

Hemophilia Foundation of Minnesota/Dakotas
Board Meeting Minutes
July 17, 2007

Meeting was called to order at 7:05 p.m.

Present: Bill Kallberg, Judith Campbell, Bob Stone, Steph Miller, Beth Andersen, Dan Tinklenberg, Denise Cadwell, Jim Brown, Sharold Friedrich, Liz Myers, John Schulte, and Aaron Reeves.

Absent: Joni Osip, Jim Langworthy, Brenda Neubauer, and Peggy Wier.

Staff: Jim Paist, Executive Director, and Pam Cella, Office Manager.

May Minutes: The minutes from the May 15, 2007 meeting were reviewed and Dan Tinklenberg made a motion to accept the minutes and Bill Kallberg seconded. Motion carried.

April and May Financials: Dan Tinklenberg reported that the end of April, we had \$268,587 in our Checking/Savings Accounts. A breakdown consists of: \$898 in our Money Market; \$47,072 in our US Bank Bond Fund Account; \$65,089 in Dreyfus; \$124,670 in the Savings Account; \$8,753 in the Scholarship Fund; \$11,805 in the Camp Fund; with \$10,300 in Checking. Looking at the expense side, Account 7400, Music/Entertainment comes in at \$6,133 for the month and this is for water park passes during the Annual Meeting.

May's financials stands at \$255,181 for our Checking/Savings Accounts. We have \$4,383 in our Money Market; \$47,085 in the US Bank Bond Fund; Dreyfus remained the same; \$104,555 in the Savings Account; the Scholarship and Camp Funds remained the same; and \$13,511 in the Checking Account.

Jim Paist reported that May's big expense item was, Account 5200, Banquet/Food for the Annual Meeting which came in over budget. This was due to increased attendance. We can move some dollars around but we can't continue to be over budget like this. Previously, we took special action for additional expense connected with the office move and the increase in rent. Jim suggested we consider looking at entertainment expenses as one area to scale back on.

Bob Stone asked for a motion to approve the April and May Financials. Beth Andersen made a motion to approve the financials and Judith Campbell seconded. Motion carried.

Policy Review Committee: Jim Paist reported that committee member's Joni Osip and Jim Langworthy are not here due to being at Camp. However, we have made progress and have met two or three times since the last board meeting. The committee recommended support for Getting in the Game and is very close to finishing a set policy to propose to the board. Jim P. has been approached by a couple of Industry Representatives who mentioned it may not be good to have Industry on this Policy Review Committee because of competition issues. Jim opened up the meeting for ideas/concerns regarding the composition of this committee.

Bob Stone reported that two Industry Representatives were elected by the IR committee and if they weren't part of this, the argument would go the other way. Bill Kallberg stated that the two IR were chosen by their peers and should be taking input back to the IRC for recommendations. The committee makes recommendations and the board makes the decisions. John Schulte asked if these concerns were made to HFMD or to the IRC? Jim P. said they were address as an issue to him.

Jim Brown reported that Peggy Wier would be here tonight but she had a long-standing committee therefore, couldn't make this meeting. He said two representatives were elected by the IRC to serve on the Board and should be objective or neutral. However, it is necessary to have the IR on the committee but also it would leave a 6/2 vote and IR would be out numbered. Jim has no concerns and he is not biased that this should work.

Judith Campbell stated that this issue is a conflict of interest. These two Industry Reps were elected by their peers and should have trust in them. There is a Conflict of Interest Form that should be signed. Jim P. reported that from an HFMD competitive aspect, this is not a concern for us but maybe for the IRC.

Jim Brown said that looking back at the minutes, Nancy Golden supported the program when the original proposal went to the sub-committee regarding "Gettin in the Game", which is sponsored by CSL Behring. People will support a program that would be good for HFMD. Jim P. stated that we should send this back to the IRC for their feedback or consensus.

Golf Tournament: Jim Paist reported that donated items are down from last year. We need to step up our efforts in this area and asked for help from Board members. Items that go well are anything sports related, gift certificates and we will be giving away two Gala tickets to the 2008 Hearts of Hope Gala. The Player's Fee this year is \$175 which includes lunch, dinner, green fees and carts, plus both the longest drive and the marshmallow contests. They will also receive one mulligan, which is non-transferable, plus an extra raffle ticket. The date of the Golf Tournament is Monday, September 10th, at Indian Hills Golf Club, Stillwater, MN.

Gala: Jim said the committee met last month. He addressed the letter to the Board from Jim and the planning committee. The Board can help out and think about getting items with a value of \$100 or more. Tickets prices will remain at \$100 this year. Bob Stone offered to help from Fargo and would like the new HFMD brochures mailed to him. Also, Jim will see if the new HFMD brochure is in a PDF file or sending via e-mail. Jim included a sample letter for Board members to follow if they choose. Jim said support from the board could offset the decline in industry volunteers getting donated items. Bob asked for the letter. The gala will be held at the Minneapolis Hilton, Saturday, January 26, 2008.

Fundraising: Jim Paist opened this discussion with saying that HFMD has not had an operating Fundraising Committee who would send out letters to corporations securing sponsors for our events. Bill and Liz Kallberg attended a Fun-Fusion Seminar put on by NHF last year and they came away with good ideas and good information. Bill K. reported that the two most important points were:

- 1 Have Board members be involved with Fundraising.
- 2 Go outside of the hemophilia community.

Billions of dollars are being contributed to non-profits with the larger percentage of contributions coming from individuals. Bill and Liz both attended seminars on this and even though the Gala, Golf, and Poinsettia Sales are important to us, they are not major items for Fundraising. Per NHF, chapters should have a paid Fundraiser on staff but that is an issue for another time.

Aaron asked what the proposal or plan is for the HFMD Board. Jim asked if anyone would like to serve on the new fundraising committee to work on events and organizational developmental. The main purpose would be:

- 1 Shape the Fundraising strategy
- 2 Be involved in current Fundraising events.

Volunteers include:

Bob Stone
Aaron Reeves
Bill Kallberg
Steph Miller
Jim Paist

If anyone else is interested, let Jim P. know. It was agreed upon by this new committee that lunch time was the best time to meet. Jim asked for names and contacts within companies so letters could be sent for donations. Aaron asked with happened to CHC and their contact list. Jim P. will check and do some follow up. Beth has a contact for a donation and will work with Jim to see what the best approach would be for this individual.

Web Site: Pam reported that golf registration and sponsorship forms are now immediately available on the front page of our web site. In addition, the calendar has the August 18th “Gettin in the Game” Family Fitness Event and the flyer can be accessed by clicking on the icon. This is much the same as the canoe event that was held in late June. Pam is pursuing the online giving piece that is used by CHC.

Dan T. suggested having a link to our web site on all outgoing e-mails.

Dakota Retreat Update: Bob Stone reported that we had the last committee meeting on Monday, July 16th. The event will be held July 27-29 and 128 people are scheduled to attend. This includes families, staff and the IR reps. Dr. Margaret Heisel will speak on Transitioning; Denise Cadwell will talk on advocacy and her experience during Washington Days; and Jeff Kallberg will do a section on life experiences, his career as being a Physical Therapist and do a karate demonstration. Saturday afternoon, families will have the option of participating in an 1880 Train Ride, the Alpine Slide, or Panning for Gold. Saturday evening families will car pool to Mount Rushmore for a light show. Sunday morning, Dr. Heisel will list some topics of discussion for a Q&A.

Bill & Liz Kallberg were scheduled to present First Step but a family emergency came up and they had to cancel. They do have handouts and John Schulte agreed to take them along. John also agreed to take the signage that will be used for the event. Denise also offered to take things to Keystone if need be.

Sharold Friedrich will do daycare and we have 11 children signed up. Pam will send Sharold the names and ages of the children.

Jim P. reported that we have 12 Exhibitors this year, @ \$500 each, which consists of both Pharmaceuticals and Home Care companies. Jim Brown mentioned that vendors really appreciate being able to attend.

NHF: Jim Paist mentioned that Board members should start thinking about NHF's 59th Annual Meeting which will be held November 1-3, 2007 in Orlando, Florida. HFMD is encouraging as many Board members to attend as possible. Our budget is \$7,500 and we have used \$500 which leaves a balance of \$7,000. Jim suggested having 4 Board members, individual or families, attend. Bill Kallberg thinks HFMD should send all board members to the NHF conference. Bill announced that the first item on the program for Thursday morning, at 8:00 a.m., deals with Chapter Minimum Standards and Fundraising.

Board members interested in attending include:

Aaron Reeves	family
Dan Tinklenberg	individual
Denise Cadwell	family
Brenda Neubauer	family
Bill Kallberg	individual
Steph Miller	individual (Jim will be attending, not Steph)
Beth Andersen	family

Aaron stated that we have \$7,000 in this account and with 7 board members wanting to attend possible we could pay \$1,000 each which would only be a portion of the expense. Aaron said we should just split the \$7,000 with those from the board who are going. There is a possibility that Denise could be sent by NHF but that has not been confirmed yet. Aaron also mentioned that NHF does have a waiver for the registration fee but it needs to be applied for. The hotel is \$165 per night. Jim has reserved a block of 10 rooms at the hotel. He is anticipating that each HTC will send 1 person to this conference leaving 6 hotels rooms available for Board members including Jim Paist. Steph Miller already has her room and she is not included in this block of 10. However, we are still short 1 room if everyone can make the trip. Jim Paist said he would offer not to go. Bill said the Executive Director must be there. To make things simpler for everyone, Jim is asking for each attendee to book their own air fare, provide a receipt, and they will be reimbursed by HFMD.

Jim did receive a lengthy document on Minimum Standards from NHF. He will send this out next week for review by the Board at the next Board Meeting in September.

Old/New Business:

Scholarships: This year, we had 10 applicants and 10 scholarships were awarded \$1,500 each. Students were notified of their acceptance and checks were sent out, to the Financial Aid Office, at the school of their choice on Monday, July 16, 2007. Jim P. said that we budgeted \$17,000 this year and we raised \$7,500 at the Gala and this leaves us with a little seed money for next year. An article will appear in the fall issue of the *Veinline*.

Pay Increase: Jim Paist announced that he did the annual review for Pam and recommends a three percent increase effective July 17, 2007. The board approved Jim's recommendation.

Conflict of Interest: Jim Paist reported that Aaron brought to his attention that he could have a conflict of interest since his wife, Paige, is now employed by Critical Care Systems. Aaron reported that Paige is the Account Manager and does sell hemophilia and within that capacity, she will be meeting with HTC's, attend events, as well as tabling.

Bob Stone stated that all Board members signed a Conflict of Interest form and he sees no reason to step down and has no problem with Aaron staying on as President. Sharold agreed with Bob. Jim P. said that previously Paige was with Option Care and never once did Aaron cross the line. Bill Kallberg stated that the conflict of Interest includes the immediate family.

Dan T. said Aaron was a Board member first and now this is a different situation. Bill K. stated that this could put us in a quandary since Aaron made this situation known and if asked to leave, then the presidency would pass to Bob Stone who is currently our Vice President. Jim Brown asked Aaron if Paige would become actively involved in the IR meetings and Aaron responding by saying "yes, she will have to."

Aaron left the meeting and the discussion continued. Bob Stone was interested in hearing from other Board members. Denise C. stated she was new on the Board but Aaron always had a professional attitude. Beth A. did not have any issues because as a consumer, one looks at the companies they are representing. Liz M. said she does not have a problem. Judith C. stated that Aaron gave a full disclosure and has been very discreet since she didn't know anything about this. However, she has no problem. Sharold F. said she has confidence in the Aaron and Paige. John Schulte stated that he met Aaron 2 years ago and Paige is valued within the community. Steph M. has no issues with either person but wonders what the outside perception would be.

Jim Brown briefly told of a same situation in Nebraska where a President of a home care company also served as President of the Board chapter and wore two hats. However, he didn't do that very well. However, IR members voiced concert about the Policy Committee and that is more of an internal issue. Jim Brown felt that it was good that we approach the situation and deal with this however, give them the benefit of the doubt.

Bob Stone asked for a vote. Bill Kallberg said that this was short notice and we need to read over the Conflict of Interest and make sure we don't have any repercussions down the road. Bill suggested tabling this for 10 days and that give the Board time to respond and offer an opinion on the Conflict of Interest and then what is our next step? John S. agreed but what about a broader disclosure that would include IR concerns. Jim B. stated that the 2 Industry Representatives can't vote and can only make recommendations. Jim Paist said it would be good to get feedback from our HTC's as well.

The committee agreed to:

- 1 Have Jim Brown and Peggy Wier get feed back from this issue at the next IR committee meeting on September 11th.
- 2 Also get input from the HTC's
- 3 Aaron's status does not change during this time frame

4 This issue should be tabled until the next Board meeting on September 17th.

John Schulte made a motion to table this issue until September 17th and seek input from the HTC's and the IRC. Steph Miller seconded and with no objections. Motion carried.

Bill Kallberg mentioned that he has contacted Courage North and will be donating a sail boat to Camp.

Bill Kallberg made a motion to adjourn and Judith Campbell, along with Dan Tinklenberg, seconded. Motion carried and meeting was adjourned at 8:45 p.m.

The next HFMD Board of Directors meeting will be on Tuesday, September 18th, at 7:00 p.m. The call in number is 1-888-508-3709 and the pass code is 1123165#.

Respectfully submitted,

Pam Cella
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