



National Constitution Committee  
Proposed Amendments  
14<sup>th</sup> National Convention  
Springfield, IL  
July 27- August 2, 2009

As mandated by The Constitution of Vietnam Veterans of America, Article IV, General Provisions, Section 5, Amendments, the National Constitution Committee has reviewed the eleven (11) proposed amendments received by the submission deadline date (March 28, 2009). The Constitution requires that any proposed amendment be submitted to the Constitution Committee at least one-hundred-twenty (120) days prior to the commencement of the National Convention at which such proposed amendment is to be addressed.

The Committee met in Silver Spring, MD April 23 through April 25, 2009 to review the proposed amendments and determine recommended actions for each. This document includes copies of all the proposed amendments received along with the recommended action and comprises the “2009 Constitution Committee Preliminary Report to the Delegates”. The report will be forwarded to Chapters and State Councils and will be available on-line at [vva.org](http://vva.org) not less than (60) days prior to the commencement of the 14<sup>th</sup> National Convention or May 28, 2009.

The Preliminary Report to the Delegates is subject to change after the proposed amendments are fully discussed by the delegates during the hearing process at the Convention. Following the hearing, the Committee will review all comments and may revise this report and the Committee’s recommendations accordingly. All Chapters and State Councils are invited to have representatives at the Constitution Committee Hearing to present the thoughts and opinions of their members to the Committee and others in attendance.

Of the eleven proposed amendments, seven are being reported out to the convention and four are not being reported out. Section I of the report contains the amendments the Committee is reporting out for action. These proposed amendments are presented in the order of their relative position in the Constitution and are referred to as CC R-01, etc. Section II of the report contains the Proposed Amendments which are not reported out and are referred to as CC NR-01, etc. These proposed amendments are presented in the order they were considered by the Committee.



**Vietnam Veterans of America, Inc.  
Proposed Change to the  
National Constitution  
National Convention - July 27-August 2, 2009**

**CC R – 01**

**Submitted by:**

\*Name: Bill Meeks, Jr.  
\*Address: 29419 Fox Run Blvd  
\*City: Spring  
\*State: TX \*Zip Code: 77386  
\*Phone Number: 281-353-6420  
\*E-Mail

**Has this amendment been endorsed by a chapter? NO**

**Has this amendment been endorsed by a State Council? NO**

**Has this amendment been endorsed by the Conference of State Council Presidents? NO**

**Section Affected:**

Article: I- National Provisions

Section: 4- National Board of Directors

Paragraph: B.1.a.

**Related Articles/Sections/Paragraphs Affected: None**

**Proposed Change:** Remove the last sentence: "Must supply a valid form DD-214 and any other documentation required by a majority of the Board of Directors."

**Reason for Proposed Change:** This is a redundant and unnecessary requirement. As a member of VVA the individual has already submitted a DD-214 or other proof of qualification for membership to either the member's home Chapter or the National Office.

**For Constitution Committee Action Only Date Received: 1/22/2009**

**Reported Out: YES**

**Recommendation: The Constitution Committee recommends a YES vote.**

**Reason:** The credentials of the Chair of the Conference of State Council Presidents (CSCP) have already been established multiple times by the election process at the state level and by the policies and procedures of the CSCP.



**Vietnam Veterans of America, Inc.  
Proposed Change to the  
National Constitution  
National Convention - July 27-August 2, 2009**

**CC R – 02**

**Submitted by:**

\*Name: Robert W. Johnson, Sr.  
\*Address: P. O. Box 666  
\*City: San Martin  
\*State: CA            \*Zip Code: 95046  
\*Phone Number: (408) 847-5477  
\*E-Mail

Has this amendment been endorsed by a chapter? NO

Has this amendment been endorsed by a State Council? NO

Has this amendment been endorsed by the Conference of State Council Presidents? NO

Section Affected:

Article: I - National Provisions

Section: 7 - Committees

Paragraph: A. 4.

**Proposed Change:** Add the following bold underlined text after

“4. The Resolutions Committee shall review proposed resolutions received, and shall, not less than 60 (60) days prior to the commencement of the National Convention, forward to the Chapters and State Councils copies of all proposed resolutions submitted to the Committee pursuant to this section along with the Committee’s recommended action with regard to each proposed resolution.”

**A committee may revise, amend or retire an existing resolution relative to that committee based upon developments regarding that resolution made during the committee hearings at the convention.**

**The paragraph would read:**

4. The Resolutions Committee shall report the resolutions to be addressed by the delegates assembled from among those submitted by the Chapters, State Councils, standing committees, membership, or other sources. Provided, however, that any such resolution shall be filed with the Resolution Committee at least one-hundred-twenty (120) days prior to the commencement of the National Convention, at which resolutions are to be addressed. The Resolution Committee shall review proposed resolutions received, and shall, not less than sixty (60) days prior to the commencement of the National Convention, forward to the Chapters and State Councils copies of all proposed resolutions submitted to the Committee pursuant to this section along with the Committee’s recommended action with regard to each proposed resolution. **A committee may revise, amend or retire an existing resolution relative to that committee based upon developments regarding that resolution made during the committee hearings at the convention.** Resolutions not reported by the Resolutions Committee may be brought to the floor for debate and action upon the motion of any delegate and concurrence by a majority of the delegates.

**Reason for Proposed Change:** To enable committees to act on information pertaining to current resolutions obtained during committee hearings at the conventions.

**For Constitution Committee Action Only Date Received:** 10/15/2008

**Reported Out:** YES

**Recommendation:** The Constitution Committee recommends a YES vote.

**Reason:** This amendment allows committees to respond to events or information reported to them during the committee hearings at the convention. This information could render a resolution inappropriate or meaningless and the delegates should have an opportunity to address it.



**Vietnam Veterans of America, Inc.  
Proposed Change to the  
National Constitution  
National Convention - July 27-August 2, 2009**

**CC R – 03**

**Submitted by:**

\*Name: Jim Doyle  
\*Address: 4966 N. Sunset  
\*City: Fresno  
\*State: CA \*Zip Code: 93704-3029  
\*Phone Number: 559-222-2203  
\*E-Mail

**Has this amendment been endorsed by a chapter? YES**

If yes, enter chapter number: 933

Date endorsed by Chapter Board: 2/11/2009

Date endorsed by chapter membership: 2/11/2009

**Has this amendment been endorsed by a State Council? NO**

**Has this amendment been endorsed by the Conference of State Council Presidents? NO**

**Section Affected:**

Article: II State Provisions

Section: 4 Officers

Paragraph: A

**Related Articles/Sections/Paragraphs Affected: None**

**Proposed Change:** The delegates to a State Council shall elect from the membership within the state, whether Chapter or otherwise, a President, a Vice President, a Secretary, a Treasurer, or Secretary/Treasurer, ADD "whose primary residence is within that state" ...

FOR CLARIFICATION: After "...or Secretary/Treasurer, ADD, "whose primary residence is within that state"

**Reason for Proposed Change:** Members have a reasonable expectation that those who represent them are bound by the same social, economic, political, and jurisdictional circumstances they are subject to.

**Supporting Information Submitted with Proposed Amendment:**

This amendment provides language in agreement with;

Article I  
Section 6  
Paragraph C  
Sub-paragraph 1

C. The delegates, and their voting rights as concerns the business before the Convention, shall be as follows:

1. Each Chapter shall be entitled to one (1) vote for its first twenty-five (25) members. A Chapter which has fifty (50) members shall be entitled to a second vote at the Convention. For each full block of fifty (50) members thereafter, the Chapter shall be entitled to one (1) additional vote. In the event that a Chapter shall have less than twenty-five (25) members, the Chapter shall receive no vote, but the member thereof shall be included in the number of non-affiliated members for representation by the State Council, as set forth below. Chapter delegates to the Convention must be selected from the Chapter membership or from the membership of the state in which the Chapter is located.

**For Constitution Committee Action Only Date Received: 2/13/2009**

**Reported Out: YES**

**Recommendation: The Constitution Committee recommends a NO vote.**

**Reason:** The committee feels this is an issue which should be decided by the individual State Councils.



**Vietnam Veterans of America, Inc.  
Proposed Change to the  
National Constitution  
National Convention - July 27-August 2, 2009**

**CC R – 04**

**Submitted by:**

\*Name: VVA National Constitution Committee

\*Address: 8605 Cameron Street, Suite 400

\*City: Silver Spring

\*State: MD \*Zip Code: 20910

\*Phone Number: 301-585-4000

\*E-Mail

**Has this amendment been endorsed by a chapter? NO**

**Has this amendment been endorsed by a State Council? NO**

**Has this amendment been endorsed by the Conference of State Council Presidents? NO**

**Section Affected:**

Article: II State Provisions

Section: 12 – Reporting

Paragraph:

**Related Articles/Sections/Paragraphs Affected: None**

**Proposed Change:**

Delete: "sixty (60) days after the council elections and a list of committee chairpersons within one-hundred-twenty (120) days after the council elections"

Replace with:

**July 15<sup>th</sup> of the year in which the elections take place.**

The State Council shall submit the election results to the National Membership Department not later than ~~sixty (60) days after the council elections and a list of committee chairpersons within one-hundred-twenty (120) days after the council elections.~~

**July 15<sup>th</sup> of the year in which the elections take place.** Notwithstanding any other provision of this Constitution or the National Disciplinary Policy, the Charter of any State Council that fails to file its election report within the period specified herein shall be automatically suspended upon written notice of suspension to the National Board of Directors. In such cases, no charges shall be required under the National Disciplinary Policy for such suspension to be effective. Written notice of such suspension shall be sent to the State Council at its last known address.

**For Constitution Committee Action Only Date Received: 3/28/2009**

**Reported Out: YES**

**Recommendation: The Constitution Committee recommends a YES vote.**

**Reason:** This amendment would standardize the reporting deadlines to make follow-up and enforcement of the reporting rules more consistent and fair. In addition, it eliminates the requirement for State Councils to report committee chair names because there is no constitutional mandate to establish any of the standing committees.



**Vietnam Veterans of America, Inc.  
Proposed Change to the  
National Constitution  
National Convention - July 27-August 2, 2009**

**CC R – 05**

**Submitted by:**

\*Name: Bill Meeks, Jr.  
\*Address: 29419 Fox Run Blvd  
\*City: Spring  
\*State: TX \*Zip Code: 77386  
\*Phone Number: 281-353-6420  
\*E-Mail

**Has this amendment been endorsed by a chapter? NO**

**Has this amendment been endorsed by a State Council? NO**

**Has this amendment been endorsed by the Conference of State Council Presidents? NO**

**Section Affected:**

Article: III Chapter Provisions

Section: 6 Officers

Paragraph: E

**Related Articles/Sections/Paragraphs Affected: None**

**Proposed Change:** Remove the last sentence: "He or she shall forward to the office of the Corporation a copy of said form for each duly elected officer and director."

**Reason for Proposed Change:** This is a redundant and unnecessary requirement. As a member of VVA the individual has already submitted a DD-214 or other proof of qualification for membership to either the member's home Chapter or the National Office.

**For Constitution Committee Action Only Date Received: 1//22/2009**

**Reported Out: YES**

**Recommendation: The Constitution Committee recommends a YES vote.**

**Reason:** The Committee feels there are multiple safeguards in effect to monitor the eligibility of members making this requirement redundant.



**Vietnam Veterans of America, Inc.  
Proposed Change to the  
National Constitution  
National Convention - July 27-August 2, 2009**

**CC R – 06**

**Submitted by:**

\*Name: VVA National Constitution Committee

\*Address: 8605 Cameron Street, Suite 400

\*City: Silver Spring

\*State: MD \*Zip Code: 20910

\*Phone Number: 301-585-4000

\*E-Mail

**Has this amendment been endorsed by a chapter? NO**

**Has this amendment been endorsed by a State Council? NO**

**Has this amendment been endorsed by the Conference of State Council Presidents? NO**

**Section Affected:**

Article: III Chapter Provisions

Section: 12 – Elections Results

Paragraph:

**Related Articles/Sections/Paragraphs Affected: None**

**Proposed Change:** Delete: “and a report of committee chairpersons” and “sixty (60) days after the Chapter elections”

Replace with the following:

**July 15<sup>th</sup> of the year in which the elections take place.**

The Chapter shall submit the election results ~~and a report of committee chairpersons~~ to both the State Council and National Membership Department not later than ~~sixty (60) days after the Chapter elections~~ **July 15<sup>th</sup> of the year in which the elections take place.** Notwithstanding any other provision of this Constitution or the National Disciplinary Policy, the Charter of any Chapter that fails to file its election report within the period specified herein shall be automatically suspended upon written notice of suspension to the appropriate State Council and the National Board of Directors. In such cases, no charges shall be required under the National Disciplinary Policy for such suspension to be effective. Written notice of such suspension shall be sent to the Chapter at its last known address.

**For Constitution Committee Action Only Date Received: 3/28/2009**

**Reported Out: YES**

**Recommendation: The Constitution Committee recommends a YES vote.**

**Reason:** This amendment would standardize the reporting deadlines across the board to make follow-up and enforcement of the reporting rules more consistent and fair. In addition, it eliminates the requirement for Chapters to report committee chair names because there is no constitutional mandate to establish any of the standing committees.



Vietnam Veterans of America, Inc.  
Proposed Change to the  
National Constitution  
National Convention - July 27-August 2, 2009

CC R – 07

**Submitted by:**

\*Name: VVA National Constitution Committee

\*Address: 8605 Cameron Street, Suite 400

\*City: Silver Spring

\*State: MD \*Zip Code: 20910

\*Phone Number: 301-585-4000

\*E-Mail

Has this amendment been endorsed by a chapter? NO

Has this amendment been endorsed by a State Council? NO

Has this amendment been endorsed by the Conference of State Council Presidents? NO

**Section Affected:**

Article: IV General Provisions

Section: 1 – Finance

Paragraph: A

**Related Articles/Sections/Paragraphs Affected: None**

**Proposed Change:** Add the following statement after “By July 15 of each year, each State Council shall file a similar annual financial report with the Corporation.”

Add: **The deadline for filing the State Council or Chapter annual financial report with the Corporation and/or the State Council may be extended 3 months by submitting a copy of the “Application for Extension of Time to File an Exempt Organization Return,” which was filed with the IRS, to the State Council or Corporation by July 15. This extension only applies to State Councils and Chapters who file an IRS 990 form and not the 990-N.**

The paragraph will read:

A. Each Chapter and State Council shall conform to all applicable Federal, state, and local laws, and with this Constitution, the rules and directives of the Corporation, as concerns the reporting of any financial activities of the Chapter or State Council. By July 15 of each year, each Chapter shall file an annual financial report with its State Council and with the Corporation in a format to be specified by the Corporation. By July 15 of each year, each State Council shall file a similar annual report with the Corporation. **The deadline for filing the State Council or Chapter annual financial report with the Corporation and/or the State Council may be extended 3 months by submitting a copy of the “Application for Extension of Time to File an Exempt Organization Return,” which was filed with the IRS, to the State Council or Corporation by July 15. This extension only applies to State Councils and Chapters who file an IRS 990 form and not the 990-N.** Notwithstanding any other provision of this constitution or the National Disciplinary Policy, the Charter of any Chapter or State Council that fails to file its annual financial report by the date specified herein shall be automatically suspended upon written notice of such suspension sent to the appropriate State Council and to the National Board of

Directors. In such cases, no charges shall be required under the National Disciplinary Policy for such suspension to be effective. Written notice of such suspension shall be sent to the Chapter or State Council at its last known address.

**For Constitution Committee Action Only Date Received: 3/28/2009**

**Reported Out: YES**

**Recommendation: The Constitution Committee recommends a YES vote.**

**Reason:** The IRS grants an automatic 3 month extension to those filing a Form 990 (not 990-N) when they apply for it. The Constitution should reflect this so as not to impose an unnecessary burden on those chapters and state councils that receive an extension for filing the Form 990.

# Proposed Amendments Not Reported Out by the Constitution Committee



Vietnam Veterans of America, Inc.  
Proposed Change to the  
National Constitution  
National Convention - July 27-August 2, 2009

## CC NR – 01

**Submitted by:**

\*Name: David Holland  
\*Address: 9342 St. Rt. #188  
\*City: Circleville  
\*State: OH \*Zip Code: 43113  
\*Phone Number: 740-474-5952  
\*E-Mail

**Has this amendment been endorsed by a chapter? NO**

**Has this amendment been endorsed by a State Council? NO**

**Has this amendment been endorsed by the Conference of State Council Presidents? NO**

**Section Affected:**

Article: Appendix II

Section: Standing Committees

Paragraph: M

**Related Articles/Sections/Paragraphs Affected: None**

**Proposed Change:** Do away with incarcerated chapters.

**Reason for Proposed Change:** Felon is just what it is rape-murder-child molester to me it is hurting the VVA in membership. I have talked to a lot of vets and ask them to join and they ask does the VVA still deal with inmates and have to say yes.

Thank you  
Dave Holland

**For Constitution Committee Action Only Date Received:** 1/29/2009

**Reported Out: NO**

**Reason:** This is not an issue since the Constitution currently states that the establishment or dissolution of any particular standing committee is entirely dependent upon the needs and desires of the individual Chapter or State Council.



**Vietnam Veterans of America, Inc.  
Proposed Change to the  
National Constitution  
National Convention - July 27-August 2, 2009**

**CC NR – 02**

**Submitted by:**

\*Name: William Rabideau  
\*Address: Massachusetts Chapter 294  
P.O. Box 466  
\*City: Gardner  
\*State: MA \*Zip Code: 01440  
\*Phone Number:  
\*E-Mail

**Has this amendment been endorsed by a chapter? YES**

If yes, enter chapter number: 294

Date endorsed by Chapter Board: 8 Sept 2008

Date endorsed by chapter membership: 3 Nov 2008

**Has this amendment been endorsed by a State Council? YES**

If yes, enter state: Massachusetts

**Has this amendment been endorsed by the Conference of State Council Presidents? YES (This is an error; the CSCP did NOT endorse this proposed amendment)**

**Section Affected:**

Article: I

Section: 3

Paragraph A:

**Related Articles/Sections/Paragraphs Affected:**

Article: I

Section: 3

Paragraph: A

**Proposed Change:** Add sub-paragraph (1.) to read: (Membership, Incarcerated Veteran's Chapters.)

Article: III

Section: 3

Paragraph: A

Add to end of paragraph, ("except "in Incarcerated Veteran Chapters." see Section 5 Paragraph A. (1.)

**Reason For Proposed Change:** "Membership" only for Incarcerated Chapters as to who may hold elected positions, because of dwindling number of Vietnam Veterans era, and or their lack of interest in running for elected positions

**Addition Section Affected:**

Article: 3

Section: 3

Paragraph: A

**Related Articles/Sections/Paragraphs Affected:**

Article: III

Section: 5

Paragraph: A. (1.)

**Add any additional notes or comments here:**

To add to the above, Board of Directors A. (1.) to read: (Eligibility for the elected offices for Incarcerated Chapters, when no member of the Vietnam Veteran era is available to run, shall be open to any Veteran of the military service of the United States of America, who have served and been Generally Honorable or Medically discharged from duty, and is a member in good standing of said Chapter.)

**For Constitution Committee Action Only Date Received: 8/31/2008**

**Reported Out: NO**

**Reason:** This amendment would require opening membership in Vietnam Veterans of America to individuals who are not eligible to be members according to our Constitution and Congressional Charter.



**Vietnam Veterans of America, Inc.  
Proposed Change to the  
National Constitution  
National Convention - July 27-August 2, 2009**

**CC NR – 03**

**Submitted by:**

\*Name: John Newman  
\*Address: 68954 E. Cedar Hill Loop  
\*City: Welches  
\*State: OR \*Zip Code: 97067  
\*Phone Number: 503-622-6084  
\*E-Mail

**Has this amendment been endorsed by a chapter? YES**

If yes, enter chapter number: 392  
Date endorsed by Chapter Board:  
Date endorsed by chapter membership:

**Has this amendment been endorsed by a State Council? YES**

If yes, enter state: Montana and Oregon

**Has this amendment been endorsed by the Conference of State Council Presidents? NO**

**Section Affected:**

Article: I National Provisions  
Section: 4 – National Board of Directors  
Paragraph: B-First Line

**Additional Section Affected:**

Article: I, Sec. 4B, "ten (10) At-Large Directors" changes to "one (1) At-Large Director."  
Paragraph: 3 First Line "ten (10) At-Large Directors" changes to "one (1) At-Large Director."  
Section: 4C Line 5 "At-Large members" changes to "At-Large Member".

**Related Articles/Sections/Paragraphs Affected:**

Article: I  
Section: 4  
Paragraph: C – Any vacancy among the At-Large Directors..... changes to; "A vacancy in the At-Large Director's seat shall be filled....."

**Proposed Change:** The number of the Directors shall be twenty-four (24) Changed to: "The number of the Directors shall be fifteen (15)"

**Reason For Proposed Change:** To Reduce size of the BOD whereas 24 members is excessive to any standard size of 7-11, is cumbersome and not cost effective. Allowing only 3 minutes for each Director to address an issue once requires over 72 minutes total. Allowing only one follow up each requires 144 min total (2 ½ hours) minimum on any one issue creating a severe **time** restraint. Time restraint shifts **focus** from allowing discussion on important and new issues to a rushed vote instead. The only way to reduce Regional Directors or Officers would be to consolidate or combine them. The only viable option left is reduce the At-Large number.

While RD's are elected to represent all states, the At-Large is not. On the contrary, the current ratio of At-Large at 10-1 allows an 11-1 advantage were all At Large elected from the same state or geographical area. This very real possibility is eliminated by this change. This change is **cost effective** in that at an average \$5,000 per At Large position results in an immediate savings of \$45,000 in **money** per year alone.

**For Constitution Committee Action Only Date Received: 3/28/2009**

**Reported Out: NO**

**Reason:** Section 704 (a) [Classification of Directors] of the New York Not-For-Profit Corporation Law requires that "all classes of each type (*of director*) shall be as nearly equal in number as possible". VVA would not be in compliance with this requirement if this amendment is passed because we would have 9 Regional Directors and one At-Large Director. This could result in loss of our Not-For-Profit status.



**Vietnam Veterans of America, Inc.  
Proposed Change to the  
National Constitution  
National Convention - July 27-August 2, 2009**

**CC NR – 04**

**Submitted by:**

\*Name: John Newman  
\*Address: 68954 E. Cedar Hill Loop  
\*City: Welches  
\*State: OR \*Zip Code: 97067  
\*Phone Number: 503-622-6084  
\*E-Mail

**Has this amendment been endorsed by a chapter? YES**

If yes, enter chapter number: 392

Date endorsed by Chapter Board:

Date endorsed by chapter membership:

**Has this amendment been endorsed by a State Council? YES**

If yes, enter state: Montana and Oregon

**Has this amendment been endorsed by the Conference of State Council Presidents? NO**

**Section Affected:**

Article: I

Section: 4 D – A Quorum of the Board of Directors

Paragraph: 3

**Additional Section Affected:**

None within the Constitution as this simply defines voting requirements as noted in various Policy and or other provisions ie: The Cash Reserve Policy where it is stated "use of the fund must be approved by a 2/3 vote of the VVA Board of Directors".

**Related Articles/Sections/Paragraphs Affected:**

Article: I

Section: 4

Paragraph: C – Any vacancy among the At-Large Directors..... changes to; "A vacancy in the At-Large Director's seat shall be filled....."

**Proposed Change:** Add the ending sentence in bold to text already existing;

“Except as otherwise provided herein, the affirmative vote of the majority of the Board present shall constitute the act of the Board of Directors to include” **When approval of the Board of Directors states a requirement “must be approved by a 2/3 vote of the VVA Board of Directors” (or facsimile thereof), it therein requires approval of 2/3 of the number of the Directors in office (2/3 of a quorum will not suffice).**

**Reason For Proposed Change:** Currently, when an act “requires approval of 2/3 of the BOD” it was determined only 2/3 of the 2/3 quorum was required. In doing so, this does result in not even a majority vote. IE; 2/3 of a BOD of 24 requires 16 to form a quorum whereas 2/3 of 16 = 11 which is only 45.8% (not even half) instead of 2/3 (66.6%) of the BOD. This is not just a possibility; it already has occurred. This amendment defines and clarifies the intent of the membership stipulating what a 2/3 requirement is.

**For Constitution Committee Action Only Date Received: 3/28/2009**

**Reported Out: NO**

**Reason:** This amendment specifically undermines the motions process as stated in Robert's Rules. The Committee feels the amendment would interfere with the ability of the Board of Directors to conduct the business of the organization on a daily basis.