



**FOODSERVICE CONSULTANTS SOCIETY INTERNATIONAL
THE AMERICAS DIVISION**

**BOARD OF TRUSTEES MEETING
MINUTES**

November 7, 2012

Marriott O'Hare Hotel, Chicago, Illinois

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

Staff

*Mr. Wade Koehler
Executive Director*

*Ms. Kayla Saal
Director of Administration*

*Ms. Andrea Schuneman
Member Services Coordinator*

Trustees

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

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

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

*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)*

1.1 Call to Order and Opening Remarks

The meeting was called to order 8:01 am CST and noted that a quorum was present.

1.2 Antitrust Guidelines Reminder

The Chair reminded everybody about the Antitrust Guidelines under which the board operates and all present affirmed compliance.

1.3 Introductions

W. Koehler introduced Andrea Schuneman who will become the new Member Services Coordinator effective November 26, 2012. He also announced Kayla Saal will take over as Director of Administration which will include all CPS functions as well as continue to handle FCSI TA accounting functions.

2.0 Approval of Minutes

2.1 September Conference Call

B. Taunton motioned to approve the minutes as stated. B. Caruso seconded. The vote was passed unanimously.

3.0 FCSI WW

3.1 WW Update

E. Norman stated WW has been quiet since the recent passing of the new WW bylaws. He reported his 1st order of business at President will be to clean up the WW bylaw language. His plan is to have the rewrite completed by the end of March, 2013.

He also reported that transitional Board members will not be attending Shanghai to help control expenses but will still be involved in the processes affecting the new structure. The full WW Board also plan to meet in Istanbul prior to the EAME Conference in October.

B. Caruso asked if there was any fallout from the recent vote. E. Norman reported that he had not heard of any fallout yet. He stated that he agreed with the TA member's concerns and will be addressing those during the Bylaw rewrite.

4.0 Governance Changes

4.1 New Bylaw Amendments to reflect WW changes

W. Koehler presented proposed changes highlighted in the current bylaws document:

WK discussed the Emeritus Standing suggesting adding "in good standing"

3.4 Notice of Meetings: change the notice from 60 days to 30 days. The Sense of the Board is that most people respond quickly to postings with it tapering off after a couple weeks so there is no reason to wait 60 days to make changes.

4.4 will present the Chair and Immediate Past Chair to serve on the FCSI Worldwide Board of Directors. These representatives will serve two year terms.....

5.1 crossed out term lengths

5.2.1 change one year to two years

5.2.2 crossed out Worldwide wording

5.3.1 changed to 2 years

5.3.3. crossed out Worldwide

5.6.1 Changed term to 2 years

5.6.2 Added "and officer of Worldwide"

5.8 Added "(except for Chair)"

7.2.5 Changed committee structure to "The Finance Committee shall consist of the Treasurer, the Chair Elect and at least one and no more than three additional Professional Members"

7.2.6 Deleted item number 5 per CPS' request

16. Changed to 30 days notice

B.Pyper motioned to approve the bylaw changes and present the new version to the membership for a vote. B.Caruso seconded. The motion passed unanimously.

4.2 Code of Ethics Review

E.Norman and B.Caruso explained the historical background of the FCSI Code of Ethics. L. Huber explained that a commentary will be created to accompany the new Code of Ethics to help explain the document.

E.Norman motioned to approve the document subject to legal review and sent to the membership approval. B.Caruso seconded the motion. The motion passed unanimously.

5.0 Membership

5.1 Professional Member Approval

K. Saal presented member BM for elevation to Professional Membership. She explained he has been vetted by the membership committee and endorsed by J. Cornyn and Bill Bender.

T.Taraski motioned to approve BM as a Professional Member. E. Norman seconded the motion. The motion passed unanimously.

K. Saal presented DK elevation to Professional Membership. Kayla explained that DK passed the 1st exam in 2010 prior to the PSE but was never Board approved.

B.Caruso motioned to approve DK as a Professional Member. B.Pyper seconded the motion. The motion passed unanimously.

5.2 Sr. Associate Reclassification

K. Saal presented 5 members that as of December 31, 2012 will not have met their Professional membership within 3 years per the Board and CPS rules.

E.Norman motioned to reclassify the five members to the Non-Tracking Associate Membership category effective January 1, 2013. B.Caruso seconded the motion. The motion passed unanimously.

The Board asked K. Saal to send a new invoice out asap.

5.3 Corporate Level 1 Continuation?

K. Saal asked the Board if they would like to continue offering the Corporate Level 1. She explained that currently you can join FCSI TA as either Level 1 or Level 2 with different dues and membership benefits structures.

KS was requested to send the list of level 1 and level 2 as well as non renewals vs renewals from the list sent to AAMBA immediately after Kansas City.

5.4 Achievelinks

K. Saal reported that we recently enrolled with Achievelinks award program to help offset cost savings for membership. Achievelinks may host a webinar soon to help explain the system for those members questioning the programs.

5.5 Emeritus Status

Topic was covered earlier in the Bylaw discussion

6.0 Financials

6.1 Financial Update

K.Saal reported we have \$220,025.10 in our checking account and \$283,314.11 in CDs

W. Koehler presented the October budget vs. actual along with 2012 year end projections. He currently shows an approximate \$65,000 surplus which equaled close to the 2012 Approved budget

E.Norman explained that it is not know whether we will be paying dues shares to Worldwide in 2013.

6.2 2013 Budget Process

W. Koehler informed the Board that he and H. Schildkraut would be preparing the 1st draft of 2013 Budget within the next few weeks. The finance committee will then begin their discussions and will include Committee leaders during their conference calls.

7.0 Management Company Review

7.1 Management Company Review

Staff was asked to leave the room so the Board could review the management company review results

8.0 Policy & Procedures

8.1 Travel Policy

WK presented a new TA travel policy.

T.Agosti motioned to approve the new policy. J.Camacho seconded the motion. The motion passed unanimously.

8.3 Policy & Procedure Manual Creation

W. Koehler reported he would like to Board to create a Board task force to help create a Board Policy Manual during 2013. He is willing to take the lead in writing the document but the task force would be helpful in guidance of policies needed.

B. Pyper, B. Caruso, J.Petersen and T. Taraski volunteered to be on the task force.

9.0 Committee Reports

9.1 CEE Report

W. Koehler read a recent email from R. Soucie who attended the CEE event on behalf of the Division. R. Soucie recommended continuing FCSI's participation in the program.

9.2 Membership

B. Pyper reported things are moving forward. Members have been approved at a quick pace.

9.3 Conference Planning

J. Camacho reported the 2013 Super Regionals and NAFEM events have been scheduled. The topic for NAFEM is Trends. The topic for the Super Regionals has yet to be determined.

W. Koehler reported that he and B. Taunton discussed doing a SR in South America during 2013. B.Taunton discussed that Peru, Columbia and Mexico are the 3 biggest markets for consultants. B.Taunton explained that Columbia may be the best opportunity.

R. Collins reported that he didn't believe that manufacturers would be able to sponsor many events in South America.

9.4 Finance

No Report

9.5 CPS

T. Agosti reported CPS met in Chicago a couple weeks ago and the committee members will be here to meet with the Board tomorrow afternoon. While in Chicago, they are offering both exams on Friday and Saturday here.

9.6 Ethics

L. Huber reported they recently had an issue that was resolved.

9.7 ICON

I. Jameson reported that ICON had a conference call this week. They have setup a lending library on the website and have a face-to-face meeting scheduled at NAFEM. They also recently developed a new logo that is awaiting approval from the WW Board.

9.8 NAFEM/FCSI Liaison

Nothing new to report

9.9 AAMBA

R. Collins reported the feedback from the PCP webinar was more about PCP selling themselves more than the publication.

9.10 Government Affairs Committee update

B. Caruso identified that Ira Beer, Jim Little, Kristen Sedej, and Ian Jameson have agreed to be committee members. They recently held a conference call to discuss pending issues affecting the membership. The Committee requested that HQ setup a forum on the FCSI website. The group will explain what the forum does and have input. W. Koehler reported the forum has been setup and will email B.Caruso explaining what HQ still needs from the committee.

B.Caruso to give letter to Wade to publish to the membership and maybe include J. Cornyn's article regarding the Oregon situation we avoided.

I. Jameson reported the Canadian chapter hired a local lobbyist to help push FCSI to the government. Thus far they are receiving some positive notes from the lobbyist and government but these types of activities move slowly.

The group also talked about the Chicago stamping issue. It appears the issue was perpetuated by an individual employee. The stamping issue disappeared once the employee was moved to a different department. The group will continue to monitor other states and cities.

9.11 MEP TF

Nothing to report. T. Taraski will reach out to K. Seelye for more information.

9.12 AIA TF

Nothing new to report.

9.13 NSF TF

J. Petersen attended a meeting in June to address the food shields and a conference call last week. NSF is creating a lab to test food shields with some results potentially produced by the NAFEM Show.

10.0 Sponsorship/Advertising

10.1 2013 Event Sponsorship Update

W. Koehler reported that sponsorships are flowing in already. We currently have \$7,000 for NAFEM and \$37,500 for our Super Regionals. By comparison, we have \$9,500 for NAFEM and \$121,250 for Super Regionals.

10.2 New Project Showcase Publication

W. Koehler reviewed the timeline created by Gill Ashton Publishing. The cost would remain private but the Division could expect net revenues of approximately \$50,000-\$75,000. Circulation would be around 10,000 to operators and architects with an additional 2,000-3,000 to be distributed at FCSI events. The costs per page would be approximately \$5,000 for a full page ad. Consultant members would also have a change to advertise at a reduced rate of \$999 for a 1/6 page. The plan is to have it published prior to the NRA Show.

11.0 Public Relations

11.1 2012 PR Review

P. Wiltjer introduced himself and began his presentation. Pete reported 37 media touches thus far in 2012.

A couple suggestions from the Board

-Interview Committee leaders for the Direct Connection in 2013 explaining what they are up to.

-Have the content from a popular conference session do a webinar.

11.2 2013 PR Goals

1. Create FCSI Powerpoint templates
2. Vocational publications
3. Create a Speaker Bureau publication with phone calls
4. Build a corral of Food Safety Experts
5. Buy email lists to broaden our outreach. Pete could identify targets from his database but needs information to publish.

12.0 Recessed. The meeting was called into recess at 3:05

1.1 Call to Order and Opening Remarks

The meeting was called to order 9:01 am CST and noted that a quorum was present.

1.2 Antitrust Guidelines Reminder

The Chair reminded everybody about the Antitrust Guidelines under which the board operates and all present affirmed compliance.

1.3 Introductions

No introductions were needed

2.0 Events

2.1 NAFEM Schedule

W. Koehler reported the Board will meet at the Marriott Courtyard in Orlando on February 5th and 6th. There will be an FCSI event on the afternoon entitled "Trends in the Industry" on the afternoon of February 6th for the Board to attend. Hotel reservations have already been made. He instructed the Board to plan on arrived Monday, February 4th for dinner.

2.2 2013 Super Regionals

W. Koehler reported that all 3 events had been scheduled. The schedule is:

Vancouver BC – Vancouver Convention Center - September 12th & 13th

Hartford CT – The Boat House and Marriott Hotel – September 26th & 27th

Atlanta GA – Academy of Medicine at Georgia Tech – October 24th & 25th

3.0 2013 Divisional Goals

3.1 Strategic Plan Review

W. Koehler reviewed the 2011 Strategic Plan findings along with the strategies that were identified in October 2011.

3.2 2013 Goals based off 2011 Strategic Plan

Strategy 1

List Serv/Bulletin Board

- Discussion forum is available on the web site. Would like to see if the "member only" information can show up on the web site, even when members are logged in. Can it be grayed out or show a lock?

Social Media

- W.Koehler reported a LinkedIn FCSI TA group has been created. Its usage goes in ebbs and flows. HQ approves all new members for the LinkedIn group. The FCSI Facebook is currently managed by Worldwide.
- Facebook has not been strongly utilized, as most members prefer to keep their Facebook personal. R.Collins reported that in order to attract younger members, FCSI should be utilizing Facebook. B.Pyper suggested setting up an FCSI page rather than an FCSI group. W.Koehler said FCSI staff would oversee the new Facebook page once created.
- The fcsiamericas Twitter username was created in 2011 and managed by W.Koehler. He reported that they had also created the FCSI The Americas News Daily using paper.li that is generated through Twitter and created each day.
- L.Huber suggested that a workshop would be very useful so that members can really learn how to use LinkedIn, Twitter, etc. W. Koehler said the goals of the regionals used to be to bring in operators, but now it may be necessary to focus the regional purely consultant education. E.Norman said the topic should "Social Media for Dummies" and how to manage all the social media outlets. J.Petersen suggested that FCSI host Webinars to teach its members about social media (how, who & why).
- E.Norman asked if we could create a list or a strategy to help consultants manage their social media. Give guidelines of when it should be used, how long and where the time should be spent.

Monthly Membership Email

- W.Koehler reported that the Direct Connection is going to be redesigned with a friendlier format. J.Camacho suggested that FCSI send out emails in between the DC being sent. W.Koehler said that we could use the social media rather than email to disseminate information

Reaching New Members

- W.Koehler presented a list of all the firms within FCSI who have 2+ employees. Larry Huber asked how we could increase firm participation within FCSI to help get more members? L.Huber suggested that we offer a firm membership that would not break the bank but would allow several associate members to join the society.

Quarterly Circulation

- While the Quarterly is no longer going to be published, FCSI The Americas is creating a Project Showcase book that will target architects. The new Foodservice Consultant magazine will be printed Quarterly.

Strategy 2

Increase Transparency

- L.Huber suggested the DC include the most recent BOT meeting minutes.
- B.Taunton asked if all committees should use the same report format and a shorthand format. J.Petersen said that staff could create a format, and then the committee is responsible for taking the notes. W.Koehler said he would create the template for committees to use.

Strategy 3

Hire a PR Firm

- W.Koehler reported that he thought PWMG was doing a good job in managing FCSI's PR platform and that PR is slow to gain momentum and it takes time to notice changes. He also stated the strategy needs to be continually developed and new goals created for 2013.
- W.Koehler explained that PWMG is the liaison between members and media contacts.
- L.Huber suggested that PWMG partner with a PR firm in South America to help gain exposure in that territory. W.Koehler agreed that international outreach needs to be greater in 2013 and that he would speak with PWMG.
- B.Caruso suggested that FCSI should make an action plan for PWMG giving them a certain amount of time to complete the items.
- B.Taunton said that FCSI should focus on using other languages and not just English. Specifically, the exams are not available in other languages and is not actually applicable to countries outside of the US

URL

- FCSI has not yet created an FCSI landing page to measure traffic. W. Koehler reported that when the web site is recreated in 2013 staff will focus on creating this URL.

Alphabet Organizations

- B.Taunton asked if we conduct an advertising exchange with other industry groups?
 - o W.Koehler stated that we offer free conference registrations and advertising in the Direct Connection to promote relationships between groups
- It was requested that HQ look into the cost of AIA advertising
- W. Koehler reported that K. Saal is looking into further AIA partnership benefits

Strategy 4

CPS

- W.Koehler requested the Board collaborate with CPS to determine their direction and annual goals. Both entities need to work together to determine what "Raising the Bar" means and let CPS complete those goals.
- The sense of the Board was to look into having staff run the EP program, separating this process from CPS to help them concentrate on the exam processes.

4.0 CPS

4.1 CPS/BOT Joint Meeting

J. Petersen welcomed Bill Bender, Doug Huber, Joyce Fasano and Karen Malody to the meeting.

ITEM 1

IKE Exam

J.Petersen turned the meeting over to B.Bender.

B.Bender thanked the Board for hosting this joint meeting.

D.Huber thanked the Board and encouraged Board members in attendance to ask questions as the presentation proceeds.

D.Huber explained there are 3 tests. The Industry Knowledge Exam (IKE), an Executive Summary (a 2-5 page report from one of the candidates reference projects) and then the Presentation (PSE).

D. Huber reported the committee met two weeks ago here in Chicago. During their meeting they determined the IKE exam is the proper length and structured properly but a little shallow. B.Pyper asked about the breakdown of MAS vs Design questions. D.Huber reported that both sides are equally represented on the exam and candidates have a Body of Knowledge to review in preparation for the IKE exam. The Body of Knowledge gives the correct and supported answers for the exam.

D. Huber reported the IKE will be validated in 2012 by an our independent company in Texas that helped create and grade the IKE. The committee will review the statistical data during 2013. They hope to add topics such as Sustainability and Ethics which are not included in the current exam. CPS would like to see the Code of Ethics with commentary created by the Society to be used for future questions.

K.Malody discussed the test was based on the core competencies created by FCSI located on the FCSI website. J.Fasano reported the IKE exam can be administered anywhere by a Professional member or an agreed upon exam center at any time.

The IKE represents “entry level” consultant knowledge and could be used to move up through the membership categories such as making members take the exam in order to become a Sr. Associate member. 70% is a passing grade.

Vertical exams have been discussed and been part of their budget for the past few years. A Design and MAS exam would be planned. They would just need to create the Body of Knowledge which requires time and funding for meetings.

ITEM 2

PSE Part 1

K.Malody explained Part 1 of the Presentation Skills Exam (PSE) is the written executive summary. Personal skills are one of the core competencies which includes writing. This executive summary helps identify a member’s writing skills. It includes a 3-4 page summary of a project the consultant has completed in the past. The process began in 2010 and while they have identified some issues, they have created a defensible situation and are committed to continuing to adjust it. They offer the candidate a manual that explains the entire process including scoring. Scoring is performed by a minimum of 3 (up to 5 people) review the summary to assess a pass/fail score. All summaries are completely anonymous in written form to avoid personal conflicts. Scorers are not aware of the candidate’s identity until the candidate enters the room for the presentation part of the exam. K. Malody explained members must be trained to review this process in order to be a “scorer”. The purpose of this exam is to expand and improve the candidate rather than “weed out” members.

ITEM 3

PSE Part 2

J.Fasano reported they are planning 2013 exams prior to the NAFEM Show and the FCSI Vancouver Super Regional. During this part of the PSE, the candidate presents to a panel of

scorers. The scorers represent clients such as a hospital executives or architects. The scoring and feedback is given to the candidate immediately after their presentation. In order to be qualified to be a scorer during the live presentation, the scorer would have to have reviewed the PSE Part 1.

J.Fasano reported they have done extensive research involving a web based streaming and have not identified a proper method or software that is reliable enough yet. The committee is still looking into other methods. D. Huber reported its important for the scorers to be in the room in order to evaluate how the candidate “works” the room whether they are giving good (or bad) news. They have also used Larry Iverson’s DVDs and Sergay’s workbook from the Seattle 2009 FCSI Super Regional to help guide the candidates but are looking at newer methods to help keep the presentation methods fresh.

The committee reported they are open to allowing additional Professional Members to become trained as evaluators. The NAFEM exams will be held Wednesday prior to NAFEM and they would welcome Board members to participate in the process. They would only recommend 3 people from the Board to sit through a presentation to avoid overwhelming the candidates. If a Board member is interested, they would need to commit by the end of this year to participate through PSE Part 1 in January.

They would also need to review the PMP Packet, which includes the 2 DVDS, the Sergay study guide and the CPS Manual.

B. Pyper suggested we offer some sort incentive to encourage current Professional Members to take the exam to expedite the validation process.

ITEM 4

Coaching

They are changing the names of mentors to coaches to better represent the relationship with the exam candidates. The Coach is responsible for making contact and helping the candidate succeed throughout the Professional Membership Process. They reported they need more coaches and that coaches must go through the process in order to assist the candidates.

ITEM 5

CPS Recruiting

They identified they need more people to serve on CPS. R. Miick will become the CPS Leader effective January 1, 2013. They reported they have two potential committee members who have expressed an interest and will be put forward to the Board for approval within the next 30 days.

They are also exploring adding an AAMBA representative. R. Collins believed the Allied membership would react favorably to becoming involved in the CPS. R. Collins also recommended allowing the Allied members to take the exams.

CPS members explained the committee is very time consuming and requires a dedication that not all newer members realize when they join the committee. They allow “worker bees” to remain onto the committee to keep continuity within the programs.

Professional Growth (Educational Provider Program)

In 2011, the committee reviewed 300+ CEU’s. This year is around 175.

Due to the stabilization of headquarters staffing, they only have to review the programs rather than doing all of the work.

R. Collins suggested recreating the submission forms to make it easier for the Educational Providers to submit for review.

K. Malody suggested that we monitor the EP Programs better. The sense of the room was if HQ knew of a Professional Member attending in advance, they could request the member become a monitor with a proper matrix to follow.

W. Koehler explained the 2013 budget process and reported B. Bender and R. Miick will be included on the finance committee's budget conference call to discuss the committee's line items.

K. Malody reported that more interaction needs to take place between CPS and the Membership Committee. W. Koehler explained that with K. Saal moving to her new position, he believe she will give the committee a different insight into the membership process and membership levels.

5.0 Adjourn

L. Huber motioned to adjourn the meeting. B. Taunton seconded the motion. The vote passed unanimously at 3:35 pm

Meeting minutes recorded by W. Koehler