



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 7, 2016

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 8:30am on Thursday, April 7, 2016 in the Inspiration I Room of the Double Tree Hotel in Silver Spring, MD.

Opening Exercises:

Sherry Wright Anderson, Region 6 Deputy Director, led the invocation, and followed with a Moment of Silence.

Kathy Andras, Treasurer, led the Pledge of Allegiance.

President Hobbs welcomed the Board and visitors attending today's meeting. She also commented that although our friend Cathy can never be replaced, Vice President Keister would want us to move on with our mission. President Hobbs honored Cathy for the passion she displayed in restoring the In Memory Plaque, and for her ongoing commitment to helping veterans and their families.

Election of Secretary Pro-Tem:

Motion (#1) by Region 2 Director, Nancy Rekowski, and seconded, to appoint Nina Schloffel as Secretary Pro-Tem. – **ADOPTED**

Board of Directors Roll Call: By sign-in sheet - Quorum established.

Board Members Present:

President: Sharon Hobbs

Vice President: vacant

Secretary: Nina Schloffel (Pro-Tem)

Treasurer: Kathy Andras

Region 1: vacant

Region 2: Nancy Rekowski

Region 3: Beverly Pounds

Region 4: Jeri Wallis

Region 5: Cecilia Essenmacher

Region 6: Sherry Wright Anderson *

Region 7: Percilla Newberry

Region 8: John Birch

Region 9: Elayne Mackey

VVA Advisor: excused

*Deputy



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Motion (#2) by Region 5 Director, Cecilia Essenmacher, and seconded, to accept the agenda, as amended – **ADOPTED**

Officer and Board Reports: Updates

President's Report and Region 4 Report updated. Officer and Board Reports not listed reported no changes.

- **President:** Attended memorial service for Cathy Keister in Hanover, PA. A local proposal is pending to name Cathy's incorporated home chapter in her honor.
- **Region 4:** Two new chapters have formed in Georgia.

Committee and Program Reports: Updates

Updates to Committee and Program Reports follow. Committees and Programs not listed reported no changes.

- **Awards:** Two nominations forthcoming. Nancy Rekowski added that Certificates will be hereafter awarded to AVVA annual awards nominees.
- **By-Laws:** By-laws template and revision directive sent to all incorporated chapters and states. Each incorporated unit is required to submit their new By-laws to the Committee within 30 days after their annual meetings. None have been received. The elections process is just starting so this not unexpected.
- **Disciplinary:** New Statement of Charges (SOC) pending. Chair recusing account conflict of interest. SOC to be referred to Disciplinary Committee Vice-Chair
- **Elections:** Continue to reinforce that late or misrouted Election Reports could impact delegate eligibility (must be input into Elections database). Regional Directors should ensure that Election Reports get to the Elections Committee for timely input.
- **Government Affairs:** Pending Board approval, appointing Sharon Hodge, as Committee Chair.
- **Homeless Grants:** No applicants.
- **Incorporation:** Chapter in Virginia and chapter in Utah in process of incorporating.
- **Leadership Development:** Next session - Legislative Advocacy as conducted by Sharon Hodge. Session set for Saturday, April 9th, from 9am to 11am, Harbison Room.
- **Membership:** Membership is over 9,000. Of these, over 5,000 are Lifetime. The Fire Sale added 1,551 new Lifetime members (total from Cathy's Membership Committee report).
- **P & P:** Few policy additions or changes are on the agenda today.



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- **Paper Safe:** Under 3,000 copies left. No reprint until funding secured.
- **Product Sales:** Agent Orange pins being reordered. Will seek Mary Miller's assistance to determine colors used in the originals.
- **Public Relations:** Billboard companies continue to use non-profits to fill unused billboards in prime locations. Don't neglect the PR value of newspapers. Widgets on AVVA and VVA websites can provide names of local newspapers within specific zip codes.
- **Strategic Planning:** Unable to revise the Plan until there is sufficient input. To date, there have been few responses. If any questions about what is required, contact Nancy Rekowski.
- **Veterans in the Justice System:** Working with RD's to promote incarcerated programs within each Region.
- **VISTA:** 2,131 more VISTA hours recorded since written report submitted. Awards will be made at the AVVA Luncheon in Tucson. Program brochure will be available at the Leadership Conference if funding allows. Prototype brochure will be forwarded to Public Relations Committee prior to publication.

Special Order: Election of Vice President

Motion (#3) by Region 2 Director, Nancy Rekowski, and seconded, to nominate Elayne Mackey for Vice President – **APPROVED**

President Hobbs asked for additional nominations for the office of National Vice President. Hearing none, nominations were closed.

Having no other nominations, and hearing no objections, President Hobbs pronounced Elayne Mackey's election as AVVA National Vice President. Vice President Mackey will serve out Vice President Cathy Keister's remaining term of office until July 2017.

10 Minute Break Called at 9:24am

Reconvened at 09:34am

Motions:

Motion (#4) by Vice President Elect, Elayne Mackey, and seconded, to accept the motions listed in the Consent Calendar into the permanent record – **ADOPTED**



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April 7, 2016 CONSENT CALENDAR

- *Motion out of Policies and Procedures Committee: To accept the additions of all bylaw references to the Policies and Procedure Manual where needed. The reference will be placed at the end of the sentence where the bylaw is stated as part of the policy.*
- *To accept the resignation of Sarah Maddox as the Governmental Affairs Chair at her request.*
- ***Motion out of Finance: (Policies and Procedures Section IV. Subsection IV: B-13)***
 - *Move to change from Vice President to Treasurer. To read: 13. "After Action Reports should be submitted to the Treasurer within thirty (30) days after travel, except for Board Meetings."*
- *To accept the appointment of Sharon Hodge as the AVVA Chair of Governmental Affairs.*
- *To accept the two recommendations from Disciplinary Panel concerning former member #1045013. That (1) #1045013 be permanently forbidden to hold any level of membership in the National organization. (2) Should #1045013 reapply for membership, that it be denied.*

Motion (#5) by Vice President Elect, Elayne Mackey, and seconded, to accept into the permanent record, all electronic motions after the October 2015 Board Meeting until April 1, 2016 – **ADOPTED**

April 7, 2016 ELECTRONIC MOTIONS

IEM 6: Secretary moves to adopt the October board meeting minutes as corrected/ amended. Second by Cathy Keister. (Quorum achieved: 12 of 12) (10 yes, 0 no) **PASSED**

IEM 7: Motion out of Awards Committee to add Susan Henthorn as a committee member. **PASSED W/O OBJECTION**

IEM 8: number 8 inadvertently omitted

IEM 9: Motion to change language slightly, and move some language into a new



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Manual Section, numbered Section 11. The new section is intended to contain all Program and Committee Policy, where there is a need for internal policy (such as with the VISTA Committee, and the Service Officer Program as well as others)
PASSED W/O OBJECTION

ITEM 10: *Motion to donate \$1000.00 from the homeless grant program to the Veterans Voice Writing Project, a 501C3 organization. MOVED BY REGION 2, SECOND BY VP.* **PASSED W/O OBJECTION**

ITEM 11: *Motion from the Toxic Exposure Committee to accept the newly created Toxic Exposure tri-fold brochure and to approve an estimated printing cost not to exceed \$1,400.00 for 10,000 brochures. (vote: 9 votes. 5 yes, 3 no, 1 abstain)*
PASSED

Motion (#6) out of *Policies and Procedures Committee*, no second required, to accept the additions to Section XI to the Policies and Procedures Manual – **ADOPTED**

Motion (#7) out of *Membership Committee*, no second required, to accept the changes to the duties of the Membership Chair. Section 7: subsection III. Remove H, I, & J. Incorporation and Veterans in the Justice System are now stand-alone committees and no longer subcommittees of membership – **ADOPTED**

Motion (#8) out of *Veterans in the Justice System Committee*, no second required, to accept the policy changes to Section 7 regarding incarcerated membership - **ADOPTED**

Motion (#9) out of *Elections Committee*, no second required, to accept the policy changes to Section 1 regarding the Regional Director's duties – **ADOPTED**

Motion (#10) out of *Elections Committee*, no second required, to accept the addition to Section 1 – Deputy Director duties & qualification – **ADOPTED**

Motion (#11) by Vice President Elect, Elayne Mackey, and seconded, to accept the Awards Committee description to Section XI – **ADOPTED**

Motion (#12) out of *Governmental Affairs Committee*, no second required, to accept the Legislative Agenda with amendments as submitted – **ADOPTED**

Motion (#13) out of *Finance Committee*, no second required, to add Deborah Williams to the Finance Committee – **ADOPTED**



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Budget:

Motion (#14) out of *Finance Committee*, no second required, to accept the budget for the 2017 fiscal year – **ADOPTED**

General Orders:

- **National Foundation for Veterans and Families (NFVF):**

With Cathy's passing, Jeff White assumes role of chair for the foundation. To date, \$1,100 has been donated to the NFVF in Cathy's memory.

See donation link on foundation's website, nfvf.org. However, donations made online cannot be designated as memorial gifts. To donate in honor of Cathy, mail earmarked checks directly to Susan Price, NFVF Treasurer.

- **In Memory Plaque:**

President Hobbs reported that design proposals have been narrowed down to two. AVVA is partnering with the Vietnam Veterans Memorial Fund (VVMF) to make this renovation happen. Meeting in two weeks to select the final design.

- **Life Membership Dues Update:**

Finance Chair Susan Price reported on the Finance Committee's suggestion to permanently reduce Lifetime Membership dues. Motion follows.

Motion (#15) out of *Finance Committee*, no second required, to permanently change Lifetime Membership dues to: age 59 and below ~ \$175, age 60 and above ~ \$100 – **ADOPTED**

- **Flag Brochure Program:**

President Hobbs reported that we are working with VVA (Wes Guidry and Marc Leepson) on content. Once content is determined, AVVA will create the brochure. Bernie Rekowski to assist AVVA with related graphics (no charge).

- **Awards List Plaque:**

No readily accessible record of Member of the Year recipients. President Hobbs suggested creating a plaque that lists Member of the Year recipients. The plaque is to be displayed in the National Office and will be upgraded with the names of subsequent recipients. Motion follows.

Motion (#16) by Nancy Rekowski, and seconded, to create a Member of the Year Plaque to be hung in the AVVA National Office – **ADOPTED**



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Suspended General Orders Updates for Special Report

Leadership Conference - Meeting Planner Report:

Meeting Planner, Wes Guidry, shared proposed timelines for July's Leadership Conference. Along with educational seminars, other great activities are planned. Events begin Tuesday, July 19 with a Welcome Home party, and end with Saturday night's VVA Awards Banquet. There is no online registration for the conference at this time.

Transportation to and from the airport is by shuttle. Takes about 30 minutes each way. Cost per shuttle is \$84, round trip. Make shuttle reservations online, but do NOT pay until your arrival. Working on instituting a transportation coordinator (VVA) at the airport to minimize shuttle costs. Details to follow.

Resumed General Orders:

- **Region 1 Update:**

Vice President Elect Mackey reported that Region 1 AVVA members are showing interest in leadership roles available within their region. Still a project in the works.

- **Exemption/Deduction IRS Status:**

Treasurer Kathy Andras reported that more research is needed before we can regain our IRS tax deductible status. If appointed, tax attorney, Joseph Myers, will investigate, pro bono, restoring AVVA's tax deductible status. Motion follows.

Motion (#17) by Treasurer, Kathy Andras, and seconded, to approve appointment of Joseph Myers, tax attorney, to investigate, pro bono, restoring AVVA's tax deductible status with the IRS – **ADOPTED**

- **Proforma Products:**

President Sharon Hobbs reported that when Proforma Products cancelled its contract with AVVA in December 2014, the company retained an inventory of AVVA logoed products. Products valued at \$3,100 (retail). Entertained motion to offer Proforma Products an amount not to exceed \$500, for these logoed items. Motion follows.

Motion (#18) by Region 4 Director, Jeri Wallis, and seconded, to purchase AVVA logoed products from Proforma products, at a cost not to exceed \$500 – **ADOPTED**



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Recess:

Motion (#19) by Region 5 Director, Cecilia Essenmacher, and seconded, to call a recess until 1pm – **ADOPTED**

Reconvened at 1:00pm

Call to Order:

President Sharon Hobbs called the regular meeting of the Board of Directors to order at 1:00pm on Thursday, April 7, 2016.

Board of Directors Roll Call: Quorum established

Secretary Schloffel Called the Roll

Board Members Present:

President: Sharon Hobbs	Region 4: Jeri Wallis
Vice President: Elayne Mackey	Region 5: Cecilia Essenmacher
Secretary: Nina Schloffel (Pro-Tem)	Region 6: Sherry Wright Anderson*
Treasurer: Kathy Andras	Region 7: Percilla Newberry
Region 1: vacant	Region 8: John Birch
Region 2: Nancy Rekowski	Region 9: vacant
Region 3: Beverly Pounds	

*Deputy

VVA Advisor: excused

Oath of Office - Vice President:

President Sharon Hobbs administered the Oath of Office to Vice President Elect Elayne Mackey.

Region 9 Vacancy:

Per current bylaw, Elayne Mackey's election as Vice President elevates Region 9 Deputy Director, Casey Farrell, to Region 9 Director. President Hobbs allowed that committee changes might be necessary to help Casey as she assumes her new duties.



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Donation to In Memory Plaque:

President Hobbs proposed a motion to make a donation in Cathy Keister's name to the In Memory Plaque Project. Amended motion to add a donation amount of \$1000.

Motion (#20) by Region 2 Director, Nancy Rekowski, and seconded, to approve, as amended, making a \$1,000 donation, in memory of Cathy Keister, to the In Memory Plaque – **ADOPTED**

2016 Leadership and Education Conference:

- Board should arrive early as possible on Monday, July 18 for Board meeting. Depart Sunday, July 24.
- Officers arrive on Sunday, July 17th. Depart Sunday, July 24th.
- Registration paid out of respective AVVA budgets. Make appropriate notation on registration form. Do not pay the fee.
- AVVA Luncheon and the Awards Banquet are strongly suggested. These expenses come out of per diem. Do not submit for additional reimbursement.
- Will publish hours for AVVA Office and Product Sales as soon as vendor hours determined. Both need to be manned.
- Cecilia to co-ordinate staffing for Product Sales. Anyone can work Product Sales. Recruit helpers from States and Chapters. Only Cecilia can process credit card sales.
- Nina will help Joanna with staffing the AVVA Office. Only BOD members can staff the office.
- Kate O'Hare-Palmer is the AVVA Luncheon speaker. President Hobbs will meet with Kate regarding topic.
- Beverly is researching likely vendors for luncheon favors.
- Project Friendship is Esperanza En Escalante. State Presidents to encourage donation to Project Friendship. Have brochures and flyers for Esperanza En Escalante. The flyer will also be on the website. Visit to Esperanza En Escalante scheduled for Monday the 18th. Donation check to be presented at the VVA Closing Ceremonies.
- AVVA will help VVA with Registration process.
- Meeting with Drs. Hall and Berger to plan Secondary PTSD Seminar. Working to produce an outstanding seminar.
- Refer problems or questions about the Conference to President Sharon Hobbs. Sharon sits on the Planning Committee. Wes is too busy to field our concerns.



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Web-Based Rosters:

Tracie Houston, VVA Membership Affairs Director, visited the meeting. She and Frankie Pressley, from the VVA National Office, are implementing the new web-based roster system. They are also developing a new format that eliminates roster corruption. As with current rosters, access will be restricted to authorized users. Tracie and Frankie will present a seminar on Web Rosters during the Leadership Conference in Tucson.

15 Minute Break Called at 1:46pm

Reconvened at 2:02pm

Year End Budget to Actuals:

Deborah King-Williams, Director of Finance from the VVA National Office, presented the Unaudited Financial Statements for the 2016 Fiscal Year. The report provides 12 months budget to actuals for each Officer and Regional Director, as well as for each Committee and Project Chair.

Visitors:

Region 5 Director, Cecilia Essenmacher, introduced her sister, Shirley Post (MI).

Region 4 Director, Jeri Wallis, introduced her daughter, Kayla Dispain (GA). Kayla has been an active AVVA member since she was 14.

Don Jones (OH) introduced himself and added that in June, he will seek election as Ohio's State Representative.

President Hobbs welcomed Kayla and Shirley, Linda Haberkorn (PA), Betty Pike (MI), Susan Henthorn (GA), Kaye Gardner (MD) and all remaining visitors.

Committee Vacancies:

President Hobbs advised that in filling vacancies behind Cathy, a domino effect was released that affected several committees. Leadership vacancies exist in the Elections Committee and the Membership Committee. The Incorporation Committee has lost a co-chair, as well. The Board is now tasked with finding and approving qualified replacements for the current term.



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Announcements:

There will be a memorial service for Cathy Keister at 2:30pm on Saturday, April 9, 2016 in the Pinnacle Grand Ball Room. The memorial immediately follows the VVA Board Meeting. All Board members shall attend.

Adjournment:

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

Submitted by,

Nina D. Schloffel
AVVA National Secretary Pro-Tem