



BOARD OF DIRECTORS MEETING

3:30 P.M. on Tuesday, August 14, 2018
Palmetto Electric Community Room

MISSION STATEMENT

Our primary mission is to understand and serve the health and wellness needs of the medically underserved population and their households, living and/or working on Hilton Head and Daufuskie Islands.

VISION STATEMENT

*May we have eyes to see those who are rendered invisible and excluded,
open arms and hearts to reach out and include them,
healing hands to touch their lives with love,
and in the process heal ourselves.*

AGENDA

1. Apologies for Absence
2. Approval of June 12, 2018 Board Meeting Minutes
3. Management and Standing Committee Reports
 - Executive Director Report (Ray Cox)
 - Development (Ginger Allen)
 - Marketing (Ric Gorman)
 - Finance (Joe Scodari)
 - Governance and Planning (Michael Hall)
 - Executive Committee (Andi Argast)
 - Dental Clinic (Robert Lindsey)
 - Executive Medical (Stephen Siegelbaum)
 - Technology (Anderson / Buckingham)
4. New Business
5. Adjournment
6. Executive Session



Minutes of the Regular Meeting of The VIM Board of Directors

PSD Community Room
21 Oak Park Drive, Hilton Head Island, SC
June 12, 2018

Present:

Ned Allen, Pat Burns, Morris Campbell, Jim Collett, Brian Fatzinger, Frederick Hack, Mike Hall, Jim Hicks, Rob Lindsey, Honorary Board Member Mary Ellen McConnell, Marion Payne, Marc Puntereri, Robert Sable, Charles Sampson, Andrew Schumacher, Joe Scodari, Lynn Jennings Taylor, Julie Tome, Andi Argast

Present: Ex-Officio:

Ginger Allen, Ray Cox, Rob Lindsey

Absent:

John Anderson, Honorary Board Member Kay Bangs, Keith Brownlie, Tom Brettingen, Joe Buckingham, Dedria Cruden, Randy Light, Ric Gorman, Linda Meir, Paul Moeri, Mike Pasquale

Index of Motions and Board Votes

164 Motion to approve new VIM Bylaws language, ARTICLE IV Board of Directors regarding the Chair of the Dental Committee. This individual will now become a full member of the BOD

165 Motion to approve Dr. Steve Siegelbaum, new Chair of the Medical Executive Committee and Robert Lindsey, DDS, Chair, Dental Department, to be named to the BOD in accordance with ARTICLE IV BOARD of DIRECTORS of the VIM Bylaws

166 Motion to approve six (6) individuals as new Directors of the VIM Board

167 Motion to approve the 2018-2019 slate of officers

168 Motion to approve April 10, 2018, Board Regular Meeting Minutes

169 Motion to approve the fiscal year 2019 Proposed Annual Budget

170 Motion to adjourn the general session of the meeting

Board Vote 164

- **Resolution motion:** Approval to revise Bylaws language regarding the status of the Chair, Dental Committee
- Moved by Mike Hall, seconded Brian Fatzinger
- Resolution passes: unanimous

Board Vote 165

- **Resolution motion:** Motion to approve Dr. Steve Siegelbaum, appointed by Dr. Ray Cox as Chair of the Medical Executive Committee to succeed Dr. Pat Burns, and Robert Lindsey DDS, Chair, Dental Committee, also appointed by Dr. Cox, to be named to the BOD in Accordance with Article IV of the VIM Bylaws
- Moved by Mike Hall, seconded by Joe Scodari
- Resolution passes: unanimous

Board Vote 166

- **Resolution motion:** Motion to approve the following six (6) individuals as new Directors of the VIM Board: John Anderson, Joe Buckingham, Jim Hicks, Paul Moeri, Charles Sampson and Lynn Jennings Taylor
- Moved by Mike Hall, seconded by Ned Allen
- Resolution passes: unanimous

Board Vote 167

- **Resolution motion:** Motion to elect Jim Collett, Board Chair, who is currently serving the 2nd year of his term in this capacity in accordance with ARTICLE VI, Officers, Section I of the VIM Bylaws and to elect Joe Scodari, Vice-Chair, Paul Moeri, Treasurer and Andi Argast as Secretary for the 2018-2019 Board year
- Moved by Mike Hall, seconded by Andrew Schumacher
- Resolution passes: unanimous

Board Vote 168

- **Resolution motion:** Motion to approve the June 12, 2018, Board Regular Meeting Minutes
- Moved by Marion Payne, seconded by Brian Fatzinger
- Resolution passes: unanimous

Board Vote 169

- **Resolution motion:** Motion to approve the FY 2019 proposed annual budget presented by, and unanimously approved by, the Finance Committee
- Moved by Finance (Andrew Schumacher), seconded by Mike Hall
- Resolution passes: unanimous

Board Vote 170

- **Resolution motion:** Motion to adjourn the meeting
- Moved by Mike Hall, seconded by Joe Scodari
- Resolution passes: unanimous

Opening Comments:

Board Chair, Jim Collett, opened the meeting at 3:30 p.m. and welcomed all attendees. Morris Campbell read the Mission Statement, and Ned Allen followed by reading the Vision Statement.

Ginger Allen introduced Kayla Westerbaan who has replaced Cheryl Barthelman as Development Coordinator. Per Ginger, Kayla was previously employed by United Way and has quickly adapted to her position at Volunteers in Medicine. Welcome, Kayla!

Management and Standing Committee Reports:

Due to subject matter requiring Board consideration and approval, Jim modified the published agenda / presentation order.

Governance and Planning Mike Hall, Chair (Please see separate report)

Mike commented on the actions and activities of G & P as captured in the Motion and Board Votes section of these Minutes. He noted that we are fortunate six exceptional individuals have accepted the invitation to join the VIM Board. Collectively they represent a broad cross section of skills, expertise and community involvement. In addition, Mike noted the following changes within the Board membership:

- Dr. Pat Burns is resigning as Chair of the Medical Executive Committee. He does so after an outstanding nine-year tenure in this position. He will fortunately continue serving as one of our VIM physicians caring for diabetic patients. Dr. Steve Siegelbaum will replace Dr. Burns.

- Rob Lindsey, DDS, Dental Department Director will represent the Dental Clinic on the MEC. Both he and Dr. Siegelbaum are now full members of the VIM Board per Board Vote 165.
- The following Directors have agreed to serve an additional three-year term (to complete a total of six years): Mike Hall, Randy Light, Marc Puntereri and Julie Tome.
- Directors Ned McKenna and Dr. Xavier Pereira have elected not to serve another three-year term.
- Sadly, Director Bill Heberton passed away several weeks ago.
- Lastly, Alan McCollough is leaving the Board but will continue to be engaged in an ex-officio capacity. This is a very positive arrangement for it allows Alan more time to focus on his business commitments while still being available as a resource to the Board.

Bylaws, with revisions, will be available in the 2018-2019 Board handbook scheduled for distribution at our August 14th regular Board meeting.

Executive Director Report Raymond Cox, MD (Please see separate report)

Although it is included in his Board report, Dr. Cox felt it was important to reiterate the circumstances relating to the highlighted patient story. It is a classic example of what makes our volunteers so very special and another example of how the medical wisdom and compassion of our staff and volunteers saves lives.

Dr. Cox provided an update on Quality Improvement projects. Jacob Hunt of the Jolley Law Firm is helping to improve our consent and authorization forms. Lynn Jennings Taylor, a volunteer and one of our newest Directors, has also been involved in standardization. The SMART goal process is “finally” completed and this will ensure role clarity and accountability of our staff. Dr. Cox reported briefly on the development of a 5-year strategic plan that has been underway for the last several months and will be presented at the Board Off-Site meeting in October. It will capture the strategic imperatives and key actions necessary to maintain and sustain our vitality.

Dr. Cox expressed his gratitude to the retiring Board of Directors. They, along with BOD Bill Heberton who passed away recently, will always be in our Circle of Caring. Dr. Cox mentioned that during his last conversation with Bill, Bill left specific instructions to pass the budget. *(Note: Bill's name last appeared in the Minutes of the April 2018 Board meeting. At that time, he read the Vision Statement, a fitting closure for someone so dedicated to the future of VIM.)*

Development Committee Ginger Allen, Development Director (Please see separate report)

In Dedria Cruden's absence, Ginger provided a comprehensive overview of the extensive activity underway in Development. Thanks to a great team of volunteers, generous sponsor and table / ticket commitments, and live and silent auctions guaranteed to create bidding excitement, the 25th anniversary VIM Gala promises to be an outstanding event!

Tom Brettingen is pursuing possibilities (Colleton and Berkeley Hall) for the 2019 golf tournament. In addition, several premier clubs have expressed willingness to host in 2020. Very positive feedback and commitments have been received from the businesses contacted under the Companies Who Care Program. Events such as a Kentucky Derby Party scheduled for May 4, 2019, and fully underwritten by SERG, are unique ways for businesses to support the clinic as an investment in the local community.

Ginger and VIM's Financial Manager, Susan Jones, are recommending that VIM switch the current donor management system (Adopt a Donor) to Donor Perfect at a one-time cost of \$10,000. There are several benefits of the new system including superior donor tracking and cultivation capability, integration with Quick Books and productivity improvements.

Ned Allen, VIM BOD and also a board member of the VIM Institute, provided information on the Car Donation Program. Per Ned, the program the Institute is adopting.... and will make available to all member VIMs.... has tremendous fundraising potential. A side benefit is it not only raises money but also adds new names to the donor base. Additional details will be forthcoming, but essentially this is a

turn key program whereby the Institute will sign a master contract with a company that manages the program. Individual VIM's, "chapters", will sign one-page documents if they are interested in participating and ultimately accept the responsibility to market the opportunity to donate a car (or boat etc.)... for tax purposes... to VIM. Ned noted that VIM-HHI would be a Beta chapter and that the net to the clinic could be significant. He also mentioned that the Institute is trying to put together other programs that benefit its chapters. The concept was received with much interest by the Board. Joe Scodari commented that this new approach / addition to the fundraising effort could be a much-needed boost to building sustainability.

As a first step in developing more marketable, cohesive branding, the VIM Institute will be adopting a new logo and will encourage individual VIM's to follow. At this time, it is not known nor is it easy to predict how many will do so.

At the conclusion of Ginger's report, Jim complimented the Development team on its "*spectacular*" accomplishments!

Finance Committee Andrew Schumacher (Please see separate report)

In Keith Brownlie's absence, Andrew presented the financial report to the Board. At the request of the Executive Committee, Susan has been tracking cash donations received in both the Donation Jar (anonymous) and those made at the billing window (where patient fees were collected in the past). To date, the jar donations remain fairly constant to previous months. Window donations have yielded approximately 67% of what normally would have been received from patient fees. It is uncertain if this rate will continue, an obvious concern since Patient Administrative Fees will be completely eliminated in FY'19.

The bulk of the recent Finance Committee meeting was spent on the proposed Fiscal Year 2019 operating budget. Andrew commented on the tremendous team effort required by all who participated in the budget process and expressed his thanks to Dr. Cox, Susan Jones and members of the Finance Committee for their hard work. The completed budget was approved by Finance and unanimously approved by the VIM Board. Near term and strategic budget challenges include: 1) identifying new sources of revenue; 2) adhering to a budget in an environment where expenses continue to rise; 3) addressing costs associated with an aging facility and the replacement of outdated technology; and 4) maintaining a competitive position relating to wages and benefits. There was a general discussion regarding the likely need for a Capital Campaign within the next five years.

Executive Committee Joe Scodari, Andi Argast (Please see separate report)

Joe Scodari, Strategic Plan Leader, updated the Board on progress to date. The work group, consisting of the Executive Committee, Dr. Cox and several department heads, has been meeting for the past few months. Joe noted there is symmetry between the most recent plan and the one currently being prepared. As one would expect, the new plan addresses the changing needs of the clinic. A time line was set initially and has been tightly adhered to. Although the plan will not be implemented until FY'20, Joe has targeted the October 9th off-site meeting for its "unveiling".

Andi Argast commented on the Orientation Program for new Board members (and for any interested Directors regardless of service length). This is a collaborative effort between staff and Board, and its primary purpose is to provide accelerated exposure to all aspects of Volunteers in Medicine. Due to presenter availability, the original date of July 23rd has been changed to Monday, August 11th

Dental Clinic Rob Lindsey, DDS Dental Department Director (Please see separate report)

Rob is pleased with the forward, and very positive, direction of the Dental Clinic. New dental volunteers have joined the staff, and the clinical rotation program with the University of North Carolina was launched on June 4th. As always, students are a tremendous professional addition. Continued focus on protocol revisions have yielded efficiency benefits. Rob also mentioned that with the help of Development, the clinic is pursuing funding sources to replace outdated equipment.

Executive Medical Committee Pat Burns, MD, Chair (Please see separate report)

Commitment to the MEC and the work accomplished by this group remains high. Twenty-two attendees were present for the final meeting chaired by Pat Burns. In addition to Pat's written report to the Board, he commented on Doug Wolter's special presentation to the group. Doug, as head of VIM's Mental Health Department, outlined a six-step approach to the patient with a suicidal threat. Also of interest, a telemedicine program and equipment has been set up in Doug's office, and he will interact with MUSC two hours / week. This capability could be extended to other disciplines throughout the clinic at some point in the future.

Wellness Committee Julie Copp (Please see separate report)

Julie Copp was not in attendance. No additional information was communicated.

Recognition of Retiring Board Members

Three retiring Directors were present at today's meeting. Jim Collett offered his heartfelt thanks to Pat Burns, Brian Fatzinger and Andrew Schumacher for their outstanding service. Jim shared that it has been an honor and privilege to work with these individuals all of whom *lived* the mission and vision throughout their time at Volunteers in Medicine. Their contributions.... providing financial stability, serving as a beacon of light to those in need of medical care, setting a standard of academic leadership, encouraging others to consider serving as a volunteer.....were given generously. Each received an engraved cutting board and certificate. We are grateful.

New Business

No new business was discussed.

Adjournment

The general session was adjourned at 16:45 p.m.

EXECUTIVE SESSION Jim Collett, Chair

The need for a robust marketing effort was front and center during a brief discussion. Major Gift Programs are definitely the wave of the future, and a system that allows for tracking is key.

The Executive Session was adjourned at 16:55 p.m.

Reviewed and Approved by
Jim Collett, Chair

Respectfully Submitted by
Andrea J. Argast, Secretary
June 15, 2018



Volunteers in Medicine Executive Director Report August 14, 2018

Patient Stories (in honor of Dr Jack, collected by Dedria Cruden)

“First, I would like to thank Dr. Jack McConnell for seeing the need and putting his vision into action-healthcare for the community. For this reason, he has helped countless families, including myself, and made lots of friends. I started going to the VIM clinic in the 1990’s and I am grateful, thankful, and appreciate having a place like this to go in my time of illness. It’s like a family of doctors, nurses and staff all working together to heal the sick and injured. I would like to say thank you, thank you again for caring.”

“Dear Dr Jack and family, I’d like to say a few words about your creation, Volunteers in Medicine and what it means to me. It has always been a place to go for the medically underserved because they can’t afford treatment but make too much to be on Medicaid. I have also made some fast friends among my fellow clients and a number of members- past and present. VIM has treated me for dental issues, diabetes, hypertension, atrial fibrillation and other assorted difficulties too numerous to mention. Not only did you treat me but you provided medication at little or no cost. However, the thing I am most grateful for is that your staff saved my life due to Marta’s insistence I have a mammogram that was suspicious. Turns out I had breast cancer. If it hadn’t been for VIM clinic, Marta and Best Chance program I wouldn’t be here today! Thank you!”

Strategic Priority #1- Quality Improvement

We have completed the initial hardware and wireless upgrades necessary to improve our electronic environment. On July 24, we held our first Technology Committee meeting. It was well-attended and included representatives from Progressive Technology. Considerable discussion was spent on securing our environment, especially making improvements in password security. Also, leasehold improvements have been made to Suites B&C to allow Medical Records and Credentialing to move into this space.

Demetra Ladson has been hired as the new Electronic Medical Records Support Manager. A graduate of USC, she received an MBA from University of Phoenix. She previously worked as a billing specialist for South Carolina Oncology Specialists. She began her work at VIM on 7/30/18 and is very enthusiastic.

We have developed a new screening form for chart review and are reviewing pharmacy logs for completeness of entry. We then counsel MD’s who may not be following the process to improve medication reconciliation.

Strategic Priority #2- Fiscal Sustainability

July was a strong month for grants and memorials. The 3 most significant were a \$50k donation from the Heberton family in Bill’s memory to be used to offset lab costs; a \$47k Impact grant from the Wexford Foundation for Dental and Radiology equipment; and a \$210k 3 year limited endowment to support the EMR manager salary from an anonymous donor.

As part of the strategic planning process, we are moving forward in collecting meaningful data to prove the community impact of our clinic. We have created a clinical metrics dashboard and a financial metrics dashboard to assist with this effort.

Strategic Priority #3- Community Outreach

Review of the ED activity report for FY’18 reveals 90 donor activities, 65 outreach activities and 27 volunteer activities for a monthly average of 15.2 activities. 12 tours have been provided over the past quarter.

Respectfully Submitted,
Raymond L Cox, MD, MBA



Development Committee Report August 2018

1. Marketing committee—In accord with a recommendation coming out of last fall's VIM Board of Director's offsite meeting, a Marketing Committee has been formed. Chaired by Ric Gorman, the committee also includes Jim Hicks and Ned Allen. The mission of the Marketing Committee will be to develop the stories that exemplify the work of VIM and to market them to our stakeholders—volunteers, donors, grantors, local businesses, and the community. Objectives of the group include:
 - Create consistency in telling the VIM story. Testimonials are a powerful tool. A tactical plan will be developed to gather these from patients and volunteers. Additionally, statistical data will be gathered to present the economic impact of VIM.
 - More fully utilize digital media. Evaluate the existing website and rebuild it or tweak it. Develop a social media strategy and explore digital marketing as a revenue source.
 - Do a survey of our existing donor base to better understand who they are and why they donate to VIM.
 - Coordinate with marketing efforts for VIM events to insure consistency of message.
2. Gala update—Highlights of the 25th anniversary Circle of Caring Gala to be held on November 17, 2018, at the Sonesta Resort Hilton Head Island
 - Sponsorships. To date we have 14 corporate and 6 individual sponsors committed for a total of \$68,750. We have submitted grant applications to Gulfstream and Pfizer, who support nonprofit galas through their grants portals, and will be doing the same with Gilead Sciences. Other businesses being actively pursued include Coastal States Bank, Synovus, Wells Fargo, Bruno Landscaping, Bright Star Health Care, JS Construction, and Brightview Landscape Service.
 - Table Hosts. We have 21 people who have signed up to be table hosts of tables of 10 at \$2000 each.
 - Live, Super Silent, and Silent Auctions. 9 Live Auction items have been confirmed including 2 tickets to the 2019 Kentucky Derby with 2-night stay on the Bourbon trail and a Bourbon/Mint Julip tour. Several others are in the works. 15 Super Silent Auction items have been secured including an Inn at Palmetto Bluff Getaway with golf and a Memphis experience. The Silent Auction team is hard at work collecting more than 100 items for the Silent Auction. The gala committee is once more reaching out to VIM Board Members for donations to offset the of some auction items such as tickets to Hamilton, hotel accommodations in NYC and on the Bourbon Trail, etc.
 - Marketing. Hilton Head Monthly and the Island Packet have both agreed to be media sponsors of the gala. HHM will do a story on the gala for the October issue featuring VIM's surgery referral program, which will be the beneficiary of this year's Fund a Need.
 - Beverage update. Breakthru Beverage Distributor has donated 4 cases of Prosecco for the cocktail hour. Gala co-chairs Linda Meir and Grace Thomas have reached out to the Sea Pines Country Club for assistance in securing additional wine and liquor donations. Hilton Head Distillery will be donating spirits for our ice luge for martinis during the cocktail hour and dinner and espresso rum as an after-dinner drink

- Insurance. We are exploring insurance options to offset any potential liability. The Development Committee also strongly recommends we sign up a car service that will provide rides to any overserved guests.
- 3. Latinos Unidos update—The festival has a new name this year, the Latino Food Festival, and will be held on September 30 at Shelter Cove. We already have \$10,500 in sponsorships committed. Hilton Head Monthly will be doing an article on the event. The festival will be moved to Honey Horn in 2019.
- 4. Companies Who Care program—Highlights of our program to secure support from the low country businesses whose employees make the greatest use of our clinic include the following.
 - Of the 25 companies whose employees make the greatest use of our clinic, 8 are currently supporting VIM. Atlantic Personnel is a new supporter approached through this program and is a \$5000 sponsor of the Latino Food Festival.
 - Meetings have been held with 6 additional businesses—Omni, Sonesta, CRAB Group, Bruno's, Hilton Head Landscaping, and Elite Resort Group and follow up is under way.
 - Have identified the following as high potential and would appreciate introductions if any board members have connections—Marriott, Publix, Wal-Mart, Westin, Salty Dog, and Kroger.
- 5. Golf update—The 2019 VIM Pro-Am Golf Classic will be held on March 11 at Berkeley Hall.
- 6. Derby Day party—SERG will be covering all food and beverage expenses for a Derby Day party to be held on May 4, 2019 at the Poseidon Rooftop Bar. A committee will soon be assembled to begin planning the event.
- 7. Annual Appeal—A first draft of the annual appeal will be prepared by August 31. A particular effort this year will be made to provide clear instructions on gifts of stock as well as using the Required Minimum Distribution from an IRA account.



Marketing Committee Meeting

- Jim is working on how to best pitch the Endowment story, specifically as it relates to the purpose and restrictions of the endowment
 - Let's agree on the elevator version no later than **our next meeting**
- Jim is also working with Ginger to get the annual appeal letter ready the **first week in September**
- We are all in agreement that more emphasis needs to be made on the quality of care that VIM provides patients
 - Jim will work with Ginger and Ray to get us all comfortable with how we pitch that in all outlets
- Ric is working on a draft of the existing Donor questionnaire and will circulate it no later than **Monday 8.13**
 - The purpose of this effort is to get a base line profile of existing donors
 - We plan on emailing the approved questionnaire to existing donors in early September
- Ginger and Ric will lead a conference call with a Digital Vendor, in which the objective is to define our goals for the VIM Website
 - All are in agreement that we really don't have a true plan with the current website, which is weak in design and more like just a catch all at this point
 - Ginger is determining who she wants on that call
 - It's our goal to have that **call completed no later than 8.22**
 - It's also our goal to have a recommendation for the Executive Committee for a fund request **no later than 8.24**
 - We are fortunate to have an employee (Kayla) who has a passion about keeping our website content fresh
 - Ned can hopefully reach out to other VIM's to find out what kind of traffic their websites are generating, and specifically what parts of their sites are the most used. Any VIM website that has google analytics embedded will provide the answers that we are looking for. Best practices by other VIM's will make our job in redesigning the website easier
- All are in agreement that testimonials are the best-selling tool that we have, and that they provide flexible options for use in many way. To that end;
 - Ginger and Ric will meet with a few potential video production houses to negotiate a proposed production package that will keep our testimonials current and fresh. It's our goal to have those meetings **completed and a potential vendor selected by 8.28**
 - Ginger and Ric will also outline a recommended process for gathering these testimonials on a consistent basis
 - We will have a recommended budget for producing these testimonials for submission to the Executive Committee **as soon as possible following 8.28**
- As a subcommittee of the Development Committee, it is important that at least one member of the Marketing Committee attend each Development Committee meeting for continuity
- Our next meeting will be sometime **the week after Labor Day weekend**. We'll coordinate that time the week prior.

Submitted by Ric Gorman



Finance Committee Minutes August 9, 2018

The Finance Committee held a meeting on August 9, 2018. Committee members in attendance were Frederick Hack, Marc Puntereri, and Joe Scodari. Also in attendance were Board Chairman Jim Collett, Ray Cox, Susan Jones, and Ginger Allen. Absent were Paul Moeri and Mike Pasquale. In Paul's absence, Joe Scodari Chaired the meeting.

1. Approval of April 30, 2018 minutes

- a. The minutes of the April 30, 2018 Committee meeting were approved by the Committee without revision.

2. Review of 2018 fiscal year end financial statements

- a. Susan Jones took the committee through the year-end financial dashboard. A copy of the full report is available from Ms. Jones
- b. Highlights include the fact that FY 2018 revenues exceeded the budget by 25%, but were below FY 2017 revenues by 7%. Despite the discontinuation of the patient fee, revenue from patient donations continues to track at approximately 63% of what had been received from donations. Areas of strong revenue performance included Community Outreach and Events up \$25k over prior year and Memorials, which were up 47% over prior year. While administrative costs exceeded budget by just under \$22k due to necessary investments in information technology, employee costs were nearly \$26k below budget and nearly \$41k below prior year
- c. A discussion ensued regarding the conclusion of FY 2018. All agreed that the financial performance of the clinic was very solid despite various significant challenges including the elimination of the patient fee and the lack of financial support from the hospital. The committee recognized and thanked Ms. Jones for her contributions to the success of the clinic
- d. A discussion regarding future sources of revenue vs historical sources of revenue also occurred. The fact that a new generation of supporters to complement and build on the foundation created by Dr. Jack was discussed. All agreed that efforts to build on that foundation must occur to sustain the clinic going forward. The ongoing strategic planning effort was discussed with notable reference to the need for all non-profits to create a compelling return on investment posture to attract contributors, the largest of whom are very attentive to what such organizations contribute to their respective communities. Marc mentioned a group called The Liberal Ladies of the Lowcountry whose direction would appear to be very much aligned with the Mission and Vision of VIM. Ms. Allen thanked him for that input and indicated that follow-up would occur.
- e. It was noted that the Heberton family had contributed \$50k after Bill's passing. All committee members noted their thanks to the family and to Bill's historical contributions to VIM.

3. Patient Contributions

- a. Ms. Jones provided an update on patient contributions in lieu of the patient fee. As noted in the financial summary above, those contributions as a percentage of the revenues previously generated by the fee remain very solid and above earlier projections.

4. Annual Audit

- a. Ms. Jones provided an update on the planning for the annual audit. She indicated concern regarding the fact that the process this year has not begun as smoothly as it

had last year. Both she and Dr. Cox indicated that this was likely due to turnover at the audit firm. At this juncture, the issue is not a serious impediment as the audit is due to be finalized by year-end. She will continue to keep the Committee up to date. The Committee indicated it would provide any help she needed to ensure that the audit process remained on track toward its ultimate delivery date.

5. Executive Director Update

- a. Dr. Cox reiterated the very solid performance of the clinic from a financial viewpoint and continued success delivering against the Mission and Vision. He mentioned the recent hire of a new EMR manager and the fact that early indications are that she is coming up to speed quickly. He pointed out that the new Technology Committee had met in July, that the meeting was robust, and that it was attended by our two new board members coming from an information technology background. Security became a key point of the discussion and action plans. Dr. Cox also mentioned that Wexford Plantation committed a \$47k impact grant focused on dental radiography.

6. Adjournment

- a. There being no further business, the meeting was adjourned.

Joseph C. Scodari
On Behalf of Paul Moeri

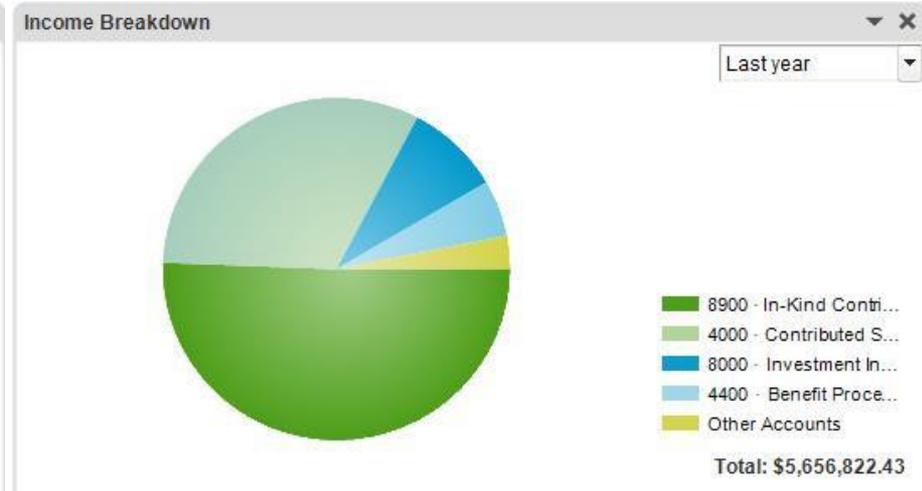


Monthly Financial Report

Presentation to the Finance Committee
For the Year Ended June 30, 2018

Metric	Result	Target	Celebrate	Monitor	Act
Days of Unrestricted Cash on Hand	82.27	90	>90	31-89	<30
Contributions ent fees					
Benefit Proceeds Miscellaneous					
Administration Costs Depreciation Expense oyee Costs					
Occupancy Costs Program Costs Prom & Development					

*Target is ±5% of FY'18 Approved Budget



**Includes Net Investment Income and In-Kind Income/Expense

Revenues

- Revenues exceeded the annual budget by 25%.
- FY 2018 revenues are under FY 2017 revenues by (\$175,629) or 7%.
- Benefit Proceeds up \$34,916 year over year due to increase in Gala revenue and also the addition of the Robert Pilon Event.
- Contributed Support up \$11,417 year over year. Although, Contributed Support was only up \$11k year over year, VIM did not depend on bequests. Annual Support increased \$193k and Awarded Grants increased \$175k.
- FY 2018 Bequests received were \$135k, compared to \$580k in FY 2017.
- Birdies for Charity was not received until FY 2019 and the Dental Appeal mailing was not completed in FY 2018. Impacting revenues compared to FY 2017 of (\$35,400).
- Patient Fee Income from July to December 2017 was \$159,127. Patient Donations from January to June 2018 were \$99,595. VIM's patient donations covered 63% of the loss of patient fee income.
- Other areas of strong performance were Community Outreach and Events were up \$25k over FY 2017 and Memorials also increased \$47k year over year.
- Net Investment gain for the month of June was \$13,249. Net Investment income for FY 2018 was \$465,311.

Expenses

- Administrative Costs exceeded budget by \$21,379 due to a new maintenance agreement with Progressive Technologies of \$5,000 per month to increase network security for HIPPA compliance.
- Employee costs were \$25,593 under annual budget and \$40,939 under FY 2017.
- Occupancy costs were \$3,986 over annual budget and were \$4,480 under FY 2017. Increase costs of repairs to parking lot were offset by a reduction in insurance and utility costs.
- Program costs were under budget \$18,127, but increased year over year by \$39,377. Increase in year over year was primarily due to increase in Mammography screenings.

	ACTUAL			ANNUAL BUDGET	
	Jul -June 2018	Jul -June 2017	PY % Variance	FY 2018	Actual % of Ann Bud
Revenues					
Contributions	1,816,064	1,804,647	1%	1,397,500	130%
Benefit Proceeds	300,737	265,821	13%	255,000	118%
Patient Fee Income	159,127	333,027	-52%	150,000	106%
Miscellaneous Inc	18,108	66,169	-73%	26,600	68%
Total Revenue	2,294,036	2,469,665	-7%	1,829,100	125%
Expenses					
Administrative Costs	109,474	91,098	-20%	88,095	124%
Depreciation Expense	168,934	176,231	4%	164,209	103%
Employee Costs	1,323,892	1,364,831	3%	1,349,485	98%
Occupancy Costs	126,709	131,189	3%	122,723	103%
Program Costs	443,223	403,846	-10%	461,350	96%
Promotion & Development Costs	133,955	99,210	-35%	101,650	132%
Total Expenses	2,306,187	2,266,405	-2%	2,287,512	101%
Net Operating Income	(12,151)	203,260	-106%	(458,412)	-3%
Other Income					
Net Contributed Support/Mats	-	-	0%	-	0%
Net Investment Income	465,311	664,952	-30%	162,400	287%
Net Other Income	465,311	664,952	-30%	162,400	287%
Net Income	453,160	868,211	-48%	(296,012)	153%

Reconciliation of Net Income to Operating Cash

June 2018

	ACTUAL	ANNUAL BUDGET
	Jul -June 2018	FY 2018
Net Income	453,160	(296,012)
Recon to Oper Cash		
Change in Assets	2,634	19,898
Change in Liabilities	104,513	(16,100)
Capital Expenditures	(92,985)	-
Depreciation Expense	168,934	164,209
Net Investment Income	(469,249)	(162,400)
Oper Cash Before Transfers	167,007	(290,405)
Transfer From:		
Fiduciary Group	634,020	245,100
Wealthstone	-	-
CFLC	34,312	-
McConnell/Imlay	90,581	-
Vanguard IRA	50,196	-
Temp Restricted	509,841	278,294
Total Transfers From	1,318,950	523,394
Transfer To:		
Fiduciary Group	(311,459)	(48,000)
Wealthstone	(600,000)	-
CFLC	-	-
McConnell/Imlay	(95,144)	(75,000)
Vanguard IRA	-	-
Temp Restricted	(590,032)	(263,500)
Total Transfers To	(1,596,634)	(386,500)
Net Transfers	(277,684)	136,894
Change in Oper Cash	(110,677)	(153,511)
Oper Cash at Begin Per	592,426	311,272
Oper Cash at End Period	481,749	157,761
Operating Cash per BS	481,747	157,761
Discrepancy	(2)	0

Balance Sheet & Cash Flow Statement

June 2018

	<u>Jun 30, 2018</u>	<u>Jun 30, 17</u>	<u>% Var</u>
ASSETS			
Cash			
Operating Cash	\$ 481,747	\$ 592,426	-19%
Im lay Funds	\$ 99,801	\$ 94,874	5%
Temporary Rest Funds	\$ 325,198	\$ 243,948	33%
Total Cash	\$ 906,745	\$ 931,248	-3%
Accounts Receivable	\$ 1,614	\$ -	100%
Other Current Assets	\$ 76,818	\$ 81,066	-5%
Total Current Assets	\$ 985,177	\$ 1,012,314	-3%
Fixed Assets(Net of AD)	\$ 1,634,349	\$ 1,710,297	-4%
Endowment Funds	\$ 7,208,031	\$ 6,547,274	10%
TOTAL ASSETS	\$ 9,827,557	\$ 9,269,885	6%
LIABILITIES & EQUITY			
Current Liabilities	\$ 100,839	\$ 80,126	26%
Long Term Liabilities	\$ 108,750	\$ 24,950	336%
Equity	\$ 9,617,968	\$ 9,164,810	5%
TOTAL LIABILITIES & EQUITY	\$ 9,827,557	\$ 9,269,885	6%

CURRENT RATIO

Current Assets
Current Liabilities

	<u>FY 2018</u>	<u>FY 2017</u>
Current Assets	985,177	1,012,314
Current Liabilities	100,839	80,126
	\$ 9.77	\$ 12.63

Unrestricted Cash On Hand

Operating Cash
Exp -Depr/365 days

	<u>FY 2018</u>	<u>FY 2017</u>
Operating Cash	481,747	592,426
Exp -Depr/365 days	5,855	5,727
	82.27	103.45

Operating Cash Flow Statement YTD

Net Income	\$ 453,160
Adjustments to reconcile NI	
Changes in Assets	\$ 2,634
Changes in Liabilities	\$ 104,513
Depreciation Expense	\$ 168,934
Capital Expenditures	\$ (92,985)
Investment Income	\$ (469,249)
Net Adjustments to Reconcile NI to Oper Cash	\$ (286,153)
Operating Cash before Releases	\$ 167,007
Net Transfers From Temp Rest (to)	\$ (80,191)
Net Transfers From Im lay Funds (to)	\$ (4,562)
Net Transfers From Fiduciary Group (to)	\$ 322,561
Net Transfers From Wealthstone (to)	\$ (600,000)
Net Transfers From CFLC (to)	\$ 34,312
Net Transfers From Vanguard ITA (to)	\$ 50,196
Net Transfers	\$ (277,684)
Net Operating Cash increase(decrease) for period	\$ (110,677)
Operating Cash at beginning of period	\$ 592,426
Operating Cash at end of period	\$ 481,749

Program	Beginning Balance	Additions to TR	Releases from TR	Ending Balance
Capital Improvements	\$ 94,874	\$ 96,364	\$ 91,437	\$ 99,801
Dental Administration	\$ -	\$ 15,000	\$ 15,000	\$ -
Dental Hygiene	\$ 8,929	\$ 80,000	\$ 77,628	\$ 11,301
Dentures	\$ 10,397	\$ 15,000	\$ 16,258	\$ 9,139
Development	\$ -	\$ 1,527	\$ 1,018	\$ 509
Diabetes/Endo	\$ -	\$ 13,158	\$ 13,158	\$ -
General Dentistry	\$ 95	\$ 9,000	\$ 8,000	\$ 1,095
Healing Spaces	\$ 320	\$ -	\$ -	\$ 320
Laboratory	\$ -	\$ 34,000	\$ 28,660	\$ 5,340
Mammography	\$ 27,578	\$ 123,268	\$ 116,841	\$ 34,005
Medical Operations	\$ -	\$ 49,215	\$ 27,728	\$ 21,487
Patient Surgical Navigation	\$ 68,000	\$ 75,624	\$ 96,475	\$ 47,148
Pulmonary	\$ 3,615	\$ -	\$ 3,615	\$ -
Ultra/Rad	\$ -	\$ 25,000	\$ 25,000	\$ -
VIM Administration	\$ -	\$ 50,000	\$ 50,000	\$ -
Wellness	\$ 125,015	\$ 25	\$ 38,937	\$ 86,104
(blank)	\$ -	\$ -	\$ -	\$ -
Grand Total	\$ 338,823	\$ 587,180	\$ 609,754	\$ 316,248

Imlay/Blank Funds Restricted for Capital Improvements \$ 99,800.60 *
 Program Restricted Funds \$ 216,447.86
\$ 316,248.46

Program Restricted Funds Deferred to FY19

Avon \$ 21,000.00
 Johnson & Johnson \$ 50,000.00
 Scodari Match \$ 35,000.00
 FY19 Gala Sponsorships \$ 2,750.00
Total Deferred Revenue \$ 108,750.00

Total Program Restricted Funds \$ 325,197.86 *

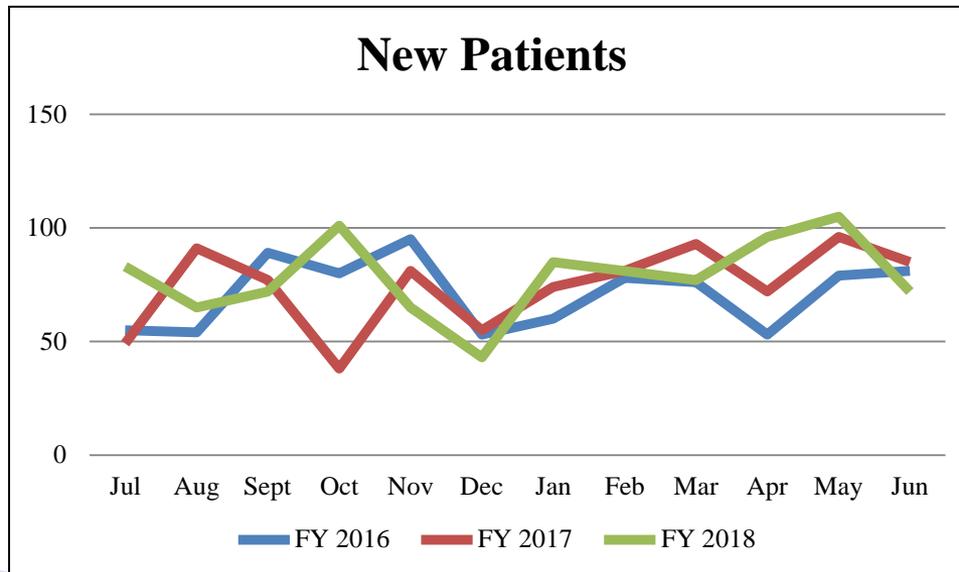
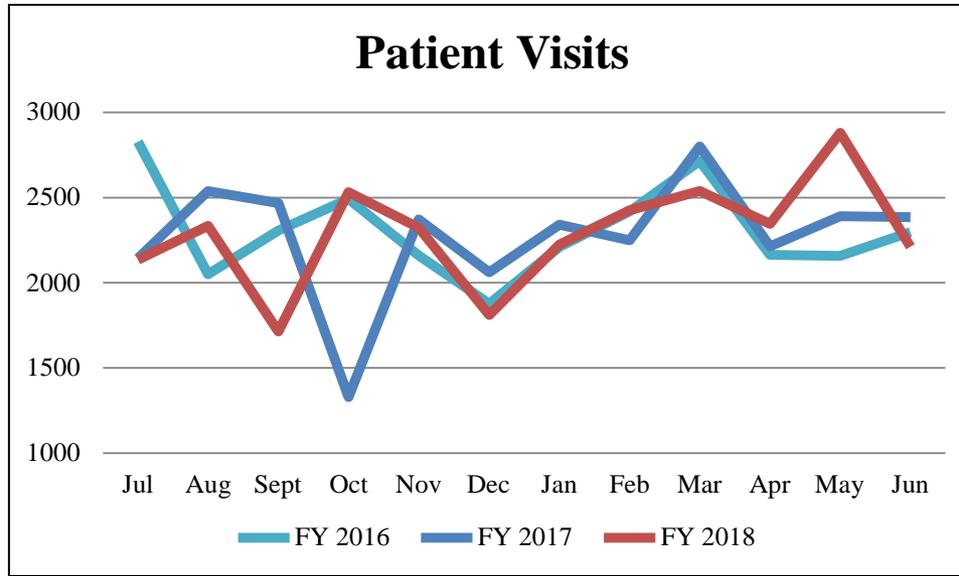
* Amounts reconciled to bank accounts.

Grant Name	Date Submitted	Amount Requested	Purpose	Status	Notification Award Date	Recd Amount
Arthur Blank Foundation	Last Install	\$ 75,000.00	Capital Improvements	Awarded	7/31/2017	\$ 75,000.00
Avon Breast Health Outreach	8/25/2017	\$ 54,000.00	Mammography Salaries	Awarded	12/19/2017	\$ 42,000.00
Bargain Box	12/5/2017	\$ 50,000.00	Lab costs	Awarded	1/5/2018	\$ 25,000.00
Bargain Box	5/1/2018	\$ 50,000.00	1/2 computer hardware & 1/2 Prog Tech	Waiting Notification	12/31/2018	\$ -
Beaufort Fund	8/14/2017	\$ 15,000.00	Preventive Dentistry Salaries	Awarded	12/15/2017	\$ 15,000.00
Beaufort Human Services Alliance	7/28/2017	\$ 15,000.00	Dentures	Awarded	8/30/2017	\$ 15,000.00
Berkeley Hall Charitable Foundation	7/13/2017	\$ 10,000.00	Patient Surgical Program for Bluffton Res	Denied	10/31/2017	\$ -
Breedlove Foundation	8/9/2017	\$ 75,000.00	Preventive Dentistry Salaries	Awarded	9/28/2017	\$ 75,000.00
Carolina Cups	Various	\$ 9,000.00	Mammography	Awarded	Various	\$ 8,396.82
CFLC - Long Cove Club		\$ 5,000.00	Patient Surgical Navigation Program	Awarded	7/31/2017	\$ 5,000.00
Church Mouse	5/14/2018	\$ 5,710.18	Remaining for Dental Hand Held Devices	Waiting Notification	7/31/2018	\$ -
CVS	10/31/2017	\$ 20,000.00	Diabetes Insulin, Stripes, Salaries	Denied	12/13/2017	\$ -
CVS Volunteer Grant	10/23/2017	\$ 1,500.00	Operations	Awarded	10/23/2017	\$ 1,500.00
Direct Relief NAFC	8/11/2017	\$ 20,000.00	Patient Surgical Navigation Program	Denied	10/27/2017	\$ -
Gaylord & Dorothy Donnelley Found	9/26/2017	\$ 4,000.00	Operations	Awarded	11/30/2017	\$ 4,000.00
Gulfstream	7/31/2017	\$ 9,000.00	Data Integration of Lab Costs	Awarded	11/28/2017	\$ 9,000.00
Hargray Caring Coins	9/28/2017	\$ 6,100.00	Dental Equipment	Awarded	11/15/17	\$ 5,000.00
Imlay Foundation	12/1/2017	\$ 50,000.00	ED Salary	Awarded	12/15/17	\$ 50,000.00
Johnson & Johnson (July 17)	Last Install	\$ 50,000.00	Operations	Awarded	07/01/17	\$ 50,000.00
Kroger Foundation	6/1/2017	\$ 50,000.00	Wellness Program	Denied	6/28/2017	\$ -
LCAHT	10/24/2017	\$ 5,000.00	Mammography Screenings	Denied	11/21/2017	\$ -
Palmetto Electric	2/21/2018	\$ 10,000.00	Patient Surgical Navigation Program	Awarded	4/25/2018	\$ 10,000.00
Quest Cares	7/31/2017	\$ 10,000.00	Lab Costs	Waiting Notification		\$ -
Robert Wood Johnson Foundation	7/28/2017	\$ 3,000.00	Operations	Denied	10/15/2017	\$ -
SCDHH	10/1/2017	\$ 13,158.00	Disease Management	Awarded	1/9/2018	\$ 13,158.00
SCFCC Blue Cross	12/30/2017	\$ 56,000.00	Disease Management	Awarded	4/19/2018	\$ 49,000.00
Sharma	12/18/2017	\$ 125,000.00	Patient Surgical Navigation Program	Awarded	1/31/2018	\$ 50,000.00
Sisters of Charity Foundation of SC	3/6/2018	\$ 10,000.00	Patient Surgical Navigation Program	Awarded	4/19/2018	\$ 7,500.00
St. Francis Thrift Shop	5/17/2018	\$ 5,000.00	Dental Equipment	Awarded	5/17/2018	\$ 3,000.00
St. Luke's Church Outreach	8/29/2017	\$ 5,000.00	Dentures	Denied	12/20/2017	\$ -
United Way	5/30/2017	\$ 100,000.00	Chronic Disease Management	Denied	9/29/2017	\$ -
WAHHI	4/1/2018	\$ 1,500.00	Denal Curing Light	Awarded	5/16/2018	\$ 1,000.00
WalMart State Giving	8/7/2017	\$ 82,000.00	Preventive Health and Wellness Lab Costs	Denied	3/20/2018	\$ -
Ward Foundation	5/16/2018	\$ 10,000.00	Ped dental/Unrestricted	Awarded	5/16/2018	\$ 10,000.00
Wexford	11/30/2017	\$ 20,000.00	Mammography	Awarded	1/9/2018	\$ 20,000.00
Women in Philanthropy	12/1/2017	\$ 15,000.00	Mammography	Awarded	4/18/2018	\$ 20,000.00
		<u>\$ 1,044,968.18</u>				<u>\$563,554.82</u>

54%

	Circle of Caring Gala	Forsythe Event	Golf - Clinic Classic	Latinos Unidos	Millenium Club	Robert Pilon Concert	Total
Income							
Benefit Proceeds	172,275	12,029	62,904	40,776	0	12,671	300,655
Expense							
Benefit Expenses	54,401	0	31,480	4,684	3,702	10,820	105,087
Administrative Costs	3,018	81	0	0	397	0	3,496
Employee Costs	104	0	159	11	0	71	344
Occupancy Costs	14	0	0	0	0	14	28
Total Expense	57,537	81	31,639	4,695	4,099	10,905	108,956
Net Ordinary Income	114,738	11,948	31,265	36,081	-4,099	1,766	191,699
Other Income & Expense							
In-Kind Contributions	39,607	0	2,117	0	0	2,000	43,723
In-Kind Expenses	39,607	0	2,117	0	0	2,000	43,723
Net Other Income	0	0	0	0	0	0	0
Net Income	114,738	11,948	31,265	36,081	-4,099	1,766	191,699
	60%	6%	16%	19%	-2%	1%	100%

Benefit Proceeds are **13%** of total revenues.





Planning and Governance Meeting

The Planning and Governance Committee met on Wednesday, July 18, 2018 and discussed the following items:

- In a continuing effort to develop a “bench” of potential Board candidates, the Committee identified four (4) potential candidates for consideration in 2019. Currently, only one Board member will have completed two terms and must leave the Board in 2019.
- In addition, if current Board members want to recommend potential Board candidates, please notify a member of the Planning & Governance Committee;
- The Committee finalized the Board orientation agenda scheduled for August 13th;
- The Committee finalized a Board Skills Matrix (**see attached**) tool to be completed by current Board members which will assist the Committee in identifying skills needed for new Board members and identifying Committee placements;
- The Committee began discussions of developing the Agenda for our October “offsite” Board meeting.

Attention Board Members:

Would you please complete the following self-assessment form for yourself and bring it with you to our Board Meeting in August?

The Governance & Planning Committee is interested in using the document to understand our Board members strengths and to assist the Committee in identifying potential Board candidates for vacancies.

Thanks!

Mike Hall



VIM Executive Committee Meeting August 8, 2018

The VIM Executive Committee held a meeting at 12pm on August 8 at the VIM Clinic. Jim Collett chaired the meeting, and other participants included Dedria Cruden, Mike Hall, Joe Scodari and Dr. Ray Cox.

Dedria indicated that plans for the Gala are shaping up very well, with 350 commitments for attendance. Plans are underway to ensure that all key contributors are able to attend the event, as it is possible that the event could sell out this year. One example is enabling special guests to join existing tables of 8 that are planned by various board members. We have approximately \$70,000 in sponsorships committed, already substantially above what has been secured in prior years. Applications have also been submitted to various corporations for sponsorship of the Gala itself. Audi Hilton Head will be back this year with a sponsorship and will have a car displayed on site. A foundation has committed to fund \$70,000 per year over a 3-year period to support staffing in information technology. Wexford Charitable Foundation has committed to provide approximately \$45,000 to support the acquisition of dental and x-ray equipment, this in addition to a prior commitment of \$20,000 for mammography equipment. Ginger is working on the first draft of the Annual Appeal document.

Mike Hall distributed a summary of the outputs of the July 18 Planning and Governance meeting. The committee will be distributing the board matrix with the materials for the upcoming August 14 board meeting, and will be collected from individual board members at the conclusion of that meeting. The committee is working on making the by-laws gender neutral, and is also working on the agenda for the October board retreat. It is anticipated that the outputs of the strategic planning working group will be a key component of that meeting. There was a discussion about ensuring good communication and engagement with prior board chairs, for example, through the Millennium Club and other outreach. Mike raised a question with the committee on whether additional changes should be considered for the current standing committees. The consensus was that at this juncture, the committee structure should remain the same, while enabling members of sub-committees access to the EC as necessitated by the work they are doing. The committee is also working on getting access at minimal cost to competitive compensation data that would provide a benchmark for compensated staff at the clinic.

Dr. Cox indicated that the clinic wrapped up a very successful FY 2018. Notwithstanding the elimination of the patient fee, patient donations have also continued to be very solid, with about 63% of patients contributing. He indicated that the new EMR support manager is now on board and feedback is positive thus far. The first technology committee meeting was recently held, and was very productive. Security was a major topic of discussion and actions coming out of that meeting. The new radiology equipment is up and running.

All participants in this EC meeting were participants in the strategic plan working group meeting that preceded the EC meeting, so no formal report was provided. That said, the process continues to progress slightly ahead of schedule and is on track for completion for review and in-depth discussion with the full board at the October board retreat.

Submitted by:

Joseph C. Scodari, on behalf of Andi Argast, Secretary
August 8, 2018



REPORT OF THE DENTAL DEPARTMENT

DR. ROB LINDSEY, DIRECTOR

August 2018

Dental Student Clinical Rotations: During this past June and July, the dental clinic hosted our annual students from the University of North Carolina at Chapel Hill School of Dentistry. Both students each completed their one month rotation providing supervised dentistry for VIM patients. These dental students were enthusiastic, eager to help and well received by both patients and staff. However, the dental student rotation program faces a challenge in the coming year when the dental department will need to rely on “hosted accommodations” rather than VIM’s rented facility used in the past. The dental department will be reaching out to VIM’s Circle of Caring community to implore volunteers willing and able to provide housing for our incoming MUSC students who begin their rotations in January 2019.

VIM’s Denture Program: The denture program continues to make great progress. The denture program, in 2017, provided nearly \$90,000 in program treatments and with more dentists committing to providing these services, the clinic expects to see this figure rise in 2018. We are grateful to Alco Dental Lab for their continued commitment to provide affordable dentures and partials to VIM patients.

New VIM Dental Volunteers: Dr. Leonard Davidson recently joined the VIM dental team providing general dentistry as well as root canals and prosthetic services. Dr. Davidson recently retired to Hilton Head Island from Pennsylvania where he owned his private dental practice for nearly 40 years. We are grateful for both his time and talent.

Protocol Changes: In our ongoing efforts to increase the clinic’s overall efficiency, protocol changes have continued to produce ideal results. The ongoing challenge of no-show and/or short notice appointment cancellations, have been positively impacted by these changes. Measurable results from the previous three months:

May	June	July
2016: 51 n/s	2016: 61 n/s	2016: 56 n/s
2017: 44 n/s	2017: 37 n/s	2017: 26 n/s
2018: 44 n/s	2018: 33 n/s	2018: 25 n/s
*N/S (no-show/unfilled appointments)		

Dental Equipment: With the tremendous assistance provided by VIM’s Development Department, the dental clinic has secured several grants which will provide the clinic with much needed equipment improvements and replacements. With almost 9,000 current active dental patients and a growing number of daily emergency walk-ins (the number has doubled from 41 in December to 84 in February) the need for reliable, properly functioning and up-to-date dental

equipment continues to be a source of strain. One need specifically and frequently expressed by dentist volunteers at a recent meeting is the need for updated and properly working dental handpieces. The dental recently clinic received 2 grants to purchase handpieces. One from St. Francis Thrift Shop and the other from Hargray's Caring Coins. We recently learned of the very generous donation made by the Wexford Charitable Foundation which has committed to provide approximately \$45,000 to support the acquisition of dental and x-ray equipment.



Executive Medical Committee Meeting Report

Executive Committee does not meet until September 11, 2018.



Technology Committee Meeting Report July 24, 2018

The inaugural meeting of the Technology Committee was called to order at 3:07p by the Chair, John Anderson.

Members present: John Anderson, Joe Buckingham, Gretchen Oley, MD; Raymond Cox, MD; Scott Burns, Tony De Marzo representing Progressive Technology

After welcome and introductions, Ray Cox gave an update of recent activities. This included hiring of Medical Records Support Manager, Demetra Ladson, to begin on 7/30/18.

Leasehold improvements for the new medical records space should be completed by 8/6/18. Scott Burns then gave an update on changes made, or in process, in the IT environment. 30 workstations have been replaced, 5 phones have been upgraded and wireless access points have been added to improve signal strength across all 3 buildings.

There followed extensive discussion regarding HIPAA guidelines and our capability to meet them. Concern was focused on exploring ways to secure the password environment. The Committee opined that password security should be made a priority as soon as we have stabilized the hardware/software environment.

Several suggestions were made for next steps as there is concern about implementation with such a large number of volunteers. Organizational mapping, examination of workflows, use of tiered groups both for network and EMR, as well as asset inventory will need to be addressed.

The proposed Technology Charter was then reviewed. With changes made to strengthen need for security, the Charter was approved. An amended Charter will be sent soon.

It was decided that the full committee will meet quarterly, with next meeting to be scheduled in mid-September ahead of the 10/9 retreat and Board meeting. However, we will continue electronic communication for updates and assistance as needed.



Wellness Update August 2018

June 1 started 100 Days of Summer Challenge which goes thru Sept 7th. The patients are receiving daily text messages with healthy living tips. We have 20 people signed up. The winners will receive a gift card of their choice. We have had 2 grocery store tours with 21 total participants for the 2 tours. They were taught about healthy shopping on a budget during the tour. The final test was to plan a meal for their family with all the food groups for \$10 or less. There was a ZUMBATHON on June 8th from 4:30-7:30 at Jarvis Creek Park. 43 people participated.

There will be another 6 week Cooking Matters Class starting October 11. The patients prepare 2 meals in the class and then receive the groceries to re-create the recipe at home. It is limited to 15 participants. They learn about healthy eating and cooking at home so they learn what is in their food. The FIT testing age has now dropped to 45 from 50 which will help us get more of our patients tested for colo-rectal cancer.

The clinic now has an agreement with MYRIAD GENETICS which will be available to test our patients for free for anyone who has positive findings on the screening tool. We are excited about the program and apprehensive at the same time. We are starting slowly with GYN patients being screened only as it is time consuming and limited staff. The results have started trickling in and we will be checking to see the impact of the findings on the clinic.

Walgreens has volunteered to come to our clinic again for 150 free flu shots for our patients to kick off the season on October 18th from 12:30 to 3:30.



Conflict of Interest Policy

ARTICLE I **PURPOSE**

The purpose of the Conflict of Interest Policy is to protect Volunteers in Medicine's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a key employee or director of Volunteers in Medicine or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

ARTICLE II **DEFINITIONS**

1. Interested Person

Any director, key employee, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which Volunteers in Medicine has a transaction or arrangement.
- b. A compensation arrangement with Volunteers in Medicine or with any entity or individual with which Volunteers in Medicine has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which Volunteers in Medicine is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate board or committee decides that a conflict of interest exists.

ARTICLE III **PROCEDURES**

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether Volunteers in Medicine can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in Volunteers in Medicine's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

ARTICLE IV
RECORDS OF PROCEEDINGS

The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

ARTICLE V
COMPENSATION

- a. A voting member of the governing board who receives compensation, directly or indirectly, from Volunteers in Medicine for services is precluded from voting on matters pertaining to that member's compensation
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from Volunteers in Medicine for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from Volunteers in Medicine, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

ARTICLE VI
ANNUAL STATEMENTS

Each director, key employee and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the Conflicts of Interest Policy.
- b. Has read and understands this Policy.
- c. Has agreed to comply with the Policy, and
- d. Understands Volunteers in Medicine is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

ARTICLE VII
PERIODIC REVIEWS

To ensure Volunteers in Medicine operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to Volunteers in Medicine's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

ARTICLE VIII
USE OF OUTSIDE EXPERTS

When conducting the periodic reviews as provided for in Article VII, Volunteers in Medicine may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

July 2015



To: VIM Board Members and Key Employees
SUBJECT: Conflict of Interest Policy

Enclosed you will find a copy of VIM's Conflict of Interest Policy. IRS regulations and board policy require that all active Board Members and Key Employees review this policy annually and reply to specific questions in regard to the Policy.

Please answer the following questions and return this form in the enclosed addressed and stamped envelope.

- YES NO I have received a copy of the VIM Conflict of Interest Policy.
- YES NO I have read and understood this Policy.
- YES NO I agree to comply with this Policy.

Financial Interest

A person has a financial interest if the person has directly or indirectly, through business, investment, or family:

- YES NO An ownership or investment interest in any entity with which Volunteers in Medicine has a transaction or arrangement.
- YES NO A compensation arrangement with Volunteers in Medicine or with any entity or individual with which Volunteers in Medicine has a transaction or arrangement, or
- YES NO A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which Volunteers in Medicine is negotiating a transaction or arrangement.

Signature

Print Name

Date

Thank you,

VIM Board of Directors
July 1, 2018