

FOODSERVICE CONSULTANTS SOCIETY INTERNATIONAL

BOARD OF DIRECTORS MEETING

MINUTES

**February 2, 3 & 4th, 2009
Orlando, Florida, USA**

In Attendance

Officers

*Mr. John Radchenko, FCSI
President
(Van Velzen + Radchenko Design)*

*Mr. Ian Hopper, FCSI
Secretary/Treasurer
(MTD (Qld) Pty.Ltd.)*

*Mr. Kühnel, FCSI
Immediate Past President
(Luxenburger und Partner)*

Staff

*Mr. Scott D. Legge
Executive Director*

*Mrs. Betty Sinclair
Director of Administration*

*Mr. Wade Koehler
Director of Sales and Public Relations*

Directors

*Ms. Rosemary A. Osbourne, FCSI
(Rosemary Osbourne Consultancy)*

*Mrs. Clara Pi, FCSI
(PYNEH, HK Hospital Authority)*

*Mr. John E. Cornyn, FCSI
(The Cornyn Fasano Group)*

*Mr. Christopher Bigelow, FCSI
(The Bigelow Companies, Inc.)*

*Mr. Gérard Wolbert, FCSI
(GUEST Consultancy & Training)*

Allied Representatives (Non-Voting)

*Mr. Tim Gamble
(Monika)*

*Mr. Robert Geile
(Hobart-Traulsen)*

Regrets

*Greg O'Connell
(Moffat)*

Monday February 2, 2009

1. Call to Order and Opening Remarks

The meeting was called to order 1:35pm and the President noted that a quorum was present. President Radchenko welcomed the board to Orlando. John welcomes new board members, Clara Pi and Gérard Wolbert, to the board and noted that two of our three invited allied member guests of the board, Rob Geile and Tim Gamble, were also joining us for the first time. Greg O'Connell sent his regrets. New FCSI WW staff member Betty Sinclair was also welcomed to the meeting.

The President noted that there will be challenges over the next two years, especially with current economic conditions, but there will also be opportunities. The leaders of the Society, who sit around the board table, represent our three divisions, are the keepers of the Society and the FCSI brand. It is our responsibility together to act appropriately and responsibly on behalf of all members of FCSI globally. We must ensure that the FCSI brand is well represented and promoted for the benefit of all members.

The nature and temperament of board discussions must remain at the board table and remains confidential. There is ample opportunity for individuals to disagree, but ultimately the board makes decisions. Once a decision is made by the board, the entire board needs to support that democratic decision. Minutes of Meetings will reflect decisions that are made by the Board and all actions will then be based upon those decisions in a completely transparent manner.

Allied member guests of the board will represent the vitally important allied membership of the society. Our allied guests are encouraged to speak freely and share their ideas and opinions, however - as guests our bylaws do not allow them to vote.

2. Consent Agenda

It was moved to accept the consent agenda with division reports removed to the discussion agenda to permit greater sharing and support among divisions. The FCSI Educational Foundation report is also moved to the discussion agenda, leaving the approval of Minutes from October 14 & 15, 2008 and the membership report as the only remaining items in the consent agenda. The motion was seconded and after discussion and removing the above noted items, approved unanimously.

2.1 Asia Pacific Division Report

Clara Pi reported on the state of the Asia Pacific Division

- Tim Smallwood completed his term as APD Chair during the Beijing Conference
- Clara Pi was confirmed as APD Chair following the conference
- APD will conduct their conference and ABM in New Delhi India in March 2009

- APD will continue the tree planting efforts begun with the Beijing conference by collecting donations toward another visit to Inner Mongolia to plant trees in April
- Two trees will be planted in Inner Mongolia for every attendee to the APD conference in New Delhi in order to achieve carbon neutral certification once again
- APD is hoping to encourage greater activity on a regional basis during 2009
- Branding will be a focus over the next couple years to increase awareness throughout the region
- The Beijing Conference appears to have made a great impression on the industry and has brought forth many potential new members
- APD would appreciate help from WW in development of marketing/branding materials for use by the division. SL advised that aside from branded PowerPoint backgrounds, all other materials developed over the years were primarily event or purpose specific – staff can look into developing more generic materials if the board wishes

2.2 Europe/Africa/Middle East Division Report

- The EAME Board met recently near the border of The Netherlands and Germany, and also visited the Restaurant-of-the-Future
- The next meeting is scheduled for the second week of June and will be combined with an administrators meeting at a yet to be determined location
- Scott and Betty will coordinate with all EAME administrators to roll out the use of the new Association Management System by all offices
- The EAME conference for 2009 will be held in Marrakech, Morocco at Le Meridian N'Fis Hotel – arrangements are also being made at the Kenzi Farah Hotel, a nearby, lower-cost option
- The WW Board are encouraged to come to Marrakech for their fall board meeting - it is suggested that board meetings take place at the Kenzi Farah Hotel due to price considerations (a 5 minute walk from Le Meridian)
- The conference theme is “Innovation – Key to the Future”
- The program and speakers are being confirmed at this time
- The EAME BoT has approved involvement in the Restaurant-of-the-Future
- Presentations are being arranged to introduce FCSI to several client-based associations within Europe to promote the society and the brand – a presentation has already been made in Barcelona
- Peggy Ulle is hoping to make a presentation to a group of consultants in Sweden who have a separate association but may be interested in merging with FCSI
- The marketing folders are now printed and in use in five different languages
- The EAME portion of the web site is being reviewed and updated
- ***It was suggested that FCSI WW become a member of Survey Monkey (\$195US per annum) and share the login details with division offices so that all can benefit from the use of this service***
- An increase in dues payable to EAME has been approved for 2009

- EAME has sold 382 copies of the *Professional Kitchens* book in 39 different countries. A third edition is planned for production in 2011
- A Masters Degree in *International Hospitality Design and Management Consultancy* is being developed by FCSI UK & Ireland in conjunction with Sheffield-Hallam University and with \$15,000 in support from the FCSI Educational Foundation – and will go live in January 2010
- The EAME Board has decided to discontinue accepting new members in the “Individual Allied” category as it is felt that those company personnel should join as Corporate members
- Plan to conduct a survey of the members to find out their level of satisfaction and seek suggestions for future programs – RO offered to share the results with the WW Board
- RO will complete her term as EAME Chair in October 2009 and the process is underway to select the next division Chair

2.3 Americas Division Report

- FCSI The Americas have a new management company on board as of 01 January 2009 and the transition process continues
- There have been challenges obtaining accurate financial data while transitioning
- Held four very successful Super Regional Events in 2008
- Participation in Education Provider Program has increased dramatically to over 34 companies for 2009
- Have postponed the Minneapolis Conference, originally planned for early November 2009 due to economic constraints – to be rescheduled in April 2010
- Chapter creating will be a key effort in the coming years
- Webinars will be used to enable member contact without the expense of travel to participate in events
- The division’s bi-annual business meeting for 2009 is intended to be conducted over the internet
- Stella Sytnik, the Americas Division Executive Director was introduced to the WW Board
- Continuing to work with ICON “Emerging Professionals” in an effort to encourage new and young members to get involved in the activity of the Society

3.0 2008 Financial Year End

IH and SL reported on the status of FCSI WW finances as of the end of the recently completed fiscal year 2008. Information presented was prepared by FSA Accounting as draft statements without the benefit of the annual audit. The audit is scheduled for the second week of February and will be conducted by Stivers & Associates of Kentucky.

SL reported that there was a need to adjust the figures for expenses related to the first quarter graphic design of the magazine due to the fact that FSA had not reported this cost for the 4th quarter 2007 in fiscal 2007 – resulting in this cost for two editions being

reported in 1Q 2008. SL clarified for new board members that the publication of our magazine is considered “non-core business” by the IRS and as such FCSI does pay corporate taxes on the ‘profits’ produced by that publication. SL assured the board that steps will be taken in 2009 to more accurately assess publishing expenses to the magazine so as to ensure the Society’s core business is not being taxed.

Due to the fact that FCSI WW and The Americas were not separate legal entities until late 2008, with the division operating within FCSI’s corporate position and accounting performed by FSA Group LLC for both groups – the finances of the two groups remained conjoined until the end of 2008. There will be a need to sort out the relative positions of the two operating units in order to determine the proper starting positions of FCSI WW and FCSI - The Americas for 2009.

As of 2009 all three divisions will be separately incorporated and fully responsible for their own financial obligations.

SL was asked to start fresh with the chart of accounts in 2009 given that we are setting up a new accounting system. The accounts need to be set up with revenues and expenses paired on projects to give a more accurate picture of the real impact of various programs and projects. SL/BS will arrange for a review of the new Chart of Accounts by an accountant to ensure we are setting up the books in a manner that will be appropriate for IRS reporting and audit services for 2009 and beyond.

The meeting was recessed at 5:30 p.m.

Tuesday February 3, 2009

The meeting was reconvened at 8:30 am

4. Division Budgets for 2009

4.1 2009 FCSI Europe/Africa/Middle East Budget

- The 2009 budget for FCSI Europe/Africa/Middle East was presented for information purposes and discussion.

4.2 2009 Asia Pacific Budget

- The 2009 proposed budget for FCSI Asia Pacific was presented and is contingent on the WW Board’s decision on the Brand Recognition Grant to be discussed later in this meeting.

4.3 2009 The Americas Budget

- The 2009 proposed budget for FCSI – The Americas was presented noting that several amendments need to be reflected prior to acceptance by the division board of trustees.

The version presented indicated a waiver of all dues payable to worldwide which is to be discussed later in this meeting.

5.0 2009 Worldwide Budget Preparation

- SL presented a draft budget for discussion by the board
- Changes since the earlier version include:
 - more accurate estimates for air travel and accommodations which were previously researched in September 2008
 - Sales figures are now based on actual sales commitments
 - Early dues estimates were higher than those on the current version because no adjustments had been made to account for Lifetime members who pay no dues at any level of the Society
 - Estimates have been received from each division now whereas the September version of the budget used then current membership report data
 - The earlier version of the budget provided for the board to travel to Minneapolis in October whereas now the board will be going to Marrakech in October
- WW dues receivable from The Americas Division are based on full corporate membership fees rather than the “Corporate Division” category created by FSA but never approved by the WW Board. As such dues for all corporate member companies will be assessed the full WW portion of corporate dues as opposed to the reduced rates that the non-approved ‘Corporate Division’ company rate. There needs to be a board discussion about the corporate membership structure to deal with issues of price, funds distribution, participation, benefits, etc.
- The WW portion of dues will be invoiced on May 1st based on all members shown in the member database as being current as of May 1st. Payments from all divisions and local units are due at WW HQ on or before June 1st.

6.0 Proposed Update to the WW Bylaws

SL noted that several amendments to the WW Bylaws had been presented to the Board of Directors during the meeting in Beijing but that those amendments have not yet been fully approved for presentation to the voting membership for a vote as yet. SL reviewed those amendments with the board and received approval to prepare for a membership vote.

It was moved that the amendments to the FCSI WW Bylaws presented be approved for issue to the voting membership. The motion was seconded and when put to a vote passed unanimously.

7.0 Publications

7.1 Americas New Publication Status Report

No details on the new publication have been developed at this time. A report should be anticipated at the next WW board meeting.

7.2 Consultant Magazine Sales Status Report

Wade Koehler presented a report of current sales commitments from corporate member companies. Wade plans to survey the consultant membership to seek information on the volume of equipment being specified by our consultant members on a regional and global basis. This should produce information that will be able to be used to show our corporate members how valuable the membership is to their marketing efforts. It is believed that an idea of the amount of equipment being specified will become valuable in our efforts to encourage corporate member companies on a global basis to advertise in The Consultant. The Directors requested advanced notice of when the survey will be issued.

It was suggested that advertisements from global companies could/should include contact details for sales offices in various parts of the world in order to make them more globally beneficial to the advertiser as well as the readership of the magazine. Wade will try to encourage advertisers to provide multiple contact details.

Wade also requested that all divisions provide him with copies of the leads for corporate memberships that they generate at trade shows. This will allow Wade to encourage new companies to join as corporate members (where the division benefits) while also encouraging participation in advertising (where WW benefits).

7.3 Consultant Magazine On-Line

Wade demonstrated the online version of The Consultant magazine including features that provide direct web links to advertiser's web sites, live e-mail addresses, etc. The live links to advertiser sites are now provided in the on-line version at no additional cost. It was noted that if an advertiser created a special web page, and use that web page as the link on their advertisements in our magazine, they would be able to track the number of hits gained by advertising in The Consultant.

The on-line version can be saved as a PDF file for use by the readership and the articles become searchable through search engines.

SL & WK encouraged the board to approve rolling out the electronic version of the magazine for the full year's publishing calendar. Initially the intent is to expand distribution of our magazine to additional client-based associations on a global basis without any additional cost. All divisions and local units/chapters are encouraged to promote the availability of The Consultant on-line as a way of promoting the FCSI Brand.

The on-line version may provide an opportunity to link with on-line translation sites which may then allow readers, for whom English is not their first language, to view the magazine in other languages and thus make it more globally beneficial.

Eventually the availability of the on-line version may also reduce the number of copies that we need to print in hardcopy format, thus reducing production cost.

It was moved to proceed with publication of The Consultant in an on-line format for the remainder of the 2009 publishing calendar. The motion was seconded and passed unanimously.

7.4 Consultant Magazine Task Force Report

The Editorial Advisory Board is being formed to address the matter of proposed updates/changes to The Consultant magazine. A conference call was held in early January with positive results and the changes are hoped to be implemented beginning with the third quarter issue this year.

Wade is also working to expand the range of companies who advertise in the magazine on a geographic basis as well as from other sectors of the market besides equipment manufacturers. JR noted that these efforts require the board to fund Wade's travel to geographically diverse areas of FCSI's world to promote the participation of companies in terms of membership as well as advertising. Consultant members also need to assist in making contact with these companies and then passing along these leads to Wade for follow up.

We need to increase the range of editorial content, particularly from consultant members in all parts of FCSI's world and increase distribution to client-based associations globally in order to make the advertising opportunity more attractive to globally diverse corporate member companies.

The list of regular professional writers utilized in publication of the magazine are being reviewed by the Editorial Advisory Board (EAB) and we are also looking at retaining contributing editors in other parts of the world for the betterment of our product.

7.5 Consultant Magazine Subscriptions/Distribution

All members of the Society are automatically subscribers of the magazine. It is also distributed to a few client-based associations and those who have, over time, requested a subscription. It recently became apparent that individuals who paid for a subscription over the past several years have never been invoiced for subsequent years – yet they continue to receive the magazine. The price of a subscription has also not increased in well over 10 years despite an increase from 4 issues per year to five. Currently the price of a subscription does not cover the cost of postage.

SL asked the board for permission to prepare and issue a mailing to current subscribers asking for confirmation that they still wish to receive the magazine and offer them the choice of a paid subscription for the printed version or a free subscription to the electronic version. The WW staff intends to create a subscription page on the FCSI web

site which would allow us to capture contact details for all subscribers and provide us with a list of people who can be invited to FCSI events and programs.

SL asked for permission to raise subscription rates for the printed version to cover the cost of distribution.

It was moved that subscription rates for non-members be raised to cover the cost of distribution. The motion was seconded and passed unanimously.

7.6 Web Site Update

Gerhard questioned why there remain a few local unit web sites on the internet rather than all such subunit web content being incorporated into the one FCSI worldwide site as decided by the Board three years ago.

All Division/Local Unit administrators have access to the Content Management System of the web site so that they can update/correct/supplement the information on the site. Some local unit representatives have been actively updating and have requested changes/updates to the menu structure which were then implemented by SL through the web host. Updates have been made for FCSI Netherlands, FCSI Germany-Austria and FCSI - The Americas but no communications have been received from FCSI Italy, FCSI France and FCSI Switzerland. FCSI UK & Ireland has made comments that they are not happy with the site yet but have not provided specifics which can be acted upon. It is apparent that IT, FR, CH and UK units have not made an attempt to edit or update information on the main web site since the time of its launch in September 2007.

SL asked the board whether they intend to enforce the directive of 2 years ago that all units within the Society must abandon their separate web sites and utilize the single site www.fcsi.org. No firm answer was received.

SL asked the board whether they want to continue to finance changes/alterations to the web site or turn over those costs to the unit/division requesting the changes, or come up with an arrangement whereby those costs are shared by WW and the units.

Tim Gamble noted his opinion that the web site is an internally focused web site rather than a marketing web site.

8.0 Association Management System

8.1 Avectra NetForum Pro implementation

BS and SL reported on progress made to implement the new Association Management System (AMS). The upload of member data exported from FSA's old system has been completed with the exception of CEU credits which are yet to be configured. Photos and Bios have also yet to be incorporated into the new AMS. Staff demonstrated the new system live, on-line for the benefit of the board.

The new AMS will be linked to the web site to replace the existing member search feature and allow individual members to update their contact/biographical information on this single database globally. We will lose the ability to log member involvement in market sectors and areas of specialty with this new AMS, however we will be able to track additional information in customizable fields. For instance, we will be able to insert a check box for members who wish to participate in a Speaker's Bureau if any portion of the society wishes to track that information.

The system is not capable of permitting individual member dues invoicing for all division/local unit offices because of the various bank accounts and currencies involved.

8.2 Proposed AMS training for Division Staff

All global administrators have now been provided with their own log in username and password to access the system. All the administrators have been provided with enough instructions to view on-line video tutorials on the system and are encouraged to actively use the system to update member contact/bio details and investigate the capabilities the system has for publishing broadcast e-mails and run reports. WW staff intends to travel to Europe in June to meet with the administrators from EAME in order to teach them how to use the system in greater detail if the travel costs of such a visit are approved as part of the WW Budget.

SL suggested that AH may wish to use the data now resident in the AVECtra system to populate their iMIS system rather than trying to make sense of the data exported from FSA's AMS because there was a lot of work involved in making sense of the FSA data that should not need to be duplicated unnecessarily.

9.0 FCSI Asia Pacific Funding Requests

9.1 Request for JR/SL/WK participation at APD events in India

Clara requested approval for John Radchenko, Scott Legge and Wade Koehler to travel to New Delhi India to support and participate in the events planned during the AAHAR Spring Show and APD Conference/Board of Trustees meetings. A decision was deferred pending final approval of the FCSI WW Budget for 2009 which currently includes allowances for this trip under President's Expense and Staff Travel Expense line items.

9.2 AP Division proposal for Tree Planting Program

FCSI Asia Pacific is continuing the tree planting program begun in conjunction with the Beijing Conference and is collecting funds for a second visit to Inner Mongolia in April 2009. Clara hopes to continue the program annually and arrange for a portion of the planting area to be designated as the FCSI forest. JC suggested that the other divisions should promote this program throughout FCSI's world. No specific contributions are being requested by WW.

9.3 AP Division Brand Recognition proposal

Clara Pi presented a proposal to increase awareness of the Society within the Asia Pacific region by producing marketing folders (similar to those produced in EAME), production of banners and advertizing in India to promote the APD introduction to the Indian hospitality industry in conjunction with the AAHAR Spring Show and APD conference. The funds needed to implement these plans, amounting to \$77,490 HKD or \$10,000US, are detailed in the FCSI APD budget for 2009.

It was moved that the WW Board support FCSI Asia Pacific in the amount of \$10,000US to be used as outlined today. The motion was seconded and when put to a vote the motion passed with one member abstaining.

10.0 FCSI – The Americas Funding Requests

10.1 Request for WW funding of ICON initiatives in 2009

ICON is hoping to conduct outreach efforts in a couple directions this year:

- To assist new FCSI members by linking them up with established members in a mentorship type arrangement
- To increase awareness of the profession of foodservice consulting among students in hospitality programs of study
- To give young/new members a collective voice in the Society

It was moved that FCSI WW award a grant of \$10,000US, to be matched 50/50 by the Americas Division, for use by the ICON group to launch their efforts to encourage young people to get involved in FCSI and the consulting profession. The motion was seconded and following discussion was approved unanimously.

10.2 Request for WW funding of AD NAFEM/NRA Events

The Americas division requested that FCSI worldwide provide funding toward planned educational programming and related events at both the NAFEM and NRA Shows this year.

It was moved that FCSI WW grant a total of \$10,000US to the Americas Division to conduct events at NAFEM (\$5,000) and NRA (\$5,000) during the year 2009. The motion was seconded and failed to pass by a vote of 2 for and 5 against.

10.3 Request to retain WW portion of Dues for 2009

FCSI – The Americas presented a request to retain the worldwide portion of dues for 2009 to help balance their operating budget and produce the events and programs they have planned for the year. This is felt to be necessary because of the uncertainty of final 2008 year end results that are not known as yet, and the plan to launch a new publication mid-year which will require a great deal of work before its financial impact will be known.

It was moved that FCSI Worldwide loan the Americas Division \$75,000US interest free, to be paid back within a four year period as divisional revenues permit. The motion was seconded and following discussion passed with one abstention.

The loan will be considered a line of credit available to the division if/when required. It is assumed that the division will make a formal request of the WW Secretary/Treasurer when they wish to make a withdrawal of funds and documentation will be prepared to formalize arrangements at that time.

11.0 FCSI Europe/Africa/Middle East Funding Request

11.1 Restaurant of the Future

This is a project begun by four founding partners including Sodexo, Noldus IT, Kampri and Wageningen UR. There are several additional partners involved now and FCSI has an opportunity to participate. The Restaurant of the Future is not just a place to experiment with new food products, preparation methods and self-service systems, but also a facility allowing close observation of consumer eating and drinking behaviour.

Gérard has visited the project several times including one visit with Gerhard Kühnel and most recently the entire EAME Board of Trustees visited. Every day about 200 guests are served in the restaurant while various experiential variables are altered and results are recorded and studied.

The partner companies/organizations participate in having access to the results of tests and proposing issues to be studied in the laboratory. FCSI has the opportunity to participate as a partner in the project for an annual investment of €2,500. The opportunity has been considered by FCSI Netherlands and FCSI Europe/Africa/Middle East and all are keen to become involved. It was felt to be important to join the initiative in order to have access to the research and also to be aware of future development of similar facilities in other parts of the world.

It was suggested that FCSI worldwide provide one half of the partnership €2,500 funding with the three divisions contributing the other one half so that all may share in the benefits.

It was moved that FCSI worldwide participate in the Restaurant of the Future project in the amount of €1,250 per year for the length of time that

FCSI EAME is involved; to be reviewed on an annual basis as part of budget preparation. The motion was seconded and when put to a vote the motion passed unanimously.

It was moved that the board authorize Gérard Wolbert to endorse a contract with Restaurant of the Future in the Netherlands on behalf of FCSI worldwide. The motion was seconded and passed unanimously.

12.0 FCSI Educational Foundation

John Cornyn took over from Rosemary Osbourne as the WW Board appointed director on the FCSI Educational Foundation board in late 2008. A Foundation board meeting was held in Las Vegas December 29th and 30th, 2008. The WW Board went into Executive Session to discuss the present status of relations between FCSI WW and the FCSI Educational Foundation.

The meeting was recessed at 4:34 p.m.

Wednesday February 4th, 2009

The meeting was resumed at 8:38 am

13.0 FCSI Worldwide Conference 2010

Staff had previously researched possible sites for a 2010 WW conference within North America including – Vancouver, San Francisco, San Diego, San Antonio, Las Vegas, Denver, Chicago, Miami and Mexico City. Detailed research was conducted for Mexico City and Vancouver which were both eliminated from further consideration by the Americas Division board of trustees. All the other noted locations were eliminated from consideration for a variety of reasons related to ease of travel for international guests and cost.

The Americas Division is now planning a conference in Minneapolis/St. Paul in first quarter 2010 to which they could invite all members globally. There was some discussion as to whether worldwide member attend conferences held within another division's geography. It was pointed out that each worldwide conference has achieved a level of attendance higher than those organized by divisions, although the home division usually represents the largest portion of the registrants.

Members who participate in conferences have been clear that they enjoy the events where FCSI's worldwide membership attends – on personal as well as professional levels. Educational programming for worldwide conferences needs to be planned to include a global perspective so that it is applicable to all present.

EAME has typically refrained from holding a division conference during years when there is a worldwide conference so as to support attendance at the WW event by members based within EAME.

The society has evolved from the days when FCSI worldwide held conferences in the absence of divisional activity to the current situation where the vast majority of activity is being planned and executed at the division level. There was discussion about whether conference should be left to the divisions to organize with an invitation to members in the other divisions to attend or perhaps ask the divisions to plan and execute the WW conference when it is held within their geographic boundaries.

It was moved that the Americas Division will plan and execute a Worldwide conference in Minneapolis, MN in April 2010 with support from WW in terms of promotion and sponsorship. Dates are to be confirmed and WW is to define their needs. The financial risk and potential for profit or loss is to be retained by the division. The motion was seconded and following discussion the motion passed unanimously.

14.0 Awards Programme

SL asked the board whether they intend for any worldwide awards to be presented this year. The only significant Society event where such awards could be presented publically this year is the FCSI EAME Conference in Marrakech in October. As previously decided by the board FCSI WW holds several awards that could be awarded including:

- FCSI Service Award
- FCSI Green Award
- FCSI Manufacturer of the Year Award
- FCSI Product of the Year Award
- The Consultant – Best Article by a Consultant Member Award
- The Consultant – Best Article by an Allied Member Award

Awards entry and judging criteria need to be updated and better documented as soon as possible. It was decided that the above noted WW awards will be presented next in Minneapolis, MN in April 2010.

15.0 FCSI Academy Task Force

The FCSI Academy Task Force functioned in early 2008 and filed a report with the WW Board last May. There has been no activity since then pending a decision by the WW Board to fund further development. John R. wishes to restart activity during 2009 to allow the TF to work with CPS input to further define the scope of the Academy and provide additional detail to the Board to define their way forward.

Some funds have been included in the proposed WW budget for 2009 to allow for e-mail and conference call communications without the expense of face-to-face

meetings. The goal would be to distill the original vision for the FCSI Academy down to an initial manageable project (probably a resource library) that would allow the group to move forward with an effort that would produce benefits for members of the Society.

Kornelius Kirsch FCSI will be contacted to determine if he is still willing and able to take over as Chair of the task force given that JR, as FCSI President, would not typically continue to chair a committee or task force.

16.0 Next Board Meeting

The board would typically meet next in May or June. SL has looked at the possibility of meeting in Germany in June in conjunction with other meetings now scheduled in early/mid June including the EAME BoT meeting and EAME Administrator's meeting in an effort to reduce costs and travel time for board members.

Chris Bigelow suggested not meeting in June in order to save funds and requested that a decision be held pending approval of the WW Budget. John Radchenko expressed his opinion that face-to-face meetings are necessary to conduct the business of the WW Board. JR indicated his wish to plan a strategic planning meeting in May/June or the following meeting.

17.0 WW Budget for 2009 (revisited)

The board was asked to return to the proposed budget for 2009 following discussion and decisions on a number of programs affecting the annual budget. There was opinion expressed that the budget remains a work in progress due to a lack of confidence in some of the figures provided by the former management company pending review as part of the audit process.

SL reminded the board that the draft year-end statements produced by FSA Group are historical records that largely do not impact the operating budget for 2009 other than to confirm the reserves that exist for cash-flow and security purposes. The other major question remaining relates to the relative portion of A/R and A/P applicable to WW versus the Americas Division.

The budget as presented today incorporates amendments made as a result of decisions reached earlier in the meeting, but remains a deficit budget. Ideally the board should be approving a balanced budget in keeping with the governing documents of the Society. It was suggested that the final decision on the budget be handled via e-mail following this meeting to allow for further adjustments aimed at achieving a balanced budget.

The board questioned the need to the CPS to meet twice this year. If the CPS could forego the planned meeting in September 2009 that would potentially help the overall budget situation. There was also a suggestion that the FCSI Educational Foundation

be charged \$20,000 annually for management services provided by FCSI WW's management company (up from the current \$12,000).

The Secretary/Treasurer and Executive Director will work on further improvements to the budget and report back to the full board with a recommended 2009 operating budget as soon as possible.

18.0 Actively Supporting FCSI

Rosemary had requested an update to the graphic "Actively Supporting FCSI" which is available for use by allied members. SL reworked the graphic to expand the text size of "Actively Supporting". The graphic file will be finalized by staff and made available to all allied members of the Society along with the logo usage policy.

Meeting adjourned at 11:22am

Meeting minutes recorded by S. Legge