



**FOODSERVICE CONSULTANTS SOCIETY INTERNATIONAL
THE AMERICAS DIVISION**

**BOARD OF TRUSTEES MEETING
MINUTES**

**August 15, 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. John E. Cornyn, FCSI
Immediate Past Chair
(The Cornyn Fasano 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)*

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

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

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

Excused

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

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

1.0 Call to Order and Opening Remarks

The meeting was called to order 11:31am 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

JohnC asked if names should be omitted from minutes when there is a need for confidentiality due to minutes becoming public domain after Board approvals. The sense of the Board was meeting minutes will not include individual or firm names when documenting potentially sensitive issues such as dues, membership status, ethics complaints, etc. During those times the Executive Director will assign and maintain a confidential ID system to allow for future reference. WK agreed modify item 4.3 with member numbers for future reference.

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 Website and AMS usage

WK presented to the Board the possibility of using a separate YM system to use the financial system. HS felt that is would be a duplication of processes. BT asked how EAME and AP handle these fees. WK explained that they use 3rd party software to collect registration and dues.

EN explained that it would give the appearance of a complete separation.

JohnC moved to accept WK's proposal to adopt the new YM account at a cost of \$3,000/year. HS – opposed. The motion carries.

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 2 additional new Consultant members since the July Board call.

5.0 Financial Report

5.1 Latest Financial Report

CB via EN reported we are looking good overall but quarterly sales are looking low. He also explained that marketing funds in the budget could be used for the AIA Lunches

5.2 Quarterly Sales Update and Contract

EN reported that he, CB and WK met with Gill Ashton on July 6th and reported that immediately the Division will be getting the first \$25,000 for each issue.

JohnC requested that the financial statements be sent to the entire Board for review. WK agreed to send out the latest financials to the entire Board.

5.3 Quickbooks/Bookkeeping changes for TA

WK informed the Board that Betty Sinclair is no longer handling the TA financials so all future invoices need to be sent to FCSI TA headquarters to Kayla's attention.

6.0 Governance

6.1 Canadian Chapter Representative Update

WK reported Ian Jameson was put forth as a candidate but cannot get IJ to submit his information for an election after numerous requests.

EN asked the Board to consider going to member at large issues.

BT asked if we should allow Sr. Associates to begin serving on Board.

JC asked if we should ask EB to serve on an interim basis until April 2012. EN agreed to contact EB to judge his interest.

6.2 Code of Ethics And Professional Conduct Review

WK reported he mistakenly forgot to send the document to the Board for review after the last call but sent it out prior to this call. WK asked each Board member send their remarks to him before next call.

6.3 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 sent out four proposals. EN reported that the two best candidates seem to be Mary Byers and Sandi Hawthorne.

BT asked if we put out a scope of work? WK agreed to put together a scope of work to the Board this week. The scope will be resent out to the 4 Consultants to verify their fees.

EN mentioned that we might want to invite a CPS & Membership representative to the October meeting. WK was asked to reach out to both committee leaders.

7.0 Committee/Task Force Reports

7.1 Council for Professional Standards

TA reported the new membership fee structure was considered by the CPS TA but not accepted and recommended to continue the status quo. TA to ask CPS how they would like to handle the members who do not ascend to Professional status.

7.2 Membership Committee

Nothing new to report.

7.3 Editorial Advisory Board

Nothing new to report.

7.4 ICON

Nothing new to report

7.5 NAFEM/FCSI Liaison

Next meeting will be in Kansas City

7.6 Conference Planning Steering Committee

JamesC reported that we are making phone calls to get consultants to attend Williamsburg.

7.7 AIA Task Force

EN reported that we have reached the point where the presentation is completed and recommended the Task Force be dissolved at this point.

7.8 AAMBA

Planning for KC Conference meetings

7.9 IDPC

Nothing new to report

7.11 Ethics Committee

EN reported we need a Board liaison. WK reported we have a former member still using the FCSI initials and challenged us to make him stop. WK is in talks with Peter Wolk to move forward with this and will report back to the Board.

8.0 Events

8.1 2011 Super Regionals – Williamsburg Update

JamesC reported they are making calls to encourage attendance. He encouraged Board members to reach out to other consultant members to encourage attendance in Williamsburg and Chicago.

8.2 Solutions 4 Conference Update

JC reported that January 27th is the date at Microsoft HQ for the next S4 Conference. Allied members are excited about having the four groups together at one event. WK reported that we are handling the registration system for the event.

WK also reported that he was recently contacted by Barbara Kane to do two more events in 2012 in Chicago and Charlotte.

9.0 FCSI Educational Foundation

9.1 Latest Foundation Report

JC reported that their scheduled call was postponed. TA has submitted a grant for the conference new member attendees. Future decisions would be the decision of the division Board rather than Foundation Board.

WK asked about the Product Showcase. JC reported that 80% of the money raised would remain with the division.

10. New Business

10.1 New membership fee structure

This item was discussed under the CPS report

10.2 Quarterly Magazine meeting

This item was discussed under the Quarterly Sales report

10.3 AIA Lunch & Learns

EN reported that Ray Soucie is interested in reviving the Lunch & Learns program to help offset costs for the consultant to host the lunch and learn. EN would like to cap the amount. WK recommended setting up a task force to identify the process and caps.

JamesC, BT and JohnC volunteered with JohnC agreeing to lead.

WK reported BT, Armando Pucci and Doug Feltmate have had the AIA presentation has been sent to them for review for language and legal translations.

10.4 WW Summit

EN reported we are moving forward with the summit with more information to follow. JC recommended that EN put together a smaller question situational letter rather than the open ended letter that was sent out.

10.5 New Business

EN asked if we should have an editorial review for Direct Connection? WK was asked to reach out to Joyce recommendations for someone to review.

EN mentioned that there is some concern to marketing money being too geared toward design services. He is going to reach out to his advisory board and see if we can focus toward MAS marketing.

Next Board meeting would be September 6th

JohnC motioned to adjourned the meeting. The motion was seconded and the vote passed unanimously at 1:12pm

Meeting minutes recorded by W. Koehler