

13 June 2013

Minutes of the 2012-2013 Meeting of the Board of Directors

11:30 am - Monday, 10 June 2013
The Westin Nova Scotian, Halifax, NS

1. NOTICE OF MEETING

Chairman MacPherson called the meeting to order and advised that the Notice of Meeting had been mailed out on May 13th, 2013 in accordance with the by-laws of the Institute.

2. ATTENDANCE

The following Board members and guests were in attendance:

* MacPherson, K., Chairman – Atlantic	Penny, D. – CSPI
Fox, S., Executive Secretary – CSSBI	Rohr, R. – Advanced Coil Industries
Derayeh, K. - ArcelorMittal Dofasco	* Setter, S. – Ironside Design
* Gelinas, G. - ArcelorMittal Dofasco	Stenzel, P. - Armtec
Lespérance, Y. - Armtec	Wilson, M. – Atlantic
* Mounts, M. – The Dow Chemical Co.	Yetke, J. - Armtec
* Matheson, B. – Frontier Const. Products	* Young, K. - Armtec
Matheson, D. – Frontier Const. Products	

The Chairman declared that a quorum was present (minimum of 4 Directors) and the meeting regularly constituted for the transaction of business. Those identified with an “*” in the attendance list are Directors.

3. MINUTES OF PREVIOUS MEETING

A motion (**K. Young/S. Setter**) to accept the Minutes of the Board of Directors meeting held on 15 November 2012 in Toronto, Ontario was carried unanimously.

4. UPDATE ON PRODUCT PROMOTION COMMITTEE (PPC) ACTIVITIES

The Chairman reported that there were two items arising from the PPC meeting that would require input from the Board: a replacement for Dave Penny and changing the membership requirements to allow foreign steel producers. Regarding finding a replacement for Dave, a transition plan needs to be developed, maybe even looking at re-structuring the association. It will be a challenge to find a replacement with Dave's skills and experience. Dave advised that he was willing to continue working on a part-time basis to help with the transition. Mike Mounts suggested that a replacement should be in place as early as possible to help with the transition. Dave reported that the Institute has not budgeted for extra staff in this year, but could for next year. The appropriate person may be out there, and could be in place by the spring. Another option could be a closer affiliation with the NCSPA. Kevin Young asked Dave for a recommendation on the qualifications of new staff and requested that a smaller group meet to develop a specific recommendation to be submitted to the Board in November. The Chairman agreed that a small committee should develop a recommendation. Bruce Matheson pointed out that it was also necessary to know how much work would be technical and how much marketing. A task group was created (MacPherson, Young, Matheson, Derayeh and Yetke) to develop a recommendation for the Board.

The Chairman advised that the second item from PPC that required Board discussion was the possibility of changing the by-laws to open up membership in the CSPI to other steel mills. The Secretary suggested that the Institute should approve the new by-laws to be voted on later in

the meeting first; this will make it easier in the future to make further by-law changes. Regarding the proposal to allow membership to other steel mills, Kamran Derayeh questioned why it was necessary when there were no steel mills currently asking to be members. Bob Rohr agreed to talk to the US steel mills who would potentially be members. Guy Gelinas argued that the CSPI was a Canadian association. While the Board can make the decision to change the by-laws, any new mill must be committed to growing the Canadian market and to participating at the committee level. AMD was strongly opposed to the proposal and believe that it will take away from the focus of the organization. The Board agreed that Dave Penny and Bob Rohr would first reach out to the other mills and determine if there was any interest.

5. FINANCIAL

A copy of the financial statements of the Institute for the period ending 31 May 2013 were distributed with the agenda. There were no questions or comments on the statements.

6. FUTURE MEETING DATES AND LOCATIONS

The 2013 Fall meeting is scheduled for Wednesday, November 13 at the Marriott Chateau Champlain in Montreal beginning with a working lunch. The 2014 Annual meeting program is scheduled for Sunday through Monday, June 1 to 2 at the Fairmont Palliser in Calgary, Alberta. The Board discussed the timing of the Annual meeting and agreed to change the schedule to get away from travelling on the weekend. The PPC and Board meeting will be on Tuesday morning, June 4th, followed by golf in the afternoon.

The Board discussed possible locations for the 2015 annual meeting and tentatively agreed on Niagara-on-the-Lake, ON.

7. OTHER BUSINESS

The Chairman raised the issue of initiating a CSPI certification program. The Board discussed the project briefly and agreed to create a task group to define the scope and estimate the costs. This group will consist of Setter, Matheson and representatives from Armtec and Atlantic to be determined. Bruce Matheson was asked to chair this group. Mike Mounts also offered to help as needed.

8. NEXT MEETING

The next meeting will be held on Wednesday, November 13 at the Marriott Chateau Champlain in Montreal at an exact time to be determined.

9. ADJOURNMENT

A motion to adjourn (**S. Setter/K. Young**) was carried at 12:05 p.m.

Steven R. Fox
Executive Secretary

Kenzie MacPherson
President