



VIETNAM VETERANS OF AMERICA

8719 Colesville Road, Suite 100

Silver Spring, MD 20910

(301) 585-4000  vva.org

NEVER AGAIN WILL ONE GENERATION OF VETERANS ABANDON ANOTHER.



VVA National Board – Special Meeting

Wednesday, 23 April 2025

3:00 p.m.

South Commonwealth Ballroom – Sheraton Pentagon City Hotel

SPECIAL MEETING RESOLUTION

- 1 Whereas, The Vietnam Veterans of America, Incorporated, was granted a Federal Charter by the 99th Congress, and that Charter was approved by our 40th U.S. President Ronald Reagan on May 23, 1986;
- 2 Whereas, The Vietnam Veterans of America, Incorporated was recognized as a §501(c)(19) Corporation under the Not-For-Profit Corporate Laws of New York State on March 1, 1978;
- 3 Whereas, The “Constitution of Vietnam Veterans of America, Incorporated” restricts its membership to veterans “... of the military service of the United States of America who served on active duty during the dates established by federal law for the Vietnam War;”
- 4 Whereas, The average age of corporate members is now 78;
- 5 Whereas, The Six Hundred Ninety-One (691) Vietnam Veterans of America, Incorporated Chapters and State Councils existing in 2022 have declined in number to Five Hundred Eighty-Eight (588), a trend that is anticipated to increase;
- 6 Whereas, The ability of the Vietnam Veterans of America, Incorporated to sustain National governance is declining rapidly as its members age;



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- 7 Whereas, The members of the Vietnam Veterans of America, Incorporated recognize that dissolution of this remarkable institution is inevitable;
- 8 Whereas, The members of the Corporation wish to ensure that the legacy of the Vietnam Veterans of America, Incorporated remains relevant and vibrant, and resonates with future generations of Americans;
- 9 Whereas, The New York State Not-For-Profit Laws prescribe specific dissolution procedures involving state approval, specified periods of time, advice of legal counsel, and professional financial advisors;
- 10 Whereas, The members of the Corporation wish to self-determine the dissolution plan of the Vietnam Veterans of America, Incorporated, as well as the dissolution plans of its Chapters and State Councils;
- 11 Whereas, The Associates of Vietnam Veterans of America, Incorporated intends to change its name to the Vietnam Veterans of America Legacy Society, Incorporated as a first step to becoming the national successor to the Vietnam Veterans of America, Incorporated;
- 12 Whereas, The Associates of Vietnam Veterans of America, Incorporated and the Vietnam Veterans of America, Incorporated are in mutual agreement; and
- 13 Whereas, The members of the Vietnam Veterans of America, Incorporated wish to ensure that their legacy will live on in a national successor organization of their design and choosing; now therefore be it



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- 1 Resolved, That the Vietnam Veterans of America, Incorporated dissolve on or about March 1, 2028;
- 2 Resolved, That the Vietnam Veterans of America, Incorporated be succeeded by the Vietnam Veterans of America Legacy Society, Incorporated on or about March 1, 2028;
- 3 Resolved, That the board of directors of the Vietnam Veterans of America, Incorporated prepare a plan of dissolution as indicated by the presentation distributed at the 2021 biennial convention and amended at the 2023 biennial convention;
- 4 Resolved, That the plan of dissolution comply with New York State Law on dissolution;
- 5 Resolved, That the plan distributes the funds, assets, and fiduciary duties of the Vietnam Veterans of America, Incorporated to the Vietnam Veterans of America Legacy Society, Incorporated;
- 6 Resolved, That the board of directors of the Vietnam Veterans of America, Incorporated present the plan of dissolution to the delegates at the 2027 biennial convention.
- 7 Resolved, That the board of directors of the Vietnam Veterans of America, Incorporated, upon adoption of the plan of dissolution by the delegates, carry out that plan; and
- 8 Resolved, That upon dissolution the "Constitution of Vietnam Veterans of America, Incorporated" be rescinded.