



**FOODSERVICE CONSULTANTS SOCIETY INTERNATIONAL  
THE AMERICAS DIVISION**

**BOARD OF TRUSTEES MEETING**

**MINUTES**

**February 8, 2011  
Rosen Centre Hotel, Orlando Florida**

**In Attendance  
Officers**

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

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

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

**Guest of the Board**

*Mr. Eric Norman, FCSI  
ICON Representative  
(MVP Services Group)*

*Mr. Tom Galvin, FCSI  
AIA Committee Representative  
(Galvin Design Group)*

**Staff**

*Mr. Wade Koehler  
Executive Director*

*Ms. Kayla Saal  
Director of Member Services*

**Trustees**

*Mr. Harry Schildkraut, FCSI  
Central Region Trustee  
(C2O Consulting)*

*Mr. William Taunton, FCSI  
Central/South American Trustee  
(Gastrotec S.A.)*

*Ms. Corrinne Ward  
Allied Trustee  
(B.S.I., LLC)*

*Mr. James Camacho, FCSI  
Eastern Region Trustee  
(Camacho & Associates)*

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

*Ms. Lisa Bell, FCSI  
Canadian Trustee  
(Lisa Bell & Associates)*

**Excused**

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

### **1.0 Call to Order and Opening Remarks**

The meeting was called to order 8:00am EST and the Chair welcomed the board to the meeting and noted that a quorum was present. EN welcomed Kayla Saal to the meeting.

### **1.2 Antitrust Guidelines Reminder**

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

### **2.0 Approval of Minutes from Previous Meeting**

*A motion was made to approve the minutes as stated. The motion was seconded and a vote was passed unanimously*

### **3.0 FCSI WW**

#### **3.1 WW Strategic Planning Update**

EN reported that he, CB, CW and WK attended the recent WW Strategic Planning Meeting in Toronto two weeks ago. Sandi Humphrey, a consultant, facilitated the meeting.

We will repeat that process at this level after we get the WW report. Scott Legge has been instructed to create a business plan and report back as soon as possible.

WK discussed the corporate member structure could change to accommodate the conglomerate.

WK discussed the need for Public Relations to create a “go to” knowledge base for the press.

#### **3.2 Board and Governing Policies**

CB discussed the need to look at the Board vs. Staff responsibilities

EN Showed the Triangle created at the WW Session. CB discussed how FCSI WW is the base of the triangle with the FCSI member being identified at the top of the triangle. The intent is for FCSI WW to become a knowledge and membership base for all divisions to engage from and deliver to the membership.

#### **3.3 Future Conference Dates**

2014 will be the next WW Convention in EAME and would reoccur each 4 years.

CB indicates that we should not have to alter our schedule. WK agreed to go back to WW and report back at the next meeting.

### **4.0 Membership**

#### **4.1 Reclassification of Professional and Sr. Associate Members**

WK showed the latest spreadsheet report showing 22 members that have not completed their 2010 CEUs.

EN reported that Michael Barle is a dealer and should not be a Sr. Associate member. He wrote an email to Michael informing him that he would need to be reclassified.

Allan King is requesting a waiver. Wade to call Allan to discuss the system.

WK reported the Board does not have to reclassify today. Members have until June 30<sup>th</sup> to complete their 2010 CEU's before the reclassification vote is needed.

#### **4.2 Dues Renewal Report**

KS reported that another mailing was done in January and the checks are coming in.

#### **4.3 Member get a Member Campaign**

WK reported the new campaign offers \$50/associate and \$100/Sr. Associate referrals. It's available to all members including Allied Members. One member has already referred 2 new members. CW agreed to report back to AAMBA to promote the campaign.

### **5.0 Financial Report**

#### **5.1 Latest Financial Report**

Wade showed the January report showing a bank balance of \$451,675.12. He reported this amount included 2010 net income and current income.

#### **5.2 2011 Budget Review and Approval**

WK went through the budget line item by line item with the following discussions:

CPS to poll the consultants that attend EPP programs to monitor the sales aspect and to ensure the proposed agenda is being followed. CPS will need to create the survey to help judge objectivity and that goals of the EP Provider are met. All complaints or suggestions that arise from the completed surveys would be addressed with the EP Provider by the HQ Staff. Repeat complaints would be handled by the CPS TA and/or the Board.

BT suggested that we do an event in South America in 2013. Connect a Board meeting with the Regional. Do it in the Caribbean, Dominican Republic, Hawaii (check with new member from Chicago) Staff was instructed to create a survey to ask members if they would be willing to attend an event in those locales.

#### **5.3 Diamond Sponsor Advertising Invoices from WW**

CB reviewed the history regarding the advertising charges. WK showed that the actual cost of \$2,367.59 per ad.

*CB motioned to pay 50% of actual cost per ad for a total of \$8,286.57. The motion was Seconded. Motion passed unanimously.*

#### **5.4 Repayment of WW Loan**

WK to go back to payoff amount

*JP motioned to payoff the remaining balance once verified by WK. The motion was seconded. The motion passed unanimously.*

WK was instructed to pay the required 20% of net income of The Quarterly from 2010 sales.

WK to bring back financials to 520 after 2010 Audit is completed.

### **6.0 Governance**

#### **6.1 Review of Bylaw Draft**

WK went through latest bylaw document.

WK reported the actions needed to approve the bylaws. Staff will print copies to be available at the NAFEM Show booth, post them on the FCSI website along with a bulletin board discussion option, host a 1 hour conference call in early May open to all members to ask questions to the Executive Committee and offer the vote via survey monkey immediately after the conference call for a period of 3 days.

*TA motioned to accept the bylaws as presented. The motion was seconded. Motion passed unanimously!!*

#### **6.2 Reinstatement Initiative**

EN discussed the members should be offered the opportunity for former members allowed be accepted. John Egnor has also expressed interest along with 10 other members from his firm.

The Board instructed staff to create a list of former members starting in 2005. The list will be distributed to the Board to contact.

TG expressed concern about allowing all members allowed back. WK stated that if we were to offer this initiative then the Division cannot be selective regarding former members returning as long as they meet the current membership requirements.

*HS motioned that we allow members to return to FCSI at their previous membership level beginning today through June 30<sup>th</sup> with Professional members not having to sit for either*

*exam. All applications must be received at HQ no later than June 30<sup>th</sup>. The motion was seconded. The motion passed unanimously.*

### **6.3 Readmission Application Fees**

*TA motioned to charge the regular application fees to all reinstatement candidates. The motion was seconded. The motion passed unanimously.*

### **6.4 Create Nominating Committee**

WK recommended that we delay discussion and creation of this Committee to make sure JoC is interested in serving as Leader and be allowed to assist with committee member selection. WK will report back to the Board asap regarding the selections.

### **6.5 Canadian Chapter Representative**

WK reported that Lisa Bell has agreed to extend her term and serve until the Bylaws are passed. WK will approach the Canadian Chapter for nominees for next election.

## **7.0 Committee/Task Force Reports**

### **7.1 Council for Professional Standards**

TA reported they are meeting today in Orlando and will report back at the next meeting.

### **7.2 Membership Committee**

JP reported that the Membership Committee were given a advance copy of the bylaws and waiting for directions.

WK discussed he recommended adding a co-chair to help expedite the approval process. The sense of the Board was to add a co-chair immediately to assist with membership approvals and create a succession plan for the Committee

### **7.3 Editorial Advisory Board**

Nothing to report at this time.

### **7.4 ICON**

ErN reported that ICON is having walkthroughs of the What's Hot/Whats Cold portion of the NAFEM Show. ErN also reported that ICON is in the planning phase to have an event during the Super Regionals

### **7.5 NAFEM/FCSI Liaison**

Nothing to report at this time.

### **7.6 Conference Planning Steering Committee**

JamesC talked about the need to add a new member to the Steering Committee due to Joyce's term ending. Eric Norman volunteered to serve.

JamesC and WK reported that the Kansas City planning committee is being formed.

### **7.7 AIA Task Force**

TG reported that the Powerpoint is completed except for the training notes. The MAS presentation will be completed in the next couple weeks. All items should be completed by the end of March. Dick Eisenbarth and Scott Reitano are going to work on the crib notes for the presentations.

TG reported the Specialty presentations will be created and completed in 2011. Task force would like FCSI give aways provided by the Division for presentations given by members.

TG asked if we could present these at the Super Regionals. WK reported we could look at the agenda to see if we could fit it in.

WK was asked to send final version to AIA for approval.

WK to send to Bill Taunton as well.

### **7.8 AAMBA**

CW reported that the main concern is dues allocations and EPP Fees. She stated the EPP fees are becoming a contentious item being viewed as a potential second dues. She also reported the need to review the fee structure for multi brand companies to offer assistance.

### **7.9 IDPC**

WK reported that CO, MA and AZ have active legislation. He sends all correspondence to all members in the appropriate states.

### **7.11 Ethics Committee**

BT suggested that we get the committee active again. WK was asked to send BT a list of current committee members.

## **8.0 Events**

### **8.1 2011 Super Regionals – Board Members Breakfast**

WK asked if we should have a Board Member Roundtable at each Super Regionals. The Sense of the board was to offer the breakfast at each event. WK to identify a board member for each meeting.

## **9.0 FCSI Educational Foundation**

### **9.1 Latest Foundation Report**

Nothing to report at this Time

## **10. New Business**

### **10.1 Future Board Meeting**

WK reported the dates of the Chicago meeting with potential strategic planning may be added on to the beginning of the week.

EdN reported that the Board Conference Call will take place every other month starting with the next call scheduled for April 11<sup>th</sup> at 10:30am CST.

### **10.2 Pacific Northwest Chapter Event Report**

JC reported that the event hosted a little over 200 people in attendance and the event was well received. The planning team is working on a model for FCSI Chapters to use.

### **10.3 Manitowoc Design Team Situation**

EdN discussed the Manitowoc Design Team situation with the board regarding the need for FCSI Designers to support FCSI Allied Members. TG discussed his recent experience in talking with Howard from Manitowoc's Boston office regarding his competition with FCSI members.

WK reported that EdN, TG, Juan Martinez and himself are meeting with Bill Clark Wednesday afternoon and will report back to the Board

### **10.4 Broadcast Emails**

JamesC suggested that we start sending out more broadcast emails on biweekly basis.

### **10.5 Giveaways**

BT suggested that we start to offer giveaways at FCSI events and a couple times per year. It was also discussed that the Division could look into a FCSI merchandise line.

### **10.6 New Members**

JamesC suggested we alert new members via email or DirectConnection to the membership. Staff also needs to research years of membership. WK reported that FCSI WW has the years of membership pins and is responsible for that program. The Board suggested we include a new FCSI giveaway with new memberships.

*HS motioned for adjournment. The motion was seconded. The motion passed unanimously at 3:31pm.*

### ***ACTION ITEMS RESULTING FROM THE MEETING:***

WK to discuss 2014 Convention dates with FCSI WW and report back to the Board whether the Division will host a conference in 2014.

WK to call Allan King to discuss his need for reclassification and inform him that he actually has until June 30<sup>th</sup> to get his 12 CEU's before needing to be suspended.

CW to report the Membership Campaign to AAMBA members to help promote 2011 consultant membership growth.

WK to discuss the EPP changes with member of the CPS TA as well as examine the EP Provider Fee structure to accommodate the multiple brand companies.

WK to create and distribute a survey to members regarding potential attendance in the Caribbean or South America.

WK to offer 50% of WW Diamond sponsorship advertising to WW  
WK to get actual payoff amount of WW loan before agreement to pay amount.  
WK to pay the 20% of Quarterly 2010 net income.

WK to distribute and post the new approved bylaws for membership review.

WK to create a list of all consultant members who have left the Society since 2005 and distribute to the Board for Board calls.

WK to discuss creation of the nominating committee with John C. Harry S expressed interest in serving on the committee.

WK to discuss next Canadian Chapter trustee for April Election.

WK to identify new Membership Committee Co-Chair.

WK to send AIA PPT to Bill T. for review and translation.

WK to send current Ethics Committee roster to Bill T.

WK to identify Board members to host Super Regional breakfast hosts.

WK and JamesC to recruit members to serve on the 2012 Conference Planning Committee

HQ to identify and purchase new membership and tradeshow giveaways.

*Meeting minutes recorded by W. Koehler*