various votes of the Directors since the last meeting to include: [See addendum](#)

TICC Radio Rentals – 10 votes of yes, 1 did not vote – Vote Passed

Resignation of Daren Jester – 9 votes yes, 1 abstained, 1 did not vote - Vote Passed

Motion of Patti Meyers-Jones/Kris Hudspeth to accept the 990, with the changes recommended by the Board's review and proceed with filing the required forms – 10 votes of yes, 1 did not vote – Vote Passed

Resignation of Lee Kroencke – 9 yes votes, 1 abstained, 1 did not vote – Vote Passed

Richard Knight made a motion to ratify these Board Actions. This was seconded by Robert Schrade and was unanimously passed.

Committee Reports

Richard Knight announced that all Committee Reports would be made at the Great Pepper's Meeting the following day. He then recognized Nancy Hewlett, the Scholarship Director. She asked the Board to unencumber funds for three students who have not been in school for over a year totaling \$11,000 that would go back into the fund.

A motion to unencumber ~~these \$11,000 in scholarship~~ funds was made by Patti Meyers-Jones and seconded by Tim Collier. This was unanimously passed.

There were no other recommendations made at this time, therefore all other Committee Reports will be made at the Great Pepper's Meeting.

Executive Director Knight then said there were two people who had signed up to address the Board.

~~He-Knight~~ called Ted Fichtl to the podium. ~~He-Ted~~ told about the NFL coming to the CASI and asking if they would support the Super Bowl that year by supporting the NFL Tailgate Party. For one reason or other there was not support of this so the Arizona Pod stepped in and held a chili cook-off the Saturday before the Super Bowl and then a People's Choice style event on Sunday. This year they came back but were talking to a rival chili organization until a proposal was submitted by a member of their pod. CASI Arizona now has the opportunity to hold two events at Super Bowl 2015. There will be a chili cook-off supported by Cabela's on the Saturday before the Super Bowl at a Cabela's about a mile from the stadium. The NFL planners also want the cooks to support them on Sunday with the Tailgate Party. They want 4 member teams for each NFL team, so 28 teams. So CASI now has another opportunity to associate ourselves with the NFL Super Bowl. He asked CASI to consider the Saturday event as a special event and create some rule to allow it to become an automatic qualifier. The NFL is also indicating this could become an annual event at Super Bowls across the country. It could provide national exposure. For doing the Tailgate Party the NFL also indicated they would give a donation to CASI. He had no idea what the amount could be. Ted said he understood this would require a rule change that could be approved at the meeting the following day. Richard Knight said a rule change was to go before the Great Peppers.

Jon Tupper was then called forward. ~~He~~ Jon said he had an idea for marketing, promoting and branding CASI. He has a company called American Desire Clothing. He has created chili pepper stuff to sell on miscellaneous chili items. He would like to include CASI. He would like to have a licensing agreement. It would allow him to pick items that he would sell, they would collect the money for and they would send a check for a percentage to CASI. He said since he is in Missouri, he would not have to pay tax if the buyer is out of Missouri. He gave several reasons why this would be a good idea to allow him to have the licensing agreement. Richard Knight asked if he had developed a business plan. He said he had not decided on a projected amount he could sell nor a percentage to CASI. It would be an agreement between CASI and the company. The website is chilipepperstuff.com. Richard Knight asked about a Nexus Tax laws. John said he would take care of that. Richard Knight asked if John was an owner of this company. Jon said that he was a principal, not owner. Richard Knight then asked if he was an owner of the website. Jon said he was not. Richard Knight said that because we are a non-profit, we would have to have an attorney tell us ~~that it is ok to give deal with Jon vs the~~ 51% ~~to the~~ owner of this company. And if we got a royalty check we would be charged tax on that. Jon said in our agreement it would have to be figured out. Jon said we could have as many licensing agreement as we want. Richard said the Board had to look at protecting CASI in a legal viewpoint. He asked if the company would be willing to pay the legal expenses to look into this. Jon said they could sit down and discuss the finer points of the contract. He reiterated that CASI would not be signing a contract with him but the owners of American Desire Clothing. Jon said he was just trying to figure out how to make CASI money. Ted Fichtl asked if the company would respond to a competitive request for proposal. Jon said they would. Ted also said he wasn't sure we could legally do what Jon was proposing as a non-profit.

Old Business

Jenny Windsor asked if there was any old business. There was none.

New Business

Richard Knight gave the Credentials Committee recommendations. He said there were 5 Pods that were placed on probation last year. The recommendation is to take those Pods off of probation and seat them this year. There were 2 Pods which the committee is recommending to suspend and no delegate be seated. Those Pods are Spice Up California and the Empire Pod. The committee also recommends to keep Pepe's Pod on probation, with no delegate to be seated. This is two years in a row that they do not have a representative, although they did have a Pod cook-off this year.

Patti Meyers-Jones made a motion to accept the recommendations of the Credentials Committee, with a second from Jenny Windsor. The vote was taken and was unanimously in favor.

Richard Knight then proposed a change in the CASI Bylaws. This was presented by Larry Burrus. Currently 5 – 5-2-B states that a ballot must have all spots filled on a ballot. But the new proposal is to be able to just vote on who you want. So the bylaw will read: “The 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 ballots result in a tie for either the two year term or three year term, a runoff election shall be conducted between only the candidates involved in only the tie vote.” What is dropped is a sentence saying that all

ballots without the same number of votes as names on the ballot will not be tallied. He asked if there was a motion on this proposal.

A motion was made by Robert Schrade and seconded by Jenny Windsor. The vote was unanimously in favor.

Jenny Windsor asked for approval of the Southeast Regional Open from Tennessee to be held in February. The application was received from James Brockman, the Great Pepper of Heart of Tennessee.

Daren Jester made a motion to accept the application. This was seconded by Patti Meyers-Jones. The vote was unanimous.

Richard Knight said he had received the Nomination Committee recommendations from Pat Krenek. All candidates are CASI members, up to date and current, with correct applications. The committee recommends that we accept the candidates for election tomorrow.

She made that motion, seconded by Richard Knight. The vote was unanimous.

Richard Knight said the Events Committee had received a CASI State Championship application to be held December 6th in Pennsylvania. Jenny Windsor explained the cook-off and asked for approval.

Kris Hudspeth made a motion to approve, with a second from Randy Duke. The vote was unanimously in favor.

Jenny Windsor said they had also received the application for Rankin from Karen Bains. This is the 4th year they have held it. It will be a regional. She asked for approval.

Richard Knight made a motion to approve, seconded by Kris Hudspeth. The vote was unanimous.

Jenny Windsor then said the U. S. National Championship in Buda this year will go to a regional open. It will free up the National Open Championship. Larry Burrus has asked to have grandfather status. Larry explained why this is happening and why he wanted the grandfather status. Richard Knight questioned whether this was something the Board could vote on or if it required the vote of the Great Peppers. It was decided to put on the agenda for the Great Pepper's Meeting the following day under New Business. Larry then asked for a vote of confidence from the Board.

Richard Knight made a motion that the Board recommend this be grandfathered in as the South Central Texas Regional Open Championship, with a vote of confidence from the Board. This was seconded by Robert Schrade and was unanimously approved.

-Richard Knight said this will be presented to the Great Peppers for a vote at the next day's meeting.

The meeting was adjourned. ~~After a short time~~Immediately, upon seeing that an item on the agenda was not discussed, the meeting was called back to order by Jenny Windsor.

Richard Knight read a resolution that was presented to the Board concerning the special election to replace two positions.

Kris Hudspeth made a motion to approve, with a second by Tim Collier. The resolution was unanimously approved. Addendum A

Kris Hudspeth made a motion to adjourn, seconded by Patty Meyers-Jones and unanimously approved. The time was 8:57.

Jenny Windsor, President

Darin Jester, Secretary