



**FOODSERVICE CONSULTANTS SOCIETY INTERNATIONAL
THE AMERICAS DIVISION**

**BOARD OF TRUSTEES MEETING
MINUTES
April 17, 2012
Intercontinental Hotel, Kansas City, MO**

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)*

Staff

*Mr. Wade Koehler
Executive Director*

*Ms. Kayla Saal
Director of Member Services*

Trustees

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

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

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

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

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

*Ms. Corrinne Ward
Allied Trustee
(Perlick)*

Guests

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

*Mr. Ian Hopper, FCSI
FCSI Worldwide President*

*Mr. Scott Legge
FCSI Worldwide Executive Director*

1.0 Call to Order and Opening Remarks

The meeting was called to order 8:50 am CST and the Chair welcomed FCSI President Ian Hopper and FCSI Executive Director Scott Legge as guests 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 Update

EN informed that he had sent out two communications to the TA membership regarding the upcoming changes

Ian Hopper stated that a few members have stated a negative response thus far but not overwhelming negative response.

IH informed the Board, the new structure will be voted upon in the next couple months by the membership. It will need a 2/3rd majority by the membership.

EN indicated he will be discussing the Worldwide changes at 7am on Saturday morning prior to the Business Meeting. EN also reported there is a need for future conferences to carve out more time for open communications for the business meeting.

EN also apologized to IH for distributing some of the WW change information too early.

EN also reported that Legge Executive Group was ending their relationship and thanked Scott Legge for his service over the years. IH stated a draft RFP will be distributed out within the next couple weeks. JohnC asked about the status of the Foundation management. IH informed JohnC that he was having a meeting with Ruby Puckett here in KC.

4.0 Bylaws

4.1 Kansas City Bylaw Vote Procedure

WK informed the Board the vote will take place on Saturday. All amendments will be voted upon individually with the membership standing up to vote yea or nay.

4.1 New Bylaw Amendments to reflect WW changes

WK showed highlighted changes that will need to be made. SL asked what the status of JP would be since our current bylaws restrict it.

CB asked why should TA be in the same structure as WW. CB stated TA needs to do what is best for TA. EN stated that the TA membership has endorsed and elected the Chair and Past Chair as competent leaders. The Board also has to forget how WW is being run today. The new WW will be a completely different structure that is more sharing and branding than governance.

WK recommended the WW document be changed to Immediate Past Chair and one additional representative rather than Chair and Immediate Past Chair. This would allow all Divisions to decide who represents them at the WW level.

SL asked if both WW and TA Bylaws should be presented together.

IH asked about the new magazine structure. IH and SL indicated there will be a new structure being put forth shortly for review. IH informed the Board that Liz Campbell has resigned as editor and they are talking with Amelia Levin to assist.

5.0 Membership

5.1 Dues Renewal Report

KS reported we still have 97 total members outstanding for a total of \$77,470. TA asked if members have stated they were not going to renew in 2012 were removed from the count.

JP asked if we have a document showing new memberships. WK stated HQ would have that available during our next conference call.

JP asked if we have an exit interview. BT stated it would be a good idea.

EN asked that KS send out a calling list to the BOT next week.

6.0 Financials

6.1 Financial Updates

WK showed a new budget vs. actual with year end projections showing a \$32,735.15 net income.

7.0 Events

7.1 Kansas City Update

KS reported we are at 198 attendees registered for KC with 72 consultants.

7.2 Kansas City Schedule

WK reviewed the week's schedule.

7.3 2013 Super Regionals

EN informed the BOT that MAFSI approached FCSI about partnering in 2013. The Board sensed some push back against the idea.

EN reported that he and WK attended the recent FEDA and met with representatives from NAFEM, MAFSI and FEDA. EN discussed the need for FCSI to work together with FEDA and it wasn't received well by FEDA representatives.

WK informed the BOT that due to 2011 attendance, the conference planning steering committee is looking to rethink it's process for determining cities to host the 2013 regionals using unique venues for the 1st day seminar.

WK asked that members submit any unique venues to HQ to consider. James C asked if we should look at reducing it down to two events in 2013.

IJ informed the BOT that the Canadian Chapter is working with a lobbying company to create a requirement that FCSI credentialed designers be used for all government projects.

8.0 Marketing & Public Relations

8.1 AIA Presentations

EN stated that JohnC sent a note to him asking him about the AIA program. WK informed the Board that we were are video taping the seminar to promote to the membership. CW asked if the AIA presentation should be a part of the Super Regionals.

JohnC asked that the topics be expanded to further topics. WK recommended the AIA Task force be resurrected. We can use the sign in sheets from the session for members.

8.2 TA PR Company report

Postponed to Thursday's meeting

9.0 Educational Foundation

9.1 Foundation Update

JohnC reported the EF is financial fit with the investments doing well. They are creating sub accounts for the divisions to utilize for future funding requests. They are conducting 2 events during the KC conference. Thursday will have a 50/50 drawing during the opening party and the Innovation Showcase will take place Friday. The EF recently created a new brochure that will be included in each of the attendees' registration bags. EN asked about the IRS situation. JohnC and SL stated that according to legal council, the EF is working in accordance to its mission but they are awaiting word from the IRS.

The new EF manual for the Divisions should be available within the next month.

10.0 New Business

10.1 Manitowoc Design Issue

EN reported that Tom Galvin had sent him an email regarding Manitowoc still soliciting new projects to compete against FCSI consultants. EN met with Bill Clark in Orlando last year to discuss this item. Manitowoc has a former consultant that is approaching the chain restaurants to do time & motion studies. Juan Martinez is another FCSI consultant member that was involved in the Orlando meetings.

At this time, the Board went into Executive Session for discussion.

After executive session, EN stated he would draft a letter to Tom Galvin and Manitowoc.

11.0 Annual Review

11.1 Management Company Review

EN stated the Board needs to perform a review of 520 Consulting. JP will be initiating the review immediately after the conference and be repeated on an annual basis.

WK recommended the Board and Committee Leaders be involved in the management company review. JP will discuss more tomorrow.

11.2 Board of Trustees & Committee Review

JP stated he would like to review communications and processes within the Board and with the Board and Committee leaders. JP asked that a web form be created for the general membership to send an email that is distributed to the entire Board. EN also suggested that maybe a new scheduled conference call that takes place monthly that is open to everyone to dial in.

12.0 Lunch

Meeting was postponed at 11:36am for lunch and reconvened at 12:35pm.

13.0 Code of Ethics

13.1 Code of Ethics update/rewrite

WK presented the rewritten Code of Ethics and his 1st draft. He recommended that a task force be created to rewrite the document and condense it down to fewer pages and have it voted upon by the membership by the end of 2012. JohnC stated that he thought another document existed and would search through his files to see if he had another file to begin with.

EN thanked the Board for their assistance over the past 2 years.

14.0 Adjourn

HS motioned to adjourned the meeting. CB seconded the motion. The vote passed unanimously at 1:02pm

Meeting minutes recorded by W. Koehler