

**Veterans Services Foundation Board of Trustees**  
**American Legion Building**  
**1708 Commonwealth Avenue**  
**Richmond, Virginia**  
**Meeting Minutes**  
**May 11, 2017**

**DRAFT**

A meeting of the Veterans Services Foundation (VSF) Board of Trustees was held on Thursday, May 11, 2017 at the American Legion Building, 1708 Commonwealth Avenue, Richmond, Virginia.

**TRUSTEES PRESENT**

- Jim Boyd
- Nicole Carry
- Frank Driscoll (*Finance Committee Chair*)
- Frank Finelli (*Development Committee Chair*)
- Jim Icenhour (*ex officio, voting, Board of Veterans Services (BVS) Vice Chair*)
- Jack Lanier (*Second Vice Chair*)
- Kathleen Levingston
- Tom Mulrine
- John Newby (*ex officio, voting, Commissioner of Department of Veterans Services*)
- Al Pianalto (*First Vice Chair*)
- Rich Schollmann (*Chairman*)
- Meade Spotts
- Matice Wright
- Abe Zino\* (*ex officio, voting, Joint Leadership Council (JLC) of Veterans Service Organizations*)

\*ALTERNATE

**TRUSTEES ABSENT**

- Brad Antle
- Bill Lechler (*Finance Committee Vice Chair*)
- John Lesinski (*Development Committee Vice Chair*)
- Walter Stosch
- Randy West

**VSF STAFF AND ADVISORS PRESENT**

- Karla Boughy (*ex officio, nonvoting, Veterans Services Foundation (VSF) Executive Director*)
- Tammy Davidson (*ex officio, non-voting, VSF Treasurer*)
- Jack Hilgers (*ex officio, non-voting, VSF Advisor*)

**COMMONWEALTH OF VIRGINIA REPRESENTATIVES PRESENT**

- CarrieAnn Alford (*DVS Director of Policy Planning*)
- Steven Combs (*DVS Deputy Commissioner*)
- Leslie J. Frazier (*Policy Director, Secretary of Veterans and Defense Affairs*)
- Glendalynn Glover (*DVS Staff*)
- Robin Pleasant (*DVS Staff*)

## **VISITORS PRESENT**

- Beth Pretty (*The Pretty Team of Keller Williams Realty*)
- Ouisa Daniels
- Linsa Hurdwick
- Erica D. Eccleston
- Beila Gray
- Charity Claus
- Helen Lutz
- Dick Hall-Sizemore (*Virginia Department of Budget and Planning*)

## **Materials Distributed and Attached**

- Meeting Agenda (*Attachment 1*)
- Projected DVS FY18 Requirements Presentation (*Attachment 2*)
- BVS Chair Report (*Attachment 3*)
- JLC Chair Report (*Attachment 4*)
- VSF Income, Expenses, Events (*Attachment 5*)
- Copy of Senate Bill 1075 (*Attachment 6*)
- VSF 2nd Quarterly Report (*Attachment 7*)
- Revised VSF Board Bylaws as amended (*Attachment 8*)

## **Opening and Pledge of Allegiance**

Chair Rich Schollmann welcomed everyone and called the meeting to order at 10:07 a.m. The Chair led the group in reciting the Pledge of Allegiance.

## **Roll Call of Trustees and Quorum Determination**

With 14 of 19 trustees present, a quorum was determined.

## **Approval of Agenda**

The agenda was previously forwarded to the Foundation members electronically and was in the materials distributed. Chair Schollmann asked for a motion to approve the agenda as presented. (*Attachment 1*)

Mr. Meade Spotts **moved** to approve the agenda as presented and Mr. Jim Boyd **seconded** the motion. There was no discussion and the motion passed unanimously.

## **Review and Approval of March 22, 2017 Meeting Minutes**

Chair Schollmann stated that the March 22, 2017 meeting minutes were previously sent to the members electronically. Hard copies were available if anyone desired to see them.

Mr. Meade Spotts **moved** to approve the minutes as presented and Mr. Jack Lanier **seconded** the motion. There was no discussion and the motion passed unanimously.

## **Welcome to Visitors**

Development Chair, Frank Finelli recognized Beth Pretty from the Pretty Team of Keller Williams Realty in Midlothian, Virginia. The Pretty Team has raised approximately \$20,000.00 for the Virginia Veterans and Family Support program. Beth Pretty was invited for the Board of Trustees to have the opportunity to personally say "Thank you" for her team's generous support throughout the years and for Beth to share how her program runs and why it is successful.

## **PRESENTATIONS**

Chair Schollmann started the meeting by introducing Commissioner John Newby and explained that the Commissioner would be making the Projected DVS FY18 Requirements presentation. (*Attachment 2*)

Commissioner Newby provided a presentation detailing the Projected DVS FY18 Requirements and the potential needs of the individual agency programs (7 total) supported by the Foundation. Most programs showed increased spending requests for the upcoming fiscal year starting on July 1, 2017. Due to some substantial increases, the members agreed that further discussion was needed and it was recommended that the finance and development committee schedule a meeting to review the requests and then make their recommendations to the full Board for consideration.

## **REPORTS**

### **Board of Veterans Services (BVS)**

Mr. Jim Icenhour, Chairman of BVS, provided the BVS report. (*Attachment 3*)

The next meeting of BVS is scheduled for June 22, 2017

Mr. Icenhour asked if there were any questions. None were posed.

### **Joint Leadership Council of Veterans Service Organizations (JLC)**

Mr. Abe Zino (alternate for Mr. Bart Barton, Chair of the JLC) provided the JLC report. (*Attachment 4*)

The next meeting of the JLC is scheduled for May 31, 2017

Mr. Zino asked if there were any questions. None were posed.

### **Department of Veterans Services**

Commissioner John Newby provided a DVS update regarding the benefits incident of September 2016 where approximately 5,000 Veterans claims were not filed as a result of a benefits employee who no longer worked for DVS. The current benefits staff worked with the VA and took care of all the claims in record time. As of now, all Veterans who were affected by this incident have been notified and the claims have been submitted.

The Commissioner added that DVS was working in the direction of a one stop shop for Veterans by combining Benefit and VVFS offices. New benefits offices will be opening soon in Manassas and Williamsburg.

### **VSF Income, Expenses, Events**

Ms. Karla Boughey, VSF Executive Director, referred to the VSF income, expenditure and event report (*Attachment 5*) and stated that the total receipts as of March 31, 2017, the Foundation has received donations totaling \$551,370.00, of which almost \$308,000 was designated for VVFS and \$185,000 for V3. Expenditures totaled \$459,618.05, an increase of a little over 50% from this time last year. The largest increase in spending was in VVFS for direct services and the pilot Homeless Veterans Fund.

Smithfield Foods will be donating \$68,000 to VVFS for the Pilot Homeless Veteran Fund. The check presentation with the Governor is scheduled for June 2, 2017 at the Virginia War Memorial starting at 11:45 am.

Also included in the attachment was a schedule for the upcoming VSF fundraising events.

Ms. Boughey asked if there were any questions. None were posed.

### **Chairman's Report**

Chair Schollmann stated that during the 2017 Session of the General Assembly, a bill was passed and signed into law that will directly affect VSF as of July 1, 2017. (*Attachment 6*) The final details of the bill were worked out between the legislators and the Secretary. The Chairman was not aware of those specific details on how the bill advanced during session, but empathized that none of that should matter now because the focus needs to be on moving forward to implement the new legislation.

Chair Schollmann reported that he had met with the Commissioner, along with Karla Boughey and Steve Combs, to discuss how the new legislation will affect the future of the two agencies. There was a mutual agreement by everyone to make the new arrangement work and to continue to strengthen the current partnership.

The Chairman went on to say that in some ways, the bill looks easy, but in other ways it is fairly complicated. For example, on the second page, lines 59 through 71, there are major changes regarding the Executive Director. As of July 1, the Board hires the Executive Director, who serves at the pleasure of the Board. The Board also exercises "personnel authority" over the Executive Director. This is a big change that has required a lot of work with the state HR office to

determine things such as eligibility for state benefits, leave, pay and pay raises. But it goes even further than that, for example working with the state IT agency to set up a new VSF email address for the Executive Director. Now that the Foundation will be a separate state agency with its own code, the state budget was amended to put the Executive Director's pay and benefits in a new account.

Other changes:

On page 1, lines 22-27, VSF has always submitted reports to the Secretary but will now submit an annual report directly to the General Assembly.

On page 1, lines 28-29, the Secretary replaces the Commissioner as a member of the Board.

On page 1, lines 49-50, the Department previously provided "administrative" services but the bill added the language "and staff support." In an accompanying budget amendment, \$160,000 of DVS' general fund appropriation is included "to support the operations of the VSF." In the meeting with the Commissioner, the Commissioner expressed that the \$160K would likely cover the costs but the Commissioner also added the numbers will need to be monitored in this first year.

On page 1, line 56 through 58 on the next page, the bill changed the language so that instead of designating certain titles within DVS to work with VSF, the law will say that DVS shall "provide qualified finance and development personnel to perform the duties of treasurer and secretary of the Foundation.

On page 2, line 74, VSF has explicit authority to "request appropriations."

On page 2, lines 85-88, there is a new provision that authorizes the Foundation to develop policies and procedures as set out in that paragraph.

Finally, lines 95-102 deal with the Fund and set out that VSF can use unrestricted funds for Foundation expenses, that donated restricted funds be used in accordance with the state law on such funds, and that expenditures from the Fund require authorization from the Executive Director with the approval of the Board.

After deputizing Senator Walter Stosch to meet with the various state agencies to look into some of the accounting changes the Foundation will be facing, the Chair provided a preliminary report on behalf of Senator Stosch, who could not attend today's meeting due to a scheduling conflict.

*SB 1075 has implications for the Board's responsibilities to maintain the financial integrity of the accounting for donor funds and all disbursements from those funds. In addition, the Foundation will be reflected as a separate agency in the Department of Accounts and the Department of Planning and Budget. The bill specifies that the Foundation shall make allocations of funds and expenditures in accordance with the Uniform Prudent Management of Institutional Funds Act and that the Executive Director must provide written authorization expenditures and disbursements with the approval of the Board of Trustees. And, as a foundation eligible to receive tax deductible donations, compliance with IRS requirements are an added responsibility of the Board.*

*To carry out the Chairman's directions, Senator Stosch met with the Auditor of Public Accounts (performs an audit of the funds and controls and reports to the Board on its findings), the Department of Planning and Budget (which limits the Foundation's use of funds to those formally appropriated in the state budget) and the Department of Accounts (which maintains the system of accounts, disbursements and entries from the fund once approved and for financial reporting). Each of these agencies offered comments and pledged assistance in the implementation and understanding the implications of SB 1075 as of July 1, 2017. There will be some specific matters that can be reported on at a later date regarding coordination with the DVS support staff, recommendations regarding internal controls, which will provide the basis for reasonable assurance to the Board regarding its oversight responsibility, enhanced financial reporting available in the state's accounting system known as Cardinal, and a streamlined budget process.*

A complete report from Senator Stosch will be presented at our next Board meeting.

The Chairman concluded by saying the Foundation and DVS are partners that support each other's work and the programs that benefit our Virginia Veterans and their families. There may be the need for further discussions as both organizations

move forward to implement the language of the new law. The Commissioner and the Chair agree that these changes will not affect the current relationship and are both committed to make this arrangement work.

### **Nominating Committee**

Mr. Meade Spotts, Chair of the nominating committee, thanked committee members, Mr. Jim Boyd and Ms. Matice Wright for their help. Chair Spotts submitted the following candidates as nominees for the FY18 Board officers:

- Rich Schollmann as Chairman
- Al Pinalto as 1<sup>st</sup> Vice Chair
- Jack Lanier as 2<sup>nd</sup> Vice Chair

The Chair asked if there were any nominations from the floor. None were posed.

### **Development Committee**

Chair Finelli deferred his report to Unfinished Business.

### **Finance Committee**

Chair Driscoll announced he had brought the receipts from the Overton Fundraising Event that took place on May 6, 2017 in Virginia Beach. This is an established event that has been taking place for a number of years. A grand total of \$1,810.00 was raised on behalf of VVFS.

The Chair asked if there were any questions. None were posed.

### **Review of FY17 Third Quarter Financial Report**

Ms. Tammy Davidson, DVS Director of Finance, referred to a copy of the report that was included in the Trustees packages. (*Attachment 6*) Ms. Davidson reviewed the attachments and reported that at the end of the third quarter (March 31, 2017), total receipts were \$551,370.00 and expenditures were \$459,618.05.

Ms. Davidson asked if there were any questions. None were posed.

## **UNFINISHED BUSINESS**

### **FY18 Budget Adjustments**

Deputy Commissioner Combs said he thought that Commissioner Newby's presentation had covered everything. The Deputy Commissioner asked if there were any questions. None were posed.

### **VSF Finance Committee Discussion**

Chair Driscoll reported he had nothing further to add and asked if there were any questions. None were posed.

### **VSF Development Committee Discussion**

Development Chair, Frank Finelli reported that discussions to design a new brochure was in the works and asked all members for their input. Also, ideas for a development package were being explored as well as VSF stationary listing the Board of Trustees. The committee will also be composing a letter template to make fundraising easier for all members and to keep the VSF message consistent. Since changes were taking place as of July 1st, Chair Finelli thought it was best to wait before having anything printed.

Chair Finelli asked if there were any questions regarding his Development report. There were no questions proposed.

### **Other Unfinished Business**

Chair Schollmann asked if there was any unfinished business. None was posed.

*A working lunch was provided*

## **NEW BUSINESS**

### Approval of March 22 2017 Development Meeting Minutes

Chair Schollmann called for a motion to approve the March 22, 2017 Development Meeting Minutes.

Mr. Al Pianalto made the **motion** and Mr. Jim Boyd **seconded** the motion. The motion passed unanimously without discussion.

### Approval of March 22, 2017 Finance Meeting Minutes

Chair Schollmann called for a motion to approve the March 22, 2017 Finance Meeting Minutes.

Mr. Frank Driscoll made the **motion** and Ms. Kathleen Levingston **seconded** the motion. The motion passed unanimously without discussion.

### Approval of FY17 Third Quarter Financial Report

Chair Schollmann called for a motion to approve the Third Quarter FY17 Financial Report.

Mr. Tom Mulrine made the **motion** and Mr. Jim Boyd **seconded** the motion. The motion passed unanimously without discussion.

### Election of Board Officers

Chair Schollmann asked if there were any nominations from the floor. None were posed.

The Chair called for a motion to approve the submitted candidates as the FY18 Board Officers. Mr. Frank Driscoll made the **motion** and Mr. Al Pianalto **seconded** the motion. The motion passed unanimously without discussion.

Officers for FY18 will be:

- Rich Schollmann as Chairman
- Al Pianalto as 1<sup>st</sup> Vice Chair
- Jack Lanier as 2<sup>nd</sup> Vice Chair

### Approval of Revised VSF Board Bylaws

Chair Schollmann noted that updates were needed to the Bylaws as a result of the new legislation. The Chair asked Karla Boughey to read the proposed revisions that were submitted for review. There were minor amendments made to the proposed revisions which are reflected in the attached document. (*Attachment 7*)

Chair Schollmann called for a motion to approve the amended Revised VSF Board Bylaws.

Mr. Tom Mulrine made the **motion** and Ms. Kathleen Levingston **seconded** the motion. The motion passed with Deputy Commissioner abstaining.

### Approval of dates for FY18 Board Meetings

Chair Schollmann called for a motion to approve the following FY18 Meeting Dates:

- Thursday, March 29, 2018
- Thursday, June 7, 2018
- Thursday, August 9, 2018
- Thursday, November 8, 2018

Mr. Frank Driscoll made the **motion** and Ms. Nicole Carry **seconded** the motion. The motion passed unanimously without discussion.

### Other new business

There was no new business.

Chair Schollmann called for a motion to adjourn the meeting. Mr. Abe Zino made the **motion** to adjourn the meeting and Deputy Commissioner Steve Combs **seconded** the motion. The motion passed unanimously without discussion.

The next VSF Board of Trustees Meeting is scheduled for August 10, 2017 at the American Legion Department Headquarters

The meeting was adjourned at 12:10 pm.

**Veterans Services Foundation Board of Trustees**  
**American Legion Building**  
**1708 Commonwealth Avenue, Richmond, VA**  
**May 11, 2017**  
**10:00 a.m. – 2:00 p.m.**

- I. Opening and Pledge of Allegiance, Roll Call of Trustees, Quorum Determination, Introduction of Staff and Visitors, Approval of Agenda – *Board Chair* (5 minutes)
- II. Review and Approval of March 22, 2017 Board Meeting Minutes– *Board Chair* (5 minutes)
- III. Presentations
  - a. Projected DVS FY18 requirements - *Commissioner John Newby* (15 minutes)
- IV. Reports:
  - a. Board of Veterans Services – *Jim Icenhour* (5 minutes)
  - b. JLC – *Bart Barton* (5 minutes) Department of Veterans Services – *John Newby* (5 minutes)
  - c. Foundation Executive Director (VSF Income, Expenses, Events) – *Karla Boughey* (5 minutes)
  - d. Board Chair – *Rich Schollmann* (15 minutes)
  - e. Nominating Committee – *Meade Spotts* (5 minutes)
  - f. Development Committee – *Frank Finelli* (5 minutes)
  - g. Finance Committee – *Frank Driscoll* (5 minutes)
  - h. Review of FY17 Third Quarter Financial Report – *Tammy Davidson* (5 minutes)
- V. Unfinished Business:
  - a. DVS Proposed FY18 Budget Adjustments – *Deputy Commissioner Steve Combs* (10 minutes)
  - b. VSF Finance Committee Discussion – *Frank Driscoll* (5 minutes)
  - c. VSF Development Committee Discussion – *Frank Finelli* (5 minutes)
  - d. Other Unfinished Business – *Board Chair* (1 minute)
- VI. Working Lunch (Approximately 12:00 p.m.)
- VII. New Business:
  - a. Approval of March 22, 2017 Development Meeting Minutes - *Board Chair* (2 minutes)
  - b. Approval of March 22, 2017 Finance Meeting Minutes - *Board Chair* (2 minutes)
  - c. Approval of FY17 Third Quarter Financial Report – *Board Chair* (2 minutes)
  - d. Elections of Board Officers – *Board Chair* (2 minutes)
  - e. Approval of Revised VSF Board Bylaws – *Board Chair* (2 minutes) *attachment #7*
  - f. Approval of dates for FY18 Board meetings – *Board Chair* (2 minutes)
  - g. Other New Business – *Board Chair* (2 minutes)
- VIII. Public Comment Period. (5 minutes)
- IX. Adjournment (Next Board Meeting: August 10, 2017, American Legion Department Headquarters)

## Department of Veterans Services FY18 Projected Requirements

<b>ACTIVITY</b>	<b>FY18 Projected Requirements</b>
Virginia Veterans Care Center	\$41,500
Sitter & Barfoot Veterans Care Center	\$106,000
Virginia Veterans Cemeteries	\$0
Virginia Veteran and Family Support	\$525,000
Benefits	\$40,000
V3/VTAP	\$250,000
Virginia Women Veterans Summit	\$89,375
<b>Total Budget/Projected Requirements</b>	<b>\$1,051,875</b>



## Virginia Veterans Care Center (VVCC) FY18 Projected Requirements

ACTIVITY	FY18 Projected Requirements
<b><u>Indigent Resident Needs:</u></b> used for dentures, glasses, hearing aids clothing, transportation, etc., for those residents who do not have resources to pay for needed items.	\$2,000
<b><u>Activities Fund:</u></b> used for resident outings, including lunches, tours, sporting events, entertainment, etc.	\$3,000
<b><u>Operation Holiday Spirit:</u></b> provides funds for gifts (of \$65 or greater) to each resident. Funds raised in excess of the needs are authorized for use for the benefit of the residents throughout the year.	\$21,000
<b><u>Carnival Fund:</u></b> used for the two (Fall and Spring) Carnivals held for the residents and families. The funds pay for entertainment (bands), prizes, equipment rentals, etc.	\$4,000
<b><u>Rehabilitation Equipment:</u></b> used for the purchase of Physical Therapy, Occupational Therapy, Speech Therapy or other equipment used in the Rehabilitation Department.	\$5,000
<b><u>Other Equipment:</u></b> used to purchase equipment used by the Restorative Nursing program, Activities program or other departments who identify a resident need.	\$5,000
<b><u>Unit Projects and Functions:</u></b> originate usually from families who donate funds to be used to provide functions or activities for the residents and staff on the unit where their loved one resides or resided. This includes decorations, parties, etc.	\$1,500
<b><u>Other Projects:</u></b> are for projects that do not match any of the above categories.	TBD*
<b>Total Budget/Projected Requirements</b>	<b>\$41,500</b>

\* No specific projected requirements as of 5/11/17.

**Sitter & Barfoot Veterans Care Center (SBVCC) FY18 Projected Requirements**

<b>ACTIVITY</b>	<b>FY18 Projected Requirements</b>
<b>Indigent Resident Needs:</b> dentures, glasses, clothes, transportation, miscellaneous	\$5,000
<b>Activities Fund</b> <ul style="list-style-type: none"> <li>• Resident luncheons, outings, sporting events, singers, entertainment, bingo prizes, etc. (\$10,000)</li> <li>• Operation Holiday Spirit (resident gifts, party supplies) (\$20,000)</li> <li>• Nursing Home Week: multiple activities, including carnival (food, games, prizes, bands, tent, supplies, rentals, cotton candy, face painting, petting zoo, etc.) (\$15,000)</li> <li>• New piano (\$3,000)</li> <li>• iPods, headphones, and music downloads for music therapy for residents with Alzheimer's (50 sets) x (\$199 + \$100/\$25 + \$100) = \$18,000</li> </ul>	\$64,000
<b>Other Equipment</b> <ul style="list-style-type: none"> <li>• TVs and mounts for resident rooms (80 x (\$300 + \$100) = \$32,000</li> </ul>	\$32,000
<b>Other Projects:</b> are for projects that do not match any of the above categories.	\$5,000 (estimate)
<b>Total Budget/Projected Requirements</b>	<b>\$106,000</b>

<p>Potential future donation/support opportunities</p> <ul style="list-style-type: none"> <li>• Specialty cushions for residents' wheelchairs (50 x \$300 = \$15,000)</li> <li>• Shower chairs (3 x \$7,500 = \$22,500)</li> <li>• Bariatric beds and mattresses (16 x \$3,650 = \$58,400)</li> <li>• Arm bikes (4 x \$100 = \$400)</li> </ul>
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## Virginia Veterans Cemeteries FY18 Projected Requirements

<b>ACTIVITY</b>	<b>FY18 Projected Requirements</b>
<b>Cemeteries (General)</b>	\$0
<b>Virginia Veterans Cemetery, Amelia</b>	\$0
<b>Albert G. Horton, Jr. Memorial Veterans Cemetery, Suffolk</b>	\$0
<b>Southwest Virginia Veterans Cemetery, Dublin</b>	\$0
<b>Total Budget/Projected Requirements</b>	<b>\$0</b>

Potential future donation/support opportunities

- New entrance sign for Albert G. Horton, Jr. Memorial Veterans Cemetery, Suffolk

## Virginia Veteran and Family Support (VVFS) FY18 Projected Requirements

ACTIVITY	FY18 Projected Requirements
<p><b>Outreach Services</b> sub-fund is targeted to raise awareness of the need and eligibility for services of VVFS among the public, veterans and their families so that (a) those in need are encouraged to come forward for treatment and (b) the broader public will know the services available and be a catalyst to strengthen outreach to those in need.</p>	\$50,000
<p><b>Direct Veterans Services</b> sub-fund provides resources to veterans and their families to aid in their recovery and/or improves their quality of life. This includes emergency financial assistance for behavioral/rehabilitative health or other resources to address the immediate needs of the eligible veterans.</p> <p>For FY18, funds would be allocated as follows:</p> <ul style="list-style-type: none"> <li>• \$200,000 to assist service members, veterans, and families (SMVF) with immediate aid requirements.</li> <li>• \$100,000 for Mission Healthy Relationship (MHR) /Mission Healthy Family (MHF) Workshops. Relationship skill building workshops for SMVF coping with the impact of military service, deployments, operational stress, post traumatic stress, traumatic brain injury, transition from service, and other service connected needs. Mission Healthy Family participants include SMVF and their children. Targeted offering of workshops include (3) MHR and (1) MHF per FY, in various locations throughout the Commonwealth.</li> </ul>	\$300,000
<p><b>Homeless Veterans</b> sub-fund is used to help meet the needs of temporarily homeless veterans and, in some cases, their families. These funds provide financial assistance to fill gaps in housing homeless veterans. The funds are used in conjunction with federal, state, and community resources in the local homeless response systems. Eligible expenses include deposits; rents (including first month's rent) and utility deposit payments; rental arrears/debt; utility arrears; bridge housing; emergency hotel/motel payments; furnishings; other one time only expenses.</p>	\$150,000
<p><b>Enabling (Training) Veterans Services</b> sub-fund provides training for professionals who may come in contact with veterans and their families on how to recognize and address their needs, including trauma informed care, mental health first aid, suicide prevention, and the role of the veteran peer specialist.</p>	\$25,000
<p><b>Total Budget/Projected Requirements</b></p>	<b>\$525,000</b>

Potential VVFS future donation/support opportunities

1. Transportation – assist with transportation to/from medical, behavioral health appointments (pilot initiative with Lyft/UZURV).
2. Behavioral Health Assessments – provide referral and financial assistance for the completion of diagnostic assessment of behavioral health concerns related to military service.
3. Peer Support Groups – provide assistance to support peer group facilitation and rehabilitative intervention needs.
4. Veteran Treatment Docket – provide assistance to support veteran’s intervention/treatment needs.
5. Criminal Justice Re-entry Support – provide assistance to support veteran’s re-entry needs and transition.
6. Caregiver Support Services – provide assistance to support the continued delivery of OFC services and/or development of additional caregiver services network.
7. Substance Abuse Treatment – provide financial assistance for uncovered treatment costs related to substance abuse connected to military service.
8. Child and Family Services – development of program resources and support systems.

## Benefits Services FY18 Projected Requirements

<b>ACTIVITY</b>	<b>FY18 Projected Requirements</b>
<b>Diagnostic Testing:</b> pilot program for diagnostic (medical) testing to support the development and submission of service-connected disability claims to the U.S. Department of Veterans Affairs (\$500/test x 80 tests = \$40,000)	\$40,000
<b>Total Budget/Projected Requirements</b>	<b>\$40,000</b>

**Virginia Values Veterans (V3) and Virginia Transition Assistance Program  
(VTAP) FY18 Projected Requirements**

<b>ACTIVITY</b>	<b>FY18 Projected Requirements</b>
<p><b>Outreach Services</b> sub-fund is targeted to raise awareness of the need and eligibility for services of V3/VTAP among the public, businesses, veterans and their families so that (a) companies can be trained to recruit, hire and retain veterans and (b) transitioning service members and the broader public will know the services available and be a catalyst to strengthen outreach to those in need of those services.</p> <p>Outreach and awareness strategies include social media and marketing tools and a customer relation management database</p>	\$120,000
<p><b>Enabling (Training) Veterans Services</b> sub-fund is used to provide training for professionals who may come in contact with veterans and their families on how to recognize and address their needs. Funds will be utilized to develop curriculum and provide training for professionals related to the transition of service members and the recruitment, hiring and retention of veterans</p>	\$130,000
<b>Total Budget/Projected Requirements</b>	<b>\$250,000</b>

## Virginia Women Veterans Summit FY18 Projected Requirements

<b>ACTIVITY</b>	<b>FY18 Projected Requirements</b>
<p><b>Virginia Women Veterans Summit:</b> conference facility rental, food, event planner, supplies, reception, webpage, speaker fees/travel, film screening, marketing, printing, resource guides, book, speaker gifts, tablecloth.</p> <p>FY17 budget was \$71,500 for 380 participants. FY18 reflects 25% increase to account for expected increase in participation and for holding 2018 summit in NoVa</p>	\$89,376
<b>Total Budget/Projected Requirements</b>	<b>\$89,375</b>





900 EAST MAIN STREET  
RICHMOND, VA 23219

## COMMONWEALTH OF VIRGINIA BOARD OF VETERANS SERVICES

### REPORT TO THE VETERANS SERVICES FOUNDATION (VSF) May 11, 2017

*James O. Icenhour, Jr.*  
*Chairman*

*Johnny G. Johnson,*  
*Vice Chairman*

*Susan B. Hippen,*  
*Secretary*

*Delegate Richard L*  
*Anderson*

*L. Max Beyer*

*Paige Cherry*

*Chris Chon*

*Joana C. Garcia*

*William G. Haneke*

*James O. Icenhour, Jr.*

*Thad A. Jones*

*Nick Kesler*

*Sandra D. Love*

*Delegate Kathleen*  
*Murphy*

*Laurie Forbes Neff*

*William Nicholas*

*Belinda Pinckney*

*Senator Bryce Reeves*

*Delegate Christopher P.*  
*Stolle*

*Senator Jennifer Wexton*

*Harold Barton,*  
*Chairman, Joint*  
*Leadership Council of*  
*Veterans Service*  
*Organizations*

*Rich Schollmann,*  
*Chairman, Veterans*  
*Services Foundation*

*John L. Newby II,*  
*Commissioner of*  
*Veterans Services*

The Board of Veterans Services (BVS) met on March 16, 2017, but has not met since the last VSF meeting in March.

The Board of Veterans Services is currently working with DVS on their strategic plan for the upcoming biennium.

Our Veteran Entrepreneurship working group is busy hosting forums around the Commonwealth to hear from the local communities on what they believe is needed to support veteran entrepreneurs in Virginia. Invited to attend are: veteran entrepreneurs, university faculty & staff / student veterans, local incubators & accelerators, SBDC / VBOC / Chamber members / EDA / legislators.

The remaining forums are:

May 30 – William & Mary, 9-11:30am, Mason School of Business Miller Hall – Brinkley Commons, 101 Ukrop Way, Williamsburg

May 31- Old Dominion University, 9-11:30am, Webb Center, 1551 Hampton Blvd, Norfolk

June 5 – University of Virginia, 9-11:30am, Place TBD

June 6 – Virginia Tech, 9-11:30am, Place TBD

The BVS is made up of fourteen citizen members, five legislators, and three *ex officio* members. Board members are in regular contact with the Department of Veterans Services to provide policy input on key operational issues.

Respectfully submitted,

Jim Icenhour  
Chairman



COMMONWEALTH OF VIRGINIA  
JOINT LEADERSHIP COUNCIL OF  
VETERANS SERVICE ORGANIZATIONS

900 EAST MAIN STREET  
RICHMOND VA 23219

*Air Force Association*  
*American Legion*  
*AMVETS*  
*Association of the United States Army*  
*Disabled American Veterans*  
*Fleet Reserve Association*  
*Fifth Baptist Veterans Ministry*  
*Iraq & Afghanistan Veterans of America*  
*Korean War Veterans Association*  
*Legion of Valor of the U.S., Inc.*  
*Marine Corps League*  
*Military Order of the Purple Heart*  
*Military Officers Association of America*  
*Military Order of the World Wars*  
*National Association for Uniformed Services*  
*Navy Seabee Veterans of America*  
*Non-Commissioned Officers Association*  
*Paralyzed Veterans of America*  
*Reserve Officers Association*  
*Roanoke Valley Veterans Council*  
*Veterans of Foreign Wars*  
*Vietnam Veterans of America*  
*Virginia Army/Air National Guard Enlisted Association*  
*Virginia National Guard Association*  
*Women Marines Association*

**JOINT LEADERSHIP COUNCIL  
REPORT TO THE VETERANS SERVICES FOUNDATION  
May 11, 2017**

The Joint Leadership Council of Veterans Service Organizations (JLC) has not met since the last meeting of the Veterans Services Foundation on March 22, 2017.

Over the next several months, the JLC will be working to develop and refine the Legislative Initiatives for the 2018 General Assembly session. The JLC's 2017 Work Plan requests that Members submit potential 2018 JLC Initiatives for discussion by the next meeting scheduled for May 31<sup>st</sup>. These proposed initiatives will be reviewed in the JLC format along with a review of the fiscal impact of the action. Once approved, a JLC sponsor will be assigned to monitor the final development and advocacy of the initiative. The Work Plan calls for the prioritization of the 2018 Initiatives at the JLC meeting scheduled for Sept 7<sup>th</sup>.

Input from the VSF is always appreciated in the development of JLC Legislative Initiatives.

The JLC looks forward to continuing our partnership with the VSF in support of Virginia's veterans in 2017. Our next meeting is Wednesday May 31, 2017, to be held at the D-Day Memorial in Bedford.

Respectfully submitted,

Harold H. Barton, Jr.  
Chairman

<b>VSF Income &amp; Expense Comparison</b>			
	<b>31-Mar-17</b>	<b>31-Mar-16</b>	
Total Fund Balance	1,621,120.29	1,639,530.45	1.14% decrease
Income	551,370.00	584,180.28	6% decrease
Expenditures	459,618.05	229,641.84	50% increase
VVCC	125,916.68	196,985.73	
SBVCC	24,461.41	21,043.55	
Cemetery	26,401.24	25,384.24	
VVFS	964,237.16	1,020,477.61	
Benefits	475.52	700.00	
V3/VTAP	234,257.07	149,150.59	
Women's Summit	10,326.48		
VSF Support	53,520.64	41,976.75	
Non-general funds	181,524.09	183,811.98	

**Fundraising Events  
As of 5/9/17**

**April**

- **Saturday, April 22, 2017**  
Richmond Dragway  
1955 Portugee Road  
Sandston, VA 23150

Gates open at 11:00 AM  
Racing from noon – 7:00 pm  
\$15.00 General admission

- **Monday, April 24, 2017**  
Wayne Zellers Memorial Golf Tournament  
Pete Dye River Course of VA Tech  
8400 River Course Drive  
Radford, VA 24141

Tournament shotgun start at 1:00 pm  
Awards dinner at 5:30 pm

- **Friday, April 28**  
**And Saturday, April 29, 2017**  
9:00 am – 5:00 pm (both days)  
Colonial Williamsburg Rod Run  
Hosted by Tidewater Street Rod Association  
Colonial Williamsburg Visitor Center  
101 – A Visitor Center Drive  
Williamsburg, VA 23185

**May**

- **Saturday, May 6, 2017**  
The George C. Marshall Chapter of the  
Military Officers Association of America  
2017 Warrior Shoot  
Quail Ride Sporting Clays  
336 Murat Road  
Lexington, VA 24450

Registration 9:00 am  
Shooting begins at 10:00 am  
\$90.00 per shooter includes lunch

## Fundraising Events

### May

- **Saturday May 6, 2017**  
3:00 pm – 9:00 pm  
Fund Raiser for Virginia Veterans  
Residence of James Overton  
4213 Van Luik Court  
Chesapeake, Virginia  
Invitation only
- **Friday, May 12, 2017**  
GStek 21<sup>st</sup> Annual Golf Tournament  
Bide – A – Wee Golf Course  
1 Bide – A – Wee Lane  
Portsmouth, VA 23701

Registration at 11 am  
Shotgun start at 12 pm  
\$75.00 per Golfer  
\$50.00 Hole Sponsorships available  
Includes cart, range balls, and dinner

- **Saturday, May 20, 2017**  
Whitt's Harley-Davidson Sales, Inc.  
Veterans Appreciation Ride  
9321 Center Street  
Manassas, VA 20110

10:00 am – 3:00 pm  
\$20.00 contribution requested  
[www.WhittsHD.com](http://www.WhittsHD.com)

- **Saturday, May 20, 2017**  
Hampton Roads Autobody Association Car Show  
Shrine Khedive Temple  
645 Woodlake Drive  
Chesapeake, Virginia 23320

\$25.00 Entry fee per vehicle  
10:00 am – 3:00 pm  
[www.hraa.net](http://www.hraa.net)

## Fundraising Events

### June

- **Saturday, June 17, 2017**  
American Legion Post #146  
Ride For The Warriors  
Behind the American Legion Post #146  
217 E. City Point Road  
Hopewell, VA 23860

9:30 am – 2:00 pm

Websites: Let's ride Virginia & Cyclefish

1 VIRGINIA ACTS OF ASSEMBLY — CHAPTER

2 *An Act to amend and reenact §§ 2.2-2715, 2.2-2716, and 2.2-2718 of the Code of Virginia and to*  
3 *amend the Code of Virginia by adding a section numbered 2.2-2715.1, relating to Veterans Services*  
4 *Foundation; powers and duties; appointment of executive director; report.*

5 [S 1075]  
6 Approved

7 Be it enacted by the General Assembly of Virginia:

8 1. That §§ 2.2-2715, 2.2-2716, and 2.2-2718 of the Code of Virginia are amended and reenacted  
9 and that the Code of Virginia is amended by adding a section numbered 2.2-2715.1 as follows:

10 § 2.2-2715. Veterans Services Foundation; purpose; report; membership; terms; compensation;  
11 staff.

12 A. The Veterans Services Foundation (the Foundation) is established as an independent body politic  
13 and corporate agency of the Commonwealth supporting the interests of veterans and their families and  
14 contributors through the Secretary of Veterans and Defense Affairs and the programs and services of the  
15 Department of Veterans Services in the executive branch of state government. The Foundation shall be  
16 governed and administered by a board of trustees. The membership of the Foundation shall be composed  
17 of the board of trustees, supporting staff, donors, volunteers, and other interested parties.

18 B. The Foundation shall (i) administer the Veterans Services Fund (the Fund), (ii) provide funding  
19 for veterans services and programs in the Commonwealth through the Fund, and (iii) accept and raise  
20 revenue from all sources, including private source fundraising, to support the Fund. The Foundation  
21 shall submit a quarterly report to the Commissioner of Veterans Services on the Foundation's funding  
22 levels and services and an annual report to the Secretary of Veterans and Defense Affairs and the  
23 General Assembly on or before November 30 of each year. The quarterly report and the annual report  
24 shall be submitted electronically. The annual report to the General Assembly shall be submitted for  
25 publication as a report document as provided in the procedures of the Division of Legislative Automated  
26 Systems for the processing of legislative documents and reports and shall be posted on the General  
27 Assembly's website.

28 C. The board of trustees of the Foundation shall consist of the ~~Commissioner of Veterans Services~~  
29 *Secretary of Veterans and Defense Affairs* and the Chairmen of the Board of Veterans Services and the  
30 Joint Leadership Council of Veterans Service Organizations or their designees, who shall serve as ex  
31 officio voting trustees, and 16 trustees to be appointed as follows: eight nonlegislative citizens appointed  
32 by the Governor; five nonlegislative citizens appointed by the Speaker of the House of Delegates; and  
33 three nonlegislative citizens appointed by the Senate Committee on Rules. A majority of the appointed  
34 trustees shall be active or retired chairmen, chief executive officers, or chief financial officers for large  
35 private corporations or nonprofit organizations or individuals who have extensive fundraising experience  
36 in the private sector. Trustees appointed shall, insofar as possible, be veterans. Each appointing authority  
37 shall endeavor to ensure a balanced representation among the officer and enlisted ranks of the armed  
38 services and geographical representation on the board of trustees to facilitate fundraising efforts across  
39 the state.

40 Trustees shall be appointed for a term of four years. Appointments to fill vacancies, other than by  
41 expiration of a term, shall be for the unexpired terms. All trustees may be reappointed. However, no  
42 trustee shall serve more than two consecutive four-year terms. The remainder of any term to which a  
43 trustee is appointed to fill a vacancy shall not constitute a term in determining the trustee's eligibility for  
44 reappointment. Vacancies shall be filled in the same manner as the original appointments. Any trustee  
45 may be removed at the pleasure of the appointing authority.

46 D. Trustees shall be reimbursed for their actual expenses incurred while attending meetings of the  
47 trustees or performing other duties. However, such reimbursement shall not exceed the per diem rate  
48 established for members of the General Assembly pursuant to § 30-19.12.

49 E. The Department of Veterans Services shall provide the Foundation with administrative and staff  
50 support and other services.

51 F. The trustees shall adopt bylaws governing their organization and procedures and may amend the  
52 same. The trustees shall elect from their number a chairman and such other officers as their bylaws may  
53 provide. Ex officio trustees shall not be eligible to serve as chairman. The trustees shall meet four times  
54 a year at such times as they deem appropriate or on call of the chairman. A majority of the voting  
55 trustees of the board of trustees shall constitute a quorum.

56 G. The ~~Director of Finance~~ for the Department of Veterans Services shall ~~serve as~~ provide qualified

57 finance and development personnel to perform the duties of the treasurer and secretary of the  
58 Foundation in accordance with the Foundation's directives.

59 **§ 2.2-2715.1. Executive Director.**

60 A. The Board may hire an Executive Director of the Foundation, who shall serve at the pleasure of  
61 the Board, to direct the day-to-day operations and activities of the Foundation and carry out the powers  
62 and duties conferred upon him by the trustees. The Executive Director shall also exercise and perform  
63 such other powers and duties as may be lawfully delegated to him and such powers and duties as may  
64 be conferred or imposed upon him by law.

65 B. The Executive Director may employ or retain such agents or employees subordinate to him as  
66 necessary to fulfill the duties of the Foundation as conferred upon the Executive Director. Employees of  
67 the Foundation, including the Executive Director, shall be eligible for membership in the Virginia  
68 Retirement System and participation in all of the health and related insurance and other benefits,  
69 including premium conversion and flexible benefits, available to state employees as provided by law.

70 C. Notwithstanding any law or policy to the contrary, the Board shall exercise personnel authority  
71 over the Executive Director and other employees of the Board.

72 **§ 2.2-2716. Authority of Foundation.**

73 The Foundation has the authority to:

74 1. Administer the Veterans Services Fund, request appropriations, and make allocations of revenue  
75 from the Fund to the Department of Veterans Services to provide supplemental funding for the  
76 Department's services and programs;

77 2. Accept, hold, and administer gifts and bequests of money, securities, or other property, absolutely  
78 or in trust, for the purposes for which the Foundation is created;

79 3. Enter into contracts and execute all instruments necessary and appropriate to carry out the  
80 Foundation's purposes;

81 4. Take such actions as may be reasonably necessary to seek, promote, and stimulate contributions  
82 for the Fund;

83 5. Develop other possible dedicated revenue sources for the Fund; and

84 6. Perform any lawful acts necessary or appropriate to carry out the purposes of the Foundation; and  
85 7. Develop policies and procedures applicable to the management and functioning of the Foundation  
86 and the Department of Veterans Services relating to (i) administration of the Fund, (ii) provision of  
87 funding for veterans services and programs through the Fund, and (iii) acceptance and fundraising to  
88 strengthen the structure of the Fund.

89 **§ 2.2-2718. Veterans Services Fund.**

90 A. There is created the Veterans Services Fund, a special nonreverting trust fund on the books of the  
91 Comptroller, to be administered by the Foundation.

92 B. The Fund shall include such funds as may be appropriated by the General Assembly; revenues  
93 transferred to the Fund from other state programs established for the Fund's benefit; and designated  
94 gifts, contributions, and bequests of money, securities, or other property of whatsoever character.

95 C. The Fund shall be used solely for the purposes of carrying out the applicable provisions of Article  
96 6 (~~§ 2.2-2715 et seq.~~) of Chapter 27 of this title article. The unrestricted portion of the Fund may be  
97 used for Foundation expenses, subject to approval by the Board of Trustees board of trustees.  
98 Allocations and expenditures of donated restricted funds shall be in accordance with the provisions of  
99 the Uniform Prudent Management of Institutional Funds Act (§ 64.2-1100 et seq.). Expenditures and  
100 disbursements from the Fund shall be made by the State Treasurer on warrants issued by the  
101 Comptroller upon written request authorization of the Executive Director with the approval of the board  
102 of trustees.

103 D. All money, securities, or other property designated for the Fund and any interest or income  
104 therefrom shall remain in the Fund and shall not revert to the general fund.



**Veterans Services Foundation  
Statement of Assets  
March 31, 2017  
(Unaudited)**

**Assets:**

Cash held by State Treasurer	1,621,120.29
<b>Total Assets</b>	<b><u>\$ 1,621,120.29</u></b>

**Fund Balances:**

<b>Restricted Fund Balances:</b>	
Restricted for VVCC Activities	125,916.68
Restricted for SBVCC Activities	24,461.41
Restricted for Cemetery Operations	26,401.24
Restricted for VVFS Funds	964,237.16
Restricted for Benefits Funds	475.52
Restricted for V3/VTAP Funds	234,257.07
Restricted for Women's Summit Funds	10,326.48
Restricted for VSF Support Funds	53,520.64
<b>Total Restricted Fund Balances</b>	<b>1,439,596.20</b>
<b>Non-General Funds</b>	<b>181,524.09</b>
<b>Total Fund Balances</b>	<b><u>\$ 1,621,120.29</u></b>

**Notes:**

- 1 All cash is held by the State Treasurer.
- 2 Restricted fund balances are donations given for a specific purpose, or are funds authorized by the Foundation for a specific expenditure purpose.
- 3 Non-General Fund Balance represents the funds remaining from the VSF base funding.

**Veterans Services Foundation**  
**Statement of Income, Expenditures and Changes in Funds Balances**  
**For the Month Ended March 31, 2017**  
**(Unaudited)**

**INCOME**

**YTD Actual**

Restricted gifts received for:

Virginia Veterans Care Center	38,429.53
Sitter & Barfoot VCC	8,569.26
Cemetery Funds	572.00
VVFS Funds	308,125.72
Benefits Funds	-
V3/VTAP Funds	185,012.00
Women's Summit	1,543.82
VSF Support Funds	-
Non-General Funds	9,117.67
<b>TOTAL INCOME</b>	<b>551,370.00</b>

**EXPENDITURES**

VVCC Indigent Resident Needs	3,330.48
VVCC Rehabilitation Equipment	5,445.10
VVCC Activity Funds--Activities with Residents	1,809.95
VVCC Operation Holiday Spirit	13,922.52
VVCC Carnival Expenses	3,702.10
VVCC Restricted for use	59,588.62
VVCC Other Equipment	-
VVCC Unit Projects & Functions	-
SBVCC Other Donations Restricted	2,450.77
SBVCC Activities Funds	3,998.36
SBVCC Indigent Resident Needs	-
VVFS Enabling Veterans Services	14,036.50
VVFS Outreach Services	3,312.86
VVFS Direct Veterans Services	176,642.88
VVFS Homeless Veterans Funds	102,541.04
VVFS Operation Family Caregiver Grant	907.85
Benefits Funds	-
V3/VTAP Funds	56,182.32
Women's Summit Funds	5,267.34
VSF Support Funds--Operating Expenditures and Web Site	6,479.36
Non-General Funds	-
Cemetery Funds	-

**TOTAL EXPENDITURES** **459,618.05**

**Excess of Income over Expenditures** **91,751.95**

**Beginning Fund Balances** **1,529,368.34**

**Ending Fund Balances** **1,621,120.29**

**NOTES**

1. The purpose of restricted gifts is detailed on the Schedule of Receipts, Expenditures and Budget.

**Veterans Services Foundation**  
**Schedule of Receipts, Expenditures and Budget, by Activity**  
**For the Month Ended March 31, 2017**  
**(Unaudited)**

Activity	Balance July 1, 2016 Adjusted	Receipts	Expenditures	Balance March 31, 2017	FY 2017 Budget	Budget Balance
<b>Virginia Veterans Care Center:</b>						
Indigent Resident Needs	22,809.42	5,060.50	3,330.48	24,539.44	2,000.00	(1,330.48)
Activities Fund	14,400.41	3,965.00	1,809.95	16,555.46	3,000.00	1,190.05
Operation Holiday Spirit	49,907.67	24,969.00	13,922.52	60,954.15	21,000.00	7,077.48
Carnival Fund	(140.64)	1,100.00	3,702.10	(2,742.74)	4,000.00	297.90
Rehabilitation Equipment	21,324.89		5,445.10	15,879.79	5,000.00	(445.10)
Other Equipment	(2,026.67)			(2,026.67)	5,000.00	5,000.00
Unit Projects & Functions	13,310.63			13,310.63	1,500.00	1,500.00
Other for use at VVCC	55,700.21	3,335.03	59,568.62	(553.38)	100,500.00	40,911.38
<b>Total VVCC</b>	<b>175,285.92</b>	<b>38,429.53</b>	<b>87,798.77</b>	<b>125,916.68</b>	<b>142,000.00</b>	<b>54,201.23</b>
<b>Sitter &amp; Barfoot VCC:</b>						
Indigent Resident Needs	1,530.28			1,530.28	1,000.00	1,000.00
Activities Fund	18,360.23	8,569.26	3,998.36	22,931.13	16,500.00	12,501.64
Other Donations Restricted	2,450.77		2,450.77	-	10,500.00	8,049.23
<b>Total SBVCC</b>	<b>22,341.28</b>	<b>8,569.26</b>	<b>6,449.13</b>	<b>24,461.41</b>	<b>28,000.00</b>	<b>21,550.87</b>
<b>Cemetery Funds:</b>						
Va Veterans Cemeteries	750.00	12.00	-	762.00	1,200.00	1,200.00
Va Veterans Cemetery--Amelia	6,026.38	435.00	-	6,461.38	1,800.00	1,800.00
Memorial Cemetery--Suffolk	9,411.07	100.00	-	9,511.07	1,000.00	1,000.00
SW Va Veterans Cemetery--Dublin	9,641.79	25.00	-	9,666.79	1,000.00	1,000.00
<b>Total Cemetery Support Funds</b>	<b>25,829.24</b>	<b>572.00</b>	<b>-</b>	<b>26,401.24</b>	<b>5,000.00</b>	<b>5,000.00</b>
<b>VVFS Funds:</b>						
Outreach Services	25,000.00		3,312.86	21,687.14	25,000.00	21,687.14
Direct Veterans Services	150,000.00		176,642.88	(26,642.88)	215,000.00	38,357.12
Enabling Veterans Services	25,000.00	3,456.18	14,036.50	14,419.68	25,000.00	10,963.50
Homeless Veterans Fund	100,000.00	11,149.63	102,541.04	8,608.59	135,000.00	32,458.96
Operation Family Caregiver Grant		7,500.00	907.85	6,592.15		(907.85)
Other Donations Restricted	653,552.57	286,019.91		939,572.48	-	-
<b>Total VVFS Funds</b>	<b>953,552.57</b>	<b>308,125.72</b>	<b>297,441.13</b>	<b>964,237.16</b>	<b>400,000.00</b>	<b>102,558.87</b>
<b>Benefits Funds:</b>						
	475.52			475.52		
<b>V3 VTAP Funds:</b>						
Outreach Funds	5,427.39	185,012.00		190,439.39	5,000.00	5,000.00
Enabling Funds	100,000.00		56,182.32	43,817.68	95,000.00	38,817.68
<b>Total V3 VTAP Funds</b>	<b>105,427.39</b>	<b>185,012.00</b>	<b>56,182.32</b>	<b>234,257.07</b>	<b>100,000.00</b>	<b>43,817.68</b>
<b>Women's Summit:</b>						
	14,050.00	1,543.82	6,267.34	10,325.48		(6,267.34)
<b>VSF Support Funds:</b>						
	60,000.00		6,479.36	53,520.64	60,000.00	63,520.64
<b>Non-General Funds:</b>						
Appropriated Funds	163,378.82			163,378.82		
Donor Funds	660.00	2,945.00		3,605.00		
Interest	8,367.60	6,172.67		14,540.27		
<b>Total Non-General Funds</b>	<b>172,406.42</b>	<b>9,117.67</b>	<b>-</b>	<b>181,524.09</b>		<b>-</b>
<b>Grand Total All Funds</b>	<b>1,529,368.34</b>	<b>551,370.00</b>	<b>459,618.05</b>	<b>1,621,120.29</b>	<b>735,000.00</b>	<b>275,381.95</b>

# VETERANS SERVICES FOUNDATION

## Board of Trustees

### BYLAWS

#### Article I – Authority and Statement of Purpose

- 1.01 Authority: The authority for the Veterans Services Foundation (the Foundation) is contained in §2.2-2715 – 2.2-2719 of the Code of Virginia. The Foundation is a state agency under the Secretary of Veterans and Defense Affairs and is separate and distinct from the Department of Veterans Services (the Department) as set forth in § 2.2-230. The relationship between the Foundation and the Department shall be detailed in a memorandum of understanding which shall be an attachment to these bylaws.
- 1.02 Statement of Purpose: The Foundation serves as an independent body politic and corporate agency supporting the Department ~~in the executive branch of state government~~. The Foundation shall be governed and administered by a supervisory board of trustees (the Board). The Foundation shall (i) administer the Veterans Services fund (the Fund), (ii) provide funding for veterans services and programs in the Commonwealth through the Fund, and (iii) accept and raise revenue from all sources including private source fundraising to support the Fund.
- 1.03 Mission Statement: The Virginia Veterans Services Foundation will administer and develop fundraising and other resources to provide supplemental, revenue for the Veterans Services Fund for veterans' services and programs, and work with the Department of Veterans Services and supporting organizations to assure veterans services programs are enhanced.
- 1.04 Organization: The Foundation is composed of a governing board of trustees (the board), supporting staff, donors, volunteers, and other interested parties which make-up the organization's structure and membership.
- 1.05 Relationship to the Department: The Virginia Veterans Services Foundation is responsible for providing mutual support to the Department. Mutual support means the Foundation specifically supports the Department and is authorized to answer directly to the Department's request for assistance. The Department provides mutual support to the Foundation in support of both agencies' common goal of providing services to veterans and their families, because of each agency's: (1) assigned tasks; (2) position relative to each other; (3) common goals; and (4) inherent capabilities. Mutual support means that each counterpart has a degree of authority over the other in actions that have mutual effects and mutual costs and benefits are shared as equitably as possible. The mutual relationship is a form of partnership that exists between the Department and the Foundation because each agency was established to accomplish a common goal to provide effective efficient services while each gathers, uses, and preserves resources for current and future contingencies and

maintains financial accountability and integrity through separate independent operations. The relationship is built on mutual respect for the different purpose or mission, authority, and responsibility of the two agencies and their common goal.

## Article II – Trustees

- 2.01 Responsibilities and Duties: The Foundation is a public entity and must behave with the utmost integrity. Trustees have as their first and foremost duty – the public good – the interests of the public at large and veterans in particular. The proper role of a Foundation Trustee is to be an independent and objective arbiter of the public and veterans interest. As stewards of the Foundation, Trustees should take it upon themselves to educate themselves and consult other organizations for accurate and relevant information. Such information empowers Trustees to ensure the overall integrity of service to veterans and the public. Only by looking beyond themselves, the Foundation, and the Department can Trustees gain a fuller understanding of their challenges and better deliver philanthropic excellence.
- 2.02 Strategic Planning: The Foundation board will maintain a strategic plan, which is designed to assure a structure for sustained VSF operations to support the Department and its support for veterans and their families. Also, the Secretary of Veterans and Defense Affairs and the Department will have an interest in Foundation capabilities to handle future issues related to veterans and their families. To do this, the Foundation must have a sound organization, maintain healthy cash flows, and preserve its respectability. A sound organizational structure includes a comprehensive organization with organizational control, staff, consistency, continuity, and viable procedures.
- 2.03 Composition and appointment of trustees: The board of trustees (Board) of the Foundation consists of (i) eight non-legislative citizens appointed by the Governor; (ii) five nonlegislative citizens appointed by the Speaker of the House of Delegates; and (iii) three nonlegislative citizens appointed by the Senate Committee on Rules. The **Commissioner of Veterans Services Secretary of Veterans and Defense Affairs** and the Chairmen of the Board of Veterans Services and the Joint Leadership Council of Veterans Service Organizations, serve as ex officio voting trustees.
- 2.04 Terms – Vacancies: After initial appointments, trustees shall be appointed for a term of four years. Appointments to fill vacancies, other than by expiration of a term, shall be for the unexpired terms. All trustees may be reappointed. However, no trustee shall serve more than two consecutive four-year terms. The remainder of any term to which a trustee is appointed to fill a vacancy shall not constitute a term in determining the trustee's eligibility for reappointment. Vacancies shall be filled in the same manner as the original appointments. The appointing authority at its pleasure may remove any trustee of the Board.
- 2.05 Qualifications of trustees: A majority of the trustees shall be active or retired chairmen, chief executive officers, or chief financial officers for large private corporations or nonprofit organizations and individuals who have extensive fundraising experience in the private sector. Trustees shall, insofar as possible, be veterans. Each appointing authority

shall endeavor to ensure a balanced geographical representation on the Board to facilitate fundraising efforts across the state.

- 2.06 Non-trustee Board membership: The Foundation Executive Director, Secretary, and Treasurer serve as ex officio non-voting Board members and Agents of the Board in accordance with section 10.01 of these bylaws. Committee advisors elected to Board committees are considered non-trustee committee members in accordance with section 6.06 of these bylaws.

### **Article III – Officers**

- 3.01 General: The Chairman, Vice Chairmen, Committee Chairs, Committee Vice Chairs, Executive Director, Secretary, and Treasurer shall be considered Officers of the Board. The trustees shall elect from their number a Chairman (Chair) and Vice Chairmen (Chairs). By separate agreements contained in the attached memorandum of understanding and VSF-DVS Joint Policy 2 (Foundation Operations), the Department of Veterans Services Director of Finance acts as the Treasurer without bond because financial controls exist to assure fiscal accountability.
- 3.02 Duties of the Chair: The Chair shall preside over all meetings of the Board unless absent, shall have general supervision of the affairs of the Board, and shall perform all other such executive duties as are reasonably necessary or are properly required by the Board. The Chair may appoint committees from within the Board of Trustees as deemed necessary or appropriate to carry out the purposes of the Foundation.
- 3.03 Duties of the First Vice Chair: Upon the death, resignation, absence, or disability of the Chair, or upon the Chair's refusal to act, the Vice Chair shall perform the duties of the Chair. In the absence or disability of the Chair, the Vice Chair shall perform the duties of the Chair only so long as the Chair is absent or disabled. In all other instances, the Vice Chair shall serve for the remainder of the Chair's term or until a substitute is elected by the Board. In the event that an issue arises concerning whether or not the Vice Chair should assume or retain the duties of the Chair, the issue shall be decided by a majority vote of the Board, excluding the Vice Chair.
- 3.04 Duties of the Second Vice Chair: The Second Vice Chair shall act in the absence, for whatever reason, of the Chair and First Vice Chair under the same provisions of those set forth for the First Vice Chair.
- 3.05 Other duties as assigned: When not performing the duties of the Chair, the Vice Chairs shall perform such duties as may be assigned by the Chair. The Chair and Vice Chairs shall continue to serve on the board committees to which they were assigned, but not as Committee Chairs or Vice Chairs.
- 3.06 Duties of the Secretary: See sub-sections 4.06 and 10.01 of these bylaws.
- 3.07 Duties of the Treasurer: See sub-sections 4.07 and 10.01 of these bylaws.

- 3.08 Term of service: Elected officers shall serve a term of one year. While this term will nominally run from July 1 – June 30 (see section 3.08 of these bylaws). Officers shall be eligible for reelection, not to exceed two years of consecutive service.
- 3.09 Elections: Election of officers will be held every year during the regular third quarter (July – September) meeting. If a quorum is not present, elections will be held at the next meeting at which there is a quorum.
- 3.08.1 Nominating Committee. The Nominating Committee is a special committee responsible for nominating Board trustees for Board Chair and Vice Chair positions. Annually, at the regular March meeting of the Board, a Nominating Committee of an odd number of not less than three or more than five voting trustees shall be elected by the Board from volunteers without undue influence by the current Board officers. Current Board officers and ex officio trustees shall not serve on the Committee. The Committee shall meet at the same meeting during which it is created to elect its chair or as soon thereafter as possible. The Nominating Committee shall consult with the Chair and all other Board trustees about the needs of the Foundation without being bound by their suggestions. The Nominating Committee may be assisted in its duties by the Foundation Executive Director, if the Committee so desires.
- a. Nominations. The Nominating Committee shall post a call for nominations for Chair and Vice Chairs from the Board no later than 10 working days following the Committee's first meeting. The Foundation Executive Director may forward the call on behalf of the Committee, if the Committee Chair so requests. Trustees of the Board may feel free to nominate themselves for an office to the chair of the Nominating Committee. Board trustees may be nominated regardless of time served or time remaining on the Board, except that Board trustees who are in their last year of service of a four-year term shall not be eligible for nomination. The nominee for Board Chair must have more than one year remaining on his/her term of appointment. The foregoing would not preclude a reappointed trustee being nominated from the floor as set forth below. Ex officio trustees and the Executive Director, Secretary, and Treasurer shall not be eligible to serve as Board Chair or Vice Chairs. The Nominating Committee should give priority to nominating trustees for office whose terms of appointment on the Board do not expire simultaneously so the Board shall not be without a presiding officer.
- b. Presentation of Nominations. The Nominating Committee shall meet at least fifteen working days prior to the second quarter (April – June) Board meeting to determine the nominations to be presented to the Board at that meeting. The recommendation of the nominating committee shall be distributed with the announcement of the second quarter meeting of the Board. At the second quarter meeting, the nominating committee shall present candidates for each office for election at that meeting. Nominations from the floor may be made prior to such election.
- c. Committee Vacancies. In the event a trustee of the Nominating Committee cannot serve or becomes a candidate for an office for which the committee is selecting candidates, he/she shall resign from the committee immediately and the Board Chair shall immediately appoint a replacement.

d. Chair and Vice Chair Vacancies. The Nominating Committee may be elected by Board trustees at a regular or special meeting to fill vacant officer positions that may be created. The Nominating Committee shall then meet as required. The vacancy shall be filled for the unexpired term by the Board at the meeting during which the vacancy is first created or discovered by immediately electing a Nominating Committee and electing a Chair or Vice Chair at the current, or special, or next regular meeting to fill vacancies. The election shall require an affirmative vote of at least ten voting trustees of the Board. In the temporary absence of all three officers, the Board shall elect one of its voting trustees to preside.

- 3.09.1 Election. Elections shall be by voice vote. Elections shall be decided by a majority of the votes cast. If a candidate fails to achieve a majority vote on the first ballot, the two candidates with the most votes will be voted on by a second ballot. Newly elected Chairs shall assume the responsibility of the position to which they were elected on 1 July of the year for which they are elected.

## **Article IV – Administrative Support**

- 4.01 Administrative and other services: The Code of Virginia has designated the Department to provide the Foundation with administrative and other services including staff in accordance with §2.2-2715.E.
- 4.02 Executive Director: The Board shall appoint a Foundation Executive Director, who will be provided by the Department, who shall serve at the will of the Board of Trustees as chief administrator of the Foundation. The Executive Director shall be an agent of the Board to act on the Foundation’s behalf and only shall perform those duties and have such powers as designated by the Board in accordance with section 10.01 of these bylaws.
- 4.03 Executive Director Selection: The Executive Director shall be selected from a group of eligible candidates recruited through the Virginia Department of Human Resources Management Policy 2.10 – Hiring. The selection panel shall consist of at least four Trustees, one of which shall be the Board Chair, ~~and the Department Commissioner.~~ Once selected by the Foundation Trustees panel, the Executive Director shall be hired ~~by the Department~~ in accordance with ~~§2.2-2715.E~~ **§ 2.2-2715.1.**
- 4.04 The Executive Director’s duties shall be:
- 4.04.1 Support the efforts of the Foundation to seek, promote, and stimulate contributions to the Fund, including:
- a. Plan and implement an effective capacity-building and development strategy consistent with the programs and mission emphasis of the Department;
  - b. Establish and maintain productive on-going relationships with legislative and development entities at the municipal, regional, state, and national levels;



- c. Coordinate and sustain state legislative and funding efforts in support of the Foundation;
  - d. Support efforts to more effectively brand and market veterans services.
- 4.04.2 Manage the Foundation's finance (e.g., accountability) initiatives in collaboration with the Department's Director of Finance and Department finance staff.
- 4.04.3 Oversee all Department efforts in support of the Foundation, including:
- a. Develop Department and Foundation policies and procedures related to mutual support of both agencies;
  - b. Serve as the Foundation and Department daily point of contact and coordination for development activities with public and private development-related organizations and other interested parties.
- 4.04.4 Attend Board meetings as an ex officio, non-voting participant and Board Committee meetings as a non-Board advisor authorized by section 6.06 of these bylaws.
- 4.04.5 Report activities to the Board as required, but at least at every Board meeting.
- 4.04.6 Perform other coordination and duties as necessary to support the mission and authority of the Foundation.
- 4.04.7 The Executive Director shall be assisted in carrying out these duties by the Foundation Secretary and Treasurer who shall be considered Deputy Executive Directors.
- 4.05 Reports: The Executive Director shall ensure that the reports required of the Foundation are submitted. The Foundation shall submit a quarterly report to the Commissioner of Veterans Services on the Foundation's funding levels and services and an annual report to the Secretary of Veterans and Defense Affairs and General Assembly on or before November 30 of each year.
- 4.06 Secretary: The Secretary shall be the Department Director of Development. The incumbent may be assisted by such department staff as required. The Secretary to the Board shall be considered an agent of the Board to act in the Foundation's behalf and only shall perform those duties and have such powers as designated by the Board in accordance with section 10.01 of these bylaws. It shall be the duty of the Secretary to keep a true record of the Board's proceedings and shall be custodian of the minutes and other records of the Board in conjunction with Department staff involved in maintaining such records. At the Chair's request, the Secretary shall communicate the Chair's notice of meetings to trustees of the Board. The Secretary shall post minutes of meetings to the Commonwealth Calendar and to the website of the Department of Veterans Services and the Foundation, in accordance with §2.2-3707.1 of the Code of Virginia. The Secretary also shall be the Foundation corresponding Secretary.

- 4.07 Treasurer: The Treasurer shall be the Department Director of Finance in accordance with §2.2-2715.G of the Code of Virginia. The incumbent may be assisted by such Department staff as required. The Treasurer shall be an agent of the Board to act on the Foundation's behalf and only shall perform those duties and have such powers as designated by the Board in accordance with section 10.01 of these bylaws. The Treasurer's duties shall be to serve as financial officer for the Board and keep accurate, auditable records of donations received and expenditures made from the Fund. The Treasurer shall submit a quarterly report to the Board and the Commissioner of Veterans Services on the Foundation's funding levels and services.

## **Article V – Meetings and Compensation**

- 5.01 Meetings: The Board shall meet at least quarterly, at a time and place determined by the Trustees. Additional meetings may be called by the Chair or at the request of at least four trustees. Meetings shall be conducted in accordance with public meeting and Virginia Freedom of Information Act (FOIA) guidelines.
- 5.02 Quorum and Manner of Acting. A majority of the trustees of the Board who are serving shall constitute a quorum for the transaction of business. The act of a majority of the trustees present at any meeting at which a quorum is present shall be the act of the Board. In the absence of a quorum, a majority of the trustees present may adjourn the meeting until a quorum is attained or convene either a special or emergency meeting of the executive committee or other committees to accomplish the business at hand.
- 5.03 Compensation: Trustees of the Board shall be reimbursed for their actual expenses incurred while attending meetings of the trustees or performing other duties. However, such reimbursement shall not exceed the per diem rate established for members of the General Assembly pursuant to §30-19.12 of the Code of Virginia.
- 5.04 Meeting Procedures:
- 5.04.1 Meeting Notification. Meetings are assemblages, including work sessions, of the committee trustees. No business shall be conducted unless a quorum of voting trustees is determined. All meetings, except as noted in 5.04.6 below, shall be open to the public and notice of the date, time, and location of the meeting shall be posted on the Commonwealth Calendar, on the Department of Veterans Services website, and in a prominent public location. The notice shall state whether public comment will be received. The provisions of FOIA, particularly §2.2-3707 of the Code of Virginia, shall be observed. For meetings involving electronic communications, see §2.2-3708 of the Code of Virginia.
- 5.04.2 Regular Meetings. Regular meetings of the Foundation and Standing Committees should be held at least four times each year on such dates and in such places as may be set by the Board Chair or Committee Chair. Regular meetings shall be announced to Foundation Board trustees, Department staff, and the public at least

10 days prior to the day the regular meeting is to be convened to assure maximum participation, the three day FOIA statutory notification notwithstanding.

- 5.04.3 Special Meetings. Special meetings may be called by the Board or Committee Chairs, or by any three committee trustees at such dates, times, and places, with agenda, as may be specified in the call for such meeting in accordance with §2.2-3707 of the Code of Virginia. For special meetings, seven days' notice shall be given of the date, time, place, and agenda, the three day FOIA statutory notification notwithstanding.
- 5.04.4 Emergency Meetings. Emergency meetings are special meetings. They may be called by giving reasonable notice to all trustees and the public whenever in the judgment of the Board or Committee Chair, in consultation with the Foundation Executive Director and the **Commissioner of DVS Secretary of Veterans and Defense Affairs**, there is an emergency as defined by §2.2-3701, Code of Virginia. A quorum of voting trustees shall be sufficient to transact any business with respect to said emergency.
- 5.04.5 Conduct of Business. All meetings shall be conducted in accordance with the Code of Virginia, the VSF Bylaws, and the current edition of Robert's Rules of Order Newly Revised, in order of descending precedence. The published agenda shall be followed, unless modified by a majority vote of trustees present. Votes on substantive matters shall be taken by roll-call vote of all voting trustees supporting, opposing, or abstaining from the matter. No proxies, secret, or written ballots are authorized in any committee meeting and votes cannot be taken by telephone or other electronic communication means (§2.2-3710, Code of Virginia). Minutes shall be recorded of committee meetings and shall be deemed public records and subject to the provisions of FOIA.
- 5.04.6 Closed Meetings. Meetings from which all persons are properly excluded except Board trustees and interested parties invited by the Chair to attend are closed meetings. The conduct of closed meetings shall be governed by the provisions of §2.2-3711 of the Code of Virginia. Closed meetings cannot be conducted electronically. Any resolution, ordinance, rule, contract, regulation, or motion discussed in a closed meeting shall not become effective unless the committee, following the closed meeting, reconvenes in open meeting, clearly identifies the substance of the action to be taken, and takes a vote of the trustees on such resolution, motion, or other form of action (§2.2-3711.B, Code of Virginia). Closed meeting procedures to be followed and certification of proceedings are contained in §2.2-3712, Code of Virginia.

## Article VI – Committees

### 6.01 Executive Committee

- 6.01.1 Composition. The executive committee shall consist of the officers, committee chairs or vice chairs of the Board, **Commissioner of Veterans Services Secretary**

***of Veterans and Defense Affairs*** and other Board officers. A quorum of the executive committee shall consist of three executive committee trustees. All trustees of the Board and advisors shall be encouraged to attend executive committee meetings and board trustees in attendance shall be entitled to vote.

- 6.01.2 Duties and Authority. The executive committee shall meet upon the call of the Board Chair. The executive committee shall have the power of the Board to take such actions as are necessary to direct the affairs of the Foundation between Board meetings or in place of Board meetings as circumstances require. The full Board must be notified of all actions taken by the executive committee and all actions must be ratified by the Board at its next regular meeting, or a special meeting called for that purpose in emergency situations. The committee shall: (1) coordinate the policy and planning development and the goals/objectives of the Foundation and Board committees; (2) be responsible for relations with affiliated boards, councils and other veterans organizations, and (3) shall recommend the means whereby the Board will assess its effectiveness.
- 6.02 Standing Committees. In addition to the executive committee, the standing committees of the Board shall consist of a finance committee and a development committee. The Chairs, Assistant Chairs, and trustees of the two standing committees shall be appointed by the Board Chair, after consultation with the parties involved. Trustee Board officers, ex officio trustees, and non-trustee officers and advisors shall not be eligible for appointment as committee Chairs and Vice Chairs. The appointments shall be approved by the Board at the meeting at which the appointments are proposed by the Board Chair. Committee trustees shall serve for terms of one year and shall continue to serve until their successors have been duly appointed. All trustees subsequently may be reappointed from year to year. A quorum of each of the standing committees shall consist of a majority of Board trustees who are committee trustees. The Board Chair, Vice Chairs, and ex officio Board trustees shall not serve as committee Chairs or Assistant Chairs, but are deemed committee trustees for all purposes, including a quorum. Meeting notices shall be provided as set forth in FOIA guidelines. The agenda for each regular Board meeting shall include a report by each committee to the Board. Unless otherwise specifically provided by the Board, decisions or recommendations of standing committees are advisory and must be ratified and approved by the Board.
- 6.02.1 Finance Committee. The finance committee supports the Board's responsibilities for Veterans Services Fund administration, the budget process, accountability, and fiscal efficiency in general. The committee is responsible for making recommendations to the Board on matters pertaining to Veterans Services Fund expenditures, Foundation fiscal policies; oversight of the fiscal accounts, budgets and performance budgeting, contracts, and the impact of the foregoing on the Foundation's overall fiscal condition, mission, and purpose. The committee also constitutes and serves as the Board's Audit Committee overseeing the internal review function and receiving the annual report of the Auditor of Public Accounts.

- 6.02.2 Development Committee. The development committee supports the Board's responsibility for relations with affiliated Foundations/organizations and is responsible for making recommendations to the Board on matters and policies pertaining to the Foundation's seeking, promoting, and stimulating contributions and other sources of revenue for the Veterans Services Fund, and both community (including veterans and military) and public relations. When directed, it organizes fundraising programs, including capital campaigns.
- 6.03 Additional Committee Responsibilities. The executive committee and each standing committee shall periodically review Board policies and procedures in its areas of responsibility and recommend revisions as necessary. The standing committees shall have such other duties and responsibilities as are assigned to them by the Board or by the Board Chair, subject to the Board's approval. In accordance with the preceding and after consulting with their respective committees and appropriate DVS officials, committee Chairs shall present goals/objectives for the coming year at an executive committee meeting set by the Board Chair. Goals and objectives shall be initiatives consistent with the mission of each standing committee as set forth above.
- 6.04 Special Committees. Special or ad hoc committees may be created at any time either by action of the Board, or by written direction of the Board Chair with the approval of the Board. Special committees shall consist of no fewer than two Board trustees appointed by the Board Chair who shall appoint the special committee Chair, and fill vacancies in consultation with the special committee Chair. The Board Chair shall also have the power to change the trustee membership of special committees at any time with the concurrence of the special committee Chair and the Board, unless it is the special committee Chair who is to be removed. In making initial or subsequent assignments of individuals to special committees, the Board Chair shall take volunteers into account. Special committees shall have a life specified by the Board at the time of constitution, shall be subject to annual reviews, and may be renewed for a specified period by action of the Board. At the time the special committee is created, its mission shall be specifically established and articulated either by action of the Board or by written direction of the Board Chair with approval of the Board. The Board resolution or the direction of the Board Chair shall specify when the special committee is to make its final report to the board. Special Committees with one or more trustees and non-trustee members shall abide by Article V of these bylaws and the requirements of FOIA.
- 6.05 Subcommittees. Committees may appoint subcommittees of not less than one Board trustee from within their trustee memberships to consider such specific business as required, subject to Board approval of such subcommittee's creation. Subcommittees with one or more trustees and non-trustees as members shall abide by Article V of these bylaws and the requirements of FOIA.
- 6.06 Appointment of Non-Board Advisors to Committees. Non-Board members (including, but not limited to, Department of Veterans Services staff members) who are considered advisors can be appointed to Board committees or subcommittees with the Board's approval of each proposed person. Advisors have the advantage of broadening the

committee's knowledge base and experience in particular areas. The advisors who are approved for committee membership shall serve under the same conditions, including term limits, as Board trustees, except they shall serve in a non-voting capacity and the terms of the Executive Director, Secretary, and Treasurer shall be coincident with their office.

- 6.07 Ex Officio Trustee Participation in Committees. Except as noted in section 6.01.1 of these bylaws, Ex Officio Board trustees may participate in committee meetings and, if in attendance are deemed voting committee trustees for all purposes, including a quorum.
- 6.08 Foundation Staff Participation. Either the Executive Director, Secretary, or Treasurer shall participate in all committee and sub-committee meetings as non-voting members, unless excused by the committee or sub-committee Chair.
- 6.09 Committee Reports. The committee Chair, Assistant Chair or a designated committee representative shall report task/issue progress/resolution, or lack thereof, and conclusions/recommendations, as appropriate, at each board meeting. Minority reports are encouraged in the case of split decisions or where significant differences of opinion exist.
- 6.10 Freedom of Information Act (FOIA) Requirements. Meeting notices shall be provided as set forth in the FOIA guidelines and meetings shall be conducted in accordance with the Act.

## **Article VII – Authority of the Foundation**

The Foundation has authority to:

- 7.01 Administer the Veterans Services Fund, request appropriations and make allocations of revenue from the Fund to the Department of Veterans Services to provide supplemental funding for services and programs;
- 7.02 Accept, hold and administer gifts and bequests of money, securities and other property, absolutely or in trust, for the purpose for which the Foundation is created;
- 7.03 Enter into contracts and execute all instruments necessary and appropriate to carry out the Foundation's purposes;
- 7.04 Take actions as may be reasonably necessary to seek, promote and stimulate contributions for the Fund;
- 7.05 Develop other possible dedicated revenue sources for the fund; and
- 7.06 Perform any lawful acts necessary or appropriate to carry out the purposes of the Foundation.

## **Article VIII – The Veterans Services Fund**

- 8.01.1 The Fund: The Veterans Services Fund (the Fund) is a special nonreverting trust fund on the books of the Comptroller, and is administered by the Foundation. The Fund shall include such funds as may be appropriated by the General Assembly, revenues transferred to the Fund from other state programs established for the Fund's benefit, and designated gifts, contributions and bequests of money, securities, other property of whatsoever character.
- 8.01.2 Tax Exemption: Gifts and bequests of money, securities, or other property and the interest or income there from, shall be deemed gifts to the Commonwealth and shall be exempt from all state and local taxes.
- 8.02 Fund Structure:
- 8.02.1 The accounts and records of the Foundation showing the receipt and disbursement of funds from whatever source derived shall be established by the Department of Accounts and Auditor of Public Accounts in a manner similar to other organizations. The Auditor of Public Accounts or his legally authorized representative shall annually audit the accounts of the Foundation, and the cost of such audit services shall be borne by the Foundation in accordance with §2.2-2717 of the Code of Virginia.
- 8.02.2 The Veterans Services Fund operating structure shall allow for separate current and non-current funds for annual operations as set forth in the Appropriations Act, reserves, specific funds for stand-alone projects, and endowments primarily to provide funding for Department veterans programs and services. It also funds for Foundation operations to support veterans programs and services and is not an auxiliary or reserve fund for the Department or Foundation.
- 8.02.3 Fund Allocations: Allocation of funds for Department programs from the Veterans Services Fund may only be authorized by the majority vote of Trustees present at a meeting in which there is a quorum.
- 8.03 Fund Use: The Fund shall be used solely for the purposes of carrying out the applicable provisions of §2.2-2715 et seq. The unrestricted portion of the Fund may be used for Foundation expenses, subject to approval by the Board of Trustees. Allocations and expenditures of donated restricted funds shall be in accordance with the provisions of §§ 64.2-1100 through 64.2-1104 of the Code of Virginia. Expenditures and disbursements from the Fund shall be made by the State Treasurer on warrants issued by the Comptroller upon written authorization Executive Director and approval of the Board.

## **Article IX – Agents of the Board and the Execution of Contracts**

- 9.01 Agents of the Board: By majority vote, the Board may, in accordance with applicable

laws of the Commonwealth of Virginia, appoint agents to act on the Foundation's behalf. Such agents shall have all rights and privileges of Trustees, however, they will be ineligible to vote on issues brought before the Board.

- 9.02 Execution of Contracts and Other Documents: The Board, except as by law or by these by-laws otherwise requires, may authorize any trustee or agent, in the name of and on behalf of the Foundation, to enter into any contract or execute any deed or other instrument. Any such authority may be general or confined to specific instances.

## **Article X – Protocol, Governance, and Communications**

- 10.01 Protocol: The board is the ultimate authority in the Foundation. The Board's authority is stated in the Code of Virginia, its authority to act is vested in the body (i.e., majority) of the Board, not in committees or individual trustees, regardless of their position. Individual trustees are all equals among equals and both elected officers of the Board and the Executive Director only have authority delegated by the Board.
- 10.02 Governance: In accordance with Roberts Rules of Order Newly Revised, the Board Chair is a facilitator who promotes efficient and effective board functioning that shall best contribute to the determination of proper policies, wise planning, intelligent and considerate observance of the rights of all concerned. The Board Chair's goal in the foregoing is to maintain the independence of the Board so that it effectively contributes to the current and future enhancement of the mission of the Foundation.
- 10.03 Communication Authority: The Board Chair is the Board's only official spokesperson, particularly as the Chair serves as an ex officio trustee of the Board of Veterans Services (BVS) and the Joint Leadership Council (JLC) of Veterans Service Organizations. This is relevant in dealing with the Department of Veterans Services (DVS), other agencies, and public sector organizations and individuals. The Foundation Executive Director, **and the Commissioner of Veterans Services and the Secretary of Veterans and Defense Affairs** support the Board Chair in this role and their authority is covered in VSF-DVS Joint Policies provided by the Board. The Executive Director, **and the Commissioner and the Secretary of Veterans and Defense Affairs** must consult with the Board Chair and receive the Chair's consent. In other cases, the Chair may appoint a Board trustee or trustees to represent the Board on particular occasions. On those occasions, specific instructions will be provided to those Board trustees. However, this does not pertain to Board trustees speaking as private citizens, though they also may be Board trustees, as long as they specify that any views presented are their personal views and are not speaking for the Board or the Foundation.

## **Article XI – Miscellaneous**

- 11.01 Adoption and Amendment of Bylaws: These bylaws may be adopted and amended by a



two-thirds majority vote of all Board trustees, excluding any vacant positions. Notice regarding matters related to the bylaws shall be given to all trustees ten days prior to voting.

- 11.02 Procedure: Except as otherwise provided by these bylaws, every attempt should be made to conduct meetings of the Board in accordance with the current edition of Robert's Rules of Order Newly Revised.
- 11.03 Effective Date of Bylaws and Amendments: These bylaws and any amendments shall become effective on ~~August 3, 2016~~ **July 1, 2017**. All former bylaws of the Foundation will hereby be repealed on ~~August 3, 2016~~ **July 1, 2017**.