

The PPRNet Foundation First Annual Business Meeting

DECEMBER 1, 2018

STEVEN ORNSTEIN, MD
PRESIDENT



The PPRNet
Foundation

Agenda



The PPRNet
Foundation

- 1) Describe the TPF Organization Structure
 - Purpose, Mission Statement, Objectives
 - Members/Meetings
 - Board of Directors/Meetings
 - Committees
 - Staff
 - Other/Miscellaneous
- 2) Discuss TPF activities and Financial Report
- 3) Q&A/Vote to Accept Report



Incorporation



The PPRNet
Foundation

- ▶ Founded late January 2018 in State of SC
- ▶ Non-profit public benefit corporation
- ▶ Member-based
- ▶ IRS Tax Exemption Section 501 (c) (3) as Public Charity 509 (a) (2)

Filing ID: 180123-1454008

Filing Date: 01/23/2018

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

ARTICLES OF INCORPORATION
Nonprofit Corporation – Domestic
Filing Fee \$25.00

Pursuant to S.C. Code of Laws Section 33-31-202 of the 1976 S.C. Code of Laws, as amended, the undersigned corporation submits the following information

1. The name of the nonprofit corporation is

The PPRNet Foundation

Purpose



The PPRNet
Foundation

The Corporation is organized exclusively for charitable, scientific, eleemosynary, and educational purposes.....The PPRNet Foundation is a member-based organization whose purpose is to improve the health of the American people by helping, supporting, and educating primary care clinicians to provide evidence-based, high value, quality care.



Objectives



The PPRNet
Foundation

- ▶ To develop, establish, and support educational activities and opportunities for Members, the healthcare industry, and the general public
- ▶ To advance clinical quality reporting and benchmarking arising out of, in connection with, or related healthcare data, for the benefit of patients, the advancement of best practices, and the professional development of healthcare providers



Objectives

Objectives



The PPRNet
Foundation

- ▶ To review, conduct, and support scientific research for the furtherance of the general knowledge base and identification of high value, quality care practices to help, support, and educate primary care healthcare providers; and
- ▶ To promote, support, and aid any and all other activities and programs that will further the charitable, scientific, eleemosynary, and educational purposes of the Corporation



Objectives

Members



The PPRNet
Foundation

- ▶ Any person who agrees to comply with the eligibility requirements as established, changes, amended, restated and/or waived
- ▶ Any member type allowed: currently “Founding”, “Clinician”, and “Staff”
- ▶ Rights: vote at annual meeting, serve in corporate office, as Director, and others as established by Board



Meetings



The PPRNet
Foundation

- ▶ Annually and others determined by Board
- ▶ At annual meeting President “to report on activities and financial condition of the Corporation”
- ▶ Quorum: 1% of members, but no fewer than 3



Board of Directors



The PPRNet
Foundation

- ▶ Authority in and responsibility for the affairs of the Corporation vested in the Board
- ▶ At least 3 members
- ▶ 2 year term of office, can be staggered
- ▶ Elected by Board at annual meeting
- ▶ COI provisions



Corporate/Board Officers



The PPRNet
Foundation

- ▶ Chair (must be Board member)
- ▶ Vice-chair (must be Board member)
- ▶ Secretary
- ▶ Treasurer

- ▶ No compensation for officers
- ▶ One year terms
- ▶ Appointed at annual board meeting



Board of Directors



The PPRNet
Foundation

Founding Board

Susan Andrews

Mary Arenberg (Chair)

~~Hal Chertok~~

Additions

~~Gwen Allen~~

Kate Dreger

George Schroeder

Tripp Bradd ?



Committees



The PPRNet
Foundation

- ▶ We can have them
- ▶ We don't



Staff



The PPRNet
Foundation

- ▶ The Board may hire, fire, and assign duties to a President, as CEO and executive director
- ▶ The President does not vote on Board or Committee matters
- ▶ The President selects and supervises staff



Other



The PPRNet
Foundation

- ▶ Contracts, checks, and deposits
- ▶ Indemnifications
- ▶ Restrictions and donations
- ▶ Dissolution
- ▶ Conflicts of interest
- ▶ Records
- ▶ Other miscellaneous





The PPRNet
Foundation

Activities and Financial Condition of TPF

Activities since January 2018



The PPRNet
Foundation

- ▶ Incorporation and adoption of bylaws
- ▶ IRS tax exemption application/approval
- ▶ Formed/reformed Board—two phone meetings
- ▶ Member recruiting
- ▶ Legal, banking, and insurance
- ▶ Contracts with President and VPs
- ▶ Contracts with Memberclicks/Payscape
- ▶ Clinigence contract
- ▶ 2-3 x/month staff meetings
- ▶ Annual meeting planning
- ▶ Activities planning



Membership Update



The PPRNet
Foundation

- ▶ 31 practices
- ▶ 115 members
 - 10 Founding Members (Allen, Andrews, Arenberg, Chertok, Dreger, Howson, Jeu, Loehr, Schroeder, Tobolic)
 - 75 Other Clinician Members
 - 30 Practice Staff Members



join

Budget to Date



The PPRNet
Foundation

Category	Actual	Budget	Difference
△ INCOME	55,551	62,953	-7,402
Contributions	11,001	8,867	2,134
Sales (Member Fees)	44,550	54,087	-9,537
△ EXPENSES	16,900	22,356	5,456
Advertising (Business)	6,616	5,568	-1,048
Annual Meeting	4,401	4,400	-1
Insurance (Business)	1,260	1,260	0
Meals & Entertainment (Business)	0	800	800
Misc. Expense (Business)	396	437	41
Office Expenses (Business)	0	2,873	2,873
Postage and Delivery (Business)	8	0	-8
Prof and Legal Fees	3,850	6,650	2,800
Travel (Business)	369	368	-1
Net Difference:	38,651	40,597	-1,946

Note: President & VP contractors have not been paid

Current Account Balance

Leading Donors



The PPRNet
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- ▶ Steve Ornstein/Lynne Nemeth \$5000
- ▶ Cara Litvin/Andrew Hardie \$3000
- ▶ Andrea Wessell/Jason Cooper \$3000





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Q&A



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Motion/Second
Vote to Accept Report