



ASSOCIATES OF VIETNAM VETERANS OF AMERICA, INC.

8719 Colesville Road; Suite 100 • Silver Spring, MD 20910-3919

Telephone (301) 585-4000 • Fax Main (301) 585-0519

Board of Directors Meeting Minutes

April 12, 2018

Double Tree by Hilton Hotel

Silver Spring, MD

Call to Order:

President Sharon Hobbs called the regular meeting of the AVVA Board of Directors to order at 9:00 AM on Thursday, April 12, 2018. The meeting was held in Inspiration Rm.1, 1st Floor, at the Double Tree Hotel, Silver Spring, MD.

Opening Exercises:

President Hobbs recognized Fran Davis, MO, National Chaplain, to lead the invocation and to proclaim a Moment of Silence. President Hobbs then recognized John Birch, OR, Region 8 Director, to lead the assembly in the *Pledge of Allegiance*.

Board of Directors Roll Call:

Secretary Nina Schloffel called the roll.

President: Sharon Hobbs
Vice President: Elayne Mackey*
Secretary: Nina Schloffel
Treasurer: Kathy Andras
Region 1: Joanne Blum
Region 2: Nancy Rekowski
Region 3: Kaye Gardner

Region 4: Jeri Wallis
Region 5: Cecilia Essenmacher
Region 6: Fran Davis
Region 7: Terri Rangel
Region 8: John Birch
Region 9: Casey Farrell*

* Absent, excused
Quorum established

Agenda:

At the request of President Hobbs, item 10, GoToMeeting, was added to agenda Section VIII. General Orders, Subsection J.

Motion (#!) Moved by Region 2, Nancy Rekowski, and seconded by Region 4, Jeri Wallis, to accept the agenda as amended – ***ADOPTED***.



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Officer and Board Reports - Updates:

Region 3 – Director Kaye Gardner submitted a written report for Region 3 and provided the following updates:

- The Region 3 Conference originally planned for the last weekend of March was cancelled. There are no plans to reschedule.

Region 4 – Director Jeri Wallis added that there are four new chapters in Georgia. She further reported that AVVA members in Columbus, Georgia are awaiting their chapter charter.

Region 9 – None filed due to Director Casey Farrell's illness.

VVA National Advisor Report:

Marsha Four, VVA Advisor, was not in attendance. No report given.

President Hobbs reminded the board to attend their assigned VVA committee meetings. Treasurer Kathy Andras added that VVA Committee Special Advisor Reports are due within 2 weeks of attending the meetings and should be submitted to her.

Committee and Program Reports – Updates:

Elections – Chair Kaye Gardner stated that Elections Committee rejected a proposal to change the Elections policy so that the Regional Director would appoint the State Elections Chair. P&P Chair Nina Schloffel agreed to notify the initiating member of the proposal's disposition. Chair Schloffel will also inform the member that the proposal may, upon request, be submitted directly to the BOD for consideration.

Committee member Suzie Meeks prepared a brochure that guides our members through the elections process. After the committee reviews the brochure, it will be submitted to the board for approval. Once approved by the board, the brochure will be available on the AVVA website.

Chair Gardner further reported that recent training identified gaps in the at-large elections process. The Elections Committee commits to have new policy in place before April 2019.

10:16 AM - Business meeting suspended for Special Meeting Planner Report



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10:35 AM - Business meeting resumed

Break Called at 10:37 AM

Reconvened at 11:06 AM

Committee and Program Reports – Updates (cont'd):

Government Affairs –Chair Sharon Hodge distributed and discussed key items of our AVVA Legislative and Policy Priorities for the 115th Congress, Sessions 1 and 2. She also noted that Congress should confirm Rear Adm. Ronny L. Jackson, the newly appointed head of the VA, on April 26th.

Helping Hands - Written report submitted and reviewed by Chair Kathy Andras. Chair Andras reported that since October the program has received three requests for information. Most do not meet grant requirements. Of these, Chair Andras contacted a possible candidate but has received no response.

Product Sales – Written report prepared by Chair Susan Henthorn and submitted by Region 4 Director, Jeri Wallis.

Updates E-Newsletter – See AVVA website.

Consent Calendar:

Motion (#2) Moved by Region 7, Terri Rangel, and seconded by Region 5, Cecilia Essenmacher, to accept the motions listed in the Consent Calendar into the permanent record – **ADOPTED**

April 2018 CONSENT CALENDAR

1. Motion out of Finance Committee: To add Don Jones as a member of the committee for the remainder of the 2017-2019 term.
2. Motion out of Membership Committee: To add Joanna Henshaw as a member of the committee for the remainder of the 2017-2019 term at no cost to national.
3. Motion out of Toxic Exposure Committee: To add Jerry Avery as an Advisor to the committee and Pat Furno as a member to the committee for the remainder of the 2017-2019 term at no cost to national.



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4. Motion out of Paper Safe Program: To add Rick Switzer as a VVA Advisor to the committee for the remainder of the 2017-2019 term at no cost to national

Electronic Motions:

Motion (#3) Moved by Region 5, Cecilia Essenmacher, and seconded by Region 7, Terri Rangel, to accept into the permanent record, all electronic motions made between October 21, 2017 and April 12, 2018– **ADOPTED**

April, 2018 ELECTRONIC MOTIONS

1. IEM 3: The secretary moves that the board of directors adopt minutes from the October 19, 2017' board meeting.
ACCEPTED WITHOUT OBJECTION AND WITH TYPOGRAPHICAL ERROR CORRECTED.
2. IEM 4: The Policy and Procedure Committee moves to adopt changes to Policy and Procedure Section 6, Subsection I.B. The revised policy clarifies existing E-motions procedures, changes the applicable time frame from 14 calendar days to 14 business days, and expands the voting window from 24 hours to 36 hours.
*(QUORUM OF 12) 5 YES, 0 NO, 7 FAILED TO RESPOND.
FAILED DUE TO LACK OF MAJORITY VOTE.*

Policy and Procedure Proposals:

Motion (#4) out of the *Policy and Procedure Committee*, no second required, to accept the changes to Section VI, Subsection 6.1B, *Email Motions Between Board Meetings*, to the Policies and Procedures Manual – **ADOPTED**

Motion (#5) out of the *VISTA Committee*, no second required, to accept the changes to Section XI, Subsection II.B-E, *AVVA VISTA Committee*, to the Policies and Procedures Manual

Policy and Procedure on *VISTA* in Section XI, Subsection III.C.2.

Current: This recognition will take place during the AVVA luncheon at the National convention, or the AVVA luncheon at the VVA/AVVA National Leadership & Educational Conference.

Newly amended: This recognition will take place during the AVVA luncheon held at the annual meetings.



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Moved by Region 5, Cecilia Essenmacher, and seconded by Region 1, Joanne Blum, to accept the proposal as amended. – **ADOPTED**

Motion (#6) out of the *Toxic Exposure Committee*, no second required, to accept the additions to Section III, Subsection II. COMMITTEES: Overview of Duties, *Toxic Exposure Committee*, to the Policies and Procedures Manual – **ADOPTED**

Motion (#7) out of the *Elections Committee*, no second required, to accept the changes to Section V, Subsections I-XIV, *Elections*, to the Policies and Procedures Manual – **ADOPTED**

Amendment to change proposed Policy and Procedure on *Elections* Section V, Subsection XI, to strike the word “must” and replace with the word “should”.

Moved by Region 5, Cecilia Essenmacher, and seconded by Region 7, Terri Rangel, to accept the proposal as amended. – **ADOPTED**

Out-of-Committee:

Motion (#8) out of the *Membership Committee*, no second required. Since Mr. Buonto is an honorary Vietnam Veteran because of his work during the Vietnam War with the U.S. Military, and the CIA postwar, the committee requests that we update Y-Jut Buonto’s paid membership as paid thru 2099 at no cost to the member. – **ADOPTED**

Recess for lunch at 12:30 PM

Reconvened at 1:45 PM

Board of Directors Roll Call:

Secretary Schloffel called the roll.

Quorum established

General Orders:

A. Foundation & Paper Safe Donations Update – Susan Price, Don Jones

1. There have been no candidates for office to the NFVF Board. See Don Jones if interested.



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2. Request for Paper Safe donations printed in the Veteran. (10 responses = \$80.00).
3. Donate to Paper Safe thru Foundation at nfvf.org or by mailing a check to NFVF. In either case, specify that your donation is for Paper Safe.

B. In Memory Plaque Update – Sharon Hobbs

1. VVMF President/CEO Jim Knotts would like the bronze plaque in place before the June In Memory ceremony; however, all of the work cannot be completed by then.
2. Still need final materials and cost estimates.
3. Placing notification of In Memory Registry in condolence cards.

C. IRS Status – Sharon Hobbs

1. IRS 501C3 paperwork will be ready for the president's signature in about 2 weeks.
2. Should have an update for 501C3 conversion by the Leadership Conference..
3. Planning to recognize Jake Barsottini, for his volunteer work on the AVVA conversion to a 501C3 (Leadership Conference).

Motion (#9) Moved by Region 4, Jeri Wallis, and seconded by Region 2, Nancy Rekowski, to proceed with converting AVVA National to a 501C3 and to fund the conversion with the appropriate IRS fees. **ADOPTED**

D. Vendor Update – Sharon Hobbs

1. Have three vendors:
 - a. Ideal Images
 - b. Military Best
 - c. Agent Orange Store
2. Received total of \$59.00 from web sales.

E. VVA Workgroups Update – Sharon Hobbs, Nancy Rekowski

1. Leadership Conference – Everyone is encouraged to attend all three VVA Workgroup Seminars. Key information forthcoming in these seminars.
 - a. Workgroup I (Legacy) - Wednesday
 - b. Workgroup II (New Organization) – Thursday
 - c. Workgroups I & II, Joint Q & A – Saturday
2. President Hobbs appointing AVVA Task Force to determine and evaluate options for the corporation's future. Don Jones, Bobbie Morris, Nancy Rekowski, and AVVA officers to sit on Task Force.



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F. Service Officer Program Update – Sharon Hobbs

1. Reevaluating AVVA VSO Program.
 - a. Have 15 AVVA Veterans Service Officers, 13 of which are dual accredited. Applications for new VSOs will continue on hold
 - b. Need to provide regional oversight for open AVVA VSO claims. Have possible candidate. Sharon to follow-up.
 - c. Liability issues a major concern

G. Assignments from October 2017

1. Elections: Delegate Transfer Policy -
 - a. Delegate transfer may constitute a proxy vote. Elections Chair, Kaye Gardner to consult Parliamentarian Barbara Miller.
 - b. Bylaws change(s) possibly required before delegate transfer policy initiated. Will co-ordinate with Bylaws Chair Nancy Rekowski.
2. Bylaws: ARTICLE VIII. Section 8.03 Incorporated Chapters – Bylaws Committee to evaluate chain of command for incorporated chapters. Will rework bylaw as appropriate.
3. Standard Plaque – Casey Farrell, Joanna Henshaw, Linda Haberkorn. Two designs submitted to BOD for consideration and approval.

Motion (#10) out of the *Plaque Design Committee*, no second required, to accept the design for a generic use plaque, which of the presented designs that the board chooses, to be used as needed by the corporation.

Amendment to accept the design proposal that displays the AVVA logo *with the eagle*, to be printed on metal and mounted on a convertible (hang or stand) wooden 8"x10" base, as the standard design for AVVA awards plaques. Moved by Region 6, Fran Davis, seconded by Joanne Blum, to accept the proposal as amended. – **FAILED** (yes -1, no -11)

Amendment to accept the design proposal that displays the AVVA logo *without the eagle*, to be printed on metal and mounted on a convertible (hang or stand) wooden 8"x10" base, as the standard design for AVVA awards plaques. Moved by Region 7, John Birch, seconded by Jeri Wallis, to accept the proposal as amended. – **ADOPTED** (yes -11, no -1)

President Hobbs dismissed the Plaque Design Committee after completing this assignment.



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H. Budgets – Susan Price

Distributed proposed budgets for FY 2019. Note: Finance Committee will consider special requests for funding.

Motion (#11) out of the *Finances Committee*, no second required, to accept the FY 2019 Budget as proposed – **ADOPTED**

I. Donations – Sharon Hobbs

Received seventeen ‘in lieu of flowers’ memorial donations for a total to date of \$1,230. Thank you notes written and mailed to each donor; an acknowledgement letter was sent to the honoree’s family.

J. 2018 Leadership and Education Conference Assignments – Updates due June 21 (GoToMeeting Conference)

1. AVVA Office Hours Schedule – Nina Schloffel.
2. Awards – Beverly Pounds, Jeri Wallis
 - a. Have received only two submissions to date.
 - b. Nominations for all awards due May 10th.
3. Luncheon –Kaye Gardner, Joanne Blum.
 - a. Expect 100 attendees.
 - b. Select 3 options for luncheon gift.
 - i. Email gift options to BOD by May 14th.
 - ii. Possible GoToMeeting conference May 16th. Meet only if needed (Nina).
 - c. Program
 - i. Check for template.
 - d. Obtain Speaker – Nina Schloffel
4. Product Sales Hours Schedule – John Birch
5. Project Friendship – Terri Rangel, Cecilia Essenmacher
 - a. Selected (with advisor – Sandy Miller) Lighthouse Social Service Centers in Colton, CA.
 - b. Donations goal is \$12,000.
 - c. PF Fliers printed and distributed to BOD and VVA. Electronic copies to be forwarded to board and Webmaster.
6. Registration – Sharon Hobbs
 - a. VVA to handle registration.
 - b. Online registration available. Can also print registration form and mail. Do NOT pay \$85 registration fee. Registration fee will be paid out of respective budget. Cost for other events comes out of per diem.
 - c. Attendance expected at AVVA Luncheon (\$35) and Awards Banquet (\$50).



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7. Arrival and Departure Dates – Sharon Hobbs
 - a. Officers arrive on Sunday, July 22nd. Depart Sunday, July 29th.
 - b. Board should arrive early as possible on Monday, July 23rd
Depart Sunday, July 29th
8. Board Meeting – Sharon Hobbs
 - a. Monday, July 23rd- Location and time to be announced.
9. Seminars – Sharon Hobbs
 - a. Secondary PTSD – Drs. Hall and Berger, Nina Schloffel, & Elayne Mackey
 - b. Parliamentary Procedures – Barbara Miller

K. 20th Anniversary Update – Sharon Hobbs

1. Celebration at 2019 National Convention, Spokane, WA.
2. Anniversary Brochure Committee – Nancy Rekowski, Chair
Members; Cecilia Essenmacher, Fran Davis, Casey Farrell, Terri Rangel and Hope Summers.

Assignments:

- New Letterhead – Public Relations Committee, Chair Terri Rangel.
- Policy regarding committee advisors being organizational members – P & P Committee, Chair Nina Schloffel.

Adjournment:

Having no further business, the April Board Meeting adjourned at 2:20 PM. The board was put on notice to meet at the call of the President, if the need arises, over the next two days.

The President Reconvened the April Board Meeting on Friday, April 13 at 2:00pm:

Board of Directors Roll Call:

Secretary Schloffel called the roll.

Quorum established

Motion (#12) Moved by Region 6, Fran Davis and seconded by Region 3, Kaye Gardner, to call for this meeting to go into Executive Session - **ADOPTED**



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President Hobbs called for the meeting to go into Executive Session at 2:06pm.

Out of Executive Session at 2:20pm

Executive Session - Outcome:

Motion (#13 Moved by Region 5, Cecilia Essenmacher and seconded by Region 4, Jeri Wallis, to discontinue our VSO program due to VVA refusing to renew our Memorandum Of Understanding (MOU) - ***ADOPTED***

Adjournment:

Having no further business, the reconvened April Board Meeting adjourned at 2:25pm. The board was put on notice to meet at the call of the President, if the need arises, through the end of business Saturday, April 14.

Submitted by,

N. D. Schloffel

Nina D. Schloffel
AVVA National Secretary