

**Members Business Meeting Minutes**  
**VSPA Meeting**  
**San Francisco, October 29, 2010**

**Roll Call for Voting Members**

**Veterinary Medical and Surgical Group, Inc.** Greg Stoutenburgh  
**Veterinary Referral Center of Colorado** Lori Ramig  
**Georgia Veterinary Specialists & Emergency Care** Mark Dorfman  
**Veterinary Specialty Center of Tucson** Jan Woods  
**Veterinary Specialty Hospital of the Carolinas** Jerry Waddle  
**Veterinary Specialty and Emergency Center of Kansas City** Jeff Dennis  
**Pittsburgh Veterinary Specialty and Emergency Center** Ken Spokane  
**VetsNow Hospital** Patricia Colville  
**Florida Veterinary Specialists** Sonja Olson  
**Michigan Veterinary Specialists** Ned Kuehn  
**NYC Veterinary Specialists and Cancer Center** Darryl Shaw  
**Wisconsin Veterinary Referral Center** John Beltz  
**Veterinary Specialty and Emergency Center** Alan Klag  
**Akron Veterinary Referral & Emergency Center** James Vogt  
**Seattle Veterinary Specialists** Jim McCutchan  
**Southeast Veterinary Specialists** Rose Lemarie  
**MedVet Memphis** Todd Tobias

**2010 Officer Elections VOTE** - 100% YAY votes on all.

President Elect Sonja Olson (dual term w/Vice President)  
President (complete Leah's term) Jan Woods  
Treasurer (complete Janna's term) Lori Ramig  
Officer at Large Rose Lemarie

**Committee Reports**

**Agendas** – Jan Woods – Thank you to the 2011 agenda committee. The Board reviewed the spring and fall agendas and made a few changes. Pam will make the changes and return to Jan and the Agenda Committee for review and discussion.

**Speakers Bureau** – Pam Stevenson – not as much accomplished as desired. Will have updated information out to VMA's, National and Local meetings by the end of 2010.

**Recruiting** – Mark Dorfman – Recruiting database is on VSPA website. Need three more practices for 2011 elections. Please look at database and contact the practices you know by early next year to introduce VSPA and Mark to give him a better chance of reaching a principal.

**Members Meetings** – Mark Dorfman – Why is attendance at VSPA meetings declining? Normally 55-65 members at meetings – last few <50. Economy and time with sponsors mentioned. We could change to self supporting with a dues increase of 4-5k per practice. Each meeting costs 35k-40k and sponsors currently cover the meetings 100%+. This has been discussed in the past and members were not inclined to have dues increased as long as we can raise sponsor funds. Decision – ask sponsors to have presentations centered on how they can help VSPA practices reduce costs, increase earnings and/or referrals thru their relationship with the sponsor. Provide guidance for sponsors and have their presentation theme pre-reviewed/approved by the Board.

**Proposed By-law Amendment to fill interim member vacancies**

The amendment below allows for an interim election to replace any VSPA member practice losses that occur between July and April. The Amendment was approved by members with a 100% YAY vote.

**Filling Interim Vacancies in Membership-** Should a vacancy occur in the Membership after the annual election as provided for in this Section 602 and provided that there is at least 3 months until the next election is to be held; then the Board may, but shall not be obligated to hold a special election to fill the vacancy by the following procedures.

**Ballot Contents and Notice** - The Executive Board shall solicit applications from qualified Hospitals to become a Member and fill the interim vacancy. Thereafter the Board shall present the Membership with a slate of hospitals, who have submitted such an application to become a Member and who are otherwise qualified according to the above By Law provisions to be a Member Hospital. The ballot shall be sent via e-mail mail to the person the Member Hospital has designated during the previous annual spring meeting to be its Designated Representative for the purpose of electing the membership. The ballot shall be sent at least 21 days prior to the date the ballot is due to be returned. The ballot shall be e-mailed directly to the President, who shall tally the ballots. No independent CPA shall be required to tally the ballots with respect to this interim election.

**Majority Vote**- Each Member Hospital shall have one vote to cast either "Yah" or "Nay" for each of the Candidate Hospitals presented on the slate by the Executive Board for election. The Candidate Hospital with the most "Yah" votes shall be elected to the membership to fill the vacancy until the next annual election is held.

### Meeting Location and Dates

Tampa	May 18-21, 2011
Seattle	September 20-23, 2011
New Orleans	May 15-18, 2012
RESORT	September 26-29, 2012 --- Memphis moved to May 2013 (Costa Rica, Hawaii or Scotland)
Memphis	May 14-17, 2013

### Joint Marketing Project

Suggestion from member survey of how VSPA can provide more value to members. Questions to consider:

Who is the audience – RDVM's or the public?

What is the purpose – Increase referrals or Public Awareness?

What is the budget – VSPA and/or Members?

Plan – conduct member survey to determine direction and value of this project

Kimberly Demeza (GVS) will work with Pam to develop survey questions.

Possibly use RDVM responses from 2008 Pfizer survey (if marketing to RDVM's is direction of project)

Use the survey to determine what the current concerns are from member practices and how we can design joint marketing around these concerns.

Create questions to determine direction such as – Precisely how can VSPA support you in a joint marketing effort? What media (printed, electronic, internet) interests you most?, How would you use this joint marketing product to drive the specialist RDVM relationship or public awareness of specialty medicine? Do you see this as a periodic or ongoing project?, Rate your preference between printed item(s), website, webinars.

Results of survey to be presented at Tampa meeting, May 2011.

### Member Proposal Regarding Data Collection from Sister/Satellite Practices

A member proposed collecting management statement type data from all entities owned for the services they do have while waiting to become fully qualified VSPA members. The goal is for all members to gain benefit from the activities of members. The Board proposes the following variation to this member proposal:

Conduct an annual or biennial Sister/Satellite survey to obtain a broad range of information regarding Sister/Satellite practices. Distribute results at a VSPA meeting and hold panel discussion or breakout sessions for group discussion and questions.

First – conduct a brief survey to determine the questions and format of the full survey.

Collect information on basic finances, marketing plans, construction information, equipment choices & financing, location selection etc.

Pre-Survey survey to go out in January 2011.

Actual survey to go out by March 2011.

First survey to be presented at the May 2011 meeting in Tampa.

Pam to prepare Pre-Survey Survey and manage distribution and collection of both surveys.

## Where Have all the Clients Gone? - VSPA Idea Conference

Former member, Carl Ware, submitted a proposal for VSPA to hold a meeting open to prequalified (or selected) non members to share ideas and network with a broader audience. His proposal is based on the TED Conference <http://www.ted.com/> principals of multiple, short presentations to keep the information lively and varied. This would not be a VSSIP type meeting in that it would have restricted/invited attendees and a higher “ticket” price for non VSPA members.

Vote on Interest as follows: 10 interested, 1 not interested and 4 on the fence, 2 not present

Discussion:

Appoint Idea Conference Task Force

Sonja Olson, Ned Kuehn, Greg Stoutenburgh, Steve Lemarie

Why do this:

Recruitment for VSPA members.

Increased dynamics with more hospitals involved.

Many practices not qualified for membership would be very interested.

Network with friends and colleagues (Keith, Kathy, Mitch, Carl, Johanna etc.).

To invite large primary care practices to participate.

Input of industry leaders and novel thinkers.

Title “Where have all the clients gone?”

Expand Carl’s idea of who to invite to include large (2m+ revenue), multi location primary care practices and industry partners.

Next steps pending results and proposals from Task Force.

## Cal Pro Survey

Janna reviewed the phase one and phase two Pfizer surveys and reminded members that Pfizer is offering this survey to all VSPA members and will cover the cost of 3 months of Cal Pro Research follow up. Currently very few VSPA practices have participated in this second survey.

## Ask The Board

**Why do practices leave VSPA?** Answer – Seven practices have left VSPA in the past four years:

Three purchased by VCA (By-laws required departure)

Two joined MOON (By-laws required departure)

One purchased by BrightHeart (By-laws required departure)

One left for undisclosed reasons

The Ask the Board session turned into a discussion of consolidated practices specifically looking at Blue Pearl Veterinary Partners. Here is a summary of that discussion.

**How does Blue Pearl qualify for membership according to VSPA By-laws?** Answer – Every Blue Pearl hospital is in compliance with the By-laws and Membership Standards. As Blue Pearl practices become eligible for membership they will apply.

**Anyone concerned about so many of our members (6 of 17) being Blue Pearl practices? Questions and Uncertainty about Blue Pearl intentions, goals and future with VSPA and its members.**

Jeff Dennis responded and gave an overview of Blue Pearl.

VSPA was founded in 1998 by Jeff Dennis. Brought together like minded individuals. Ultimate progression is that some practices started acting and operating in a similar fashion with an obvious advantage inside a merger. Initially Darryl and Jeff merged practices. Why merge? – Exit strategies for owners of different ages, not wanting to sell out to VCA or BrightHeart, reduce costs for large projects (residency, marketing etc.) and diversity of investment. Each practice is locally owned and managed. Blue Pearl is currently developing central management. Blue Pearl is in a growth phase, lots of opportunities, not exclusive and not franchised. Blue Pearl is consciously not encroaching on the horizontal competition of any VSPA member practice.

**Although this discussion was around Blue Pearl the VSPA members would have the same questions for Symphony and any other merged group of practices as the entity grows.**