

**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 2<sup>nd</sup> 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 14<sup>th</sup> 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 25<sup>th</sup> 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 9<sup>th</sup> 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 23<sup>rd</sup> has been changed to Monday, August 11<sup>th</sup>

**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 4<sup>th</sup>. 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