



**FOODSERVICE CONSULTANTS SOCIETY INTERNATIONAL
THE AMERICAS DIVISION**

**BOARD OF TRUSTEES MEETING
MINUTES**

**April 8, 2013
Via Conference Call**

In Attendance
Officers

Mr. James Petersen, FCSI
Chair
(C.i.i. Food Service Design)

Mr. William Taunton, FCSI
Chair-Elect
(Gastrotec S.A.)

Mr. James Camacho, FCSI
Secretary
(Camacho & Associates)

Mr. Harry Schildkraut, FCSI
Treasurer
(S2O Consulting)

Staff

Mr. Wade Koehler
Executive Director

Excused

Mr. Edwin J. Norman, FCSI
Immediate Past Chair
(MVP Services Group)

Mr. William Caruso, FFCSI (PP)
Trustee At Large
(William Caruso & Associates)

Trustees

Mr. Tim Agosti, FCSI
Western Region Trustee
(Lino Agosti & Associates)

Mr. Ian Jameson, FCSI
Canadian Trustee
(Cini Little)

Ms. Barbara Pyper, FCSI
Trustee At Large
(An Apple a Day, LLC)

Mr. Lawrence Huber, FCSI
Eastern Region Trustee
(Foodservice Consultants Studio)

Ms. Tracy Taraski, FCSI
Central Region Trustee
(The Bigelow Companies, Inc.)

Mr. Rod Collins
Allied Trustee
(Rod Collins Associates)

Agenda Item	Information	Action
1.0 Call to Order and Opening Remarks	The meeting was called to order 11:32 am EST	A quorum was present
1.2 Antitrust Guidelines Reminder	The Chair reminded everybody about the Antitrust Guidelines under which the board operates.	All present affirmed compliance
1.3 Introductions	<i>No introductions were needed</i>	
2.0 Approval of Minutes 2.1 Orlando Board Meeting		<i>A motion was made to approve the minutes as stated. The motion was seconded and a vote was passed unanimously</i>
3.0 FCSI WW 3.1 WW Update	<p>J. Petersen reported that the WW Board had 2 full days of meetings as well as attending the Hotelex Show. Some of the highlights from the WW meeting were:</p> <ul style="list-style-type: none"> • TA has paid our dues share early this year • TA will need to pay the Quarterly percentages from 2012 which equate to approximately \$20,000. • Magazine revenue has outspent their expenses thus far but they expect to hit their projections by the end of the current year • They spent considerable time on the WW Bylaw rewrites including the comments from the FCSI website forum • The other 2 Divisions are looking at their succession planning to sync with the WW. <ul style="list-style-type: none"> ○ W. Koehler recommended term limits for WW offices to avoid the same people staying on the Board for multiple terms. 	

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	<ul style="list-style-type: none"> • B. Taunton asked about tentative Board structure. J. Petersen reported that WW Legal Council stated the tentative Board was not allowed due to bylaws • Affiliation agreements were agreed upon by the WW Board and will be sent to the Divisions soon • The Council of Fellows structure was discussed. E. Norman can report the findings during the next Board meeting. The self governance and policies are being examined • WW Tax exempt status is being looked at as well. It would appear WW may be in the same situation with the IRS as FCSI TA. • The magazine needs more articles from Consultant members from all Divisions 	
<p>4.0 Membership 4.1 Dues Renewal Update</p>	<p>W. Koehler reported that dues are coming in at a decent pace with multiple contacts having been made via email and postal</p>	
<p>4.2 Membership Board Calls</p>	<p>W. Koehler requested members of the Board reach out via telephone to those members that have not renewed in 2013. He will separate the list and send it to the Board with plans that all calls be completed by April 12th. All unpaid memberships will be suspended as of April 15th.</p>	
<p>4.3 Member Profile Calls & Media Directory</p>	<p>W. Koehler reported that S. Sierszyn has been reaching out to the Consultant members requesting they update their online profile. HQ also sent out a broadcast email last week indicating that April 12th will be the final date for all updates. HQ will have the Referral Directory printed and ready for distribution at the NRA Show next month. The directory will also be available in the members only section of the FCSI website.</p>	
<p>4.4 Fast Food Segment on</p>	<p>W. Koehler reported that a member</p>	<p><i>B. Taunton</i></p>

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Member Profiles	recently asked if we would change the “fast food” listed to “quick service” to reflect the change in the marketplace	<i>motioned to change fast food to QSR on member profiles. TT seconded. Motion passed unanimously</i>
4.5 PSE Exam Candidate & JEM Memberships Update	W. Koehler informed the Board of the recently PSE Exam failure in Orlando as well as the recent correspondence from JEM. CPS TA is drafting a new appeals policy and procedure document later this month.	
5.0 Committees/Task Forces		
5.1 Ethics Task Force	W. Koehler informed the Board of their recent decision to have the new Code of Ethics presented this summer and voted for approval by the next dues cycle.	
5.2 Policy & Procedures Manual Update	W. Koehler reported that it is on track and will be completed by the end of summer	
5.3 CPS	W. Koehler reported appeals process is being developed and should be available during our next meeting.	
5.4 Government Affairs Committee	No report this meeting	
5.5 Conference Planning Committee	W. Koehler reported that the committee had recently changed the 2 nd day of the Super Regionals to a Revit themed day featuring AutoQuotes, KCL and a consultant member to talk about tools and tricks while using REVIT	
5.6 AAC	R. Collins reported they added Kevin Haas as a new member during the NAFEM week. He also reported Bill Clark from Manitowoc is retiring at the end of April. The group has added Mark Brenner from Eagle Group to replace Bill Clark. R. Collins asked about the EPP forms. W. Koehler reported that bylaw changes need to take place prior to that taking place	
5.7 ICON Update	Nothing to report at this time.	

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6.0 Sponsorship/Advertising 6.1 Project Showcase book update	W. Koehler reported that we ended up with 14 projects and the book was being put together. Thus far Gill Ashton's sales are only at \$53,000 which is far below what he felt we would sell for this issue. GAP has assured him they would meet our goals. R. Collins reported that PCP is being aggressive. He also mentioned that Manitowoc, Middleby and ITW are not in the new Foodservice Consultant publication. ITW's marketing dollars have been moved down to the product lines.	
6.2 NY Show update	W. Koehler reported the NY Show's new management team would still like FCSI to host the Ask the Experts and have discussed having a kitchen design contest that would be assembled on the show floor	
7.0 New Business 7.1 NAFEM Report	W. Koehler reported TA received approximately 14-17 potential consultant applications and many current members stopped by the booth.	
7.2 Santiago Report	B. Taunton reported that we ended up with 1 new consultant member and 3 allied members offering financial support for future events.	
7.3 Financial Reports to Board	W. Koehler requested further clarification as to who on the Board was expected to receive the monthly reports.	Board to determine who would receive monthly financials for approval
7.4 Monthly Fee approvals	W. Koehler asked that a few monthly contracted fees be paid automatically each month including 520 and Pete Wiltjer's invoices	Board to discuss automatic payments each month
7.5 Fall Meeting Dates	November 4-6 at the Pointe Hilton Tapatio Resort in Phoenix Arizona.	
7.6 520 Contract Meeting	<i>J. Petersen requested the Board go into Executive Session to discuss the 520 Contract.</i>	
8.0 Adjourn	2:18 pm	<i>Motioned by J. Camacho, second by L. Huber. Motion passed unanimously.</i>

Meeting minutes recorded by W. Koehler