

2025 National Constitution Committee Preliminary Report to the Delegates
22nd National Convention
New Orleans, Louisiana
August 5 – 9, 2025

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 proposed amendments received by the submission deadline date (March 31, 2025). The Constitution requires that any proposed amendment be submitted to the constitution committee at least one hundred-twenty days prior to the commencement of the national convention at which such proposed amendment is to be addressed.

The committee met in Washington, DC on April 25th and electronically several times after that meeting to review the proposed amendments and determine recommended action for each. This document includes copies of all the proposed amendments received along with the recommended action and comprises the “2025 Constitution Committee Preliminary Report to the Delegates”. The report will be forwarded to chapters and state councils and will be available online at vva.org not less than sixty days prior to the commencement of the 21st National Convention or June 8, 2025.

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.

There are ten proposed constitutional amendments. This includes amendments that must be adopted as a unit or conforming amendments. A conforming amendment cannot be separated from a previously adopted amendment with which it aligns. All proposed amendments are being reported out of the committee for full discussion and consideration by the delegates. The proposed amendments reported out of the committee are numbered and presented in the order of their relative position in the Constitution. We look forward to seeing you in New Orleans.

Leslie DeLong, Chair

Barry Rice

Ken Holybee

Beverly Stewart

Grant Coates

Jack Dean

Fred Barks

Gary Estemyer

Gerry Corrigan

Kaye Gardner, AVVA

PROVISO

Before Proposed Amendment 01 comes before the delegates, this proviso must be adopted.

If adopted, this amendment will go into effect when the at-large directors elected at the 2025 biennial convention have completed their terms of office.

**Proposed Amendment to the
Constitution of Vietnam Veterans of America, Inc.**

22nd National Convention – August 5 – 9, 2025

Proposed Constitutional Amendment – 01

**Proposed amendments 01, 01 A, & 01 B are conforming amendments and must be
adopted in gross.**

Submitted by:

Name: Legacy Task Force

Section Affected:

Article 1 National Provisions

Section 4 National Board, Paragraph C 1

Proposed Amendment: Strike the word indicated by the ~~strike through~~ and insert the **bold underlined word**.

C The number of the directors shall be ~~twenty-four~~ **fourteen**

1 The national board shall be composed of the four elected officers, ~~ten at-large directors~~, nine regional directors, and the chair of the Conference of State Council Presidents.

Conforming Amendments:

Article 1, § 4, D; Article 1, § 4, C

Reason for Proposed Amendment:

The proposed amendment follows the plan of dissolution.

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

The VVA National Board has adopted this proposed amendment in keeping with the dissolution plan.

For Constitution Committee Action Only:

Reported Out: Yes

Recommendation: This is an essential step in the process of transitioning. The committee recommends adoption.

**Proposed Amendment to the
Constitution of Vietnam Veterans of America, Inc.**

22nd National Convention – August 5 – 9, 2025

Proposed Constitutional Amendment – 01 A

**Proposed amendments 01, 01 A, & 01 B are conforming amendments and must be
adopted in gross.**

Submitted by:

Name: Legacy Task Force

Section Affected:

Article 1 National Provisions

Section 4 National Board, Paragraph C 3

Proposed Amendment: Strike the words indicated by the strike through.

~~3 — At Large Directors — There shall be ten at large directors, who shall be elected for terms
of two years by a plurality of the delegates at the national conventions.~~

~~a — To qualify for election, a candidate must have been a member of the Corporation, in
good standing, for a continuous period of not less than the twelve months
immediately preceding the opening of the national convention at which candidate
seeks election; or~~

~~b — A candidate must have held an elected position at the national, state, or chapter level,
for any continuous period of twelve months prior to the date of the opening of the
national convention or the date of appointment.~~

~~c — At large candidates not elected shall be alternates, ranked by the number of votes
received, and who shall fill, in turn, any vacancy occurring in the office of an at large
director.~~

Conforming Amendments:

Article 1, § 4 C, 1; Article 1, § 4 D

Reason for Proposed Amendment: Conforming amendment

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

**The VVA National Board has adopted this proposed amendment in keeping with the dissolution
plan.**

For Constitution Committee Action Only:

Reported Out: Yes

Recommendation: Conforming

**Proposed Amendment to the
Constitution of Vietnam Veterans of America, Inc.**

22nd National Convention – August 5 – 9, 2025

Proposed Constitutional Amendment – 01 B

**Proposed amendments 01, 01 A, & 01 B are conforming amendments and must be
adopted in gross.**

Submitted by:

Name: Legacy Task Force

Section Affected:

Article 1 National Provisions

Section 4 National Board, Paragraph D

Proposed Amendment: Strikeout the words indicated by the ~~strike through~~.

- D A vacancy on the national board shall arise on the death, resignation, inability, refusal of a director to serve, or a regional director no longer maintaining their physical residence in the region they were elected to represent. The unexcused absence of a director from attendance at two board meetings is deemed as a resignation from the national board. A ~~vacancy among the at-large members of the national board shall be filled by an alternate at-large director.~~ A vacancy in the position of a regional director shall be filled by the alternate regional director.

Conforming Amendments:

Article 1, § 4, C 1; Article 1, § 4, C 3

Reason for Proposed Amendment:

Conforming amendment

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

The VVA National Board has adopted this proposed amendment in keeping with the dissolution plan.

For Constitution Committee Action Only:

Reported Out: Yes

Recommendation: Conforming

**Proposed Amendment to the
Constitution of Vietnam Veterans of America, Inc.**

22nd National Convention – August 5 – 9, 2025

Proposed Constitutional Amendment – 02

Submitted by:

Name: Constitution Committee

Section Affected:

Article 1 National Provisions

Section 4 National Board, Paragraph E

Proposed Amendment: Strikeout the words indicated by the strike through.

E A quorum of the national board shall be two-thirds of the number of the directors then in office, ~~or that number greater than two thirds which is closest to two thirds in the event that said number of directors holding office is not divisible by three. Except as otherwise provided herein, the affirmative vote of the majority of the national board present shall constitute the act of the national board.~~

Conforming Amendments:

None

Reason for Proposed Amendment:

This amendment clearly defines the quorum for the Board of directors.

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

For Constitution Committee Action Only:

Reported Out: Yes

Recommendation: The committee recommends adoption

**Proposed Amendment to the
Constitution of Vietnam Veterans of America, Inc.**

22nd National Convention – August 5 – 9, 2025

Proposed Constitutional Amendment – 03

**Proposed amendments 03 & 03 A are conforming amendments and must be
adopted in gross.**

Submitted by:

Name: Legacy Task Force

Section Affected:

Article 1 National Provisions

Section 4 -National Board, Paragraph F

Proposed Amendment: Strike the word indicated by the ~~strike through~~ and insert the **bold underlined word**.

F The president of the Corporation shall establish, with the approval of the national board, **three** regularly scheduled ~~quarterly~~ meeting dates of the national board. The national board shall meet at other times on the call of the president of the Corporation or on the request of a majority of its members.

Related Articles/Sections/Paragraphs Affected:

Article 1, § 11 B

Reason for Proposed Amendment:

The Board can utilize an internet platform to conduct meetings to accomplish the business usually conducted during the meetings held before and after the convention and before the leadership conference.

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

For Constitution Committee Action Only:

Reported Out: Yes

Recommendation: The committee recommends adoption

**Proposed Amendment to the
Constitution of Vietnam Veterans of America, Inc.**

22nd National Convention – August 5 – 9, 2025

Proposed Constitutional Amendment – 03 A

**Proposed amendments 03 & 03 A are conforming amendments and must be
adopted in gross.**

Submitted by:

Name: Legacy task Force

Section Affected:

Article 1 National Provisions

Section 11 Conference of state council president's meetings, Paragraph B

Proposed Amendment: Strike the word indicated by the ~~strike through~~.

B The Corporation shall ensure that the conference has the opportunity to meet before each regularly scheduled ~~quarterly~~ national board meeting to share information and to discuss matters of common concern. The conference shall be entitled to issue such opinions and recommendations to the national board as the conference deems desirable or advisable, and the national board shall, at the next regular meeting thereof, address such opinions or recommendations.

Related Articles/Sections/Paragraphs Affected:

Article 1, § 4 F

Reason for Proposed Amendment:

Conforming amendment

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

For Constitution Committee Action Only:

Reported Out: Yes

Recommendation: Conforming

**Proposed Amendment to the
Constitution of Vietnam Veterans of America, Inc.**

22nd National Convention – August 5 – 9, 2025

Proposed Constitutional Amendment – 04

**Proposed amendments 04, 04 A & 04 B are conforming amendments and must be
adopted in gross.**

Submitted by:

Name: Dick Southern

Section Affected:

Article 1 National Provisions

Section 6 National Convention, Paragraph C 1

Proposed Amendment: Strikeout the words indicated by the ~~strike through~~ and insert the **bold underlined words**.

- 1 Each chapter shall be entitled to one vote for its first ~~fifteen~~ **twenty-five** members. A chapter that has fifty members shall be entitled to a second vote at the Convention. For each full block of fifty members thereafter, the chapter shall be entitled to one additional vote. In the event that a chapter shall have less than ~~fifteen~~ **twenty-five** members, the chapter shall receive no vote, but the members 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.

Conforming Amendments:

Article 3, § 1; Article 1, § 6, C 2

Reason for Proposed Amendment:

There is data supporting the reality that chapters forming with fifteen members have been collapsing within a few months of opening.

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

For Constitution Committee Action Only:

Reported Out: Yes

Recommendation: The committee recommends adoption.

**Proposed Amendment to the
Constitution of Vietnam Veterans of America, Inc.**

22nd National Convention – August 5 – 9, 2025

Proposed Constitutional Amendment – 04 A

Proposed amendments 04, 04 A & 04 B are conforming amendments and must be adopted in gross.

Submitted by:

Name: Dick Southern

Section Affected:

Article 1 National Provisions

Section 6 National Conventions, Paragraph C 2

Proposed Amendment: Strikeout the word indicated by the ~~strike-through~~ and insert the **bold underlined word**.

- 2 Each state council president shall be entitled to one vote at the national convention. In addition, each state council shall be entitled to one vote for each full block of one-hundred members, who are either not affiliated with a chapter or who are members of a chapter whose membership is less than ~~fifteen~~ **twenty-five** as set forth above.

Conforming amendments:

Article 1, § 6, C 1; Article 3, § 1

Reason for Proposed Amendment:

Conforming amendment

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

For Constitution Committee Action Only:

Reported Out: Yes

Recommendation: Conforming

**Proposed Amendment to the
Constitution of Vietnam Veterans of America, Inc.**

22nd National Convention – August 5 – 9, 2025

Proposed Constitutional Amendment – 04 B

**Proposed amendments 04, 04 A & 04 B are conforming amendments and must be
adopted in gross.**

Submitted by:

Name: Dick Southern

Section Affected:

Article 3 Chapter Provisions

Section 1 – Chapter formation

Proposed Amendment: Strike the word indicated by the ~~strike through~~ and insert the **bold underlined word**.

~~Fifteen~~**Twenty-five** members in good standing may petition for a charter. Upon receipt of the petition, the Corporation and appropriate state council shall determine if the petitioning members have adopted the standards and policies of the Corporation as set forth in this document and state council bylaws. Upon completion of these steps, the Corporation shall authorize the incorporation of the chapter as a non-profit corporation in the state of incorporation.

Conforming Amendments:

Article 1, § 6, C 2; Article 1, § 6, C 1

Reason for Proposed Amendment: There is data supporting the fact that chapters forming with fifteen members have been collapsing within a few months of opening.

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

For Constitution Committee Action Only:

Reported Out: Yes

Recommendation: Conforming

**Proposed Amendment to the
Constitution of Vietnam Veterans of America, Inc.**

22nd National Convention – August 5 – 9, 2025

Proposed Constitutional Amendment – 05

Submitted by:

Name: Steve Williams, Committee Chair

Section Affected:

Appendix II Standing Committees

Paragraph E – Economic Opportunities Committee

Proposed Amendment: Strike the words indicated by the strike through.

~~E — The **Economic Opportunities Committee** shall develop programs of awareness on the part of the economic and employment sector of the needs of veterans in employment and business and shall seek to improve the economic well being of veterans through such programs.~~

Conforming Amendments:

None

Reason for Proposed Amendment:

The objective of this committee has been completed by state and federal agencies.

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

For Constitution Committee Action Only:

Reported Out: Yes

Recommendation: The committee recommends adoption.