



**FOODSERVICE CONSULTANTS SOCIETY INTERNATIONAL
BOARD OF DIRECTORS MEETING
MINUTES**

**12th–13th December, 2016
Vancouver, BC**

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In Attendance

Officers

*Mr. William Taunton, FCSI
(Gastrotec SpA)*

Staff

*Mr. Nick Vaccaro
Executive Director, WW*

*Mr. Wade Koehler, CAE
Executive Director, TAD*

Allied Representatives (Non-Voting)

*Mr. Eric Von Kaenel
(Unified Brands)*

Absent

*Mrs. Clara Pi, FCSI
Secretary/Treasurer
(FCG Company Ltd.)*

*Mr. Greg O'Connell
(Moffat)*

*Mr. Martin Ubl
(MKN Maschinenfabrik Kurt Neubauer
GmbH & Co. KG)*

Directors

*Mr. James Camacho, FCSI
(Camacho Associates, Inc.)*

*Ms. Toni Clarke, FCSI
(RT Hospitality Solutions)*

*Mr. Martin Rahmann, FCSI
(Agere. Beratung für nachhaltigen Erfolg)*

*Mr. Sedar Saglamtunc, FCSI
(DM Consulting Engineering LLC)*

FCSI's Vision

“FCSI is the global leader in foodservice and hospitality consulting”

FCSI's Mission

“To promote professionalism in foodservice and hospitality consulting while returning maximum benefits to all members”

Brand Slogan

“We Share, We Support, We Inspire”

1.0 Call to Order and Opening Remarks

The meeting was called to order 9:09 am (PST) at which time President William Taunton, FCSI welcomed everyone and thanked everyone for participating in the meeting. Noting that there was quorum for conducting official business Bill requested that the meeting begin with the first agenda item.

2.0 Approval of Board Meeting Minutes

2.1 Approval of February 2016 Meeting Minutes

The minutes of the February 2016 meetings were discussed.

James moved to accept the FCSI WW February, 2016 board meeting minutes as submitted, seconded by Toni and approved unanimously.

2.2 Approval of September 2016 Meeting Minutes

The minutes of the September 2016 meetings were discussed.

Martin R. moved to accept the FCSI WW September, 2016 board meeting minutes as submitted, seconded by James and approved unanimously.

3.0 EAME

3.1 EAME Presentation – History, What We Do For You & Value for the Money

Martin R. presented a PowerPoint presentation on the history, programs and successes of FCSI EAME. He explained how FCSI EAME was originally organized, the structure of the EAME Board of Trustees and how the local units were founded. The presentation then focused on the current status of the EAME Division and plans for future accomplishments.

3.2 EAME Relationship with WW

The WW Board then discussed the recent progress of EAME and how it relates to the White Paper written by Bill Taunton, FCSI WW President, and presented by the WW Board to the EAME Board during their September Vienna meeting. The White Paper requested organizational changes within the EAME Division to be initiated by 31st March, 2017.

Toni moved that in the spirit of cooperation that the EAME Chair has moved forward with improvements in the EAME operational model with the appointment of a new administration company, that there may be a new position on the EAME Board of Trustees as vice chair which should assist with succession planning, the EAME Divisional Bylaws will be revised, that the EAME Board will abide by the affiliation agreement that as long as the dues share notification is officially made by the WW office to the EAME administrative office (with a copy to the EAME Chair) by June 30th of the year prior that a payment will be made by the EAME Division to WW. James seconded. Motion approved with one abstention.

Following the approval of the above motion the sense of the Board was to improve communications between the WW Board and the Divisional Boards. In recognizing that both in writing and verbally, that with the difference in global languages, that volunteer leaders should work to improve overall communications with other volunteer officers and directors.

4.0 APD

Toni provided an APD update to the WW Board on:

- Recent activities
- Membership
- Participation in Events
- Finances – Year-end 2015 and current month 2016
- Change in administration office
- Board of Trustees – nomination process
- Volunteer participation – lack of leaders
- Challenges with Consultant members adhering to the code of ethics
- Use of FCSI logo in APD by non-FCSI members
- Annual General Meeting

Due to a lack of participation within APD the WW Board has suggested that the members of APD be realigned within the TAD or EAME Divisions. Bill proposed that a letter, under the signature of WW President and APD Chair, be sent to APD members explaining the situation, the need for a new organizational model, and the specifics of how members will need to select whether they would like to be in the China Chapter, member of EAME UMC or member of TAD UMC. If there were significant members within a certain area then another chapter could be organized. This letter will be drafted by Toni, and then provided to Clara for review, with the goal of the letter being sent by 15th January, 2017. The letter will request that APD members respond by 1st February with which Division they are interested in transferring their membership to in 2017.

5.0 TAD

James and Wade reported on the activities of The Americas Division. Overall TAD is in a very positive position and is looking forward to a very active 2017. TAD will host an educational event at the NAFEM Conference in Orlando, Florida and then look ahead to the 2018 TAD Conference in Denver, Colorado featuring quality education and networking. Wade reminded everyone that EAME and APD member consultants will receive complimentary conference registration if they attend the Denver event.

6.0 Council of Fellows

Nick reviewed the Nomination Process and Scoring Sheet as submitted in the meeting materials for approval by the Council of Fellows Steering Committee. This information was taken directly from the communications from the Steering Committee. The Board discussed the two documents and make the following recommendations.

James moved that the Nomination Process as submitted by the CoF Steering Committee is not approved. Seconded by Toni and approved unanimously.

James moved that the Scoring Sheet as submitted in the board meeting materials is approved. Seconded by Serdar and approved unanimously.

The board then discussed how the nomination process should be conducted. Staff mentioned the option that because the nomination process was not approved by the board that it once again be reviewed by committee. After conversation the decision of the board was to revised and approve the CoF nomination process during the Vancouver meeting.

Toni moved to approve the CoF Nomination Process as outlined below. Seconded by Martin R. and approved unanimously.

Nomination Process:

- 1) An FCSI member seeking to make a nomination requests the Nomination Form and Scoring Sheet (Nomination Packet) from the WW office.
- 2) The Nomination Packet is then completed and then returned to the WW office, including the Nomination Form, Scoring Sheet and all necessary documentation supporting the nominee's candidacy.
- 3) The complete packet is validated by the WW office.
- 4) The packet is then forwarded to the nominee's home Divisional office for Divisional board approval.
- 5) Once approved by the Divisional board the nomination is forwarded to the WW board for ratification and final approval.
- 6) Approved nominees are then officially inducted into the CoF at a date determined by the WW Board.

Bill will send a letter to the CoF Steering Committee after the first of the year thanking them for their service and relaying the decisions of the WW Board.

7.0 Branding Committee

Serdar reported on the activities of the WW Branding Committee. He said that additional volunteers need to be recruited to fulfill the positions on the committee in order to adequately represent all Divisions. When these positions are filled then the committee will focus on promoting the FCSI brand in markets in which FCSI is not well known worldwide. In addition with management changes in APD and EAME there is a need to perform a gap analysis to see what is being followed and where changes are recommended. The sense of the board was to review the current Branding Guidelines document and recommendations be made on how improvements can be made.

The board asked the Branding Committee to work with two or three people from each Division to review the Branding Guidelines packet and the FCSI.org website. Those individuals will then make recommendations for improvements.

8.0 Financial Report

8.1 2016 Review

Nick reviewed the financial reports distributed as of 30th November, 2016. He went through each of the spreadsheet tabs providing an overview and fielded questions. The current year report was completed with estimations of the year-end surplus.

8.2 2016 WW Dues Share

The 2016 dues share payments were reported. The WW Board noted that there were still four EAME Local Units which had not fully paid dues share for 2016. Bill requested that Martin R. and Serdar consider ways that the balance of outstanding dues share still be submitted in 2017 Q1. Martin said he and Serdar would discuss the request.

8.3 2017 Budget

The board considered the 2017 draft budget by reviewing each general ledger line item.

Toni moved to approve the 2017 draft budget. Seconded by Serdar and approved unanimously.

Nick will use the revised and approved information to enter the information into QuickBooks.

9.0 Foodservice Consultant Portfolio Report

Dan Davey and the Progressive Content staff provided an overview of the *Foodservice Consultant* portfolio of products. Included in the report was:

- 2016 revenue update
- 2016 revenue update, costs and profits by region
- Regional revenue comparison 2015-2016
- Key commercial highlights from 2016
- 2016 new client revenue
- Lapsed advertising spending – and what can be done to bring them back
- 2017 forecast
- 2016 magazine distribution

The PC staff then fielded a number of questions from the board and administrators, including whether all possible steps were being followed to ensure the most cost savings with regard to printing and production of the magazine. Dan D. and Stuart C. responded with a brief description of how the magazine is produced and the methods used to guarantee low costs. In addition Dan said that he and Stu would reply in writing to the WW Board following the meeting with more specifics. In order to keep the meeting on schedule it was determined that any further questions from PC would be submitted in writing following the board meeting. Nick requested that any supplementary questions be sent to

him via email by 1st January so that he can catalog them and forward as one file to the PC staff for review and response.

10.0 Confirmation of Board Positions

Toni moved that Bill remain as FCSI WW President for the 2017 term. Seconded by James and approved unanimously.

11.0 Update of WW Board Positions with Evolution of APD

The future of APD and the summary below was suggested by the WW Board (unanimously).

A letter to all APD members to come from Clara as APD Chair, and counter signed by Bill – distributed by Cherry via both email and WeChat. Letter to be sent by 15th January, 2017 with a response by 1st February, 2017. Discussion was also held as to the viability of the ‘letter’ also being sent in video format as an address from Clara (and possibly a message a Bill), Nick said it is possible via Your Membership and maybe WeChat as an attachment? The timing of the letter is to provide quick indication of member preferences to then allow further discussion and actions to be clarified.

The content of letter to include, but not be limited to, the suggestions below, as it has to be Clara’s letter.

- As previously advised the current APD operating model is unsustainable
- Previous requests for nominations for representation on the APD Board of Trustees have insufficient to establish a 2017 Board.
- There is sufficient interest from China members to form a 'China' Chapter and Committee.
- At this stage there is insufficient interest to establish any other Chapters and Committee (albeit this may be an option).
- Discussions have been held with representatives of the EAME Board and there is potential for APD Members to join EAME as below:
 - As a member of the UMC Chapter (United Member Countries). The UMC reports directly to EAME and has two representatives on the EAME Board.
 - As a member of the China Chapter. The China Chapter will operate as an EAME Unit and the Chair of the China Chapter will be a trustee on the EAME Board, as would the Chair of any future Chapter.
- Discussions have been held with representatives of The Americas Division (TAD) however, there is currently no mechanism or category that would be accessible to APD Members and further discussion with the TAD Board would be required
- Members are encouraged to indicate their membership preference by completing the attached Member Preference Form and sending their response by 1st February.
- Will the APD office registration be used for the new China Chapter? Or will there be a new office/government registration established for the China Chapter and the APD registration information be “shelved” for future use.

At this stage the actual operating model for a China Chapter (or any other) has not been discussed in depth, however I advised the WW Board that there may be potential for the Chapter administration to operate under the existing umbrella of APD/Servcorp model.

12.0 2017 Board Meeting Dates/Locations

2017 Q1 – Wednesday, 5th April, 2017 – One day board meeting held during the EAME Conference.

2017 Q3/Q4 – The Board decided to postpone decision on the Q3/Q4 board meeting until early 2017. Possible location is Sydney, Australia or a venue in Asia.

13.0 Unfinished Business

There was no unfinished business brought before the board.

14.0 New Business

There was no new business brought before the board.

15.0 Adjournment

James moved to adjourn the meeting. Seconded by Serdar and the meeting was adjourned at 2:10 pm (local time).

Meeting minutes recorded by N. Vaccaro on 12.15.2016.