



VIETNAM VETERANS OF AMERICA



VVA Board of Directors *Special Board Meeting*

Sheraton Pentagon City Hotel

Future Plan

VVA National, Chapters & State Councils

April 23, 2025



NEVER AGAIN WILL ONE GENERATION OF VETERANS ABANDON ANOTHER.



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NEVER AGAIN WILL ONE GENERATION OF VETERANS ABANDON ANOTHER.



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❖ ***You are SEEN!***

❖ ***You are VALUED!***

❖ ***Your LEGACY will endure!***



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- ❖ *Service*
- ❖ *Sacrifice*
- ❖ *Enabling a better life for all veterans*

*This is the legacy of every VVA member,
Chapter, State Council
& VVA National*

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Our corporation understands that –

- ❖ The average age of our members is now 78;
- ❖ Since 2022, 103 Chapters and State Councils have dissolved (691 reduced to 588) ... a trend that is anticipated to increase;
- ❖ Our ability to sustain National governance is **declining** rapidly as we age;
- ❖ The **dissolution** of this remarkable institution is **inevitable**; and
- ❖ All our members want to ensure VVA's **legacy** remains **relevant and vibrant**, resonating with future generations of Americans.



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Our path is clear ...

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*We must accept and plan for our sunset
... the **dissolution** of VVA National*

~ and ~

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*the **creation** of a
successor organization!*



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Vietnam Veterans of America *Legacy Society*



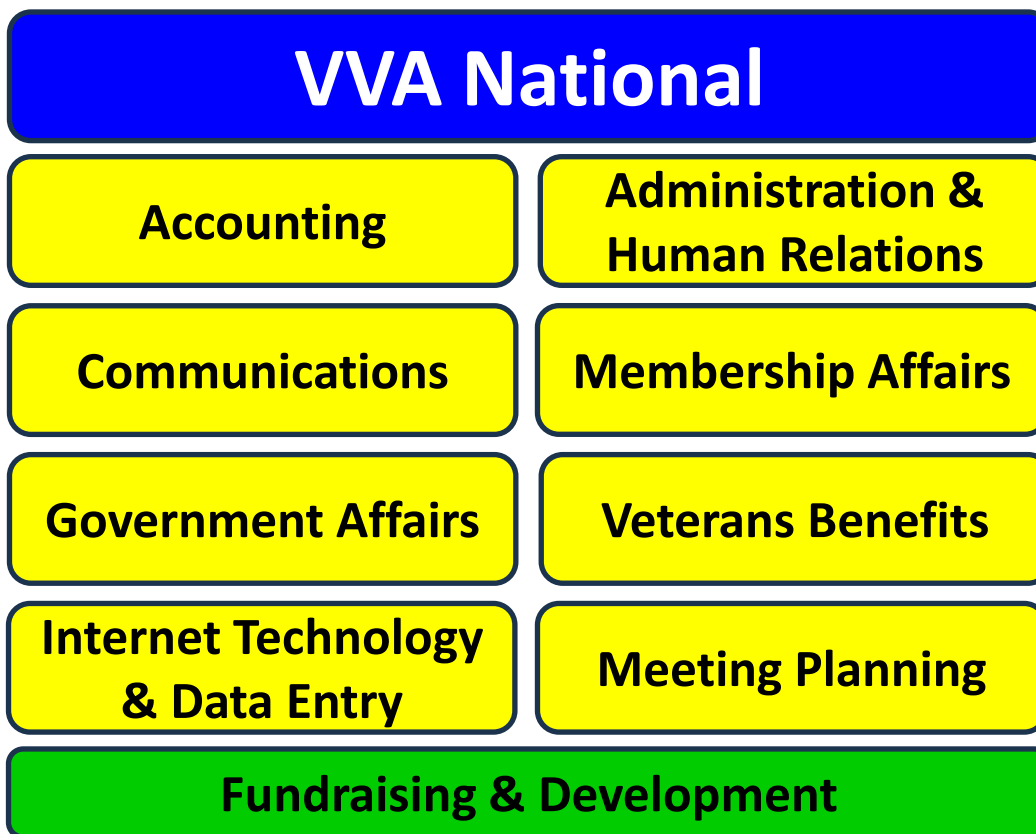
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What we look like now ... 9 functional areas

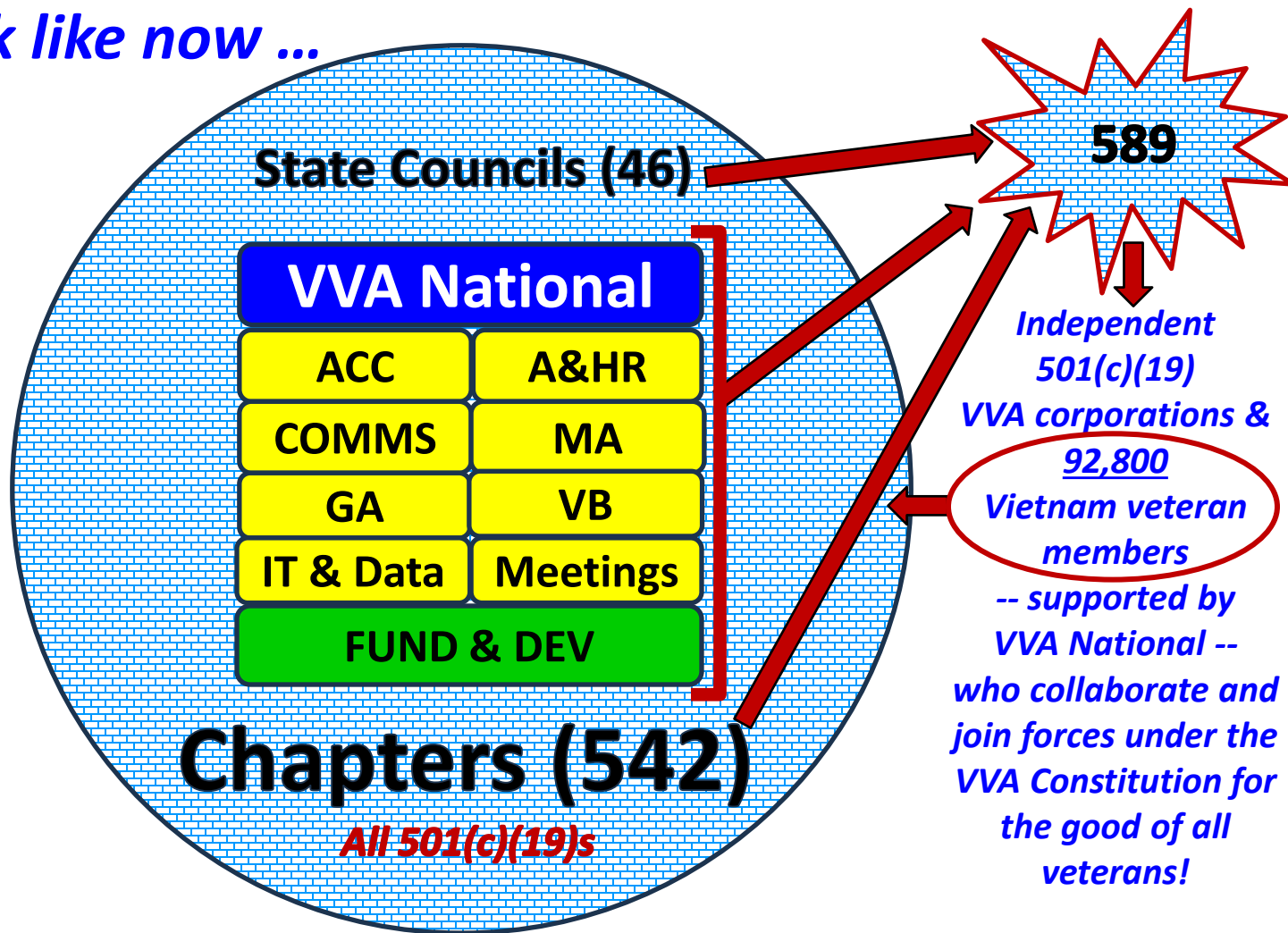


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What we look like now ...



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What we can become ...

State Councils (46)

VVA National

ACC

A&HR

COMMS

MA

GA

VB

IT&D

Mtgs

FUND & DEV

Chapters (542)

All 501(c)(19)s

***Associates of
Vietnam Veterans
of America
501(c)(3)***

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IT&D

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FUND & DEV

Chapters (542)

All 501(c)(19)s

New:

VVA Legacy Society

501(c)(3)

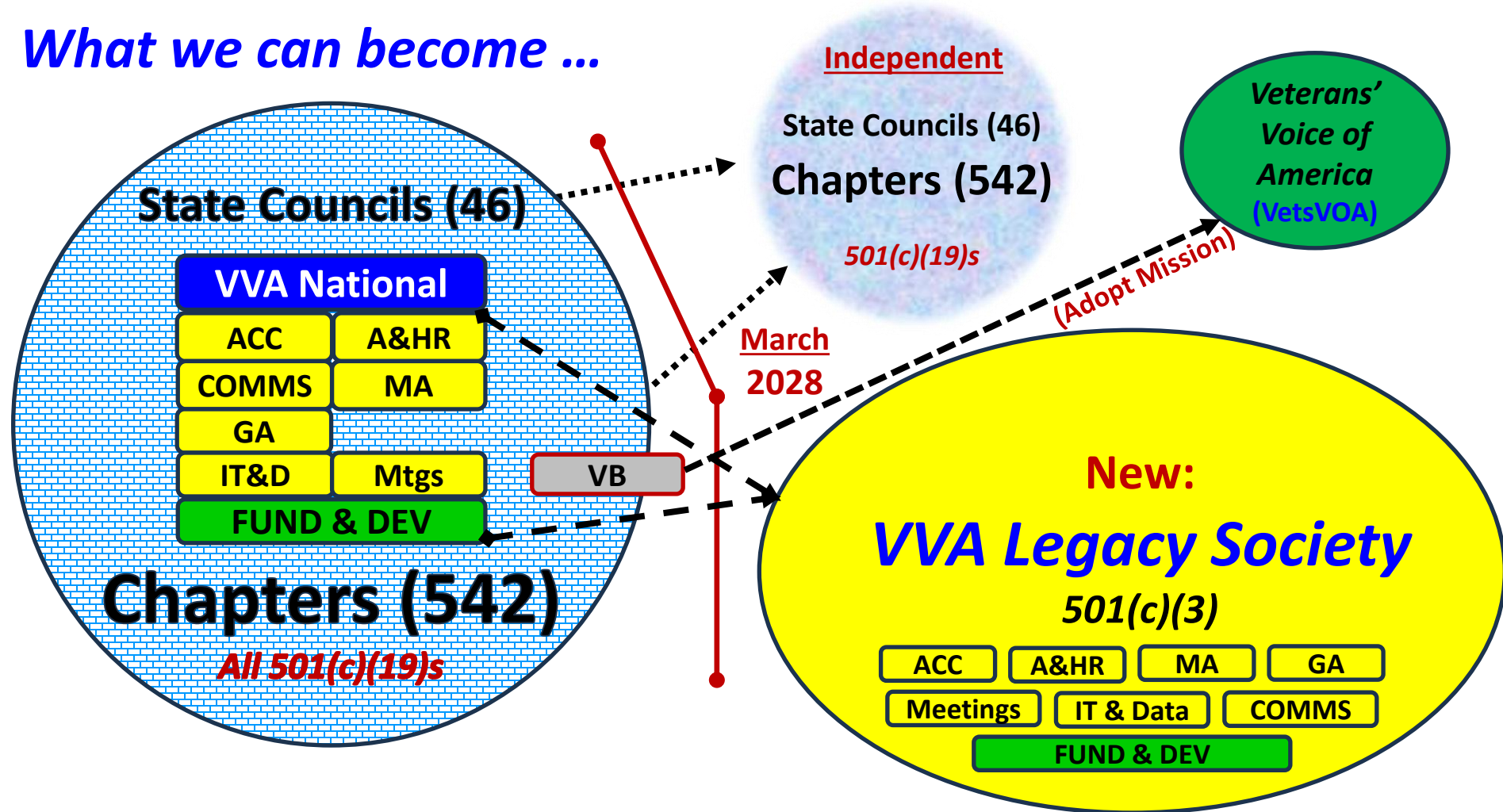
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What we can become ...



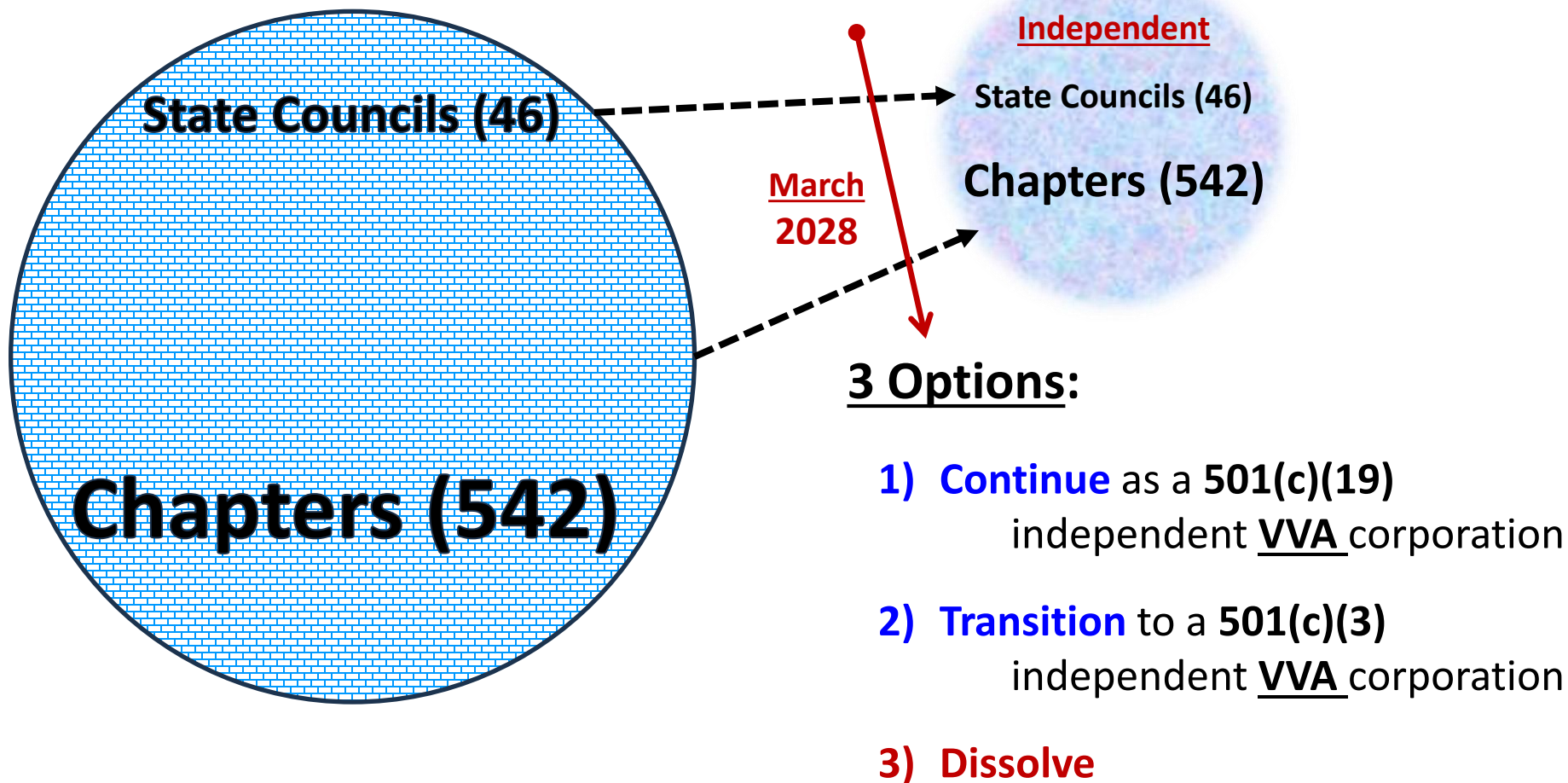
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Options for each Chapter & State Council ...





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Options for each Chapter & State Council ...

Key Notes:

- All Chapters and State Councils are **registered as 501(c)(19)s** at their respective Secretary of State offices
- **No name changes are required** when VVA National dissolves ... each Chapter and State Council has been granted the use of the "Vietnam Veterans of America" mark as part of their name until they dissolve.

3) Dissolve



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Independent

Chapters (542)

Option 1: Continue as a **501(c)(19) VVA** corporation.

- Allows lobbying / political activities.
- Limits membership.

➤ **Prior to March 2028**

- IRS Tax Exempt status “**covered**” by VVA National Group Exemption.

➤ **After March 2028**

- **Must apply for IRS 501(c)(19) tax exemption with IRS Form 1024.**
 - 75% of members must be veterans or on active-duty (AD).
 - 97.5% must be vets, AD, cadets (ROTC / Academies), spouses, widows, widowers, ancestors, or lineal descendants of individuals referred to above.
- **Annually file Form 990** with IRS to maintain exemption.

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VIETNAM VETERANS OF AMERICA



Independent

Chapters (542)

Option 2: Transition from a 501(c)(19) to a **501(c)(3)** independent **VVA** nonprofit corporation.

➤ **At Any Point In Time**

- **Amend Articles of Incorporation & Bylaws** to meet 501(c)(3) requirements. Changes must –
 - Reflect intent to **operate for 501(c)(3) purposes.**
 - **Prohibit** political activities.
 - **Limit lobbying.**
 - Include a dissolution provision requiring **distribution of assets** to another 501(c)(3).
- **Apply for IRS tax exemption** with **IRS Form 1023.**
- **Annually file Form 990** with IRS to maintain exemption.



VIETNAM VETERANS OF AMERICA



Independent

Chapters (542)

Options 1 & 2: Household Goods (HHG) Revenue

➤ Prior to March 2028

- HHG revenue distribution will continue per existing procedures.
- If a State Council dissolves, funds will be distributed directly to chapters within that state based on the areas of solicitation.

➤ After March 2028

- Same approach applies.



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Independent

Chapters (542)

Option 3: Dissolve

➤ Prior to March 2028

- a) Alert National & applicable State Council (SC).
 - National Secretary – gets list of voluntary dissolutions.
 - Board – revokes charters, no Disciplinary Proceedings.
- b) File for dissolution with the Secretary of State office in the state where the chapter is incorporated.
- c) Distribute assets (in coordination with SC, if existing) according to laws of the state where incorporated.

➤ After March 2028

- Alert applicable SC; comply with b & c above.



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Independent State Councils (46)

Option 1: Continue as a **501(c)(19) VVA** corporation.

- Allows lobbying / political activities.
- Limits membership.

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Independent State Councils (46)

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- **Apply for IRS tax exemption** with **IRS Form 1023**.
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Independent
State
Councils
(46)

Options 1 & 2: **Household Goods (HHG) Revenue**

➤ **Prior to March 2028**

- **HHG revenue distribution will continue** per existing procedures.
- State Councils receiving **HHG revenue** self determine how HHG funds are distributed / utilized.
- **If a State Council dissolves**, funds will be **distributed directly to chapters** within that state based on the areas of solicitation.

➤ **After March 2028**

- **Same approach applies.**



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Independent State Councils (46)

Option 3: Dissolve

➤ Prior to March 2028

- a) **Alert National** & applicable **State Council (SC)**.
 - **National Secretary** – gets list of voluntary dissolutions.
 - **Board** – revokes charters, no Disciplinary Proceedings.
- b) **File for dissolution** with the **Secretary of State** office in the state where the State Council is incorporated.
- c) **Distribute assets** (in coordination with Chapters) according to laws of the state where incorporated.

➤ After March 2028

- **Alert** applicable **Chapters; comply with b & c above.**



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Adoption
of
VVA Veterans Benefits Mission
by
Veterans' Voice of America
(VetsVOA)

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*... phased plan with key milestones denoting the adoption of VVA State-Level Veterans Benefits programs and National Staff by **VetsVOA** no later than **March 2028**.*

* VVA Veterans Benefits *

Director

Sr. Admin. Assistant

Admin. Assistant

Chief VSO

Veteran Service Officer

Veteran Service Officer

Veteran Service Officer

Veteran Service Officer

Veteran Service Officer

Veteran Service Officer

FUNDRAISING SUPPORT

Veterans' Voice of America
(VetsVOA)

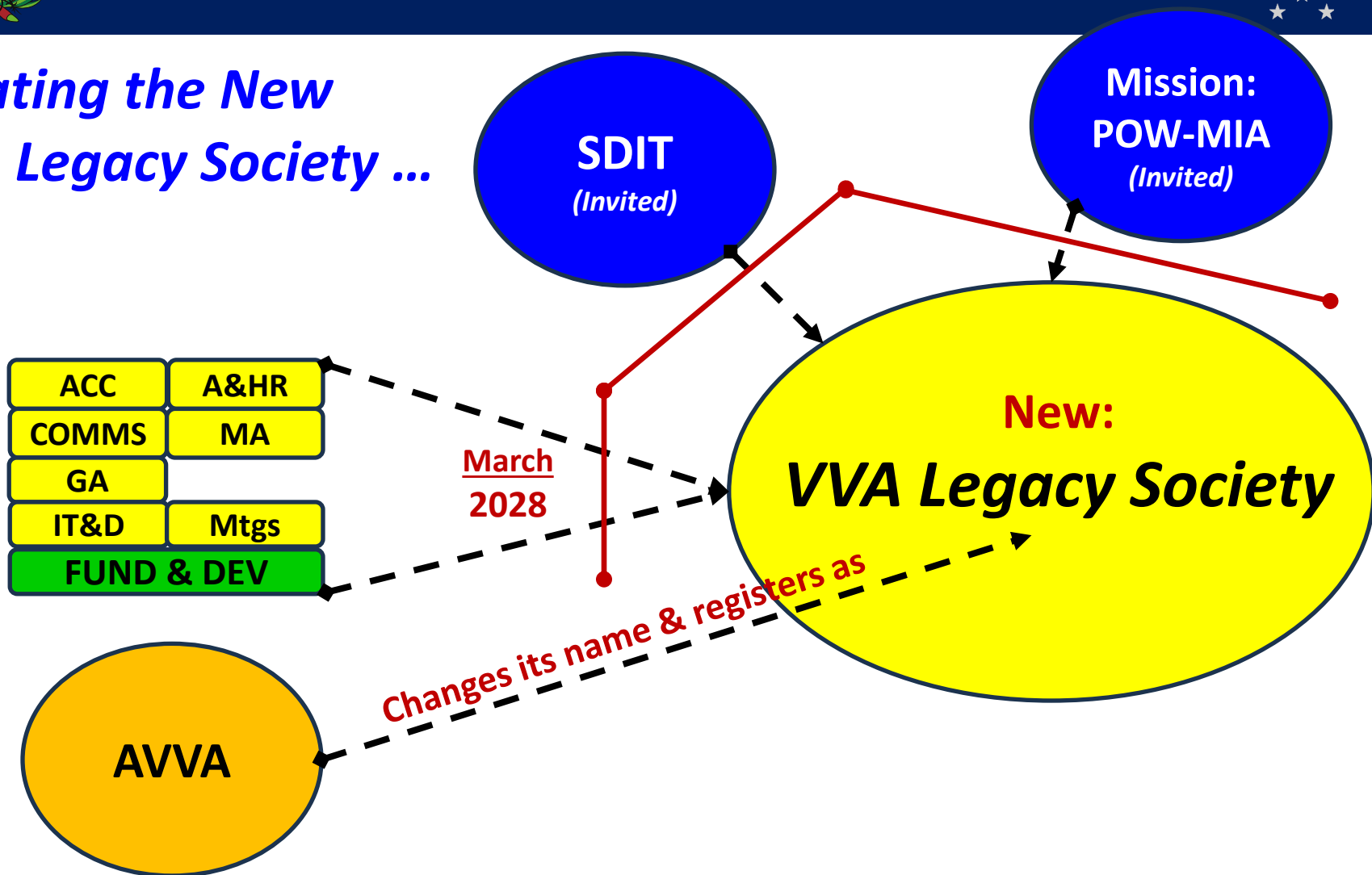
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Creating the New VVA Legacy Society ...



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VVA Legacy Society

(March 2028)

Division

AVVA

Division

SDIT

Division

**Mission:
POW-MIA**

Division

**Veterans
Advocacy**

Accounting

**Human
Relations**

**Technology
& Admin**

**Membership
& Data Entry**

**Communications
(The VVA Veteran)**

**Events &
Meetings**

Fundraising & Development

**Membership
Affairs**

**Government
Affairs**

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Named divisions would remain lead for their existing unique missions:

- **Return of our MIA / Unaccounted For**
- **Gold Star Lapel Button distinction**
- **Community for Gold Star families**
- **Project Friendship:** Recognition & support of non-traditional veteran healthcare programs

while being strengthened by support from the whole / Staff Departments, as well as adopting key VVA programs like:

- **Veterans Initiative**



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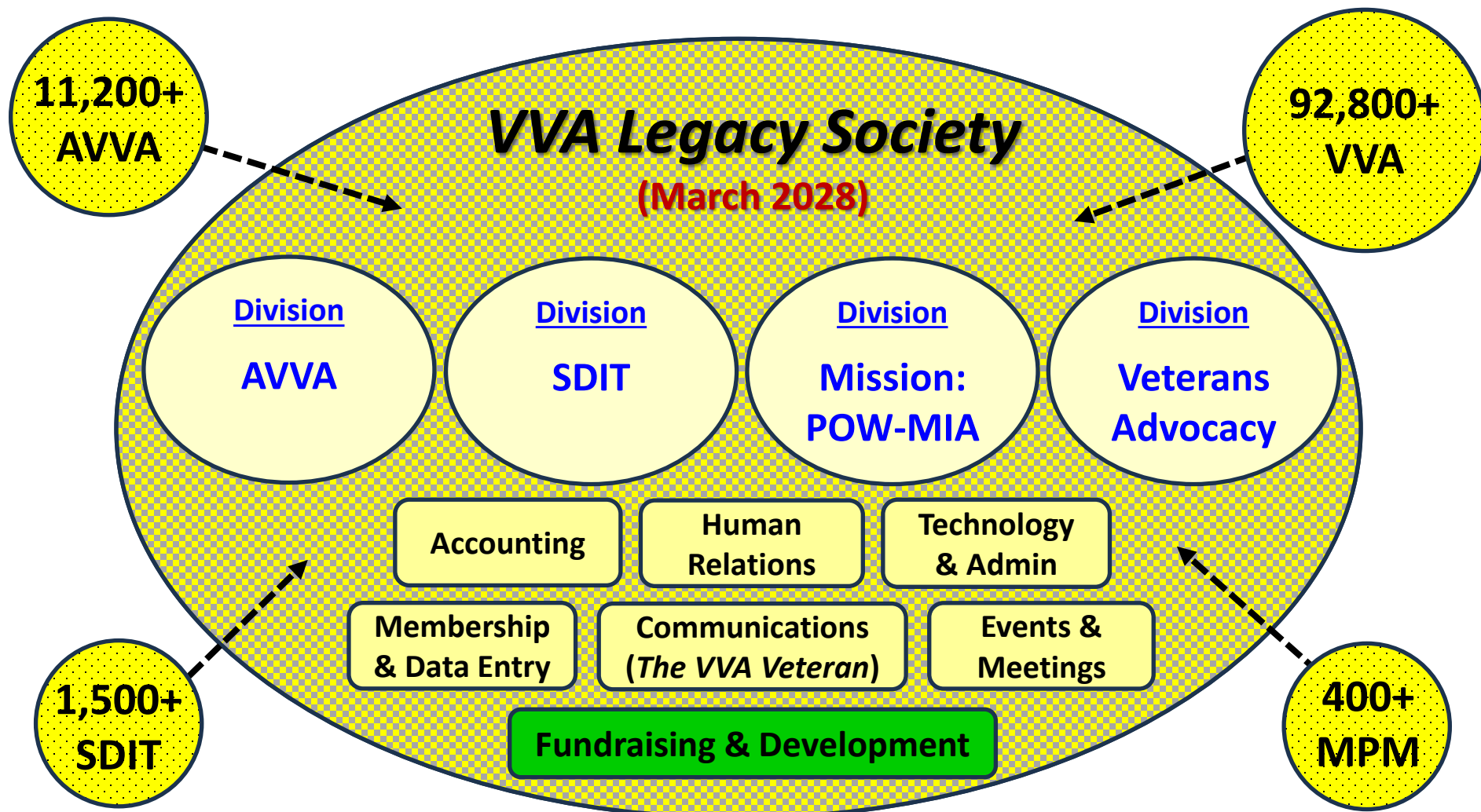


***Veterans Advocacy continues
current GA mission and reflects functional
focus of the current VVA National Committees***

- **Minority Affairs**
- **Women Veterans**
- **Agent Orange / Dioxin**
- **PTSD & Substance Abuse**
- **Veterans Health Care**
- **Homeless Veterans**



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Anticipated *VVA Governance Changes*

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1st Milestone: 2027 National Convention

Before

➤ Board of Directors: 24

- 4 Officers -----➤
- 9 Regional Directors -----➤
- 10 At-Large Directors -----➤
- 1 Chair, CSCP -----➤

After (no elections - carryover)

➤ Board of Directors: 14

- 4 Officers
- 9 Regional Directors
- ~~○ 10 At-Large Directors~~
- 1 Chair, CSCP



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2nd Milestone: March 2028 Special Board Meeting

- **Note: 1 Mar 2028 – 50th Anniversary of VVA Incorporation**
- **Handoff to *VVA Legacy Society (VVALS)* “Organizing Board”**
- **VVALS Organizing Board Premises:**
 - 1) **Continuance:**
 - **VVA** President, Vice President, Treasurer as **first VVALS President, VP, Secretary/Treasurer**
 - 2) **Appointments (by VVA President):** Board members
 - **(2) VVA, (2) AVVA, (2) SDIT, (2) Mission: POW-MIA**



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2nd Milestone: March 2028 Special Board Meeting *(cont)*

Before (VVA)

➤ Board of Directors: 14

- 4 Officers
- 9 Regional Directors
- 1 Chair, CSCP

After (VVALS)

➤ Board of Directors: 11

- 3 Officers *(continued)*
New Appointments –
 - 1 VVA State Council Pres
 - 1 VVA Regional Director
 - 2 AVVA Directors
 - 2 SDIT Directors
 - 2 Mission: POW-MIA Directors



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Anticipated
Changes to
VVA National Committees

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Key Milestone: March 2028 Special Board Meeting

Before (VVA - 25)

➤ Finance -----➔➤

New (formerly GA) ➤

- Minority Affairs
- Women Veterans
- Agent Orange / Dioxin
- PTSD & Substance Abuse
- Veterans Health Care
- Homeless Veterans

After (VVALS - 3)

➤ Finance

➤ **Veterans Advocacy**

- Minority Affairs
- Women Veterans
- Agent Orange / Dioxin
- PTSD & Substance Abuse
- Veterans Health Care
- Homeless Veterans



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Key Milestone: March 2028 Special Board Meeting *(cont)*

Before (VVA – 25)

- VA Volunteer Services
- Veterans Against Drugs
- Veterans Incarcerated and In The Justice System

After (VVALS – 3)

New ➤

Community Services

- VA Volunteer Services
- Veterans Against Drugs
- Veterans Incarcerated and In The Justice System



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Key Milestone: March 2028 Special Board Meeting *(cont)*

Before (VVA - 25)

- National Disciplinary
- Conv/Conf Planning
- Elections
- Credentials
- Convention Rules
- Resolutions
- Site Selection

After (VVALS - 3)

- National Disciplinary
- Conv/Conf Planning
- Elections
- Credentials
- Convention Rules
- Resolutions
- Site Selection



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Key Milestone: March 2028 Special Board Meeting *(cont)*

Before (VVA - 25)

- Membership Affairs
- Public Affairs
- Constitution
- Legacy Task Force
- Conference of SCPs
- Economic Opportunities
- POW/MIA -----➤
- Veterans Benefits -----➤

After (VVALS - 3)

- Membership Affairs
- Public Affairs
- Constitution
- Legacy Task Force
- Conference of SCPs
- Economic Opportunities
- (to *Mission: POW-MIA*)
- (to *VetsVOA*)



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*Anticipated
Changes to
VVA National Staff*

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Key Milestone: March 2028 Special Board Meeting

Before (VVA – 35 FT)

- Managing Director (1)
- Accounting (3)
- Admin & HR (2)
- Internet Technology (2)
- Membership Affairs (4)
- Communications (2)
- *The VVA Veteran* (2)
- Fundraising & Dev (4)

After (VVALS – 20 FT)

- Managing Director (1)
- Accounting (3)
- HR (1)
- Technology & Admin (1)
- Membership & Data Entry (2)
- Communications (2)
- *The VVA Veteran* (2)
- Fundraising & Dev (4)



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Key Milestone: March 2028 Special Board Meeting *(cont)*

Before (VVA – 35 FT)

- Government Affairs (3)
- Events / Meeting Planner (2)
- Veterans Benefits (10)

After (VVALS – 20 FT)

- Veterans Advocacy (3)
- Events / Meeting Planner (1)
- (to VetsVOA)



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QUESTIONS?

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