



# **Associates of Vietnam Veterans of America, Inc.**

## ***POLICIES and PROCEDURES***

### **§ Appendix 2**

#### **REMOVAL OF NATIONAL DIRECTORS OR OFFICERS**

The Corporation is bound by law to operate within the confines of the Washington D.C. Non-Profit Corporation Act. The Washington D.C. Non-profit Corporation Act places the power to terminate the office of an elected member of the National Board of Directors solely with members of the specific voting group that participated in the election of that Director or National Officer. This policy will be followed, if the removal of a BOD Member becomes an issue.

#### **1. REMOVAL OF A NATIONAL BOARD OF DIRECTORS (BOD) MEMBER**

- a. If a member of the National Board of Directors has been subject to disciplinary action that was processed and completed in accordance with the Disciplinary Code section of the Policy and Procedures Manual **and**:
  - (1) The National Disciplinary Committee determines that specific actions or sanctions are appropriate for such National Board Member, **and**:
  - (2) The National Disciplinary Committee recommends actions or sanctions that include removing said National Board member from office, **and**:
  - (3) The remaining members of the National Board put forth a recommendation to remove said Board Member from office, **then**:
- b. The qualified voting body must be notified of the National Board's recommendation. (Qualified voting body is defined as the registered delegates voting at the National Convention wherein said member of the National Board was elected.)
  - (1) If said Board Member is a Regional Director, notification will be limited to those registered voting delegates from the affected Region.
  - (2) If said Board Member is a National Executive Officer, all registered voting delegates from every Region (Regions 1-9) will be notified.
- c. Notification will be in the form of a letter that will be mailed to each qualified voting delegate within fifteen (15) days of the National Board's recommendation. The National President and the National Secretary will also be copied.
  - (1) Should the adjudged Board Member *be* either the National President or the National Secretary, the National Vice-President will be notified in place of that affected officer.
- d. Such notification will be prepared, mailed and tracked by the National Disciplinary Committee Chair, and shall include:



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- (1) A brief summary of the charges (information provided is limited to classification of charges and defined in the Disciplinary Code, Sections 1A – 1D. Specific incidents associated with these charges shall not be identified).
  - (2) An explanation of the processes involved.
  - (3) A clearly defined “respond by” date.
  - (4) A means for delegate verification.
  - (5) A confidential Ballot.
- e. The confidential ballot and delegate verification must be returned by the response date defined in the notification letter. If the confidential ballot and delegate verification are not returned, or if the returned documents are not postmarked on or before the designated response date, said votes will not be counted and shall be treated as abstentions.
- f. The Disciplinary Committee Chair shall collect all delegate verifications and confidential ballots as received **and**:
- (1) Separate confidential ballots from delegate verifications and collate each accordingly.
  - (2) Validate delegate verifications against delegate information provided by the National Elections Committee Chair.
  - (3) Compile delegate verifications to determine the count, identities, and level of representation (i.e. Region, Chapter, State) of the voting delegates. Like information will be compiled for delegates who abstain or failed to respond within the designated response date.
  - (4) Designate an impartial two-person team who will count, tally, and cross-validate qualified confidential ballots. (Impartial is defined as a member of AVVA or VVA, or an unaffiliated member of the community, who is ineligible to vote and who has no acquaintance or relationship of any kind with the adjudged Board Member.)
  - (5) Inform the National President and the National Secretary of the total votes tallied, and their respective distributions (i.e. total number of votes cast, sum of yes and no votes, and total number of abstentions.)
    - (i) Should the adjudged Board Member *be* either the National President or the National Secretary, the National Vice-President shall be notified in place of that affected officer.
- g. The National President, National Secretary, or National Vice-President (depending on any direct involvement) shall inform the adjudged Board Member and the remaining members of the National Board of Directors of the verified results of the vote.



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- (1) If the cumulative number of “yes” votes equals two-thirds (2/3) or more of the total votes cast, the adjudged Board Member will be removed from office immediately, and relieved of all corollary duties.
    - (i) The filling of the resulting vacancy will be in accordance with AVVA National Policy and/or Bylaws.
  - (2) If the cumulative number of “yes” votes is less than two-thirds (2/3) of the total votes cast, the adjudged Board Member shall not be removed from office. The remaining members of the Board of Directors may or may not impose other appropriate sanctions, in accordance with the current National Disciplinary Code.
- h. Consequences for BOD members other than removal from office, or any consequences for members at levels other than National offices, shall be in accordance with the National Disciplinary Code currently in force.