FUNDACIÓN CLÍNICA VALLE DEL LILI’S VOLUNTEERS’ SOCIETY

Santiago de Cali, March 22, 2018

22nd ORDINARY GENERAL ASSEMBLY

On Thursday, March 22, 2018, in the city of Cali, Carrera 98#18-49 tower 7, 2nd floor, room 2, the Volunteers Group of the FUNDACIÓN CLÍNICA VALLE DEL LILI’S VOLUNTEERS’ SOCIETY gathered to hold the 22nd Ordinary General Assembly. It is recorded that the meeting was called according to the Statutes, by means of a written communication sent 10 business days in advance and signed by President Mrs. María Mercedes Herrera de Salazar.

AGENDA.

1. Election of the Assembly President and Secretary
2. Verification of Quorum
3. Reading and approval of the current agenda.
4. Reading of the Previous Minutes.
5. Report and Presentation of Financial Statements as of December 31, 2017 – under the responsibility of the Accountant and the Commercial Director
6. Tax Audit Report
7. President’s Report
8. Request to the General Assembly as the highest management body to grant authorization to the legal representative for presenting before the DIAN the certification or tenure of the FUNDACIÓN CLÍNICA VALLE DEL LILI’S VOLUNTEERS SOCIETY as an entity classified under the Special Tax Regime.
9. Healthcare Director's Report
10. Proposals and Miscellaneous topics
11. Reading and Approval of the Minutes of the 22nd Ordinary General Assembly

AGENDA PROGRESSION

1. 1.- ELECTION OF THE ASSEMBLY’S PRESIDENT AND SECRETARY. The Assembly elected Mrs. María Mercedes Herrera de Salazar, President of the Volunteer Service. In the absence of the secretary of the board, Mrs. María Mercedes Guzmán was proposed to the attending members as Secretary of the Assembly. She accepted the designation in accordance with the statutes.
2. 2.- VERIFICATION OF QUORUM. 26 volunteers were present:
3. - Adriana Jiménez
4. - Ana Fernanda Giraldo
5. - Ana María Pedraza
6. - Beatriz Eugenia Velasco
7. - Carmen Emilia Arango
8. - Claudia Muñoz
9. -Cruzana Zuluaga
10. -Dolores Guzmán
11. -Dora luz Vélez
12. -Elizabeth Díaz
13. -EIizabeth Yepes
14. -Evelin Cuadros
15. - Fabiola Hoyos
16. - Lila de Ledesma
17. - Lucy Rojas
18. - María del Socorro Castro
19. - Marcela Bedoya
20. - María Luisa Flórez
21. - María Mercedes Guzmán
22. - María Mercedes Herrera
23. - María Mónica Ortega
24. - Marvy León
25. - Olga Remolina
26. - Oliva de Gavina
27. - Rosalba Domínguez
28. - Soraya Cadavid

Adhering in-person to the written call for this meeting, issued by the President, Mrs. María Mercedes Herrera, 72.22% of the Volunteer quotient is present. Therefore, there is enough quorum to deliberate and decide.

Additionally, the Volunteers in training, Ana María Jaramillo, Diana Muñoz, Myriam Salazar and Nubia Ruiz were present.

Also, Mrs. Esmeralda Cárdenas, the Volunteer Service's Accountant, Mrs. Inés Díaz, Administrative Assistant, Mrs. Jacqueline Arce, Commercial Director, Mrs. Consuelo Cardona, Healthcare Director, and Mrs. Nidia Carvajal, representative of the company KPMG S.A.S., Tax Auditors for Fundación Clínica Valle del Lili’s Volunteers Society.

3.- READING AND APPROVAL OF THE AGENDA. The current Agenda was read and presented for consideration. It was unanimously approved by the attendees.

4.- READING OF THE PREVIOUS MINUTES. The secretary read the previous Minutes No.21 of March 30, 2017.

5.- REPORT AND PRESENTATION OF THE FINANCIAL STATEMENTS AS OF DECEMBER 31, UNDER THE RESPONSIBILITY OF THE ACCOUNTANT AND COMMERCIAL DIRECTOR

Mrs. Jacqueline Arce, Commercial Director, began the presentation, she highlighted the work of the commercial area group, who closed the year 2017 “committing with their efforts, dedication and professionalism” in order to continue obtaining the resources which ensure that we can continue with our Volunteer Service Programs and comply with our corporate purpose. She commented that despite the infrastructure growth at Fundación Valle del Lili, which lead to the opening of 3 competence fields for the Volunteer Service, the year closed with an increase in the Events; this made it possible to obtain very good results and comply with the objectives planned. She also explained that on April 30, 2018 is set the deadline to request from the DIAN a tenure in the Special Tax Regime, as the Society is a non-profit entity.

Mrs. Esmeralda Cárdenas, the Volunteer Service’s accountant, presented the Comparative Financial Statements for 2016 and 2017. She explained the variations and the notes to the Financial Statements and noted that the Industry and Commerce fee had changed from 0.77 to 0.33, thus generating a lower payable tax.

As of December 31, 2017, surpluses were equal to a total of $13,432,554.00 which shall be reinvested in the Volunteer Service’s Institutional Programs such as “Leer es Sanar” [Reading is Healing], “Tejer es Sanar” [Weaving is Healing], the Library, the Pediatric Food Aid Kits, the External Breast Prosthesis, Diagnostic Exams, Cleaning Kits, Recreation, Crafts and Institutional Workshop days Funds, each one addressed to the community.

The Financial Statements and the destination of the surplus generated in 2017 were unanimously approved. REPORT ATTACHED.

6.-TAX AUDITOR'S REPORT

Afterwards, Mrs. Nidia Carvajal, representative of the company KMPG S.A.S. Read the opinion issued by the Tax Auditor, which was signed by Mr. Jorge Valderrama Urrea, declaring that all the reports and financial statements at the closure on December 31, 2017 are under the required regulations. REPORT ATTACHED.

7.-PRESIDENT’S REPORT

The President, Mrs. MARIA MERCEDES HERRERA, made a brief management summary for the fiscal year 2017, highlighting the achievements at the Volunteer Service's areas as well as the fulfillment of objectives. She congratulated the commercial and healthcare areas for their commitment.

8.-Request from the General Assembly, as the highest management body, authorization for the Legal Representative to present before the DIAN the application for certification or tenure for FUNDACIÓN CLÍNICA VALLE DEL LILI’S VOLUNTEERS SOCIETY as an entity classified under the Special Tax Regime.

Mrs. MARIA MERCEDES HERRERA, Legal Representative of FUNDACIÓN CLÍNICA VALLE DEL LILI’S VOLUNTEERS SOCIETY, requested from the General Assembly authorization to present their application for Certification or Tenure, as applicable, as an entity classified under the Income Tax Special Tax Regime.

The Assembly unanimously accepted the request and gives power to the Legal Representative to proceed in the application for the Certification or Tenure, as applicable, for the FUNDACIÓN CLÍNICA VALLE DEL LILI’S VOLUNTEERS SOCIETY as an entity classified under the Income Tax Special Tax Regime.

9.-HEALTHCARE DIRECTOR'S REPORT

Mrs. Consuelo Cardona Ariza presented the report from the Healthcare Director. She highlighted the commitment of all the Volunteers, which resulted in the Service exceeding the limits proposed for the year 2017 concerning programs coverage and scope. She again highlighted the importance of recording both care and commercial shifts as well as reporting activities, as these data constitute the statistics that feed management reports. She also stated that she “feels very proud” of the achievements and confirmed gladly that “when we work in a team everything flows.” REPORT ATTACHED.

10.-PROPOSALS AND MISCELLANEOUS TOPICS

1. - Dr. Graciela Hoyos, the Foundation's psychologist, addressed the Assembly to say her definite farewell, because she is going to live in another Country. She took advantage of the opportunity to highlight the importance of the Volunteer Work, which she qualified as “a decision to help another human being”, adding that the psychology department is available to guide the Volunteer Program since “the motivation and love you feel for what you do is transmitted to the patient” improving their stay at the Institution.

b.-Fabiola Hoyos proposed that attendance to the Volunteer Service’s extra-activities are included in the Volunteer Shifts.

c.-María Mercedes Guzmán proposed take off leave of absence days from the 90 annual days, in order to obtain the attendance percentage.

d.-Miriam Salazar proposed clarifying the requirements for Volunteers to go to Betania.

e.-María Mercedes Guzmán, Claudia Muñoz and Diana Muñoz presented Newsletter No.1 corresponding to the first trimester of 2018.

f. -Various Volunteers proposed looking for a way to publish or requesting the Foundation to include newsletters on Fundación Valle del Lili’s webpage.

g.-Letters of acceptance were delivered to the new active volunteers: Ana María Jaramillo, Nubia Stella Ruiz and Diana Muñoz.

11.-READING AND APPROVAL OF THE ASSEMBLY’S MINUTES

With no more topics to discuss, the Secretary, Mrs. María Mercedes Guzmán, read the present minutes, which were presented for the consideration of the Assembly and unanimously approved, without any objection from the attendees.

At 12:00pm, the Assembly was closed,

These Minutes are a true copy from the original.

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| **[ILLEGIBLE SIGNATURE]** | **[ILLEGIBLE SIGNATURE]** |
| María Mercedes Herrera de SalazarPresident | María Mercedes Guzmán de CastroSecretary |

**FUNDACIÓN CLÍNICA VALLE DEL LILI’S VOLUNTEERS SOCIETY**

**ASSEMBLY – THURSDAY, MARCH 22, 2018**

|  |  |  |  |
| --- | --- | --- | --- |
| **No** | **NAME** | **SIGNATURE** | **Comments** |
| 1 | Adriana Jiménez | **[ILLEGIBLE SIGNATURE]** |  |
| 2 | Ana Fernanda Giraldo | **[ILLEGIBLE SIGNATURE]** |  |
| 3 | Ana María Pedraza | **[ILLEGIBLE SIGNATURE]** |  |
| 4 | Beatriz de Becerra | **[ILLEGIBLE SIGNATURE]** |  |
| 5 | Carmen Elisa Serna O |  | On Leave |
| 6 | Carmen Emilia Arango | **[ILLEGIBLE SIGNATURE]** |  |
| 7 | Claudia Muñoz  | **[ILLEGIBLE SIGNATURE]** |  |
| 8 | Cruzana Zuluaga  | **[ILLEGIBLE SIGNATURE]** |  |
| 9 | Diva Diaz |  | Excused |
| 10 | Dolores Guzman | **[ILLEGIBLE SIGNATURE]** |  |
| 11 | Dora Luz Velez | **[ILLEGIBLE SIGNATURE]** |  |
| 12 | Elizabeth Diaz | **[ILLEGIBLE SIGNATURE]** |  |
| 13 | Elizabeth Yepes | **[ILLEGIBLE SIGNATURE]** |  |
| 14 | Evelyn Cuadros | **[ILLEGIBLE SIGNATURE]** |  |
| 15 | Fabiola Hoyos | **[ILLEGIBLE SIGNATURE]** |  |
| 16 | Gloria Cifuentes | **[ILLEGIBLE SIGNATURE]** | Excused |
| 17 | Lila de Ledesma | **[ILLEGIBLE SIGNATURE]** |  |
| 18 | Lucy Rojas | **[ILLEGIBLE SIGNATURE]** |  |
| 19 | Ma. del Socorro Castro | **[ILLEGIBLE SIGNATURE]** |  |
| 20 | Marcela Bedoya | **[ILLEGIBLE SIGNATURE]** |  |
| 21 | Ma. Eugenia Ayala  |  | Sick Leave |
| 22 | Ma. Eugenia Pazos  |  | Excused |
| 23 | Ma. Luisa Florez | **[ILLEGIBLE SIGNATURE]** |  |
| 24 | Ma. Mercedes Guzmán  | **[ILLEGIBLE SIGNATURE]** |  |
| 25 | Ma. Mercedes Herrera  | **[ILLEGIBLE SIGNATURE]** |  |
| 26 | Ma. Mónica Ortega  | **[ILLEGIBLE SIGNATURE]** |  |
| 27 | Mariana de Muñoz  |  | Sick Leave |
| 28 | Marvy León | **[ILLEGIBLE SIGNATURE]** |  |
| 29 | Meggy de Becker |  | Sick Leave |
| 30 | Nelly Buitrago |  | Excused |
| 31 | Olga de Fonseca | **[ILLEGIBLE SIGNATURE]** |  |
| 32 | Olga Fernández | **[ILLEGIBLE SIGNATURE]** |  |
| 33 | Oliva de Gaviria | **[ILLEGIBLE SIGNATURE]** |  |
| 34 | Patricia de Londoño |  | On Leave |
| 35 | Rosalba Domínguez de C | **[ILLEGIBLE SIGNATURE]** |  |
| 36 | Soraya Cadavid | **[ILLEGIBLE SIGNATURE]** |  |
|  |  |  |  |
|  | VOLUNTEERS IN TRAINING |  |  |
| 1 | Ana María Jaramillo | **[ILLEGIBLE SIGNATURE]** |  |
| 2 | Diana A. Muñoz J, | **[ILLEGIBLE SIGNATURE]** |  |
| 4 | Myriam Antonia Salazar A, | **[ILLEGIBLE SIGNATURE]** | On Leave |
| 5 | Nubia Stella Ruiz G. | **[ILLEGIBLE SIGNATURE]** |  |

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