



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.



VIETNAM VETERANS OF AMERICA



❖ *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 ...

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

~ and ~

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

***Vietnam Veterans of America
Legacy Society***

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What we look like now ... 9 functional areas

VVA National

Accounting

Administration &
Human Relations

Communications

Membership Affairs

Government Affairs

Veterans Benefits

Internet Technology
& Data Entry

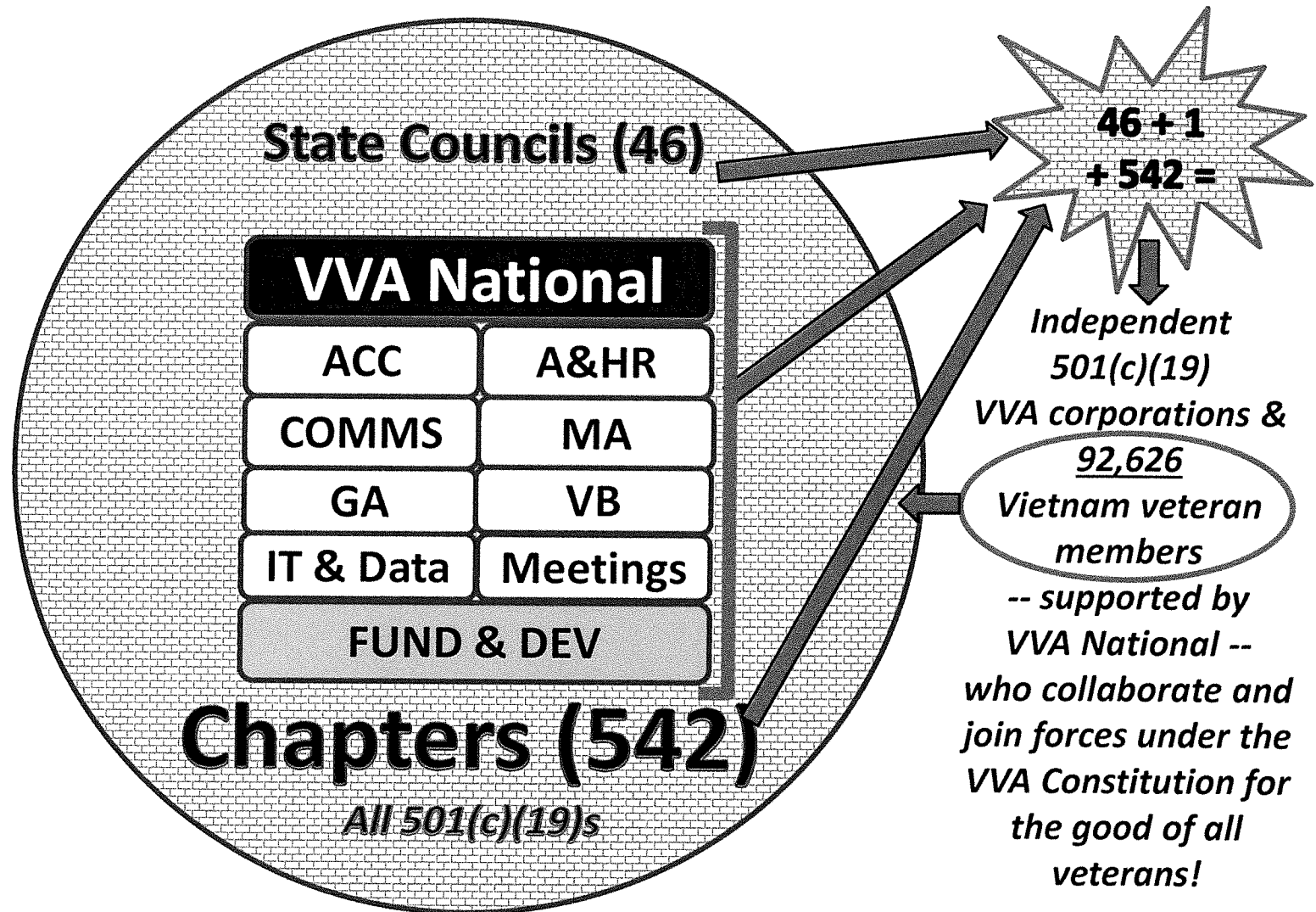
Meeting Planning

Fundraising & Development

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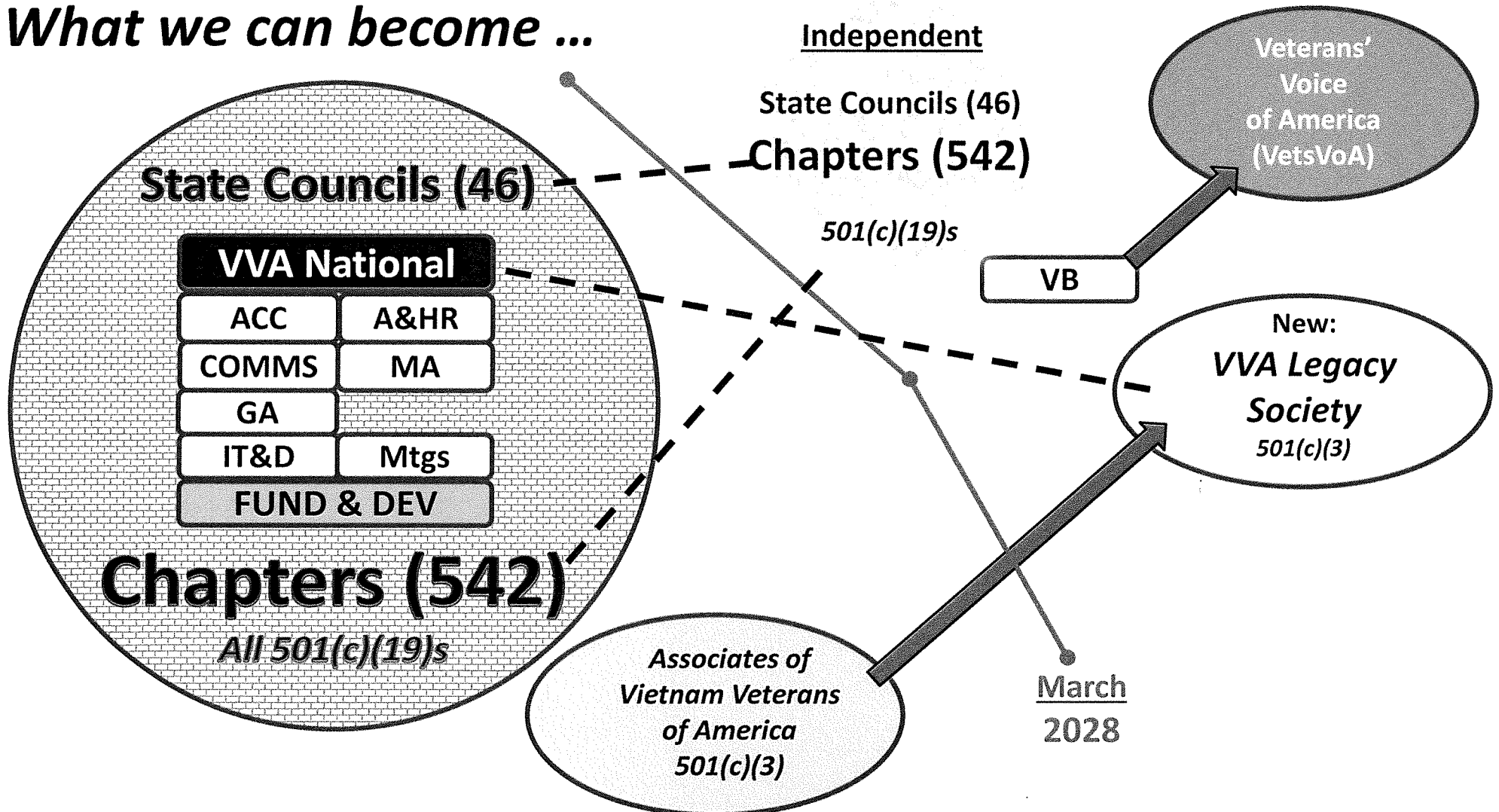
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What we can become ...



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What we can become ...

Independent

State Councils (46)
Chapters (542)

501(c)(19)s

Veterans'
Voice
of America
(VetsVoA)

VB

March
2028

New:

VVA Legacy Society

501(c)(3)

ACC

A&HR

MA

GA

Meetings

IT & Data

COMMS

FUND & DEV

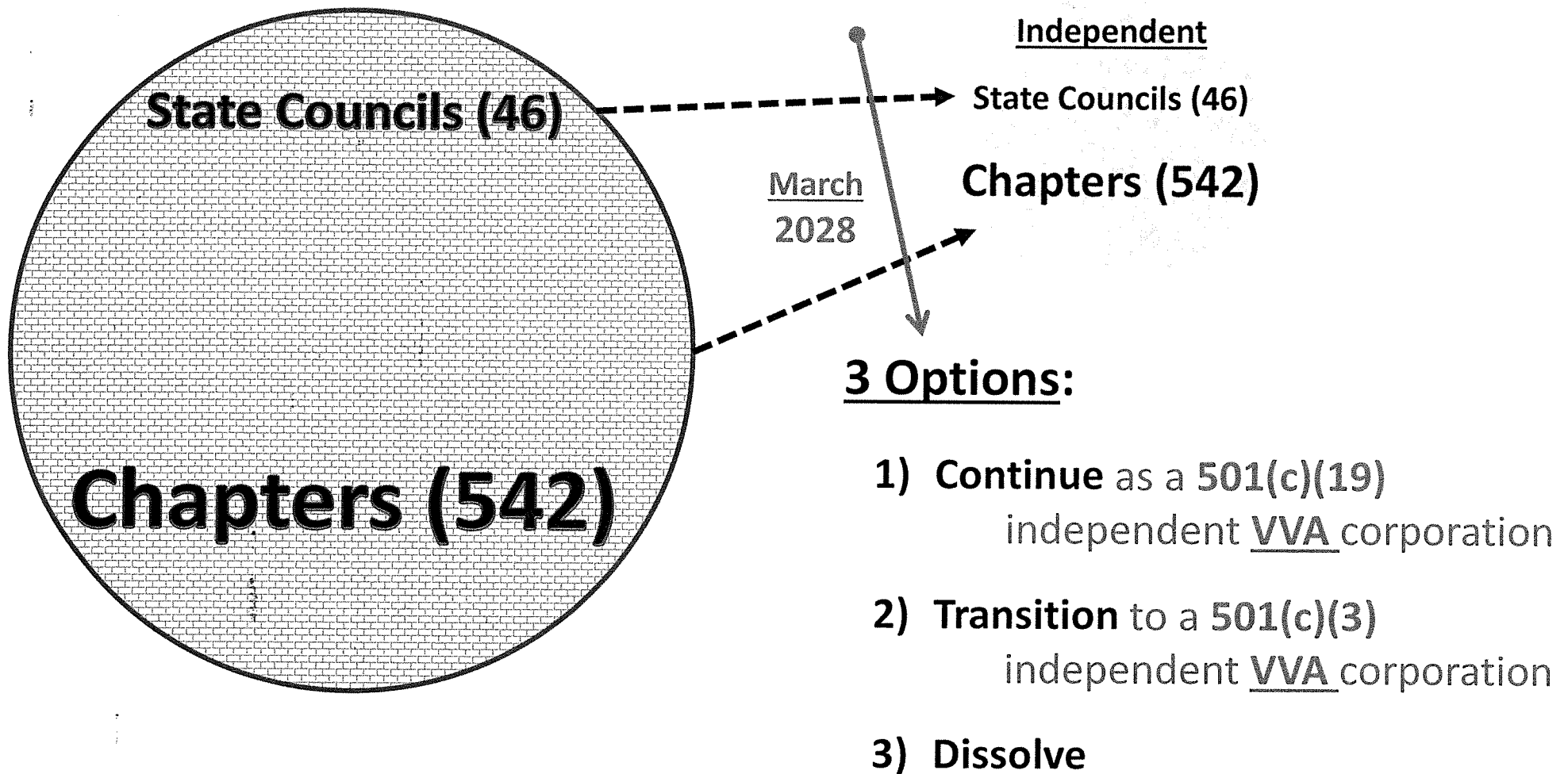
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Options for each Chapter & State Council ...



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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.



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Independent
State Councils (46)

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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Independent

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

Chapters (542)

➤ **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.

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Independent

Options 1 & 2: Household Goods (HHG) Revenue

Chapters (542) ➤ **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.



VIETNAM VETERANS OF AMERICA



Independent

Option 3: Dissolve

Chapters (542) ➤ 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.

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Independent **State** **Councils** **(46)**

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

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 - **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.

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VIETNAM VETERANS OF AMERICA



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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VIETNAM VETERANS OF AMERICA



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 ...

VVA National	
ACC	A&HR
COMMS	MA
GA	VB
IT&D	Mtgs
FUND & DEV	

March
2028

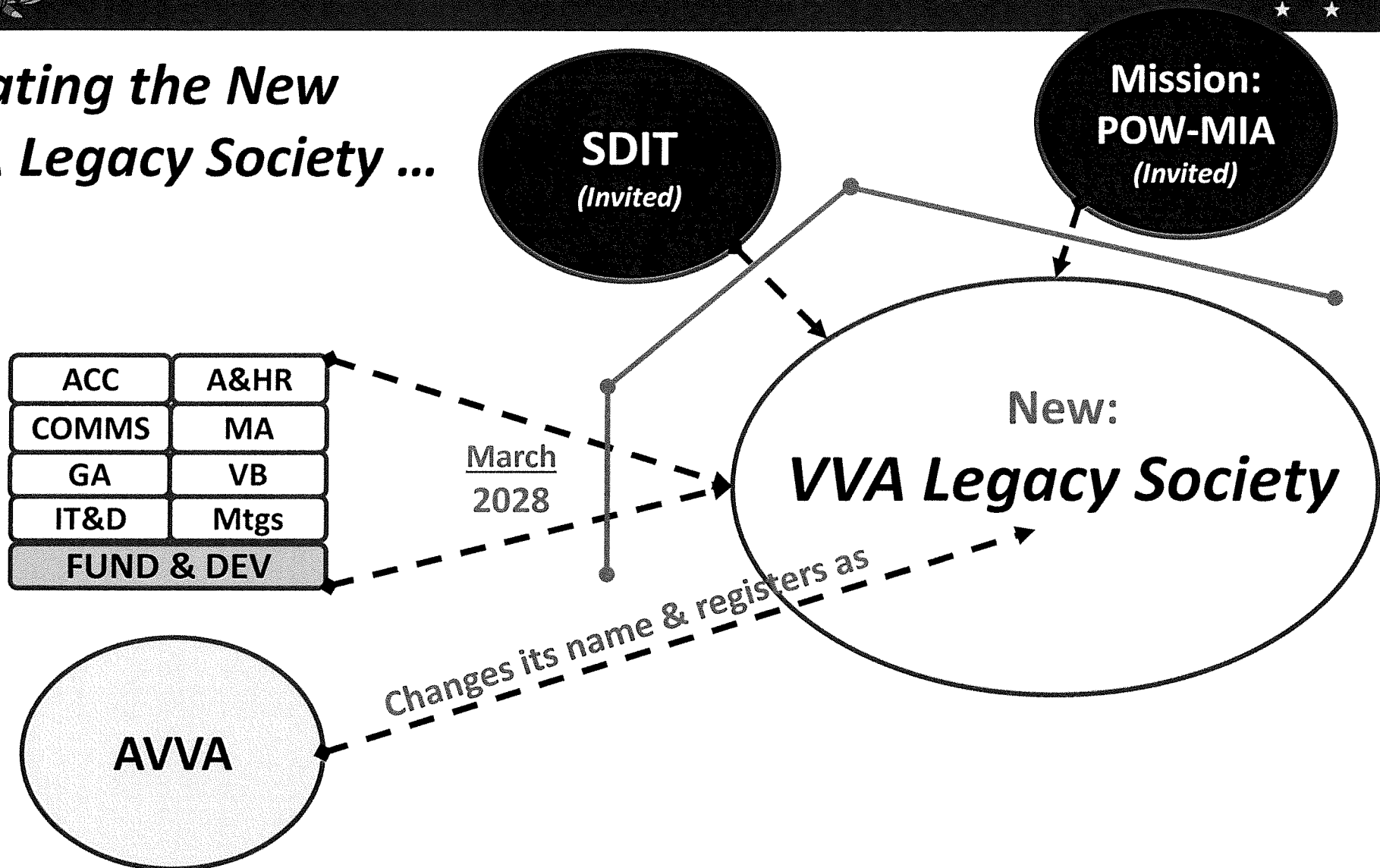
New:
VVA Legacy Society



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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

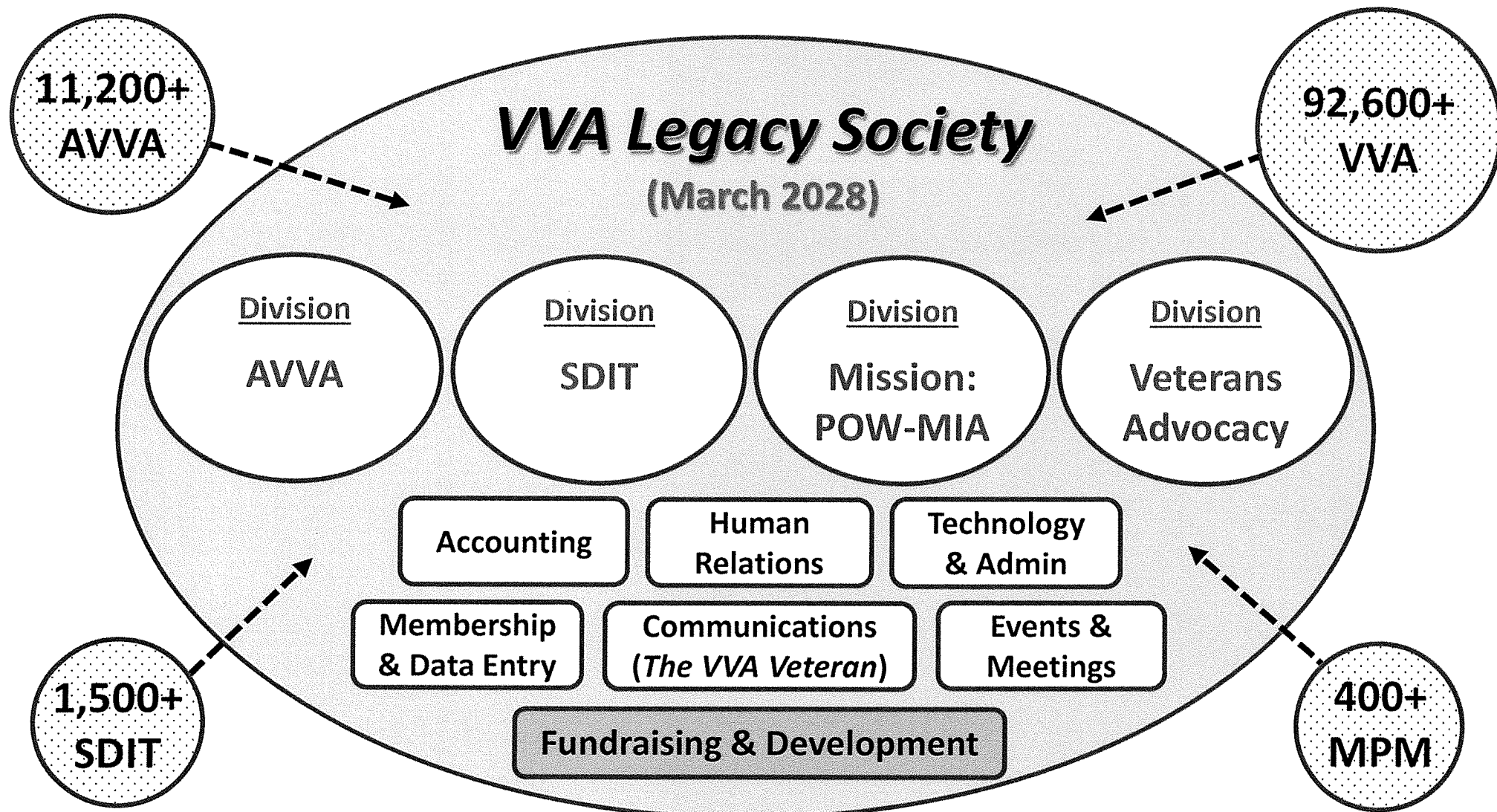
Veterans Health Care

Homeless Veterans

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Anticipated VVA Governance Changes

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1st Milestone: 2027 National Convention

Before

After (no elections - carryover)

- | | |
|---------------------------------|------------------------------------|
| ➤ Board of Directors: 24 | ➤ Board of Directors: 14 |
| ○ 4 Officers | ○ 4 Officers |
| ○ 9 Regional Directors | ○ 9 Regional Directors |
| ○ 10 At-Large Directors | ○ 10 At-Large Directors |
| ○ 1 Chair, CSCP | ○ 1 Chair, CSCP |



VIETNAM VETERANS OF AMERICA



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**



VIETNAM VETERANS OF AMERICA



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

Before (VVA)

After (VVALS)

➤ Board of Directors: 14

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

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

After (VVALS - 3)

New (formerly GA)

- 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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