Us TOO International

Board of Directors Quarterly Meeting, December 6, 2014

Minutes

ATTENDING: C. Todd Ahrens, Tom Cvikota, Jerry Deans, Jim Hammack, Keith Hoffman, Tom Kirk, David Lubaroff, Jim Naddeo, Jim Rieder, Bill Seidel

ABSENT: Fred Allen, Jerry Hardy, Jeff Milles, Dexter Rumsey

GUESTS / STAFF: Peter Friend, Terri Likowski, Chuck Strand

1. CALL TO ORDER. The meeting was held at the Hyatt Rosemont, 6350 N. River Road, Rosemont, IL and was called to order at 8:30 AM by Chairman Rieder.

2. READING OF THE MINUTES. Members were referred to the copy of the minutes from September 13 provided in the Board Book. The minutes were approved as read on a motion by Mr. Ahrens, seconded by Mr. Deans, and approved unanimously.

   Vote 1: The minutes of the meeting of September 13, 2014 were approved as read.

3. LEADERSHIP UPDATES.
   a. Chairman comments / Executive Committee.
      i. There was a general discussion of the previous day’s meeting and dinner. There was considerable, positive input from the various Kaps Hope Award winners, with an emphasis on increasing involvement with the chapters and on expanding social media communications. Mr. Kirk will compile notes taken of the discussions and will distribute these to Board members.
      ii. There was discussion about the need for a new strategic plan. It was decided that a significant portion of the March meeting will be devoted to developing an updated strategic plan.
      iii. A proposed policy for emergency succession of the President and CEO was reviewed, discussed, and approved unanimously on a motion by Mr. Deans, and seconded by Mr. Seidel.

   Vote 2: The proposed policy for emergency succession of the President and CEO was approved and will be inserted in the proper sequence in the policy manual.

   b. Treasurer’s Report. The Treasurer’s Report was presented by Treasurer Ahrens and is attached to these minutes. The essence of the report was that the organization’s financial picture is substantially better than it was a year ago at this time. Revenues are above budget while expenses are below budget. The Treasurer’s Report was approved on a motion by Mr. Seidel, seconded by Mr. Ahrens, and approved unanimously.
Vote 3: The Treasurer’s Report was approved as submitted.

c. Operations Update. The “Annual Review and Update: Us TOO in 2014” was presented by President and CEO Kirk, who then led discussion of same. A copy is attached to these minutes.

4. COMMITTEE UPDATES AND PLANS.
   a. Board Membership Committee. Chairman Rieder presented this report due to the absence of Mr. Hardy. The names of three individuals were presented for Board membership. All were unanimously approved by secret written ballot. The new directors, and their terms, are:
      i. Peter Friend (fills unexpired term running through December 31, 2015)
      ii. Chad Little (3-year term beginning January 1, 2015)
      iii. Jim Schraidt (3-year term beginning January 1, 2015)
   b. 2015 Officers. The following slate of officers was presented to the Board and approved unanimously on a motion by Mr. Lubaroff and seconded by Mr. Hoffman.
      i. Chairman: Jim Rieder
      ii. Vice-Chairman: Jerry Deans
      iii. Secretary: Bill Seidel
      iv. Treasurer: Todd Ahrens

   Vote 4: The 2015 slate of officer was approved.

   c. Development Committee. No report.

   d. Finance Committee. Mr. Ahrens presented the proposed budget for 2015 and led the discussion of same. The budget shows total revenues of $1,216,000 and expenses of $1,215,925 for a net income of $74. The budget was approved on a motion by Mr. Ahrens, seconded by Mr. Cvikota, and approved unanimously. A copy of the approved 2015 budget is attached to these minutes.
      i. The 2015 budget contains staff salary increases, the first in three years.
      ii. The 2015 budget also contains a 5% increase for President & CEO Kirk.

   Vote 5. The 2015 budget was approved.

   e. Program Committee. A report was presented by Mr. Seidel and is attached to these minutes. Highlights included:
      i. CHAPTER SURVEY. Only 41% of chapters were contacted due to lack of participation by some Board members. Since this was the second
attempt to secure participation, it seemed pointless to make a third attempt. It was decided that the results of the 41% would be compiled and presented to the Board at a later meeting.

ii. 25th ANNIVERSARY. There will be a two-day seminar / dinner event on June 19 and 20. Topics will focus on both developing chapter leadership and on the latest trends in treating prostate cancer. Additionally, a 7-minute video is being considered for use by the chapters and support groups. Mr. Hammack presented a draft scenario for such a video.

5. **OLD BUSINESS.** None not already covered above.

6. **NEW BUSINESS.** Tentative 2015 Board meeting schedule.
   a. March 6 & 7
      i. Strategic Plan development
      ii. Presentation by investment company
   b. June 19 – 8:00 AM – Noon, precedes 25th Anniversary event
   c. September 12 – Downtown, Saturday before the 11th Annual Sea Blue Walk-Run
   d. December 4 & 5 – Annual Meeting of the Board of Directors

**SUMMARY OF BOARD ACTION.**

- **Vote 1:** The minutes of the meeting of September 13, 2014 were approved as read.
- **Vote 2:** The proposed policy for emergency succession of the President and CEO was approved and will be inserted in the proper sequence in the policy manual.
- **Vote 3:** The Treasurer’s Report was approved as submitted.
- **Vote 4:** The 2015 slate of officers approved.
- **Vote 5:** The 2015 budget was approved.

The meeting was adjourned at 11:10 AM on a motion by Mr. Seidel, seconded by Mr. Deans, and approved unanimously.

Respectfully submitted,

William L. Seidel, Secretary
Our Total Assets at the end of September are $1,002,162, ahead of last year’s $986,176 by $15,986 or 1.6% and at the end of October the number declined slightly to $978,080 which is slightly less than the October 2013 total of $982,001.

At our last Board meeting we reported the July statements; the July statements show us at $965,504, so we have moved ahead since then. At the end of September, we have cash-on-hand and investments of $985,503; $37,249 or 3.9% more than last year at that point. Compared to April (our low point of this year), we are $160,731 or 19.1% ahead in our cash and investments. Our October cash-on-hand and investments are down to $939,821 after paying expenses from the SEA Blue Walk & Run and this is only $1,662 ahead of October last year.

Our Investment account #520 at the end of October is 16% over last year at this time and is at $456,697. Our cash fund #451 is 7.7% ahead of last year and is at $275,398. We have less money in the bank than last year by about $81,529 or 28% at $207,526 keeping us below the FDIC insurance level.

At the end of October we have $324,425 in the Deferred Restricted Revenue account, about the same as last year when we were at $322,669. We hold $125,876 for the support groups/chapters which is up by $23,554 over last year or 23% and we have $198,546 for our home office projects which is down by $21,798 or 9.9%. We moved a total of $268,780 so far this year for our projects which is ahead of our pace last year.

Our Profit & Loss Statement shows us with Income 21.4% or $129,586 more than last year at the end of October. All income/revenue areas are ahead of last year.

On the Expense side at the end of October, we have spent $31,993 than last year despite having been paying SEA Blue event bills this year as Wellness Place did in past years. This leaves us with a positive Net on the Profit & Loss Statement of $31,117 versus a loss of over $130,000 at the end of October last year.

To the Approved Budget we have $8,348 less than planned at the end of October for Income/Revenue and have under-spent by $225,104 or 24.2%, even with the SEA Blue expenses added. The only line items we have overspent are Postage and Printing.

Our “Other Income” lines which show investment earnings are behind last year by 24%, however when added to show our Bottom line Net we show a positive Net of $70,665 or $146,820 better than last year’s Net loss of $76,155 at the end of October.

Tom and Mark have been in contact with the auditors last week and this week and plan a follow-up meeting before the end of the year to address the new chapter/support group reporting recommendations.
Introduction:

We had a change of leadership as we entered 2014 as all of the Officers, and thus the 2013 Executive committee made up of Chairman Kay Lowmaster, Vice-Chairman Dave Houchens, Secretary Howard Kaczmarek and Treasurer Jean Jeffries all transitioned off the Board of Directors.

From the results of the 2013 elections of 2014 Officers we saw Jim Rieder assume the Chairmanship, Jeff Mills step into the Vice-Chairmanship, Todd Ahrens became the Treasurer and Bill Seidel become the Secretary as we started 2014. The new Executive committee started the year with an in-person meeting in January with the President & CEO (who during 2014 celebrated his 10th Anniversary in the role). The new members of the Board elected in 2013 and assumed office in January 2014 were Jerry Deans from VA, Keith Hoffman from TX, Jim Naddeo from MI and Fred Allen from AR. There were two vacancies on the Board during 2014.

As a look back, following discussions on the 2008-2011 Strategic Plan during 2012 and early 2013, the Board passed a new multi-year Strategic Plan during the first Board meeting of the year in March of 2013. The new 2013 Strategic Plan identified the following Vision Statement and Goals:

Vision Statement: The premier organization that provides unbiased guidance and information for men and their families affected by prostate cancer by:

- Becoming financially secure,
- Being the voice of the prostate cancer community, and
- By extending and expanding the vision of Us TOO as a collaborative, participatory organization comprised of active volunteers teaming together to help others.

Goals:

1. Secure annual gross income of $1.5 million in two years (March 2015).
2. Expand staff and capabilities as increased funding allows.
3. Explore the feasibility of rebranding for the organization.
4. Improve and expand the network of community chapter/support groups.
5. Update Us TOO By Laws and Policies

Objectives: There were seven Specific Objectives outlined in the plan and forty sub-points or target activities under the objectives.

Unforeseen Challenges:

In 2013 Us TOO’s Communications Manager left and Chuck Strand was brought aboard as an independent contractor, during 2014 Chuck was added to the staff and has served as Director of Marketing/Communications. John Lupton, who also served as an independent contractor, was added to the staff at the start of 2014 as part-time Director of Development/Fundraising. He left Us TOO at the end of the 3rd Quarter to pursue development of Prostate Cancer Speaks and a
partnership with Us TOO. That position remains open as we end 2014. Also during 2014 Wellness Place, the 10 year partner organization working with Us TOO on the Chicago SEA Blue Walk & Run event, decided to close its doors at the end of the 3rd Quarter which called for further Us TOO staff re-alignment and re-focus.

Progress Toward Goals and Priorities:

1) Goal: Secure annual gross income of $1.5 million in two years. Discussion of this goal in 2013 led to the assumption it was not do-able and we ended 2013 with a deficit of approximately $20,000 and the 2014 Approved Budget contained a planned deficit. However at the end of the 3rd Quarter 2014, we are showing a positive Net by controlling expenses and increasing fundraising activities, campaigns and events.

2) Goal: Expand staff and capabilities as increased funding allows. During 2014 the Executive committee created a policy and procedure on the replacement of the CEO (either planned or unplanned) for presentation to the Board at the December meeting, and working as the compensation committee, is recommending a staff salary increase for 2015 and work on a transition compensation incentive plan is an area of further work.

3) Goal: Explore the feasibility of rebranding for the organization. A 25th Anniversary logo has been developed and modifications in branding of the Us TOO name have resulted in the use of the phrases, “Affected by prostate cancer...Us TOO”, “Take action, get connected” which builds on the “from passion to action” phrase we have used since our 20th Anniversary in 2010.

4) Goal: Improve and expand the network of community chapter/support groups. In 2014 the Program committee set a priority to survey Chapters and support groups, committee members and Board members have been making calls and contacting local contacts which has resulting in updated information on the website.

Per the objectives, there was a seventh Us TOO University Town Hall meeting held during 2014, in Sarasota, FL in November. The Town Hall meetings have an agenda of closer communication with community volunteers and establishment of shared goals in areas of program, awareness and fundraising. This meeting also focused on the goal of building closer relationships with past Man to Man groups since ACS withdrew support of the program nationally.

There was an objective to develop, plan and implement a 25th Anniversary event for 2015 with tasks in 2013 to seek funding for 2014 kick-off activities. Planning funds were gathered and planning work took place with a 25th Anniversary work group as a subcommittee of the Program committee.

There was also an Objective to develop, plan and implement a new Us TOO website. Within the limits of available funding during 2013, we saw the completion of a new site framework. Further sponsorship support was successful raised in the Fourth Quarter 2013 and content development and launching of the new site was completed in November 2014.

5) Goal: Update Us TOO By Laws and Policies. The Bylaws and Policies subcommittee’s recommended changes approved at the December 2013 meeting. During 2014, the Program
committee recommended a new policy on Chapter/Support group disaffiliation which the Board approved during its September 2014 meeting.

**Other Issues and Accomplishments:**

- A new office suite was secured at the end of 2013 and moving took place during early January 2014. In 2014, our audit and tax preparation was conducted by a new firm, Calibre CPA Group. In July, Us TOO fully met all the Better Business Bureau’s Charity Seal Standards for a second organization’s standards statement beyond the National Health Council.

- Educational Materials/Activities: The monthly *HotSheet* was continued, one edition of the *Chapter News* was completed in April, nearly 100 new volunteers were secured to act as referral sources to our *Helpline*, the *News You Can Use* service was improved and completed monthly to supplement the monthly newsletter, but the planned Hormone brochure update was delayed further. Two 2014 webinars were completed in collaboration with Zero. In addition, Us TOO continued its work with the *Prostate Cancer Roadmap* website and the relationship completed with the now terminated *On the Line* awareness initiative. And as a major advancement the Us TOO website was updated and launched.

- Advocacy/Awareness: The Early Access committee on Prostate Cancer (EAP) was not as active in 2014, work continued with the Department of Defense PCRP for program funding and Consumer Reviewer nominations, involvement continued with the public and the Prostate Cancer Roundtable with two in-person meetings held in Washington, DC, and internationally, involvement continued with the attendance at a Bayer sponsored meeting and with groups in the Bahamas. In addition Us TOO has been actively involved in attending meetings as a representative on several corporate advisory groups, and at Leadership and Advocacy meetings with the PCRI conference, AUA, ASCO and ASCO-GU, NHC, NCCS and NCCN. In addition, several awareness events such as the Blues event at Chicago’s Buddy Guy’s Legends and a *Community Conversation* event in Atlanta at a Baptist church held in partnership with local activists.

- The 2013 Annual Report will need to be developed before the end of 2014. Several calendar events will need attention in early 2015; the SEA Blue Celebration event is scheduled for February and the Prostate Cancer Business Leadership Council meeting has to be scheduled for early 2015 to continue momentum (last meeting held in June 2013).

- Us TOO will lose one of its officers at the end of 2014 and at least one Board member, did accept three new Board members for 2015 at the December 2014 Board meeting and most likely will have only one seat to fill during 2015.
## 2015 BUDGET

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### Notes
- Notes 1: Additional funding for downtown development.
- Notes 2: Increased funding for educational programs.
- Notes 3: Reduced funding for marketing activities.

### Additional Information
- The 2015 budget includes a 5% increase in funding for educational programs.
- The budget also includes a new initiative to expand the outreach to local communities.

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**E-mailing:**
- Increased funding for email marketing and outreach.
- New initiatives to improve engagement with email recipients.

**Training:**
- Increased funding for training programs.
- New courses added to training offerings.

**Projects:**
- Increased funding for project management.
- New projects added to portfolio.

**Activities:**
- Increased funding for community activities.
- New event offerings planned.

**Marketing:**
- Increased funding for marketing efforts.
- New marketing campaigns planned.

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**Notes/Comments:**
- Notes 1: Additional funding for downtown development.
- Notes 2: Increased funding for educational programs.
- Notes 3: Reduced funding for marketing activities.
Focus since the last Board meeting has been on the following areas:

1. **Chapter Survey.**
   a. With very minor exceptions, no Board members have reported additional calls since the last Board meeting. Only 41% of chapters / support groups were contacted, and six of thirteen Board members did not participate at all. Accordingly, the Program Committee has decided to terminate the exercise.
   
   b. Data gathered from the 41% of chapters contacted will be compiled and reported to the Board next year.

2. **25th Anniversary Working Group.**
   a. There are two areas avenues of focus:
      i. A short video for use by the chapters / support groups
      ii. A centralized seminar / celebratory event
   
   b. **Short Video.**
      i. One clear request from the chapters / support groups contacted in the partial chapter survey was for a short video of some type to be used locally to help celebrate the occasion.
      ii. Preliminary costs estimates have been developed, but there have been several challenges, including (1) defining what topics could be both useful and covered adequately in a 5-7 minute video, and (2) funding.
      iii. No “next steps” have been assigned to this project at present.

   c. **Seminar / Celebratory Event.**
      i. A two-day (noon Friday through noon Saturday) event has been scheduled for June 19 – 20 at the Hyatt Regency O’Hare. A contract has been signed and an initial payment made of $10,100.
      ii. Seminar topics will emphasize two areas: (1) development of chapter / support group leadership, and (2) current trends / developments in dealing with prostate cancer.
      iii. Transportation and hotel expense will be paid only as necessary for speakers and honored guests. All meals will be provided for attendees, including a celebratory banquet the night of June 19th. A registration fee may or may not be charged. These factors may be adjusted going forward as knowledge of funding improves.