



**FOODSERVICE CONSULTANTS SOCIETY INTERNATIONAL
THE AMERICAS DIVISION**

**BOARD OF TRUSTEES MEETING
MINUTES
July 5, 2011
via Conference Call**

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.)*

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

Guest of the Board

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

Staff

*Mr. Wade Koehler
Executive Director*

Trustees

*Mr. Harry Schildkraut, FCSI
Central Region Trustee
(S2O Consulting)*

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

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

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

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

Excused

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

1.0 Call to Order and Opening Remarks

The meeting was called to order 11:33am CST and the Chair welcomed the board to the meeting 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.

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 the WW Board has been using Sandi to facilitate the meetings. She has encourage the WW Board hold a summit with the Divisional Boards so all parties could be on the same page. Discussions have talked about a limited number of TA Board members attending a meeting in Stockholm prior to the EAME Conference.

WK reported he talked to Scott Legge about goals of the WW Summit.

1. Role of staff/Governance
2. Message to maximize members money
3. Is there a better structure

WK reported that is would potentially cost the Division \$15,000-\$23,000.

CB questioned the validity of the meeting noting he doesn't see the benefit of the summit.

EN stated the meeting may be a good time for the Divisions to dictate to WW that some of their ideas cannot be accomplished.

JC stated there is a contingent of TA that isn't happy with FCSI WW inquiring if the summit idea should be shared to those members?

JP asked if we should be waiting to see what Scott's responsibilities will be with new contract being negotiated.

EN asked for the sense of the Board regarding sending TA members to Stockholm.

JC asked if a white paper be written by Sandy to address opinions from the members, staff, etc. CB agreed with JC to go back to Sandy to do further study better structure. EN agreed to draft letter to WW Board.

The sense of the Board was the proposed meeting is not the most effective way to get items moving forward and recommended Sandy getting further involved with surveys and white papers.

JC suggested that Sandy come talk to The Americas.

EN also reported the EAME representatives have asked for clarity regarding the WW budget.

3.2 Future Conference Location Update

While the WW Convention was scheduled to take place in EAME, EN reported that the WW Board voted to host the 2014 WW Convention take place in Hawaii.

4.0 Membership

4.1 Dues Renewal Report

WK stated there was nothing new to report

4.2 Member Get a Member Campaign

WK reported that the current campaign has resulted in 8 new members this year.

WK also reported that we have an increase of 56 new consultant members approved thus far in 2011 and that the Sr. Associate application process is down to approximately 2 weeks from application received to approval.

4.3 TC/LC situations

WK explained that member #9507136 recently inquired as to why he was still listed as a Sr. Associate. After reviewing the file, HQ staff came to the conclusion that there was some confusion regarding his situation in the initial application regarding his affiliation with another company but sold those shares shortly after applying. He was approved for Professional membership after the shares were sold but never informed of that decision. WK requested that he be put forward for Professional membership vote by the Board.

WK then explained that member #9507175 recently returned to FCSI after not realizing that his firm didn't renew his dues in 2010. The AMS database had mistakenly listed him as a Sr. Associate so that is level he was brought back under initially but should be elevated to Professional status during the reinstatement period.

HS moved to accept both members as Professional members. The motion was seconded. Motion passed unanimous.

4.4 Pro Rated Dues

WK presented a staff proposal for moving to a 1st year prorated dues schedule.

JC moved to adopt the staff proposal. The motion was seconded. Motion passed unanimously

HS asked about multi year discount has been considered. HS wouldn't go further than 3 years?

WK to examine dues renewal Board policy.

5.0 Financial Report

5.1 Latest Financial Report

WK reported the Division has \$229,358.69 in the bank.

5.2 Quarterly Sales Update and Contract

EN reported that he, JP, CB and WK will be meeting with Gill Ashton publishing tomorrow (July 6,2011) to discuss the current contracts.

WK reported \$51,343.83 was sold for the August issue and \$37,523.25 November

EN also reported that 520 will be handling all financials as of September 1st.

5.3 Online Quickbooks for TA

EN asked about permissions available in online Quickbooks. WK to look into permissions and report back via email.

6.0 Governance

6.1 Nominating Committee Update

Nothing to report

6.2 Canadian Chapter Representative Update

WK reported Ian Jameson was put forth as a candidate. WK to get statement and photo from Ian to run the elections.

6.3 Code of Ethics And Professional Conduct Review

HS made a couple minor edits to the existing document. WK to send the document to the Board for review.

6.4 Strategic Planning Meeting

After discussing dates, the Board agreed to host Strategic Planning on October 12th with October 13th being a half day Board meeting.

WK reported he has contacted 3 potential facilitators for the meeting and will be interviewing them over the next few weeks. The Board also asked WK to get a proposal from Sandi Humphrey who facilitated WW's meeting.

7.0 Committee/Task Force Reports

Due to time constraints, the committee reports were skipped except for those needing immediate attention.

7.1 Council for Professional Standards

7.2 Membership Committee

7.3 Editorial Advisory Board

7.4 ICON

The Board shared they feel that ICON has lost it's momentum and would like to encourage ICON to get moving forward with some ideas.

7.5 NAFEM/FCSI Liaison

7.6 Conference Planning Steering Committee

7.7 AIA Task Force

7.8 AAMBA

7.9 IDPC

7.11 Ethics Committee

WK reported that we have had 3 recent investigations that are ongoing.

8.0 Events

8.1 2011 Super Regionals – San Diego Update

WK reported approximately 75 attendees were at the San Diego event. The feedback was great with the first day session being a little overwhelming. He encouraged Board members to reach out to other consultant members to encourage attendance in Williamsburg and Chicago.

9.0 FCSI Educational Foundation

9.1 Latest Foundation Report

JC reported that an "allocation" system is almost approved for Divisions to access their allocated funds. The Divisions would start with equal amounts with the encouragement to the Divisions host fundraisers to increase funds. The Foundation is also redefining the scholarship system.

WK to look into reprinting The Consultant article written by Steve Carlson.

10. New Business

10.1 Client Liaison Customer Association Request

EN asked if the CLC is trying to get an endorsement? WK reported that this is exactly what he is looking for.

JC reported that other allied associations such as NACUFS and SFM are opposed to this group and may not look good for FCSI TA to endorse.

The sense of the Board is to not endorse the association.

10.2 Quarterly Magazine meeting

Reported earlier

10.3 New membership fee structure

WK presented the staff proposal for changes to the Consultant membership tracking and entry interviews. EN reported that he would hate to eject people from the Division for not upgrading to Professional membership.

The sense of the Board is to move forward with the proposal and present it to CPS for their input.

HS motioned to adjourned the meeting. The motion was seconded and the vote passed unanimously at 1:23pm

Meeting minutes recorded by W. Koehler