



Vietnam Veterans of America

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A Not-For-Profit Veterans Service Organization Chartered by the United States Congress

Vietnam Veterans of America National Board of Directors Meeting April 19, 2013 Approved By the Board

President John Rowan called to order the meeting of Vietnam Veterans of America National Board of Directors on Friday April 19, 2013, at 9:09 pm, at the Sheraton Hotel in Silver Spring, MD. National Chaplain Father Phil Salois recognized those who were ill and in need of prayer; and he remembered our military personnel. Father Phil Salois delivered the opening prayer which was followed by a moment of silence and the Pledge of Allegiance.

The National Secretary conducted the roll call of the National Board of Directors. Present were:

John Rowan, President	Joe Jennings	Dan Stenvold
Fred Elliott, Vice President	John Margowski	Nancy Switzer *
Bill Meeks, Secretary	Sara McVicker	Pastor Toro
Wayne Reynolds, Treasurer	John Miner	Sandie Wilson
Bob Barry	Charlie Montgomery	Herb Worthington
Richard DeLong	Luther Newberry*	Jerry Yamamoto
Marsha Four	Jackie Rector	
Ken Holybee	Dick Southern	

** Nancy Switzer AVVA President is a non-voting member of the National Board of Directors*

**Luther Newberry Alternate Region 7 Director*

Excused: Allen Manuel, Pat Bessigano and Tom Owen

Late: Felix Peterson

Also present: Joseph A. Sternburg, CFO and Mike Swift, Parliamentarian.

Secretary Meeks conducted roll call of the State Council Presidents. Present were:

Alabama	Present	Montana	Present
Alaska	Present	Nebraska	Present
Arizona	Present	Nevada	Present
Arkansas	Present	New Hampshire	Absent
California	Present	New Jersey	Present
Colorado	N/A	New Mexico	Present
Connecticut	Present	New York	Present
Delaware	Absent	North Carolina	Present

Florida	Present		North Dakota	Present
Georgia	Present		Ohio	Present
Idaho	Present		Oklahoma	Present
Illinois	Absent		Oregon	Present
Indiana	Absent		Pennsylvania	Present
Iowa	Present		Puerto Rico	Present
Kansas	Present		Rhode Island	Present
Kentucky	Absent		South Carolina	Present
Louisiana	Present		South Dakota	Present
Maine	Absent		Tennessee	Present
Maryland	Present		Texas	Present
Massachusetts	Present		Vermont	Absent
Michigan	Present		Virginia	Present
Minnesota	Present		Washington	Present
Mississippi	Present		West Virginia	Present
Missouri	Present		Wisconsin	Present

Preapproved Business

Affidavit of John Rowan, National President, Vietnam Veterans of America, Inc.

John Rowan, being duly sworn, deposes and says:

1. I am the National President of Vietnam Veterans of America, Inc. (VVA). The purpose of this affidavit is to comply with the requirements of Article I, Section 4.G. of the VVA Constitution which authorizes VVA's President to submit a question to the VVA Board of Directors for a vote in between Board meetings when he determines that the matter requires the Board's immediate attention.

2. On January 29, 2013, an E-motion requiring VVA's support was submitted to the Board by e-mail for a vote with instructions that the voting period had opened at 12:50 PM (ET) and would continue for forty-eight hours (48) hours or until sufficient votes have been received to decide the E-motion.

Motion 1: To alter the conditions of suspension for Chapters which as of the date of this motion are:

- 1) **suspended because their tax-exempt status has been revoked by the IRS; and**
- 2) **have filed a Form 1024 requesting reinstatement with the IRS and VVA National; and**
- 3) **are otherwise in good standing with VVA; and**
- 4) **4) to allow such chapters to seat voting delegates at the 2013 National Convention. This motion does not alter any other terms of suspension.**


Motion made and seconded

3. On February 1, 2013, the National Secretary notified me that the vote of each Board member who voted on the motions was as follows:

<u>Board Member</u>	<u>Motion #1</u>
John Rowan	No Vote
Fred Elliott	Y
Bill Meeks, Jr.	Y
Wayne Reynolds	Y
Bob Barry	Y
Pat Bessigano	Y
Richard DeLong	Y
Marsha Four	Y
Ken Holybee	Y
Joe Jennings III	Y
Allen Manuel	Y
John Margowski	Y
Sara McVicker	Y
John Miner	NR
Charlie Montgomery	Y
Tom Owen	Y
Pete Peterson, Jr.	Y
Jacqui Rector	Y
Dick Southern	Y
Dan Stenvold	Y
Pat Toro, Jr.	Y
Sandie Wilson	NR
Herb Worthington, Jr.	Y
Jerry Yamamoto	Y

Yes	21
No	0
Non Vote	1
Abstaining	0
No Response	2

4. As required by Article I, Section 4.G. of the VVA Constitution, I am filing this Affidavit with the National Secretary within seven (7) days of the Board's vote on the motions.



 John Rowan

Preliminary Business

Secretary Meeks submitted the following motion after moving items around.

Motion 2

To accept the BOD meeting agenda as amended.

Without objection motion passed.

Yes: 20

No: 0

Non Vote: 1

Not Present: 3

Secretary Meeks submitted the following motion:

Motion 3

To accept the BOD meeting minutes from January 11, 2013 in Silver Spring, MD as amended.

**Page 11: Motion 3 – change VVA Chapter 1064 to 1075
and**

Page 13: Motion 3A - change VVA Chapter 1064 to 1075.

Without objection motion passed.

Yes: 20

No: 0

Non Vote: 1

Not Present: 3

National President/J. Rowan

President Rowan will submit a written report later by e-mail.

National Vice President/F. Elliott

Vice President Elliott provided a written report:

- **January 10-12:** Attended & participated in the VVA & AVVA BOD Meetings
- Attended the Public Affairs Committee meeting – a presentation was made requesting VVA’s endorsement for the Irish memorial for the 29 Irish citizens who died in Vietnam – the Memorial will be in Ennis, County Clare – there is a book for those who are interested, Vietnam, the Irish Legacy by James Durney - VVA has 3 Facebook pages – VVA, Faces of Agent Orange, and Veterans Health Council - VVA has a Twitter account - A web site upgrade could cost between \$70K to \$100K
- Attended the Convention Planning Committee meeting – there will be a Welcome Home party on Tuesday evening at the convention at \$5 per person – the AVVA luncheon will be on Wednesday for \$35 per person – the Keynote Speaker will be Michigan Congressman David Bonior – there will be tours of St. Augustine on Wednesday, Thursday, and Friday – there will be a 50th Anniversary Commemorative ceremony Friday afternoon – elections will be Friday morning – Florida State Council will conduct a POW/MIA ceremony on Friday morning –

- on Tuesday there will be a wreath laying at the local memorial – this will be our 30th anniversary convention
- Attended the Government Affairs Committee meeting – there will be advocacy training and a “Hill Day” in April – the Admiral Zumwalt Agent Orange study of May 1990 was discussed – there is a 1987 Office of Management and Budget Memo directing all government agencies NOT to find any correlations between Agent Orange and diseases
 - **January 25:** Attended the New York State Council meeting in Owego, NY
 - **January 31:** Held a quarterly staff meeting in Silver Spring at the National Office
 - **February 14:** Flew to Silver Spring for the 2nd Annual Veterans Against Drugs skating party
 - **March 1:** Attended & participated in a meeting of the Monroe County Veterans’ Advisory Committee
 - **March 9-10:** Attended & participated in the Pennsylvania State Council Meeting in State College, Pennsylvania
 - **March 14:** Went to the Chapter 20 monthly meeting
 - **March 16-17:** Attended and participated in the West Virginia State Council and Agent Orange Town Hall meetings in Fayetteville, West Virginia
 - **March 20:** With other veterans, spoke to an 11th grade class at the Palmyra, New York High School

National Secretary/B. Meeks

Secretary Meeks provided a written report.

- The VVA National BOD Motions Reference Guide is available for use by board members, committee chairs, members and VVA staff and can be found on the VVA Web Site Map under **Strategic Documents**.
- The VVA National BOD Policies Reference Guide is available for use by board members, committee chairs, members and VVA staff and can be found on the VVA Web Site Map under **Strategic Documents**.
- Also under **Strategic Documents** you have the approved VVA National Board of Director meeting minutes from 2008 until the present.
- Election time is here at the chapter level in VVA, chapters have conducted their leadership elections for either one or two year terms at their “Annual Chapter Meeting” in April. Chapters can submit the “**VVA Election Report**” before the reporting deadline of July 15th to your state council and the VVA Membership Department. **Remember**, your “**VVA Annual Financial Report**” can be submitted to your state council and the VVA Membership Department before the deadline of July 15th to the VVA Membership Department. Chapters who file their 990-N electronically **MUST** attach a copy of your electronic receipt to your **VVA Annual Financial Report**.

National Treasurer/W. Reynolds

Treasurer Reynolds provided a written report:

Assigned by John Rowan as the officer to provide oversight for the Finance and IT Department and kept him and the other officers informed on all issues.

Attended the Joint House and Senate testimony on Veterans Affairs. Presented a program on Financial Oversight for Chapters and State Councils to Region 9 and to Region 3.

Negotiated and assisted in the writing, on behalf of VVA, a contract with Veterans Support Foundation for VVA's support of their business-related functions of VSF. Consulted and the other officers and Keith King to agree on the \$50,000 funding for the services VVA provides VSF.

Negotiated, in consultation with others, a revised contract with Medals of America.

As assigned by John Rowan, I reviewed VVA's needs after the resignation of Dana Terry. I provided oversight of the personnel search and recommended the promotion of Deborah Williams to the John Rowan and the other officers as the Director of Finance.

Attended and advised the Finance Committee at the Budget Development meeting in Silver Spring.

Consulted and advised the Benefits Department Director on contractual compliance with the Service Officer Grants.

Provided oversight in the allocations and distribution of the Ruth Mathews funds to the entities as specified in the BOD motion.

In coordination with the Veterans Affairs Department, lobbied Congressmen and Senators. I visited "on the hill" in March and with the CSCP on April 17.

Responded to questions by phone and email from Regional Directors, State Council Presidents and members concerning financial issues to include financial oversight, reporting and on the bonding of officers.

Conferred with Dr. Robert Lane and Ms. Frankie Pressley regarding the iMIS functions and other IT related issues. Reviewed possible ways IT could assist other departments in preparation for the National Convention.

Announcements

President Rowan spoke about Judy McCombs being ill and in a rehabilitation center. He introduced Ken Rose who would fill in until Judy McCombs is well or able to resume her work.

National Chaplain Report/Fr. Phil Salois

Father Phil Salois provided update on total number of members who have passed. He thanked VVA Chapter 47 and Ed Ryan for everything they did in regards to his Mother's funeral. He also thanked all of the VVA and AVVA members for their cards.

Associates of Vietnam Veterans of America/ N. Switzer

AVVA President Switzer provided a verbal/written report and here were a few highlights from that report: On Tuesday, April 16th, Bill Williams, Cathy Keister, Joanna Henshaw and I, met

with the Commission of Fine Arts and the National Parks Service regarding the In Memory Plaque. We are very pleased to report that they have come to an agreement that something has to be done to fix this plaque. The past attempts to replace the In Memory Plaque, is not correcting the problems with it. They are planning on having a site inspection of the plaque and will notify us of the time so that we may be present. Many things have to be accomplished and to do so will probably a year to 18 months. Unfortunately the founder of the memorial, Ruth Coder-Fitzgerald, passed away a week ago.

A motion was passed at our Board of director's meeting to authorize our Executive Board to enter into any agreement necessary with any governmental agency that has authority to correct the placement and/or presentation of the Plaque, including committing expenditures of AVVA funds.

The AVVA Board of Directors, after dissolving our contract with Medals of America, will negotiate a memorandum of understanding with the VVA Michigan State Council to do our product sales. They also will be doing our "Summer of Love" shirt sales for the Tuesday night Convention dance. Everyone is urged to dress for the occasion. AVVA will have prizes.

I report that I participated in a Town Hall meeting in April that was done by the West Virginia AVVA and VVA. Over 200 people were present and over 172 claims were taken in because of that meeting. Outstanding job!

The AVVA board of directors worked on the 2013 Convention. Many of members of the board went to the Hill regarding our legislation with the VVA State Presidents.

Motions reported out to the VVA Board which were passed at our meeting are:

1. To donate \$1,000.00 to our Project Friendship for the Allied Veterans Center;
2. To donate \$1,000.00 to Birth Defect Research for children, Inc.; and
3. To donate \$500.00 to the Agent Orange Quilt of Tears.

Conference of State Council Presidents/C. Montgomery

CSCP President Charlie Montgomery gave update on the CSCP Meeting and noted that 40 of the 47 state councils participated in "Going to the Hill." He also noted that the VVA National Disciplinary Policy and the VVA National Disciplinary Policy Flow Chart by the Numbers had been ratified by the CSCP. President Rowan presented the VVA Commendation Medal to Luther Newberry for his outstanding work for VVA.

Household Goods Donation Program/Q. Butcher

HGDP Manager Quentin Butcher noted that donation up 25% so far, all HGDP payments have been mailed, there is a new buyer involved who does business in Canada, USA and overseas and all contracts are signed.

Veterans Health Council/Dr. T. Berger

Prostate cancer is an important medical issue facing many of America's military veterans. Janssen Biotech, Inc. has teamed up with prostate cancer survivor, veteran's advocate and NASCAR® legend

Richard Petty to launch *Show Your Stripes for Prostate Cancer Awareness*. This educational initiative focuses on the importance of open dialogue about advanced prostate cancer among veterans, their families, friends and healthcare providers.

VHC/NAACP/J. Maddox

James Maddox provided an update on the VHC/NAACP timeline, a tri-fold handout from VHC/NAACP and a listing of NAACP branches across the country.

Veterans Benefits Program Director's Report/J. Vale

Director Jim Vale provided a written report and here were a few highlights from that report:

Appellate Advocacy Statistics: As of April 1, 2013, we have 320 cases in our inventory. The average date of receipt at the Board for our appeals is November 2012 with a median docket date of May 2010. With the reduction of one appeals attorney and the promotion of one of our appeals attorney to Deputy Director, we now have only two attorneys working at the Board. As a result, I anticipate our case inventory will increase over the next several months. This anticipated backlog will be mitigated as Ms. Betty Lam gains more experience and once we hire a third attorney to replace the vacancy left by Mr. Chris Clements. For Q2 FY 2013, VVA continues to have relative success at the Board. Our approval rate during this quarter for appeals was 25% (the combined average for all other VSOs was 24%), and our denial rate was 21% (the combined average for all other VSOs was 25%).

VVA National Claims Statistics for 2011: At the end of FY2012 Q2 VVA had 37,149 new POAs. For the first half of FY2012 veterans and dependent with VVA POA received a total of \$293,937,676 in compensation, pension, & DIC benefits.

Staff Changes: We have had the following changes in the Veterans Benefits Department:

VVA Board of Veterans Appeals Office

Ms. Lauren Kologe has departed VVA to become the Deputy Director of Veterans & Survivor Services at the Military Officers Association (MOAA).

Mr. Christopher Clements replaced Ms. Kologe as Deputy Director March 25th.

Mr. Jamie Rudert has been promoted to Senior Appeals Attorney.

We are currently receiving applications for the appeals attorney position vacated by Chris Clements with a deadline of April 19th.

Service Officer Training: NVLSP will be providing advanced service officer trainings for us this spring on topics including special monthly compensation and rating musculoskeletal disabilities. The training session will occur in late April and mid-May, and these the sessions will be recorded and posted to benefitsforum.org. If you are interested in attending the live presentations in Silver Spring, or have questions on these topics you would like addressed in the training, please contact Chris Clements or Jim Vale.

New VVA Training Website: It was announced at our Advanced Training at the 2012 VVA Leadership Conference that we have launched our VVA Service Officer Training website, at www.benefitsforum.org. This website hosts both our Basic Training and Advanced Training videos. The site also contains a service officer forum, brief bank, and a tab for VetPro and is

fully functional. Now VVA State Councils and Chapters can get their service officer candidates trained online instead of having to send them to Silver Spring for live training. For more information about online training, and for access to the website, please contact the Veterans Benefits Department.

Government Affairs R. Davidge & R. Weidman

Ric Davidge Chair, Government Affairs Committee and Rick Weidman, Executive Director for Policy and Government Affairs presented the following Congressional Staffer awards at the April 2013 VVA Board Meeting.

Kathryn Monet, Professional Staffer Senate Veterans Affairs Committee, was awarded VVA Senate Staffer of the Year for her outstanding support of VVA Homeless Committee Legislative 2012 Priorities by crafting legislation, enacting laws and issuing policy initiatives in support of Homeless Veterans and their families.

Carrie Wolford, former staff Senate HELP Committee was awarded the VVA Staffer of the Year, for her unselfish work in working with VVA to enact legislation and public laws in the 112th Congress ensuring that Veterans who use the new GI Bill benefits would no longer be taken advantage of by predatory colleges and universities.

Mike Brinck, Professional Staffer House Veterans Affairs Committee, was awarded VVA House Staffer of the year for his work in support of VVA Economic Opportunities Resolutions and 2012 Legislative Priorities creating legislation, and public laws in support of Veterans Own Business, Veterans Education and Employment Benefits.

Meeting recesses: 10:50 am – President Rowan asked that the agenda be adjusted to accommodate for the Government Affairs Director’s Report first thing the Saturday morning session.

Saturday, April 20, 2013

The meeting of VVA National Board of Directors reconvened at 9:07 am on Saturday, April 20, 2013. Father Phil Salois officiated the opening prayer followed by a Moment of Silence.

The National Secretary conducted the roll call of the National Board of Directors. Present were:

John Rowan, President	Joe Jennings	Dick Southern
Fred Elliott, Vice President	John Margowski	Dan Stenvold
Bill Meeks, Secretary	Sara McVicker	Nancy Switzer *
Wayne Reynolds, Treasurer	John Miner	Pastor Toro
Bob Barry	Charlie Montgomery	Sandie Wilson
Richard DeLong	Luther Newberry*	Herb Worthington
Marsha Four	Felix Peterson	Jerry Yamamoto
Ken Holybee	Jackie Rector	

** Nancy Switzer AVVA President is a non-voting member of the National Board of Directors*

**Luther Newberry Alternate Region 7 Director*

Excused: Allen Manuel, Pat Bessigano and Tom Owen
 Also present: Joseph A. Sternburg, CFO, and Mike Swift, Parliamentarian.

Secretary Meeks conducted roll call of the State Council Presidents. Present were:

Alabama	Present	Montana	Present
Alaska	Present	Nebraska	Present
Arizona	Present	Nevada	Present
Arkansas	Present	New Hampshire	Absent
California	Present	New Jersey	Present
Colorado	N/A	New Mexico	Present
Connecticut	Present	New York	Present
Delaware	Absent	North Carolina	Present
Florida	Present	North Dakota	Present
Georgia	Present	Ohio	Present
Idaho	Present	Oklahoma	Present
Illinois	Absent	Oregon	Present
Indiana	Absent	Pennsylvania	Present
Iowa	Present	Puerto Rico	Present
Kansas	Present	Rhode Island	Present
Kentucky	Absent	South Carolina	Present
Louisiana	Present	South Dakota	Present
Maine	Absent	Tennessee	Present
Maryland	Present	Texas	Present
Massachusetts	Present	Vermont	Absent
Michigan	Present	Virginia	Present
Minnesota	Present	Washington	Present
Mississippi	Present	West Virginia	Present
Missouri	Present	Wisconsin	Present

Government Affairs, Executive Director’s Report/R. Weidman

R. Weidman talked about the backlog on veterans’ benefit claims, where we need to go on mental health issues, noted that we need to continue to stress accountability and the use of electronic format on a veteran’s health records.

Finance Committee Report

Committee Chair Ned Foote presented the following motions out of committee:

Motion 4

**To approve the proposed budget for fiscal year ending 2014.
 Without objection motion passed.**

Yes: 21

No: 0

**Non Vote: 1
Not Present: 2**

Motion 5

To approve the FYE 2-28-14 Veterans Health Council budget as presented, subject to receiving donations in excess of Carry Over Revenue, to meet or exceed Proposed Expenses.

Without objection motion passed.

Yes: 21

No: 0

Non Vote: 1

Not Present: 2

Motion 6

To approve the 2014 VVA National Leadership Conference budget as presented. Without objection motion passed.

Yes: 21

No: 0

Non Vote: 1

Not Present: 2

Motion 7

To amend the approved FYE 2-28-14 VVA Budget for the POW/MIA Committee by adding \$5,000 to the Budget line for Travel & Related Expenses. Funds to support this expense will be taken from the Carry Over Revenue of \$7,119.

Without objection motion passed.

Yes: 21

No: 0

Non Vote: 1

Not Present: 2

Motion 8

To approve the “Policy on Requesting Opinions or Advice from VVA General Counsel” as presented.

Policy on Requesting Opinions or Advice from VVA General Counsel

Motion # 8 – April 20, 2013

Background:

At the present time, General Counsel fees for opinions or advice are paid from the professional fees account under the Operating Expenses cost center. However, the cost center manager is not consulted before legal advice or opinions are requested. This policy is being instituted in order to provide financial control over legal fees.

Policy:

1. Before legal advice is sought on any contract, policy, memoranda of understanding or other document, or any other matter requiring approval by the Board of Directors, a draft will be circulated to the Board of Directors (BOD) for input. All major questions raised

- by the BOD regarding the direction VVA wishes to take will be resolved prior to submitting anything to legal counsel.
2. The Chief Financial Officer will submit proposed contracts and MOUs as required by the contracting policy.
 3. All other requests for legal advice must be authorized in advance in writing by the National President.
 4. Anyone who fails to obtain advance authorization from the President will be responsible for payment of all legal fees incurred as a result of their request.

Without objection motion passed.

Yes: 21

No: 0

Non Vote: 1

Not Present: 2

Motion 9

To approve the MOU between VVA and VSF reference “Operational Expenses.”

MEMO of UNDERSTANDING

BETWEEN

VIETNAM VETERANS of AMERICA, Inc

AND

VETERANS SUPPORT FOUNDATION, Inc.

This Memo of Understanding is intended to outline and document the supportive services that Vietnam Veterans of America (VVA) provides to the Veterans Support Foundation (VSF) and to document the financial payments of VSF to VVA as reimbursement for these services.

Whereas, VSF is a separate organization, and

Whereas, VSF is a 501 c 3 charity organization, and

Whereas, VSF needs an operating business address, and

Whereas, VSF needs the financial services necessary to operate, and

Whereas, VSF also needs personnel to perform the financial services to keep VSF as an operating entity, and

Now, therefore VVA and VSF agree as follows:

VVA’s Responsibilities:

VVA will provide VSF with the necessary financial and accounting services, and

VVA will authorize VSF to use the VVA National Office address as the VSF business address.

VVA will allocate sufficient VVA staff to perform financial services for VSF.

VVA will assist in the VSF audit process but VSF will pay all auditors fees.

VVA will assist in the preparation of the VSF Tax Return but no VVA employee will sign the return

VVA will no longer allow any of its employees to serve as the Executive Director for VSF, and

VVA will designate a contact person between VVA and the VSF Contact Person.

VVA will accept VSF's offer of \$50,000 as reimbursement of operational expenses plus the net proceeds (pledges less uncollected pledges) of the annual CFC Campaign as VSF's annual contribution to the VVA Service Officer Program.

VSF's Responsibilities:

VSF will be responsible for all costs attributable to the operation of VSF.

VSF will be responsible for reimbursing VVA \$50,000 per year or \$4,166.66 per month for the above services provided by VVA to VSF and will remain in effect for the duration of this agreement. Said reimbursement will be prorated for the first month should the effective date of this agreement occur mid-month.

VSF, in addition to the above, will provide VVA annually, the net proceeds (pledges less uncollected pledges) from the annual CFC campaign in support of the VVA Service Officer Program in accordance with the existing agreement regarding VVA's support of the CFC funding efforts.

VSF will notify VVA in writing specifying the name and contact information of its Contact Person.

Effective Date, Term and Termination:

The effective date of this agreement will be the latter of the signatories signing date. The goal of this agreement is to formalize the administrative relationship between VVA and VSF.

This agreement shall have an initial term of three (3) years and shall automatically be renewed for successive one (1) year periods unless either party gives notice of termination 90 day prior to renewal date.

Notwithstanding any other provision of this agreement, either party may cancel this agreement, with or without cause and without penalty, upon ninety (90) written notice to the other party.

VVA and VSF agree that any amendments to this MOU must be in writing and must be signed by the parties.

This agreement is between VVA and VSF and does not apply to any other subsidiaries of either organization. This is the total agreement and any other provisions not specified must be agreed to in writing by both VVA and VSF.

Vietnam Veterans of America, Inc

Vietnam Veterans of America, Inc

John Rowan
CEO/National President

Wayne Reynolds
National Treasurer

Veterans Support Foundation, Inc.

Veterans Support Foundation, Inc.

Keith King
President

Alan Cook
Treasurer

Yes: 20

No: 1

Non Vote: 1

Not Present: 2

Open Discussion/National BOD & CSCPs

Several National Board Members discussed various topics, the State Council Presidents added comments to the discussions and here are a few highlights.

- Ohio State Council President Tom Burke spoke about Ohio Vietnam Veterans Commemoration and provided handouts
- Treasurer Wayne Reynolds spoke about the presentation from Pro Forma on handling/providing VVA products to our membership, handouts were circulated amongst the meeting attendees and Treasurer Reynolds will await a proposed contract from Pro Forma.
- Michigan State Council President John Riling III asked Treasurer Reynolds if the Michigan State Council could submit a proposal for handling/providing VVA products to our membership and Treasurer Reynolds responded YES.

Region 9 Director Dick Southern presented the following motion:

Motion 10

To reinstate the VVA Colorado State Council.

Without objection motion passed.

Yes: 21

No: 0
Non Vote: 1
Not Present: 2

Motion 11

To approve the Qualified, Limited Non-Exclusive Marketing Agreement between Vietnam Veterans of America, Inc. and Medals of America, Ltd. with the following amendments.

Without objection motion passed.

Yes: 21
No: 0
Non Vote: 1
Not Present: 2

National Meetings and Special Events/W. Guidry

Wes Guidry gave update on other upcoming events, noted that he was now accepting room reservations for the VVA Convention and the deadline is July 12, 2013.

Committee – MOTIONS ONLY

Economic Opportunities – F. Barry:

Motion 12

To add Lawrence Carter as a member of the Economic Opportunities Committee ANC to VVA.

Without objection motion passed.

Yes: 21
No: 0
Non Vote: 1
Not Present: 2

Minority Affairs – J. Yamamoto:

Motion 13

To add Gerald Ney, Stephen Bowers and Joe McIntyre as members of the Minority Affairs Committee ANC to VVA.

Without objection motion passed.

Yes: 21
No: 0
Non Vote: 1
Not Present: 2

Veterans Against Drugs – D. Simmons: None

POW/MIA – R. DeLong:

Motion 14

To remove the following names from the POW/MIA Committee: Darrol Brown, Al Cummings, Lee Fisher, Bob Johnson, Jim Kuschel, Bob Maras and Michael Marks.

Without objection motion passed.

Yes: 21

No: 0

Non Vote: 1

Not Present: 2

Motion 15

To add Lawrence Carter and Steve Mackey as members of the POW/MIA Committee ANC to VVA.

Without objection motion passed.

Yes: 21

No: 0

Non Vote: 1

Not Present: 2

Membership Affairs – C. Hobbs: None
Public Affairs – T. Burke: None
Veterans Incarcerated – T.P. Hubert: None
Veterans Benefits – J. Margowski: None
PTSD and Substance Abuse – Dr. T. Hall:

Motion 16

For VVA to join with SWAN (Service Women’s Action Network) in its petition for rulemaking to the Department of Veterans Affairs regarding service connection for mental health disabilities resulting from military sexual trauma.

Without objection motion passed.

Yes: 21

No: 0

Non Vote: 1

Not Present: 2

Women Veterans – M. Four: None
Homeless Veterans – S. Miller: None
Veterans Healthcare – P. Bessigano: None
Government Affairs – R. Davidge: None
Resolutions – D. Southern: None
Agent Orange/Dioxin – H. Worthington: None
Constitution – L. DeLong: None
Rules – D. Stenvold: None
Elections – S. DeArman: None
Convention Planning – P. Toro: None
Credentials – J. Blount: None

Consent Calendar Motions/National Secretary

Secretary Meeks submitted the following motion:

Motion 17

To accept the Consent Calendar Motions:

1. To revoke the charters of Chapters 849 (WY), 917 (VA) and 927 (WY) at the request of the VA SCP and Region 8 Director. The VA SCP and Region 8 Director have done all they needed to do to keep the Chapters and the efforts have failed to rejuvenate the member.
2. To approve the revised VVA Finance Committee Policy from the Committee.*
3. To add Fred Elliott to the VVA Resolutions Committee at ANC as a special advisor from the Resolutions Committee.
4. To add Robert Barry to the Convention Planning Committee at ANC as a member from the Convention Planning Committee.

*** FINANCE COMMITTEE POLICY**

Approved Motion # 25 November 15, 2003

Amended October 9-10, 2009

Amended Motion #25, January 14, 2012

Amended Motion #8, October 6, 2012

Amended Motion #17, April 20, 2013

PURPOSE

The VVA Finance Committee shall provide oversight of the financial activities of the Corporation, the State, or Chapter and shall recommend policies on financial matters to include, but not limited to, assisting and consulting with the Treasurer on all financial planning, budgeting, reporting and other related matters. (Appendix II to the VVA Constitution – paragraph I.)

The Finance Committee shall serve to advise the President and the Board of Directors as to financial matters and to perform such other duties as the President and Board of Directors shall from time to time assign to it. (VVA Constitution, Article 1, Section 7 – Committees, para B.)

The duties of the Finance Committee, as defined above, do NOT include oversight of the national staff, personnel policy matters, staff evaluations, etc. These functions fall under the duties of the VVA President who "...shall be the principal executive officer of the Corporation and shall, in general, supervise and control all the business and affairs of the Corporation." (VVA Constitution, Article 1, Section 5 – Officers, para D.)

While it is agreed that the Finance Committee shall advise and recommend policies relative to financial matters that may affect the other VVA committees, this "advice and recommendation" does not extend to policy issues, which are "germane to (the committee) their areas of subject matter jurisdiction."

To recap the above, the VVA Finance Committee shall provide oversight of the financial activities of the Corporation; shall recommend policies on financial matters; and shall serve to advise the President and the Board of Directors. The committee shall not direct activities or set policies.

FORMATION

The VVA President with the approval of the Board of Directors appoints the Chair of the Finance Committee. The Chair, in turn, shall appoint members to the committee, again with the approval of the Board of Directors. Members are normally appointed “ANC” (at no cost) to national and will not be reimbursed for their meeting expenses. The only exception to ANC is the annual two-day budget meeting when all appropriate expenses are reimbursed.

STRUCTURE

The Finance Committee generally operates as a “body of the whole”. However, within the committee are several sub-committees. The sub-committees currently within the Finance Committee are:

Budget Oversight Sub-Committee (Approved Motion #9 – 4-21-01)
Investment Sub-Committee (Approved Motion #7 – 6-17-00)

For further information on these sub-committees, consult the VVA policies for these sub-committees.

IMPLEMENTATION

The Finance Committee regularly meets on the evening preceding the VVA Board of Director meetings. In addition, the committee meets “on call” as necessary.

In addition to the above, the annual budget meeting is by far the longest if not most important meeting of the committee. This is a two-day meeting, generally held in the month preceding the VVA Board of Directors meeting in which the annual budget will be proposed for acceptance. See the Financial Manual for a more detailed explanation of the VVA budget process.

The goal of the annual budget meeting is to review budget submissions from Cost Center (CC) managers, analyze budget expense justifications and to present a proposed budget that is fiscally responsible and allows for accomplishing the goals and objectives of VVA. To this end, if the Finance Committee feels that the proposed budget of a Cost Center, along with all Cost Centers, exceeds available funds, the Finance Committee will make reductions to achieve those goals. When time and circumstances permit, the Finance Committee may return the CC’s budget back to the CC manager directing that a specific dollar amount of expenses be reduced. If directed to make reductions, the CC Manager will return his/her recommendations for the new budget allocations to the Finance Committee and the CFO of within 5 days.

Final cuts as recommended by the Finance Committee will be incorporated into the proposed budget for presentation to the Board of Directors for their approval.

Once the annual VVA budget is approved, budget managers do not need additional approval to expend their funds as allocated among accounts. Cost Center Managers may make intra-budget adjustments of 10%, excluding salaries/benefits and contractual obligations, or \$10,000, *whichever is less* without Finance Committee approval.

Without objection motion passed.

Yes: 21
No: 0
Non Vote: 1
Not Present: 2

Unfinished Business

Policy on Use of the VVA and AVVA Marks: Secretary Meeks reported we are still waiting on the registration of the logos/marks and it could take up to a year for them to be recorded.

VVA National Disciplinary Policy:

Secretary Meeks submitted the following motion:

Motion 18

After ratification by the CSCP during their 2013 April meeting, a motion to approve the VVA National Disciplinary Policy and VVA National Disciplinary Policy Flow Chart by the Numbers as amended.

Without objection motion passed.

Yes: 21
No: 0
Non Vote: 1
Not Present: 2

New Business

VVA Policy on Research Involving Human Subjects (RIHS) and RIHS Form:

Dr. Berger submitted the following motion:

Motion 19

To approve the Policy on Research Involving Human Subjects (RIHS) and RIHS Form.

**Vietnam Veterans of America, Inc.
Policy on Providing Information to Members Concerning
Proposed Research Involving Human Subjects
4-20-13**

I. Purpose of This Policy

From time to time, Vietnam Veterans of America, Inc. (VVA) has been approached by various researchers interested in the possibility of having some of VVA's members participate as research subjects in a research project that must comply with federal regulations, 45 CFR Part 46 (2012).

The purpose of this policy is: (1) to designate and authorize an individual within VVA to be responsible for responding when VVA is approached about VVA or VVA members being involved with human subjects research and (2) to authorize and approve a uniform procedure

for requesting information from the researcher about the research so that VVA can provide appropriate information to VVA members.

II. Responsibility For Implementing This Policy

The Executive Director of VVA's Veterans Health Council (Director) is responsible for implementing this policy.

III. Procedures for Implementing This Policy

A. Whenever VVA receives a request from a researcher concerning VVA or VVA member involvement with human subjects research, the request shall be referred to the Director. In the event the position is vacant or the Director ceases to function in this capacity, the request shall be referred to VVA legal counsel and the VVA National Secretary.

B. The Director shall ask the researcher to provide the following information:

1. A statement whether the research is required to comply with 45 CFR Part 46 (2012) and, if not, why not, as well as a copy of any official determination that compliance is not required and a copy of any other document concerning the research that is within the possession or control of the researcher and that the Director desires to review.

2. If the research is required to comply with the CFR, a copy of any determination by the researcher's IRB or a federal agency as to whether the research, or any aspect of it, complies with the regulations, as well as a copy of each document on which the determination is based.

3. A copy of any other document that is referenced in documents provided by the researcher, that is within the possession or control of the researcher, and that the Director desires to review.

4. A copy of any other pertinent document of which the Director is aware and that is within the possession or control of the researcher and that the Director desires to review.

C. Based on review of the documents provided by the researcher, the Director may prepare a proposed communication by any appropriate means to VVA members reporting to them information stated in the documents, in each case identifying the document that is the source of the information. The Director shall present the proposed communication, and a copy of each document that is the source of information therein, to the VVA Board of Directors at its next regularly scheduled meeting or, if the President so determines, before the next meeting. If the Board approves the proposed communication, the Director shall send it by the means approved by the Board.

D. The Director shall inform the researcher whether VVA will communicate with its members regarding the research and provide the researcher a copy of the text of any communication approved by the Board—without disclosing to the researcher any VVA member's name or other identifying information.

E. The Director shall maintain complete and accurate records of all requests for VVA involvement with proposed human subjects research and all related documents obtained or prepared by the Director or the Board. If the incumbent Director ceases to function in that capacity, s/he shall promptly transmit to the successor Director or to the VVA National Secretary all of the records.

IV. Preconditions for Implementation

A. The procedures stated in Section III will not be implemented unless (1) the VVA National Secretary seeks an opinion from the Department of Health and Human Services on whether VVA's activities in accordance with this policy are covered by, and require VVA's

compliance with, 45 CFR Part 46 (2012); and (2) the Secretary either receives a written reply stating that the activities are not so covered or receives no reply.

B. If the Secretary receives no reply, then after 120 days from the day the Secretary seeks the opinion the procedures stated in Section III may be implemented only if the researcher obtains and provides to the Secretary a written determination from the appropriate federal agency either stating that 45 CFR Part 46 (2012) does not apply to the research or approving an arrangement under which the researcher is obligated to meet all regulatory requirements and VVA is authorized to rely entirely on that obligation and is required to take no action itself to meet the regulatory requirements.

V. Effective Date of Policy

The effective date of this policy shall be the date it was adopted by the VVA Board of Directors.

Form for Human Subjects Research Involving VVA Members

From time to time, Vietnam Veterans of America, Inc. (VVA) has been approached by various researchers interested in the possibility of having some of VVA's members participate as research subjects in a research project that must comply with federal regulations, 45 CFR Part 46 (2012). The purpose of this form is to provide a uniform procedure for requesting information from the researcher(s) about the research so that VVA can provide appropriate information to VVA members.

Please provide the following documents/information to Thomas J. Berger, Ph.D., Executive Director of the Veterans Health Council at Vietnam Veterans of America, Inc. (VVA):

1. A statement whether the research is required to comply with 45 CFR Part 46 (2012) and, if not, why not, as well as a copy of any official determination that compliance is not required and a copy of any other document concerning the research that is within the possession or control of the researcher and that the Director desires to review.
2. If the research is required to comply with the CFR referenced above, a copy of any determination by the researcher's IRB or a federal agency as to whether the research, or any aspect of it, complies with the regulations, as well as a copy of each document on which the determination is based.
3. A copy of the research proposal and other appropriate documents that are referenced in the proposal provided by the researcher and that are within the possession or control of the researcher, and that the Director desires to review such as consent forms, surveys and/or questionnaires.
4. A copy of any other pertinent documents of which the Executive Director is aware and that is within the possession or control of the researcher and that the Executive Director desires to review.

Following receipt of such documents/information, the Director shall review the proposed research request and supporting documents/information. The Director, in a timely manner, shall decide whether VVA will communicate with its members regarding the research and shall inform the researcher(s) of this decision. The Director will provide the researcher(s) a copy of the text of any communication that VVA will send to its members, without disclosing to the researcher(s) any VVA member's name or other identifying information.

Yes: 20
No: 1
Non Vote: 1
Not Present: 2

American Indian Veteran’s Memorial Initiative: Stephen Bowers, Liaison for Indian Affairs for the Seminole Tribe of FL and a member in good standing of VVA Chapter 23. The intent would be to inform VVA leadership of the current status and upgrades to the AIVMI project since the last convention. In the two years since, I have traveled the length and breadth of the country garnering support from the 500 plus nations of the People. The effort is now focused on gathering resolutions of support from all the veteran service organizations prior to beginning the lengthy bureaucratic process of approval to get a statue of American Indian of all wars on the Mall. He would like to get full support from his primary organization VVA.

The VVA Minority Affairs Committee is drafting a resolution for the VVA National Convention.

WVSC & Action Gaming:

West Virginia State Council President Dave Simmons submitted the following motion:

Motion 20
To grant a waiver to WVSC for an ABC Liquor license to allow for a Video Gaming license in reference as a fund raiser.
Without objection motion passed.
Yes: 21
No: 0
Non Vote: 1
Not Present: 2

Veterans Benefits Policy Manual:

Veterans Benefits Committee Chair John Margowski submitted the following motion:

Motion 21
To approve the VVA Veterans Benefits policy Manual as amended.
Without objection motion passed.
Yes: 21
No: 0
Non Vote: 1
Not Present: 2

Handbook for National Committees & Taskforces:

Vice President Elliott submitted the following motion:

Motion 22
To approve the “Handbook for National Committees & Task Forces” as presented.
Without objection motion passed.
Yes: 21
No: 0

Non Vote: 1
Not Present: 2

VVA's National Legislative Agenda 2013-2014:

Government Affairs Committee Chair Ric Davidge submitted the following motion:

Motion 23

That the VVA Board of Directors accept and approve the VVA National Legislative Agenda for the 113th Congress as approved unanimously by the Government Affairs Committee April 19, 2013.

Without objection motion passed.

Yes: 21

No: 0

Non Vote: 1

Not Present: 2

Removal of A.J. Paige and Lori Paige from Veterans Benefits Committee:

President Rowan stated the National Board of Directors would go into Executive Session at 1:15pm after lunch on this matter.

Lunch: 11:45 pm

The VVA National Board of Directors reconvened in Executive Session at 1:17 pm on Saturday, April 20, 2013.

The VVA National Board of Directors reconvened the general session of the meeting at 1:44 pm.

Veterans Benefits Committee Chair John Margowski submitted the following motion:

Motion 24

To remove A.J. Paige and Lori Paige from Veterans Benefits Committee.

Yes: 20

No: 1

Non Vote: 1

Not Present: 2

Announcement

The Missouri War Medallion Program application was discussed and M Give Mobil Accord Service.

Committee Reports Only:

Written reports (digital requested) submitted to National Secretary

Economic Opportunities – F. Barry: Verbal/written report.

Minority Affairs – J. Yamamoto: Verbal report.

Veterans Against Drugs – D. Simmons: Verbal report.

POW/MIA – R. DeLong: Verbal report.

Membership Affairs – C. Hobbs: Verbal/written report.

Public Affairs – T. Burke: Verbal report.
Veterans Incarcerated – T.P. Hubert: Verbal/written report.
Veterans Benefits – J. Margowski: Verbal report.
PTSD and Substance Abuse – Dr. T. Hall: Verbal/written report.
Women Veterans – M. Four: Verbal report.
Homeless Veterans – S. Miller: Verbal report.
Veterans Healthcare – S. Wilson: Verbal report.
Government Affairs – R. Davidge: Verbal report.
Resolutions – D. Southern: Verbal report.
Agent Orange/Dioxin – H. Worthington: Verbal/written report.
Constitution – L. DeLong: Verbal/written report.
Rules – D. Stenvold: Verbal report.
Elections – S. DeArman: Verbal report.
Convention Planning – P. Toro: Verbal report.
Credentials – J. Blount: Verbal report.

The meeting adjourned at 3:49 p.m.

Respectfully submitted,



Bill Meeks, Jr.
National Secretary
Approved 08/13/13