Us TOO International
Board of Directors Annual Meeting, December 5, 2015
Draft Minutes

The Annual Meeting of the Board of Directors, Us TOO International, 2720 South River Road, Suite 112, Des Plaines, IL, was held at the Hyatt Rosemont, 6350 N. River Road, Rosemont, IL.

ATTENDING: Tom Cvikota, Jerry Deans, Peter Friend, Keith Hoffman, Chad Little, Jim Naddeo, Jim Rieder, Jim Schraadt, Bill Seidel

ABSENT: Todd Ahrens, Fred Allen, Jim Hammack, Jerry Hardy

STAFF ATTENDING: Tom Kirk, Terri Likowski, Chuck Strand

Minutes of September 12, 2015. The minutes for the meeting of September 12, 2015 were approved as read on a motion by Mr. Deans, seconded by Mr. Cvikota, and approved unanimously by the Board.

VOTE 1. Minutes for September 12, 2015 were unanimously approved.

Next Steps from Meeting of September 12, 2015. The next steps provided in referenced minutes were updated as follows:

- REGISTERING US TOO IN ALL STATS IN WHICH IT DOES BUSINESS. Auditing and legal opinions on whether or not Us TOO should be registered with all states in which it does business has been secured. The recommendation is that Us TOO be registered in all such states. One bid for such action has been placed for $9,842. Mr. Kirk was asked to start the process of registering in all states in which Us TOO does business.

- NAME CHANGE. It was agreed that in light of the imminent retirement of Mr. Kirk, Board discussion of a name change would be tabled until at least the March Board meeting, with a targeted start date of no earlier than June, 2016. Preliminary work, however, should be started such as identifying firms that may be able to provide needed assistance in such a transition. Mr. Kirk will secure the names of several such firms and report to Mr. Rieder for further action.

- RICK DAVIS CALL. Mr. Seidel summarized the conversations and stated that written summaries were available to any Board member who asked.

- ALLEN AND HARDY ABSENCES. Mr. Hoffman reported that Mr. Hardy's term expires at the end of the month, so that issue is null. Mr. Allen has been dealing with illness and apologizes for the difficulties in reaching him. He has promised to be more actively involved moving forward. Mr. Friend suggested re-opening this issue at the March Board meeting if no improvement has been noted by that time.

- STAFF ORGANIZATION. Mr. Kirk advised that no organization chart was necessary as everyone reported to him. Additional points included:
  - There is no funding for a Chapter Services position.
When you lose me [Mr. Kirk], Us TOO will have less fundraising capability.

LEADERSHIP UPDATES.

Executive Committee. It was noted that the minutes of Executive Committee calls were included in the Board Book. When asked for comments, there were no responses.

Finance Committee. Mr. Friend substituted for Mr. Ahrens due to the latter’s absence. The minutes of the Finance Committee and the Treasurer’s Report were reviewed together. The review was detailed and extensive. The following points were made:

- There were some minor inaccuracies, and Mr. Friend requested supporting documentation for some line items. These will be provided to the Finance Committee.
- Mr. Rieder said he will ensure that the Finance Committee meet again before year-end to review the 2016 budget and to ensure the accuracy of current financial reports.
- The 2016 budget is to include provisions for search expense and related costs.
- The 2016 budget is to include provisions for projected costs associated with a name change.

The Treasurer’s Report contained an inaccuracy that is corrected in the report attached as Supplement No. 1. The Treasurer’s Report was approved as amended on a motion by Mr. Naddeo, seconded by Mr. Hoffman, and approved unanimously.

VOTE 2. Treasurer’s Report for December, 2015 was unanimously approved.

Operations Update. Highlights of Us TOO Operations Activity Summary was summarized by Mr. Kirk, as was the Annual Review and Update for 2015 which is required by the Bylaws. Both documents are attached as Supplements 2 and 3.

COMMITTEE UPDATES.

Finance. [Discussed in previous section.]

Board Membership. Mr. Hoffman reported the following:

- Current officers have been re-elected for 2016.
- Stuart Gellman has been approved as a Director of Us TOO International.
- Messrs Ahrens and Friend were approved for a three-year term as Directors.
- [Activities regarding attendance issues with Messrs Allen and Hardy were discussed in a previous section.]

Development. Development Committee activity has been in support of Objective 2 of the Strategic Plan. Mr. Seidel reviewed the Next Steps outlined in the minutes of this committee’s conference call of December 1. The tenuous nature of Us TOO 2016 funding was discussed.
Program. Program Committee activity has been in support of Strategic Plan Objectives 4 and 5. Items of note include:

- The conference calls for the steering committee keep reverting back to the need to “increase awareness.” This is obviously a hot topic in the field.
- The enthusiasm provided by the steering committee continues to build, and is starting to build on itself. The four sub-workgroups created by the steering committee are just now getting started. We are very pleased with the quality of the individuals involved.

Objective 3 (Metrics). Mr. Friend presented an update on the conference call for this work group.

NEW BUSINESS.

2016 Board Meetings are scheduled as follows:

- March 4 & 5
- June 3 & 4
- September dates to be determined. Will be dependent on date we can get for Sea Blue Walk. Mr. Schraidt requested that the date not conflict with the PCRI Annual Conference.
- December dates to be determined.

Board Minutes for Support Groups. Mr. Seidel recommended that a generalized version of the Board minutes be published and emailed to all support group leaders. This was considered a good idea. Mr. Seidel will submit a draft to the executive Committee for consideration.

“Talking About the Future” open discussion.

- [Mr. Little] There is an organization called “Network for Good” that helps non-profits build campaigns and similar efforts. He will be talking with them within the next week to see if there is a potential for mutual advantage.
- [Mr. Strand] We need to develop specific initiatives around which we can build specific fundraising campaigns.
- [Messers Deans, Rieder and Schraidt] Emphasized the need for prompt thank yous for all donations received.
- There was a general discussion of the relative value of printed vs. digital educational materials. Mr. Kirk’s comments included:
  - There are still a lot of prostate cancer victims without computer skills.
  - A lot of our corporate support is directed to the printing and distribution of such materials.
- [Mr. Little] we should consider adding a section to the website that describes how to use the website / how to find the information they are seeking. This could be as simple as a link to YouTube. The YouTube segment could consist of a video demonstration. Mr. Little has access to a program called “Compasia” that could be used to accomplish this. A relatively small amount of work would be required to accomplish this. He needs a script from Mr. Strand and/or Ms. Likowski to get started.
• [Mr. Seidel] Recommended that we reserve a half-page of the *Hotsheet* for reporting Us TOO Board and staff activities.

**Adjournment.** The meeting was adjourned at 12:55 PM on a motion by Mr. Seidel, seconded by Mr. Naddeo and unanimously approved.

**VOTE 3.** Meeting adjourned.

**SUMMARY OF BOARD ACTIONS.**

**VOTE 1.** Minutes for September 12, 2015 were unanimously approved.

**VOTE 2.** Treasurer’s Report for December, 2015 was unanimously approved.

**VOTE 3.** Meeting adjourned.

**ACTIONABLE ITEMS:**

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<tr>
<th>What</th>
<th>Who</th>
<th>When</th>
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<tr>
<td>Register Us TOO in all states in which it does business.</td>
<td>Mr. Kirk</td>
<td>OPEN</td>
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<tr>
<td>Secure names of firms that can assist Us TOO in managing a name change. Provide names to Mr. Rieder.</td>
<td>Mr. Kirk</td>
<td>OPEN</td>
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<tr>
<td>Ensure meeting of Finance Committee before year-end to review current financial reports and supporting documentation.</td>
<td>Mr. Rieder</td>
<td>Dec. 31</td>
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<td>Ensure provisions in 2016 budget for executive search and related expenses.</td>
<td>Mr. Kirk</td>
<td>Dec. 31</td>
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<td>Ensure provision for projected name change costs in 2016 budget.</td>
<td>Mr. Kirk</td>
<td>Dec. 31</td>
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<td>Prepare a draft generalized version of the Board minutes for possible distribution to support group leaders.</td>
<td>Mr. Seidel</td>
<td>Dec. 11</td>
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<td>Contact “Network for Good” to see if services offered are relevant to Us TOO. Advise executive Committee of results.</td>
<td>Mr. Little</td>
<td>Dec 18</td>
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<td>Develop specific initiatives around which fundraising campaigns can be developed.</td>
<td><strong>OPEN</strong></td>
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<td>Develop a straw model approach with Mr. Strand and Ms. Likowski for providing instructions to website users on how to find the material they are looking for. Report results to Executive Committee.</td>
<td>Mr. Little</td>
<td>OPEN</td>
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Respectfully submitted, W. Seidel
The Finance committee met on November 23rd and we 1) reviewed the Financial reports for January through October, 2) identified Peter to do the Treasurer's Report in Todd's absence, 3) noted that the Audit and Taxes had been discussed in September and submitted on time in mid-November and 4) heard from Tom that the Budget for 2016 was still being developed and would be submitted before our December meeting.

In review, in our September Treasurer's report (with information through July), it was mentioned that in our Audit (on page 5) our Net Assets increased from $917,216 at the end of the year in 2013 to Assets of $932,289 at the end of year 1014. We also saw that by the end of July 2015, our Total Liabilities & Equity had increased to $942,828 with Total Equity of $605,255 after Liabilities.

In the September report we saw that we were under-spent by 23% at the end of July. In our Expenses, we were lower than budgeted in almost all of the lines with one significant exception, travel. This represents primarily the incentives we were using to drive attendance for the 25th symposium. We also reported our Income was lower than expected and the bottom-line deficit is higher than planned.

In this December Treasurer's Report (with information through October) we show that our Assets have been declining since our last report in September (on June's data). We have financial information now following the 25th Anniversary Symposium, the September SEA Blue events in Chicago and Rochester NY and other activities such as the three Community Conversations education & screening events in Atlanta, PA and CA.

Our Total Assets are now listed at $891,933 ($841,801 in cash and equities), down from the $984,996 last year in October 2014 by $93,068 or 9.45%. Our Revenue/income is below our Approved budget by $387,954 or 34% and fortunately our Expenses remain lower than our budget by $192,144 or 19%. We show a deficit of $73,988 as a result compared to a positive net of $82,478 last year at this time, a difference of $156,467.

We also have a liability in our Deferred Restricted Revenue of $230,437 that we are holding for our support groups/chapters ($155,679) and for Us TOO projects ($74,758). This now shows us with $638,820 in Total Equity as of the end of October.
OPERATIONS HIGHLIGHTS: December 2015
Highlights of Us TOO Operations Activity Summary
Since the September 12, 2015 Board Meeting

- 11th Annual SEA Blue Walk & Run held September 13th, in Lincoln Park and the first Rochester, NY SEA Blue event held on September 20th
  - Wrap-up with UroPartners on November 4th
- Prostate Cancer Registry Project conference call on September 16th with Cancer Support Community, nearly 100 registrants.
- Conference call with PCPC3, the newly formed prostate cancer coalition/roundtable also on the 16th as well as on October 12th and November 10th, next call set for December 1st.
- Submission of 2016 projected projects to Astellas on the 18th
- NHC Standards of Excellence Certification Program requirements met through 1/1/2016
  12/31/2018
- HotSheets out in September, October and November
- NYCU out in October and November
- Follow-up Draft Minutes from September Objective 3, Metrics committee meeting
- OVAC monthly conference call, also October 19th and November 9th.
- Income Flow document for Objective 2 developed on November 21st.
- Planning conference calls begin for November Community Conversations events in PA (November 14th) and LA (November 21st)
- Jim Nacdeo and Tom attended the NASPCC Annual Meeting, October 2-3, Tom presented remarks.
- Discussions with a new corporate sponsor for HotSheet and Community Conversations.
- Held the fundraising event on October 8th in San Francisco with CPCC.
- Telephone conference calls to plan contact with Inspire critic
- Discussions with a volunteer to do a November Golf event
- Discussions with Convio on Fall and year-end campaign
- Attendance at Janssen Advisory panel in DC on October 27th including a video interview
- Conference call on Objectives 4 & 5 with Tom with Terri and Jerry on October 30th
- Discussion on survey recruitment projects with AUA and Bayer
- Audit & Tax follow-up, signature and filed mid-November
- Follow-up: Prostate Pointers hardware failure and recovering
- Tom on panel presentation at LUPGA conference with PCEC and Zero in Chicago on November 7th
- Board Membership committee call held on November 9th
- Board Book e-mailing on November 9th.
- Veterans day donation email sent out and office closed on November 11th
- Boston Scientific/AMS meeting in Boston on November 16th, Chuck to attend
- NCCS Policy Roundtable meeting in DC on November 17th, Tom to attend
- Finance committee set for November 23rd
- Thanksgiving Holiday, Office closed Thursday the 26th and Friday the 27th
- Abbvie Patient emersion meeting in Us TOO office December 3rd
- Annual/ 4th Quarter Us TOO Board meeting set for December 4th & 5th

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Introduction:
From the results of the 2014 election of Officers we saw Jim Rieder continue as Chairman, Jerry Deans step into the Vice-Chairmanship (replacing Jeff Mills who left the Board at the end of 2014 after serving as Vice Chairman for the year), Todd Ahrens continue as Treasurer and Bill Seidel continue as Secretary. Tom Kirk continued as President & CEO (who during 2015 celebrated his 11th Anniversary in the role).

The new members of the Board elected in 2014 and assumed office in January 2015 were Peter Friend and Jim Schraide from IL and Chad Little from CA. In May 2015 we also saw David Lubroff leave the Board after serving on the Board since 2010. There were two vacancies on the Board as we ended 2015. In February 2015 we also saw Ed Kaps pass away, one of the Us TOO Founders and an Emeritus Board Member.

As a look back, in 2013, the Board passed a new multi-year Strategic Plan during the first Board meeting of the year in March. In June of 2015, a new Strategic Plan was approved for 2015-2016. It articulated a new Vision and Mission Statement.

Vision Statement: A world without prostate cancer suffering.
Mission Statement: Provide hope and improve the lives of those affected by prostate cancer, through support, education and advocacy.

Goals:
1. Secure annual gross income of $1,216,000 million for calendar year 2015 and $1,350,000 for calendar year 2016.
2. Identify and quantify what Us TOO does for the prostate cancer community.
3. Provide chapter/support group leadership with materials, opportunities and encouragement to strengthen and improve services to the prostate cancer community.
4. Expand the network and reach of both chapters and support services as required to meet the needs of the prostate cancer community.
5. Consolidate all Us TOO information onto a single, maintainable database.

Objectives: There were six Specific Objectives and Strategies defined in the plan.
**Staffing Changes:**
During January 2014 Chuck Strand was added to the staff and served as Director of Marketing/Communications and John Lupton, who also served as an independent contractor, was also added to the staff as part-time Director of Development/Fundraising. John left Us TOO at the end of the 3rd Quarter 2014 to pursue development of *Prostate Cancer Speaks* and partner with Us TOO. John was replaced by Amy Woods in late January 2015 who had served as a contractor working on the SEA Blue Walk & Run event since its inception.

**Progress Toward June 2015 Strategic Plan Goals and Objectives:**

1) **Goal 1: Secure annual gross income of $1,216,000 million for calendar year 2015 and $1,350,000 for calendar year 2016.** Two specific objectives were developed for minimum levels of Board member contributions and improvements in tracking and acknowledgement of donations. Amy Woods was added in January to fill the Director of Development and Fundraising vacated by John Lupton in the Fourth Quarter of 2014. However, it appears we will end 2015 short of the income targets and short of 2014 levels.

2) **Goal 2: Identify and quantify what Us TOO does for the prostate cancer community.** Workgroup calls and meetings have addressed the objective of identifying two or three quantifiable services that are provided by Us TOO. A Quarterly reporting metrics plan was agreed upon in September 2015.

3) **Goal 3: Provide chapter/support group leadership with materials, opportunities and encouragement to strengthen and improve services to the prostate cancer community.** Two objectives were developed for this goal, which creates a new workgroup to develop new support for support group leaders. Volunteers have been recruited, the workgroup has been created and several calls have been held.

4) **Goal 4: Expand the network and reach of both chapters and support services as required to meet the needs of the prostate cancer community.** This Goal is coordinated with the objectives developed in Goal 3 above.

5) **Objective 6: Enhance current processes for recruiting and training new Board members by December 5, 2015.** The Board membership committee has replaced a committee member and conference call is set before the December Annual/4th Quarter Board meeting.

**Other Issues and Accomplishments:**
- There are several areas of the previous 2013 Strategic Plan that continue on the agenda such as re-branding the organization and discussing a leadership transition plan.
- In July 2014, Us TOO fully met all the Better Business Bureau’s Charity Seal Standards and in October 2015 Us TOO was informed we achieved another three year approval and renewal of the National Health Council’s Standards of Excellence.
• As 2015 is Us TOO's 25th Anniversary, a major initiative was launched and the 25th Anniversary Symposium was held in Chicago in June. There were a series of videos which were produced from the sessions including PSAs on Us TOO.
• Also the Prostate Cancer Business Leadership Council was held during the 25th Anniversary Symposium to discuss and review our corporate collaborations.
• Educational Materials/Activities: During 2015 the monthly HotSheet newsletter was continued and given a new appearance, a draft revision was done for the Us TOO Hormone Brochure, a new Prostate Cancer Info-graphic was completed and the News You Can Use was continued as well.
• Us TOO joined PHEN and PCEC in a survey of caregivers and patients for the development of family education resources.
• Us TOO also served on an advisory panel with Cancer Support Community on the development of a Prostate Cancer Experience Registry.
• Advocacy/Awareness: Us TOO remained involved with roundtable meetings with other organizations including the development of a new collaborative organization known as PCPC3 which was launched in September, national prostate cancer awareness month.
• In February Us TOO was jointly involved in a training of advocacy volunteers with the National Alliance of State Prostate Cancer Coalitions (NASPCC) to create a dedicated group of advocates. Us TOO visited elected officials and once again attended the annual Zero advocacy forum in Washington, DC.
• Us TOO also held its 11th Annual SEA Blue Walk and Run in Chicago and added another in Rochester, NY to raise awareness of the disease.
• Us TOO conducted a survey with American Medical Services (AMS) on challenges of Intimacy and Incontinence in preparation for new material development.
• Work continued with the Department of Defense PCRP for program funding and Consumer Reviewer nominations.
• Us TOO has been actively involved in attending meetings of several corporate advisory groups.
• Us TOO representatives attended and made a presentation at the October Annual Meeting of the NASPCC.
• Us TOO representatives also served on a breakout panel session on advocacy collaborations during the Large Urology Group Annual meeting.
• Us TOO planned and implemented education and screening Community Conversation events in Atlanta, Los Angeles and Coatesville, PA based on the pilot session launched in 2014 in Atlanta.
• Us TOO was also involved in the update of the My Prostate Cancer Road Map, the update of the Bone Health project as well as the international survey and development of the Men Who Speak-up initiative and website.
• The 2014 Annual Report will need to be developed before the end of 2015.
• In December 2015, Us TOO elected Stuart Gellman from NY to the Board effective January 2016.
• Us TOO will have three openings on the Board of Directors as we enter 2016 and Jerry Hardy who served since 2010 and Jim Hammack who served since 2011 leave the Board.