

# MINUTES

## Annual General Meeting

Tuesday, June 22, 2021 – 12:00 Noon ET

Via Zoom

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### 1) CALL TO ORDER AND OPENING REMARKS

Interim President Rob Kowal called the 2021 Annual General Meeting to order at 12:02 p.m. ET. He welcomed members to the meeting and reminded them to keep their microphones on mute until later in the meeting. All requests to speak should go through the chair. Rob expressed his appreciation for member support over the past year.

- Rob noted that we are living in extraordinary times what with COVID -19 and the resulting government lockdown responses which have had devastating effects on our businesses, our families, and our friends.
- Some within our industry, while not spared these harms, have fared well and even thrived, but many, especially in the Food Service sector have been decimated. Across the food and beverage industry, hiring has slowed, and many have had to work from home. Our colleagues in the production facilities that had to work on site, did so in very challenging and stressful conditions (PPE etc).
- Our personal and professional relationships were strained, some changed forever. The way we work and play will continue to change. What the new normal will look like is only just starting to emerge.
- Over the last 18 months, CIFST has had significant challenges as well. We were forced to cancel our annual conference and our sections had to postpone their major events, supplier night, golf tournaments etc., for the first time in our 70 year history. However, we have managed to come out of this relatively unscathed.
- Rob noted that CIFST accomplished has accomplished a lot over the past few months, but are also left with many challenges to overcome. As the association emerges from this pandemic, there is a renewed sense of hope and energy. Many of us are blessed and grateful to work in this resilient industry.

### 2) ESTABLISHMENT OF QUORUM

After confirmation by CIFST Executive Director Constance Wrigley-Thomas, President Kowal confirmed that a quorum of voting members was present or represented by a proxy vote.

### 3) APPROVAL OF THE AGENDA

*It was moved/seconded/carried that the meeting agenda be approved as distributed.*

### 4) MINUTES

*It was moved/seconded/carried that the minutes of the January 21, 2021 Annual General Meeting be approved.*

### 5) PRESIDENT'S REPORT

President Rob Kowal presented his report, reviewing CIFST's activities in 2020/2021 including the following highlights:

- In May 2021, the CIFST Board of Directors unanimously accepted Amy Proulx's resignation from the Board and as President. Rob wished Amy well and thanked her for contributions to the Institute over the years. Rob will be acting as interim President until further notice but is confident that the Institute will be announcing a new president and president elect in the near future. This will not inhibit the work of the institute nor slow down our progress as an association. In fact, the Board is even more keen to pursue new initiatives that are currently under development.
- 2021 represents CIFST's 70th anniversary as an organization and earlier this year CIFST launched a campaign to celebrate our past and to honour those who have led the organization over seven decades. During the celebrations we have been sharing a series of short, weekly videos, commemorating the history of processed foods. Each time capsule has featured a fun vintage commercial. Our past presidents have been featured on a weekly basis and have shared their views on why CIFST is so important. Our Food Fact Friday series have presented food science in an approachable and informative way via our social media channels. You will also find them on our website. Thank you to student members Anthony Basse and Charis H. R. Seejattan who regularly contribute content to this initiative.
- The association also made 70<sup>th</sup> anniversary merchandise available for sale and launched an online store with logo'd products including shirts, masks, aprons and coffee mugs.
- Rob acknowledged the following CIFST staff for their contributions to our very well-designed and executed 70th anniversary campaign – Heidi Loney, John Thomas and Jack Loney. The association is fortunate to have such creative and skilled professionals on its team. This campaign will continue for the balance of the year. Elements of the anniversary campaign elements can be found on the CIFST website.
- Rob said that because of the isolation brought on by COVID the board and staff felt that it was more important than ever that we provide touchpoints to our members and stakeholders so that we could stay connected and so the association could continue to have a foothold in the food and beverage sector. With a partnership with Food in Canada magazine in place, we launched our webinar series in May of last year and had over 1,000 attendees throughout the year. Webinars were free to members and also generated donations of \$1,500 to various charities including Food Banks Canada in lieu of speaker fees.
- Feedback on all CIFST webinars last year was very positive, including this comment that we received from an attendee: *"The CIFST/Food In Canada webinars are high quality, timely and useful information. We've welcomed the information to help guide us in our marketing and communication strategies both internally and externally. As a result we've generated creative campaigns to stay connected with our employees and customers during this time of isolation."*
- We also received this comment: *"Love that you have them every Wednesday. Nice to have something on my calendar to look forward to."*
- Throughout the year CIFST supported regional sections with their events including the Quebec Section table top. Unfortunately, this event had to be cancelled due to COVID but CIFST was able to forge a strong partnership between Section volunteers and national staff.
- Another example of this was when we offered support to the Ontario Section for their Canadian Market Insight and Buyers' Conference webinar series. Over 5 weeks and ten webinars CIFST national staff provided them with the online registration system, the webinar platform, technical support as well as social media promotional support. This was a great joint effort.
- CIFST has also provided some support to our smaller Sections over the past several months. An example of this is the Alberta Section Annual General Meeting. In addition to providing the online registration platform, we also set up e-blasts and promoted on their behalf. Because the smaller Sections don't have the resources, they can benefit from these partnerships.
- Not long after the pandemic was declared last March 11th, and around the time CIFST cancelled it's own conference in Winnipeg, it was becoming very apparent that live events, including trade show would likely not be permitted in 2020. This meant that there would be a void for our supplier members.
- The CIFST national staff team came up with a concept to produce a virtual event that would enable exhibitors to connect with attendees via a digital platform. Given that this was the first time we had done an event on this scale and we were literally starting from scratch, it was an admirable effort.
- The event – CIFST Coast to Coast: A Virtual Showcase, was scheduled for October 28th, featured opening and closing keynotes, promoted engagement through gamification and prizes and 45 exhibitors and over 500 attendees. While not without challenges and technology hiccups, the feedback we received included, *"The format and technology was the best of any virtual show I have seen yet."* and *"Much better than the Virtual IFT."* And *"Very well organized, I truly enjoyed it. The selection of the keynotes was fantastic. A good combination of topics."*
- Earlier in 2021, CIFST continued its partnership with Food in Canada by re-introducing the webinar series for 2021. Called Table Talks – The Learning Trough. CIFST staff created a schedule of 18 bi-weekly webinars that ran February 8 to June 9 and which will continue in September. The webinar series

has been innovative, motivating and informative. All webinars have been recorded, creating valuable content for our members to access via a password protection section of our website.

- CIFST has a very strong presence on all platforms including Facebook, Twitter, LinkedIn, Instagram and YouTube. Heidi Loney, CIFST's Digital Media Specialist, ensures that we push out fresh content on a daily basis and also coordinates with Anthony Bassey a student member who manages CIFST's Student Twitter account.
- CIFST is a national association with members across the country but also Sections that provide boots on the ground in those regions. According to our bylaws, "The business and objectives of the Regional Sections shall be to promote and sponsor the objectives of the Institute in their geographical area." In other words, while Sections may hold activities in their area, we are all one organization.
- As a national association incorporated under the Canada Not-for-Profit Corporations Act, the Board and staff take our responsibilities very seriously and make sure that our strategic directions, operational decisions and program outcomes are determined in ways that are responsible and transparent.
- The Board of Directors has been properly nominated and then elected by the membership. They are entrusted to act on behalf of members to make decisions for the corporation and must be committed to duties of loyalty and care.
- The Board meets at least every three months. At each meeting the Board receives a variety of reports including membership stats and financial statements. Meeting packages are shared in advance giving directors ample time to review and prepare any questions. At the Board meetings, directors can ask staff questions and are provided with answers. If a question cannot be provided during the Board meeting, one can be provided afterwards. Our staff, particularly our Executive Director Constance Wrigley-Thomas, are present to provide additional information and offer professional guidance.
- The Annual General Meeting is one opportunity for us to provide transparency in the presentation of our annual financial statements which are prepared by an independent audit firm. The AGM is also a forum to share where we have been successful and where we can do better.
- Another area where CIFST has been trying to attain transparency is with the Sections. Three years ago, CIFST reinstated Section Compliance which required our regional sections to annually submit information including their financial statements. As one cohesive association, if a Section were to attract liability, whether it be legal or financial, the entire association could be held liable. The Annual Section Compliance was designed to mitigate any risk.
- The Board is currently considering a few new initiatives that will help the association create even more value for its members while attracting new members. We will be sharing news about these programs later in the year.
- CIFST recently formed a Past Presidents Advisory Council which will provide strategic oversight to the Board's decision-making and planning.
- In conclusion, Rob thanked staff for all their efforts over the past several months. The past year has not been easy but they all stepped up, especially during times of crisis, to suggest ideas, provide support and keep our organization running in spite of the challenges.

## 6) FINANCIAL REPORT

Louis Ayotte, CIFST Board Director presented the audited financial statements for 2020. He noted that the audited financial statements were distributed to members via e-mail on June 14, 2021.

- Louis noted that the Canadian Institute of Food Science and Technology is considered a non-soliciting corporation under the Canada Not-for-profit Corporations Act. According to the Act, organizations with gross annual revenues of over \$1 million require an audit. The default position for organizations beneath that threshold simply require a review engagement. Despite the fact that CIFST gross annual revenues are well below \$1 Million, CIFST goes above and beyond by scheduling an annual financial review with an independent audit firm.
- 2020 was a tough year for associations, especially those that rely heavily on membership dues and event revenue. CIFST membership numbers have been on the decline for a few years. Much of the decrease in numbers can be attributed to mergers & acquisitions, competition from other associations in the food and beverage space and in the past year, budget cuts by companies who would normally pay for employee memberships.
- CIFST has completed an in-depth analysis of our membership data from the past few years to see if there are patterns or trends that will help the organization to understand why membership is dropping and find ways to stem the flow. We have learned a great deal from this analysis and will be implementing new systems to mitigate these losses.

- Since membership dues represent CIFST's largest revenue source, we will be looking at other non-traditional membership models and we need to identify other non-dues revenue sources including member-exclusive products and programming.

*It was moved/seconded/carried that the 2020 audited financial statements be accepted and approved.*

## **7) APPOINTMENT OF AUDITOR**

Louis Ayotte advised that each year the membership is asked to approve the appointment of the auditor to conduct our annual financial review. For the past couple of years Kriens-LaRose LLP has completed the annual audit.

Louis Ayotte asked for approval of Kriens-LaRose LLP as the auditor for the 2021 fiscal year.

*It was moved/seconded/carried that Kriens-LaRose LLP be approved as the auditor for the 2021 fiscal year.*

## **8) NOMINATING COMMITTEE REPORT**

Rob Kowal advised On April 20, 2021 a call for Expressions of Interest message was issued to all CIFST Members. The deadline to submit was May 14, 2021.

The notification was sent out three times including once in French. Six nominations were received.

The Nominations Committee, consisting of Belinda Elysée-Collen, Brad McKay, Mike Nickerson and Rob Kowal, met on May 20th to review all the nominations and make recommendations. As a result of their review, follow up and recommendations, the following Board of Directors slate for 2021/2022 was approved:

### *New Directors:*

Marcia English, St. Francis Xavier University  
 Francois Girard, Université Laval  
 Dana McCauley, University of Guelph

### *Directors Continuing:*

Louis Ayotte, Roha Group  
 Steve Cui, Guelph Research and Development Centre  
 Nasir Hameed - Acadian Seaplants Limited  
 Rob Kowal, Kriscor & Associates  
 Jenny Tian, Loblaws Companies Limited  
 Yvonne Yuan - Ryerson University, School of Nutrition  
 Constance Wrigley-Thomas, CIFST – Ex Officio

*It was moved/seconded/carried that the Board slate be approved as presented.*

Rob expressed his gratitude to Dr. Vasantha Rupasinghe who is stepping down as a director. Vasantha joined the Board in 2015 and since then has made significant contributions to the association as co-chair and chair of the Science Advisory Panel, as a member of the Editorial Advisory Council for Canadian Food Insights and chairing the 2018 Annual Conference in Niagara on the Lake. He has also served as a member of various committees. In 2018 Vasantha was recognized by the Institute with the Fellow of the Institute Award which recognizes significant contributions to the Canadian Food and Beverage sector in terms of outstanding service and research achievements. Over the years as a director on the board, Vasantha has shared his wise counsel and perspective. More importantly he has mentored many in the sector and has contributed prolific research on a global scale.

## **9) OTHER BUSINESS**

There were questions from the floor regarding the following:

- Financial viability of the association
- Membership
- Treasurer position
- Representation on the national Board by Section Chairs

Rob assured the meeting participants that the Board is very cognizant of the challenges being faced by the organization referable to the year over year losses. The issue is not an expense problem but a revenue problem. The impact of COVID and declining membership is the main reasons revenue has declined. The year over year losses are in fact on the decline.

The association has been looking at non-dues revenue to help them fill the financial gap. This has included the addition of new programming which will contribute to increasing membership.

The Treasurer position is not determined by the membership but rather, by the Board of Directors

In order to change the Board composition to include chairs of each Section, it would require a change to the bylaws. The current composition format has worked well and includes factors such as geographical location, skill set, demographical background and membership category. Section chairs do have a forum for input via the Section Advisory Committee which meets quarterly.

## **10) ADJOURNMENT**

With no other business on the agenda, Interim President Rob Kowal asked for a motion to adjourn the meeting at 12:55 p.m. ET

*It was moved/seconded/carried that the 2021 AGM be adjourned.*