



Veterans For Peace 2011 Board Meeting Minutes

*(February, March, April, May, June, July,
August, September, October, November,
December)*

VFP Board Call Minutes
February 21, 2011

Present: Elliott Adams, Leah Bolger, Bill Collins, Darcella Craven, Cherie Eichholz, Mike Ferner, Nate Goldshlag, Rosemary Greenlee, Dennis Lane, and Gene Marx

Absent: Joey King and Hart Vigas

Call to Order: 1605 PST

1. Severance Policy - Bill Collins

No report yet

2. Hollywood party – Dennis Lane

Went very well, big gifts may not come in for a month, no totals yet.

Adams – great event, successful, foundation for future fundraising.

Lane – at least \$20K raised.

Ferner – well organized, well attended.

3. Nickelsville – Cherie Eichholz has sent out documents. Accounting procedures not well followed in the past. Nonmember of VFP has signed contracts with the city.

Motion to refer to a lawyer, passed by consent.

4. Awards Policy – Eichholz.

Motion for awards not to exceed \$500 a year, passed by consent. Motion to pass the awards policy, passed by consent.

5. International policy discussion.

6. Treasurer's report – Nate Goldshlag

Skewed by some numbers that got put back into December, but month overall looked OK

7. Membership – Gene Marx

Madison VFP-25 – Marx provided report – a mess, but chapter is functioning. Don't want Board intervention, would open old wounds. In general, they want 1. guidelines for chapters (done) 2. help for presidents to handle conflict better 3. help chapters for conflict resolution Infractions guidelines passed by consent. Motion no action on this, passed by consent.

Minutes above taken by Goldshlag

Minutes continued, taken by Marx. Goldshlag leaving call at 1800 PST.

8. Proposed Peer Evaluation - submitted by Leah Bolger. Approve or not.

Collins and Marx – Appropriate form, looks good. Not supporting criticisms and judgments of each other, doesn't account for outside stresses. Better to bring it up for discussion in person.

Greenlee – Would be a useful self-evaluation.

Bolger – Self-evaluation came up in January Board Meeting survey. If it's important how else do we do it? Possibly returning members, trial run. Motion to postpone, passed by consent.

Roll call for quorum taken at 1815 – Adams, Marx, Bolger, King, Collins, and Greenlee present (insufficient for quorum). Remainder of agenda to be addressed in additional board call time and date TBA.

Adjourned: 1820 PST

DRAFT

VFP Board Conference Call
March 21, 2011

6:10 setting agenda

ED Report
ED to update guidestar

Convention Report
going as planned

Nicklesville Report
no longer connected with VFP

Treasurer Report
budget loss

Board call report
not getting done

Approve Appendix 1
passes

Approve Appendix 3
passes

Approve Appendix 4
passes

Approve App 5
Bill to reform

Approve App 6
passes

Approve App 7
dropping 1B
3rd paragraph dropped
last line dropped
passes

Approve App 8
failed

Severance policy Report

Membership Report

Sensitivity and Strategic Board Training

Statements on current events

Motion to Adjourn 8:30

VFP Board Meeting Minutes – Nashville, TN April 16-17, 2011

Present: Elliott Adams, Leah Bolger, Bill Collins, Darcella Craven, Cherie Eichholz, Mike Ferner, Nate Goldshlag, Rosemary Greenlee, Will Hopkins, Joey King, Dennis Lane, Gene Marx, Hart Vigas, and Nate Wildermuth

Guests: Nashville VFP-89 Members

April 16, 2011

Call to order: 0830

1. Agenda review: Additions/deletions
2. Policy on Minutes
3. Appoint Secretary
4. Statement of Purpose read.
5. ED Report
5. **Treasurer Report – Nate Goldshlag**
6. **Executive Summary** (Motion to change Executive “Summary” to “Strategic Plan” and nomenclature “Strategy” to “Section” – passed.)

A. Review of **Strategic Plan – Strategy 8** begins with proposal to move two strategy items to *Strategy 7*, Communications: “Write an official position statement...” and “Establish a media team...”; and one *Strategy 8* tactics item, “Develop a speakers bureau...” to be moved to *Strategy 7, National Projects - Tactics*.

Motion to move the rest of *Strategy 8, Actions/Civil Disobedience* to *Strategy 7* passed.

Motion made to retain Strategic Plan nomenclature *Strategy* vice *Sections*. Passed 4-3, 4 abstentions.

VFP-Action discussed, i.e. where does it fall in this document; can be implemented later under – possibly under “Create management team”.

Motion made to change all references to “CD” in Strategic Plan to “CD/CR”. Passed – Unanimous.

Discussion: Under *Strategy 8 – Goals*, “Create four National Actions...” is too specific. “Motion to change/combine wording of both *Strategy 8 – Goals* to: In conjunction with other organizations, participate in periodic national actions/civil disobedience.” Passed – Unanimous.

Discussion: Setting budgetary priorities not appropriate to reviewing this document (Strategic Plan).

Motion made to add “Train VFP members in active non-violent resistance” to *Strategy 8 – Tactics*, and elsewhere in the document when needed. Passed – Unanimous.

Motion made to remove “Create a National Action/Civil Disobedience calendar.” Passed – Unanimous.

B. Strategic Plan – Strategy 7 Review began with a general discussion of National Projects nomenclature vs Campaigns; in this draft there is confusion on whether a campaign/project like “The True Cost of War” is a stand-alone strategy in the Strategic Plan.

Strategy 7 – Goal/s changed, without opposition, to read “Create national projects and campaigns which support the mission statement of Veterans For Peace.”

Motion to change title of strategy to *National Projects, Campaigns/Actions* passed without objection.

Adjourned for Lunch: 11:30

Call to order: 1:15

7. Convention Registration Fee Discounts

Motion to approve thirty (30) half price registrations for VFP members on a first-come/first-served basis, per year. Passed – Unanimous.

Motion to lower registration rate by 25% for MFSO military spouses. Passed – Unanimous.

8. Convention Report

Dennis Lane updated Board on status of the Convention planning. Becky Luening and Marion Ward are 2-3 months ahead of where we were last year; offered to help them with fund raising.

Dan Shea advises that collaboration with other groups going well – PCASC (video and fund-raising opportunity), and PSR (VFP will march with them on Aug 8 to commemorate Nagasaki and Hiroshima; should get a lot of press.) Veteran art show at PSU gallery – good press from larger community turnout and donation opportunity.

ED reports plenty of workshops, probably 20-30 more than needed. Convention website should be active this week, was waiting on the finalization of \$200 registration fee. ED has been worked out and will send it to Board.

Mike Ferner has gotten very positive feedback on open mike Speakout, Board participation important.

Discussion on resolution deadlines, moving them up or not. Too late to do it this year. Motion to change deadlines (Policy Book, Appendix 3): Resolutions must be received by the resolution committee 60 days prior to start of convention, 55-40 days prior to start of convention submissions will be considered (no promises). Passed – Unanimous.

9. Policy Governance

Action piece contents by ExCom resulting from Ed Higgin's January Board survey will be researched and followed up on by Elliott Adams.

10. Strategic Plan Review continued

Strategies 9 and 10

Motion to eliminate *Strategy 10 – Ensure Appropriate Information Management and Reporting* (primarily staff functions). Passed – Unanimous.

Strategy 9 – Working Groups discussion (pro and cons, Board and chapter buy-in, purpose, number of groups etc). Consensus is that *Working Groups* is not a stand-alone strategy and the number of groups should be reviewed periodically.

Motion to move the rest of *Strategy 9, Working Groups* to *Strategy 7 and change title to Strategy 7 - National Projects, Campaigns/Actions, and Working Groups* passed without objection.

Strategy 1- Development

ED agreed to revise references to *True Costs of War* in document as discussed earlier.

Hiring development assistant/s is ED decision and should be considered, but should be removed from document as strategy.

Rewording Strategy description, i.e. "Launch and maintain various strategies to advance VFP mission statement, " to be considered by ED.

Motion for review of all references of *VFP 25th Anniversary* and *True Costs of War* by ED. Passed – Unanimous.

Strategy 2 – Public Relations/Media

Discussion of feasibility of *Goals* as listed. Suggestions included direct solicitation of Progressive hosts (i.e. Common Dreams, with posts/by-lines), importance of social media (Twitter, Facebook, possible workshop at convention etc).

Motion to amend *Goals* item by dropping the phrase "Grow area chapters" and reword this item as "Expanding VFP sphere of influence in international arena." Passed – Unanimous.

Motion to move "VFP mentoring" to *Strategy 7* passed with no objections.

Motion to remove all *PR* items/bullets under *Strategy* passed without objections.

Motion to move goal "Grow area chapters" to *Strategy 6 – Membership/Volunteers* passed without objection.

Under *Strategy*, add "Assist local chapters with local PR." Passed – Unanimous.

Motion to add "Develop speakers bureau" to *Strategy 2 - Community Outreach*. Passed- Unanimous.

Motion to add "Electronic media/news letters" as own *Tactic* passed without objection.

Strategy 3 – Convention

Under *Goals*:

Motion to add "Maximize membership participation." Passed – Unanimous.

Motion to add "Inspire members, allies, and community participation." Passed – Unanimous.

11. Director Nomination Advisory and Questionnaire

Discussion on possible new nomination procedures and expenses.

Motion to move Policy Book "Expectations" section to Nomination Advisory. Passed – Unanimous.

Motion to add "Tax Deductible" and move to Policy Book, page 6. Passed – Unanimous.

Motion made to move "Expenses" from Advisory to Policy Book. Passed – Unanimous.

Motion made to use Questionnaire questions in addition to 250 words for election ballot. Candidates will complete Questionnaire and 250-word statement with Questionnaire questions and answers being made available to membership. Passed – Unanimous.

Motion to refer political questions and process for their use - including actual questions, number, scheduling, and length - to an ad hoc committee composed of Leah Bolger - Chair, Nate Goldshlag, Joey King, and Dan Shea. Passed – 10-2.

Political Questions Ad hoc Committee will report back to Board on process in two weeks.

12. Remarks from ED. Pivotal to the next 25 years is VFP having a sense of who we are and how to move ahead.

13. Items to Clear from April 17 Agenda

A. Conflict of Interest Policy

Motion to amend policy document to read "Board members and officers shall be required to sign the *Conflict of Interest Disclosure Form* upon election and annually each January for the duration of the term." Passed – Unanimous.

Motion to approve Conflict of Interest Policy as amended. Passed – Unanimous.

ED will amend policy with changes to be signed April 17.

B. Nickelsville

Resolution of issue to be determined by Elliott Adams, as Board President; the consensus of the Board is that the President can handle this issue at his discretion.

C. 2012 Convention – Miami is front-runner. ED will follow-up.

D. Discipline Policy

Combined work of Personnel Committee, started out as Severance Policy and ended up as *Discipline Procedures*, which seemed more appropriate, contains stages leading to termination, but does not deal with severance pay. Requires further discussion

E. Meeting in Chicago regarding October 7th Action

Summary provided by Elliott Adams. Attended by ED and President, met with VFP, IVAW, Citizen Soldier etc to determine if military family could come up with plan for action – worked on draft proposal. Theme of action “Right to Heal, Bring them Home Now” – deny military use of soldiers with PTSD. Needs further discussion by Board before VFP support is given.

Discussion of “Right to Heal” as message – pros and cons, endorse or not, VFP resources?

Motion to table until Board knows more about the action. Passed – Unanimous.

Adjourned: 1900

April 17, 2011

Call to Order: 0830

1. Sexual Harassment/Sensitivity Workshop

Discussion centered on the prominence of sexual harassment in VFP; education of membership.

2. Membership Report

Details from April 16th Membership Committee Report - Discussion by Marx, Nate Wildermuth, and ED Lane. Recommendation – If finances are available, providing expanded outreach and chapter training should be one of our highest priorities to encourage recruitment and retention.

ED: Twelve new potential VFP chapters; Email Blast netted 8 emails from members wanting more information about forming chapters.

Board needs of run rate in Monthly Membership Report; e.g. VFP has netted about 130 members since June, if we omit Donors; are we losing or gaining members every month. Membership will work on making run rate available monthly.

3. Minutes of 2/21 and 3/21/2011

Motion to approve minutes of 2/21 passed without objection.

Minutes of 2/21 and 3/21 to be revisited and revised for next call; Gene Marx and Darcella Craven will collaborate.

4. Discipline Policy

Procedures grew out of committee work, Gerri Haynes was lead. Proposal revised by Bill Collins and Cherie Eichholz. Poor performance not addressed; procedures from Darcella Craven's Termination Policy example dealing with poor performance could be moved to *Discipline Policy*.

Discussion: Option of suspension should be considered; personnel committee staying away from ED personnel actions; criteria for performance; opportunity to improve; whistleblower policy etc.

Motion to refer discussion recommendations back to personnel committee. Passed – Unanimous.

5. Howard Zinn Fund

First draft for fund dispersal has been circulated with Zinn Fund ad hoc committee; development committee will not be used for this issue. Motion to move agenda to next item passed without objection.

6. Monthly Fundraising Board Calls

Nate Goldshlag to provide names for Board members for May; to see how it goes.

Secretary departs at 1200; requests minutes to be taken by another Board member.

DRAFT

VFP Board Call Meeting Minutes
May 16, 2011

Present: Elliott Adams, Leah Bolger, Bill Collins, Darcella Craven, Cherie Eichholz, Mike Ferner, Nate Goldshlag, Rosemary Greenlee, Will Hopkins, Dennis Lane, Gene Marx, and Dan Shea

Absent: Joey King and Hart Vigas

Call to order: 1610 PST

1. Agenda review: Used ED submitted agenda.

2. Approval of Minutes

Reconstruction of January (Albuquerque) and February Call minutes discussed with decision made to only redo February's. No objections.

Approval of March Board Call minutes, with corrections and additions, to be delayed until June 6. No objection.

Vote taken to avoid posting of minutes to website until approved. Unanimous.

Current draft of March minutes only will remain on site until approval. No objections.

3. President's Report – Elliott Adams

Recap of Elliott trip/visits agenda presented to Board – Gaza presentations, five chapter meetings, PSR meeting and speech, interviews.

Mike Ferner proposed conference call with local chapters' leadership and VFP National.

Elliott made charter presentation to new Des Moines chapter.

4. ED Report – Dennis Lane

Dennis recapped recent NYC meeting with SEIU and the local SEIU 1199 leadership, follow-up meeting to occur with 40 members willing to discuss option of organizing new chapters and Peace Economy alliance with VFP; main contact Ramon Ramirez; composition of potential new chapters to be discussed later.

Discussion of possible public collaboration – regions involved, future grant, national resolution and possible National SEI announcement query; possible grant from 1199 and SEIU International (Virginia Rodino is contact); meetings with Linda Bell of Jane Adams Peace Ass'n, IVAW, Bill Ayers of Why Hunger, Yoko Ono's lawyer.

BBB status – Working with accountant that could work on a report that should satisfy BBB (cost additional \$500); internet security addition to website from eTapestry.

Other developments - Direct mailer going out Tuesday, May 17, Memorial Day mailing, numbers on bookmark changed; telemarketing meeting with Empower on Thursday, May 19; \$1,000 donation to Zinn Fund (part of \$5,000 pledge); \$40,000 to planned giving from legacy donor. Leah Bolger suggests Woody Powell involvement; ED will contact Woody.

5. Treasurer Report – Nate Goldshlag

Discussion of April spreadsheet – Convention budget, expenses year-to-date, salary impact, no major donors for year, printing costs inquiry by Leah.

Mike advises *Special Projects* nomenclature needs to be changed, now *National Projects*, as per new Policy Manual amendment; requested major donor clarification (\$500 or more) and Lifetime Membership numbers.

6. Membership Report – Gene Marx

Dallas Chapter collaboration call with POC; waiting for feedback from May 13th eMail blast; Sacramento chapter (VFP-87 issues).

Elliott mentions possible PSR chapter involvement; still interest in lapsed member call-out (Nate, Gene, and Jeanette will follow-up).

Lane Anderson wanted to approach Board at Portland Convention on Philippine chapter, but there will be opportunities to get recognized during convention.

7. Position Statements - Will be considered off-call; no objections from Will Hopkins and Gene

8. Personnel Committee Report – Bill Collins

Termination Separation Policy needs to be revamped possibly by next Board Call.

9. Convention Committee Report – Dennis Lane

Workshops are scheduled; Blasé Bonpane to contribute book; Kathy Kelly OK; IVAW on speak out with VFP; will check on status of Convention website.

Nate advises that budget for entertainment too high; ads and registration needs to be pushed up.

Dan Shea reported on Veterans Art Show and his contact with Vietnam Vet Museum in Chicago (artists might support us); logo status, Becky and Dan working on design (ED advises Becky working with Dan Ellis).

Newsletter to be pushed to middle of June to support Convention; SEIU should be contacted.

Miami 2012 Convention inquiry from Bill Collins – ED advises nothing new, but will follow-up.

10. Board Candidate Questionnaire – Leah Bolger

Need recommendations, one positive response; need eight candidates.

Dan, Cherie, and Mike suggestions – appeal to local chapter leadership, include Jeanette McDermott in outreach and include description of Board work; pool of possible candidates may exist from when Nate Goldshlag was appointed.

Motion for Call for Nominees, with description, to chapter leadership (Questionnaire later). Passes; no objections.

11. Strategic Plan – Waiting on revised clean-up version from ED.

Mike will write up two or three pilot organizing campaign items, approved in October, to be included; no ad hoc committee needed for review, already reviewed by Board (Dan).

Dan advises Board should receive clean-up version; ED can provide in two weeks; Board will review for further consideration. No objections.

12. Board Evaluation Survey – Gene will receive survey results by June 1 and provide anonymous feedback. No objections.

Joey King enters call.

13. Israel-Palestine Working Group - Discussion of decorum issues among group members and the feasibility, or not, to enforce decorum rules; group needs to focus on supporting Palestinian rights. Leah advises no other group are polarized like the IP Working Group; suggests renaming group Palestine Working Group.

Motion to change name to Palestine Working Group with no actions to be taken on decorum issues passes; no objections. Leah will notify group.

Adjourned: 1822 PST

Gene Marx, Secretary

VFP Board Call Meeting Minutes
June 20, 2011

Present: Elliott Adams, Leah Bolger, Bill Collins, Cherie Eichholz, Nate Goldshlag, Will Hopkins, Gene Marx, Michael T. McPhearson and Dan Shea

Absent: Mike Ferner, Joey King and Hart Vigas

Call to order: 1604 PDT

1. Agenda review: Used President submitted agenda.

2. New Board Member Appointments – Elliott Adams

Motion to appoint Michael T. McPhearson to replace Mike Ferner during Ferner's Interim ED assignment; passed with no objections.

Discussion of Adrienne Kinne's eligibility for Board, including appointment vs. election candidate; moved and seconded to appoint.

Motion for President to approach IVAW Adrienne Kinne with offer of appointment to Board; passed with one objection.

3. Treasurer Report – Nate Goldshlag

Review of May spreadsheet – Dues running \$9,300 below budget, with dues tending to come in at year's end, so this might not be a concern; donations nearly \$13,000 below budget (major donors, grants, foundations, membership significantly under budget); other revenues and expenses breaking even, but concerned about Convention expenses which show up in August.

Income minus operations - \$20,000 above budgeted loss of \$37,000 (\$17,000 in the hole); end of year salary expense of \$6,500 and Convention costs could dramatically affect budget.

Request for Elliott and Mike to oversee Convention budget; Dan Shea updates on Convention ads, contributions and fundraising efforts.

4. Membership Report – Gene Marx

Membership By-Law Resolution submitted (for a later discussion), project with Jeanette McDermott; conference call scheduled with Dallas VFP POC this week to re-energize that chapter as well as other chapters; VFP-72's effort to restrict member from chapter activities resolved after Membership Committee's intervention; and Ed Flaherty from VFP-163 will likely join Membership Committee.

5. Executive Director (ED) vs. Development Director (DD) Proposal

With no formal proposal recommendation, discussion included clarification of ExCom proposal presented to Board; advantages/disadvantages to ED or DD, part-time vs. full-time, in office or not; emphasis of job components.

Interim ED Mike Ferner joined call: 1648 PST

Additional discussion - DD and/or out-of-office model not supported by Nate, Will Hopkins, Michael T, or Dan Shea (office will need supervision); 3-tiered office structure model advantages/disadvantages; ED veteran status/requirement; and Mike Ferner feedback on staff functions/interaction (better, but leadership roles to be determined, with limited supervision a possibility).

Suggestion by Dan Shea to keep Interim ED on until ED or part-time DD hired; Bill Collins proposes to begin immediate search for part-time DD.

Motion to convene on a Board call in a week with additional proposals with numbers; moved and seconded, carried. Nate and Michael T will provide additional proposals.

- 6. Low Salary Staff Positions** – Nominal salary hires are questionable (accountability, qualifications etc – Nate and Leah); use part-time veterans or volunteers (Cherie). Issue tabled.

- 7. Strategic Plan**

Rather than lose momentum, time will be set aside to discuss it at Convention.

- 8. Development Committee**

Dan Shea will make contact with PSU development specialist contact; option of new committee chair discussed, Michael T and Nate will discuss privately.

Nate Goldshlag leaves call at 1801 PDT

- 9. Resolutions**

Board needs to see whole resolutions, rather than abridged *Be It Resolved* versions; resolutions should stand or fall on merit rather than style or author; names of authors and endorsers will be included with submitted resolutions. No objections from Board.

- 10. Boards That Make a Difference** discussion; President needed a sense of its utility to this Board.

- 11. Vice President Leah Bolger's Report to Board (Board candidates, UNAC, NPN)** – No questions. Bill Collins represented VFP at UNAC leadership meeting and will provide report.

12. Leah Bolger will guest on cable access program next week with Dan Shea.

13. Personnel Committee Report for next call to discuss Termination Policy requested by Bill Collins; will need to be revised if Board doesn't hire ED (Leah); Elliott needs to discuss Termination Policy further with Sandy Kelson, who has concerns, before it's presented to Board.

Motion to adjourn, no objections; next call day and time by poll, TBA.

Adjourned 1815 PDT

Gene Marx, Secretary

**VFP Board Call Meeting Minutes
July 18, 2011**

Present: Elliott Adams, Leah Bolger, Bill Collins, Cherie Eichholz, Nate Goldshlag, Will Hopkins, Adrienne Kinne, and Gene Marx

Absent: Mike Ferner, Joey King, Michael T. McPhearson, Dan Shea and Hart Viges

Call to order: 1603 PDT

1. Approval of Minutes from Previous Meetings – Gene Marx

Board Call/Meeting minutes from February 21 approved, with no objections.

Board call March 21 minutes approved 7-1, with one abstention.

Board meeting minutes April 16-17 approved, with no objections.

Board call minutes from May 16 approved, with no objections.

Board call minutes from June 20 approved, with no objections.

Approval of June 25 minutes deferred.

2. Treasurer's Report – Nate Goldshlag

Report deferred until Convention; possible \$3,000 Convention surplus reported in email from Marion. VFP Treasurer should be involved in Convention committee from now on.

3. Bylaw Changes

Proposal to amend Article V, Section 2 of the VFP Bylaws – Directors must have been full members, in good standing, for at least two (2) years prior to taking office.

Discussion – Excellent candidates with less than two years in VFP; there's a problem with people just joining VFP so they could be Board members; mixed luck with BoD members with less than two years in Organization, but we need the flexibility.

Motion to reject carried unanimously. Rationale – Good BoD members selected recently with less than two years in VFP.

Proposal to amend Article XII, Section 1 of the VFP Bylaws – Special regional circumstances may allow for a charter for a local chapter being granted by a petition of five (5) Full Members in a state, if approved by the Board of Directors.

Motion to approve, with the stipulation that the ten member requirement would be an undo imposition (i.e. low population, widely scattered members etc), passed unanimously.

4. Resolutions

Resolution 2011-1 – Veterans National Recovery Center Support

Motion to approve, seconded.

Discussion: VNRC doesn't have non-profit status, would prefer not endorsing it (Leah); according to VNRC Facebook page, the Knoxville VNRC wasn't selected (Gene); some non-profits get 501 (c)(3) status through fiscal sponsors, and you would list them while applying (Bill); supporting an unknown group is a problem (Nate).

On vote to approve, 2011-1 failed unanimously.

Rationale - VNRC does not have 501 (c)(3) status and Knoxville was not selected as recovery center.

Resolution 2011-2 – US Military Budget Resolution

Motion to approve, seconded.

Discussion: Cut in spending doesn't deal with domestic issues like healthcare, jobs etc (Nate); already a campaign to cut 25% of military budget (Will).

On vote to approve, 2011-2 failed unanimously.

Rationale – Funding to go to other countries and there is already an effective 25% campaign.

Resolution 2011-3 – Abolition of Corporate Personhood

Motion to approve, seconded.

No discussion; on vote to approve, 2011-3 failed unanimously.

Rationale – VFP already supports *Move to Amend* campaign.

Resolution 2011-4 – Abolishment of Nuclear Power Plants

Motion to approve, seconded.

Discussion: Connection between nuclear power plants and nuclear weapons, a VFP Statement of Purpose issue (Leah).

On vote to approve, 2011-4 passes unanimously.

Rationale – Abolishment of nuclear weapons link from VFP Statement of Purpose.

Resolution 2011-5 – Abolition of Nuclear Weapons by the Year 2020

Motion to approve, seconded.

Discussion: *Mayors for Peace Vision 2020* is campaign to get rid of nuclear weapons and worth supporting (Cherie and Leah).

On vote to approve, 2011-5 passes unanimously.

Rationale – Part of VFP Statement of Purpose.

Resolution 2011-6 – Supporting Democracy, Equality, and Peace in Palestine; Resolution 2014–14 – Support of Palestinian Rights Under International Law; and Resolution 2016–16 – Israeli-Palestinian Peace

Discussion: Mutually exclusive, must pass one of the three (Elliott); Michele Kinucan and VFP-92 submitted 2011-6 but Palestine WG did not approve it and drafted 2011-14, receiving majority of support from WG (Leah); 2011-16 submitted on last day by Ed McCarthy and did not receive much support from WG (Leah).

VFP already has a two-state solution on the books, and 2011-14 would help us back away from that, worth supporting (Bill); 2011-14 would supersede previous Palestine resolutions, well-written (Nate).

Motion to approve, 2011-14 passes unanimously.

Motion to approve, 2011-6 fails unanimously.

Motion to approve, 2011-16 fails unanimously.

Rationale – VFP Board feels we should not be deciding for them, whether or not it's a one-state or two-state solution, and stick with international law moving toward peace.

Resolution 2011-7 – Impeachment of President Barack H. Obama for War Crimes

Motion to approve, seconded.

Discussion: Three years in a row, initially Board was uncertain, but now Obama has given full measure of reasons to support impeachment (Bill); Obama is clearly as culpable as Bush and Board needs to be consistent (Leah); Obama worse than Bush, smarter and more deliberate, support resolution (Gene); idea that's time has come, we should support it (Will); previously would have put VFP in company with Tea Party (Elliott).

On vote to approve, 2011-7 passes unanimously.

Rationale – Consistent with VFP's Bush impeachment resolution.

Mike Ferner joins call – 1658 PDT

Resolution 2011-8 – US Dumping of Toxic Chemicals in South Korea

Mike Ferner leaves call due to poor phone connection – 1704 PDT

Motion to approve, seconded.

Discussion: Board would encourage Korea and Agent Orange WGs to collaborate on this issues; self-evident.

On vote to approve, 2011-8 passes unanimously.

Rationale – US has no business dumping toxic chemicals in any country.

Resolution 2011-9 – Reuniting Ireland

Motion to approve, seconded.

Discussion: Can't find city of Portland resolution, and the Irish Echo's reference to VFP's support can't be found (Leah); similar to Palestinian reunification issue, but don't know if that's the best solution, beyond VFP expertise (Bill).

On vote to approve, 2011-9 fails unanimously.

Rationale – Reunification details beyond Board's expertise, it should be left up to UK and Ireland; comfortable calling for peace but not in interfering in internal affairs of other nations.

Resolution 2011-10 – Conducting a Study Concerning the Relocation of the National VFP Office to Washington, DC

Motion to approve, seconded.

Discussion: Enough turmoil now with DD hiring and staff, and VFP is not about lobbying, would take a lot of time (Nate); there a lot of reasons to be in a media center like DC, but we have to get more solid in our finances and directorship (Bill).

We should be discussing approving the resolution to do the study, and if the membership votes for this, the Board should do it (Leah); Board should be considering other options/cities besides DC (Adrienne).

On vote to approve, 2011-10 fails 7-1.

Rationale – Premature, other problems to deal with (finances and staff); and resolution only specifies one city.

Resolution 2010-11 – Support Red Por La Laz Y La Justica (Network for Peace and Justice)

Motion to approve, seconded.

Discussion: Typos “2010” and “La Laz”; can’t support group when we can’t find any information on it (Nate, Leah); ask submitter for more information (Bill); no English version (Nate).

Motion to table until Board gets more information, passes unanimously. Nate will follow-up.

Resolution 2011-12 – Depleted Uranium Suppressed Study

Motion to approve, seconded.

Discussion: Resolution Committee should have researched study, encourage DU WG to follow-up, supports (Leah); this fine-tunes previous resolutions on DU, should support it (Gene).

On vote to approve, 2011-12 passes unanimously.

Rationale – VFP has supported DU resolutions in the past, and this resolution takes issue one step further providing details to screening we have asked for before.

Resolution 2011-13 – Support for Afghan National Solidarity Program Concurrent with US Troop Withdrawal

Motion to approve, seconded.

Discussion: Resolution said it was redundant, so how is it different (Leah); not as broad, existing resolution stronger (Elliott); not familiar with National Solidarity Program (Bill); working with World Bank a problem (Leah, Nate); Board should vote on it, we're in good shape with our rationale (Gene).

Motion to table (Nate), no second.

On vote to approve, 2011-13 fails unanimously.

Rationale – Serious reservations about working with World Bank, and unclear on what NSP is when resolution calls for supporting that project.

Resolution 2011-15 – Clinical Research on the Consequences of Inhaling Depleted Uranium Dust

Motion to approve, seconded.

Discussion: Resolution doesn't mention Iraqis that are suffering but could use this resolution to push stronger measures (Leah); VFP has other measures, this resolution is OK (Nate).

On vote to approve, 2011-15 passes unanimously.

Rationale – Resolution furthers what VFP has already supported related to DU, and strengthens the case against the use of depleted uranium.

5. Nominations Status – Leah Bolger

- Seven candidates running for the Board – Doug Rawlings, Tarak Kauff, Camilo Mejia, Will Thomas, Bert Thompson, Ron Dexter, and Leah Bolger. Ethan McCord hasn't turned in questionnaire; four Board positions.

Discussion: How do we get questionnaires to the rest of the members? VFP Forum not supported, but it's the only way that everybody can participate. Need to determine how we are going to present questionnaires – website – and what is vehicle to have dialogue with candidates (Leah); people aren't going to go to Forum (Nate); advantage to Forum is only VFP members can access it and thread stays there.

Link to questionnaires should be available (Leah); should promote Forum so people will use it (Elliott); temporary Yahoo group a possibility (Nate); put out a link to all the candidates with an email address (Leah); listserv does not have to be moderated but people have to join it, and documents shouldn't be public through website (Nate); private pages with links (Nate); email address on private page is the least time-consuming (Gene); outreach through e-blast, biz, vfp-all.

- Motion by Nate to create listserv for people who would want to reach candidates, and also website page posting name, photo, and link to questionnaire answers and email address, passes unanimously.
- Last month's minutes mentions offering Adrienne an appointment, with remaining vacancy to be filled by Matt Southworth pending confirmation from Southworth (Leah); minutes wrong, thought there was an email sent out to vote on it (Elliott). Elliott will call Matt, appoint him, and get back to Board for a vote; had consensus but needed vote (Elliott). Minutes to be corrected by removing Southworth to fill vacancy.

5. Termination Policy – Bill Collins

Letter from Dennis Lane said we did not follow our termination policy, when it was not in effect at the time. Policy to be deferred, Sandy Kelson feels policy much too detailed, almost impossible to follow it to the letter. Elliott will provide recommendations from Sandy to personnel committee.

6. Strategic Plan – Elliott Adams

Dennis Lane didn't make necessary modifications. Board should make time during next face to face; put on Convention agenda.

Scheduled 2-hour development program for Portland meeting called Board Boot Camp by Map for Non-profits.

7. Peer Evaluations

Not productive, too critical. Motion to drop, no objections.

8. Development Committee

Discussion: Committee members didn't seem that interested; the couple of calls we had they didn't take part (Nate); pitch committee membership at Convention (Leah); need vision for Development Committee (Nate); experienced people needed, experienced with VFP (Elliott); Virginia Rodino, Ken Mayers, Doug Zachary, P-Mac others on committee (Nate); need assessment of skill sets from committee (Elliott) .

Joey King joins call – 1815 PDT

Development Committee is specialized, a new Development Director would lay out functions (Bill). Nate will contact development committee members to assess skill sets and see where we stand (request from Elliott). Defer any action on Committee until we hire DD, assess current committee, and hear from Dan Shea's development specialist associate.

9. Time of Board Calls

Consensus for 8 to 10 PM on East Coast. No objection for Sundays.

Change to 8 to 10 PM EDT on third Monday of month, no objections.

Motion to adjourn with ExCom staying on call, no objections.

Adjourned at 1421 PDT.

Gene Marx, Secretary

**VFP Board Meeting Minutes – Portland, OR
August 3-4, 2011**

Present: Elliott Adams, Leah Bolger, Bill Collins, Cherie Eichholz, Mike Ferner, Nate Goldschlag, Will Hopkins, Adrienne Kinne, Gene Marx, Michael T. McPhearson and Dan Shea

Absent: Joey King and Hart Vigés

Guests: VFP-72 and VFP Convention Attendees

August 3, 2011

Call to order: 0823 PST

1. Statement of Purpose read
2. **Agenda review:** Additions/deletions

Version 4 modified and approved.

3. **Matt Southworth** - appointment

Motion to approve passed - unanimous.

4. **Approval of Minutes** - July 18, 2011

Motion to approve passed – unanimous.

5. **Treasurer’s Report – Nate Goldschlag**

Assets have declined, do not include convention expenses, VFP is losing money; dues above budget, donations below; net revenue expenses skewed by Convention.

Discussion: Total donations provided on this report – members, grants, foundations; risk of doing worse than budgeted loss; Convention budgeted to be break-even; YTD numbers; trend is actual loss. Renewals mostly above budget and total dues \$5,000 above budget; no major donors and Hollywood party qualified success; zero grants and foundations. Members are providing almost all of VFP income.

Need to rely on Development Director (Leah); grants and foundations important, but not good to rely on them (Adrienne); overall expenses lower than budget, reasonable; Zinn Fund does not go to the bottom line, special project (Nate).

6. **Interim ED Report – Mike Ferner**

Updates - Zinn Fund (Michael chairing Zinn committee dealing with distribution of principal; draft policy by next Board call); will spend more to post for Development

Director, 17 applications so far (Leah); volunteer Caitlin Fleck has been an asset, drafted an intern policy.

Additional updates - Website is a test site at this point; grants and foundations (Credo etc); SEIU interested in collaborating; grassroots organizing campaign with chapter training a good fit and important (going to Ashville next month to kick off campaign. Significant revenue needed to preserve reserve fund – using it at a clip of 30-40 K/year.

Grants? (Nate) – Nothing firm, i.e. Ben and Jerry; need something tangible to present before approaching foundations; NYC party? (Cherie) - Nothing to the NYC party, have made contact with Ono attorney; fundraisers invited? (Dan) – Board development topic.

Suggest getting in touch with major donors (Nate) – Within 10 days of Convention Mike will have modest plan for contacting major donors; wait for DD? (Will) – There are long-standing supporters that should be contacted.

Have to start utilizing remote technology (Nate) – First week after Convention, told staff – 10 or 11 hour bus trips are taking toll.

Possibly approach authors for percentage (Dan); don't want to accumulate inventory (Michael/Cherie).

Executive session: 0950 PST

Motion to adjourn Executive Session passed – unanimous.

Executive session adjourned: 1005 PST

7. Report on 2011 Convention – Mike Ferner

Chip Hamilton from Miami will be available in Portland to brief us on that location for the next convention.

Registration for Convention? (Leah) – 162-231 as of a couple of days ago (Mike/Dan), expecting 300; IVAW pays to VFP direct costs (meals etc).

8. General Membership Voting Policy - Amendments to be put before Veteran Membership

Motion to approve amendments as submitted by Elliott passed – unanimous.

Motion to approve amendment that requires speakers for a resolution and speakers against a resolution have an opportunity to speak before debate can be cut off; no cloture vote can be taken until a member for each side has spoken – passed with 1 abstention.

9. **Board Candidates** - Leah

Seven candidates for four positions – Doug Rawlings, Will Thomas, Tarak Kauff, Ron Dexter, Bert Thompson, Camillo Mejia and Leah Bolger (Camillo is behind on dues).

10. **Resolutions**

Motion to approve Resolution 2011-11 - Supporting Red Por La Paz y La Justicia (Network for Peace and Justice) in Mexico – passed – unanimous.

Mike acknowledges work of members of Resolution Committee.

Break: 1030 PDT

Call to order: 1045 PDT

11. **Development Director Hiring Status Report** - Leah

Seventeen (17) applicants, with Leah rating eight (8) with a 1 or 1.5 rating, some exceptional applicants, quality people.

Discussion: Posted where, Chronicle of Philanthropy? (Cherie) Also The Rome Group, Idealist.org...not on Monster or LinkedIn yet, might not have to (Leah). The kind of people we're looking for would likely be found on CP, RG, or Idealist anyway (Cheri).

12. **Consider Rescinding Decision to Hire a Part Time DD** - Nate

Discussion included the idea that not enough time was spent reaching this decision by BoD and 4-3 vote (Nate); should hire ED first to solidify situation, take care of staff later (Adrienne); have to be clear on what the DD will do so we can hire an ED, we're at least flexible with Mike as interim ED, BoD needs to be more involved (Michael); experimented long enough with ED looking for money, need to do something different, DD decision controversial but good one (Bill).

Additional discussion: Consulting firm option (Leah); need money to accomplish major focus, ending war (Dan); DD will need time and punts issue, need ED to hire DD (Nate); VFP's in crunch mode, think out of the box with DD, ED off site and still working on fundraising won't work (Gene); would commit to six months as interim to get this done, we need to be clear on strategic process and articulate vision (Mike); Nate's position good idea, but to bundle qualities of a good ED and DD asking a lot, BoD left options open, part time DD probably enough to get us moving (Elliott); need a DD, but need time-line contract (Cherie); in six months we'll need part time ED, and Skype now (Nate); need ED to cultivate relationships (Adrienne); no EDs come in with staff, and they get bogged down, leaning toward DD (Michael); lot of time went into decision to hire DD, should look at considering full time staffers (Leah); considered all points, went through all four proposals, DD will bring clientele (Dan); rescinding would set us back (Will).

Motion to rescind decision to hire DD (Nate) fails 12-1.

13. Membership Committee Report – Gene Marx

Old business: AM Ad Hoc Committee has been meeting on 2010 Voting By-Law change, leading to AM Caucus this week; Madison VFP-25 issue settled, local by-laws amended establishing 75-25 full member/associate ratio; lapsed memberships will be tackled with March Forth campaign after Convention, starting with 15 largest chapters; VFP-92 reimbursing members for attending still in dispute and work in progress re 501 ©(3) status.

New business: Twelve VFP chapters that had been going through the initial stages of the charter process in April, has dwindled to two; new by-law amendment allowing for charters to be granted by a petition of five full members will help; discussion of July membership report and trends; totals misleading because they include donors.

Discussion included: BoD needs to decide what they want to see in monthly reports (Michael); need to find out what happened with Empower calls (Nate); Mike should amend next report to not include donors (Elliott); the Veteran Members or AMs totals should indicate (in parentheses) how many are Life Time members (Elliott); BoD also needs a clarification of renewals vs. lapsed members, consistent numbers (Elliott).

Membership Committee has new member, Ed Flaherty of Iowa City, VFP-161.

14. Restructuring Convention Process - Elliott

Convention Committee will be meeting soon, within three weeks, radically revisiting model; i.e. speaker and entertainment committees will be permanent committees.

Discussion: Need to discuss whether or not we should have Convention in Miami, concerns (Bill).

Motion to discuss Bill Collin's Miami Convention concerns passes.

In 2010 VFP Convention was in tight community, didn't lose money, with the same sort of community in 2011, and if we lose money this year Miami would be a bigger risk. Miami is not the same type of community and we could lose a lot of money (Bill).

Discussion: Need to hear from Chip Sullivan (Nate); should wait for nets from 2011 Convention, need more information (Michael); don't have to make a decision now, but good to discuss it (Leah); make sure no contracts are signed before we discuss Miami (Gene); need to think about members, instead of bottom line (Cherie);

planning committee can give us funding info, BoD should wait to discuss (Dan); need to lay out info we need before we get into more substantive discussion (Bill).

Motion to discuss Miami Convention now fails 12-1.

Motion to discuss tomorrow after Chip Sullivan's briefing passed with 1 abstention.

Adjourn for lunch: 1215 PDT

Call to order: 1300 PDT

15. Working Group Program Report – Leah

Palestine Working Group working well; WG Program is not going as well as envisioned, to succeed BoD needs to call on groups – i.e. statements.

Palestine WG asked for National approval of September 15th UN action.

Motion to endorse UN September 15th action (Leah) passed unanimously.

16. October 6th Actions

Discussion included UFPJ's involvement in educational effort leading to October 7th forum and 10YAC's participation (Michael); VFP has not endorsed the Oct 7th forum (Leah).

The Oct 6th action is an organizational effort, with affinity groups and sustained civil resistance, promoting VFP support (with others) to occupy Freedom Plaza indefinitely – committee working on demands (Leah); not a substitute for organizing movement, it doesn't just happen, and VFP actions in DC led to this (Mike).

17. Strategic Plan

Discussion: Midwest Academy approach could be useful, might need to step back and start over on draft plan (Leah); still in disorganized format, need hard priorities set before we review – potential funder would be lost (Bill); this is an administrative plan, not strategic plan – mission statement isn't mentioned and it's too long (Michael); couldn't give this to a potential donor (Gene). Different process needed, but must go forward – a concern (Elliott).

Sense of Board was to move ahead and Michael led two hour discussion on Strategic Plan development.

Motion to continue with additional agenda items (Adrienne) passed, unanimous.

18. Fund Raising

Discussion included monthly calls, pushing quarterly donations – BoD participation lacking (Nate); need to focus on major donors, use member volunteers (Leah); monthly vs. quarterly, transaction cost (Dan/Mike); discussion should be how BoD raises money – need list of who we should be calling, to build relationships – 13 volunteers to call five people, and directors should call \$100 or more donors (Michael); email blast should work, can we get numbers on donors farther back (Gene); DD could work leads (Leah).

- Mike will come back with plan and process for Board to make return thank you calls on donations over \$100 and Board calls will continue (Elliott).
- Michael will coordinate membership volunteer committee, email blast – start with conference call.

Motion to adjourn passed, unanimous.

Adjourned: 1658 PDT

August 4, 2011

Call to order: 0815 PDT

19. **Late Resolution** – “Demand that Nobel Committee Revoke Barack Obama's Peace Prize” (Submitted by Dr. Todd Arkava and Joey King)

Motion to making an exception to the Policy Directive rule (Appendix 3, Section VII) regarding resolutions submitted after deadline, that is they must be “of sufficient impact” to be accepted, passed 11-1 with 1 abstention.

Discussion centered on advising the membership that the Board has not been enforcing this rule in the past, but this will be the last exception to the rule. Motion proposed to that effect, and that the Board will take it up at the business meeting, (Adrienne) passed – unanimous.

20. **Board Member “Boot Camp”** – Removed from agenda.

21. **UNAC (United National Anti-War Commission) Update** – Leah

22. **New Priorities Network Update** – Leah

23. **Democracy Convention Briefing** – Leah

24. **UFPJ (United For Peace and Justice)** – Michael

25. **Strategic Plan Development** – Facilitated by Michael

Discussion: Not everyone is on the same page; strategic plan must reach those who don't know us and strengthen our current work.

26. 2012 Convention Briefing – Chip Sullivan

27. Strategic Plan Development (continued) – Michael

Discussion included going back to each one of the goals, not talking about them as what we are doing, but what do we do with each to increase the awareness of the cost of war; not getting into specifics but program-type ideas; what do we need to do if we were starting fresh.

Motion (by Adrienne) to take a full day developing Strategic Plan at the next board meeting passed 7-0 with 2 abstentions.

28. Next Meeting (Miami)

Discussion included having meeting in DC due to Oct 6th action (Leah); Board's responsibility to review and audit (Bill, Michael); no need for full Board (Gene); list of concerns from Board for planners (Leah); committee from Board for accountability/responsibility (Michael); change date (Dan).

Motion to meet in Miami passed 7-2.

Motion to meet on October 28-30 passed 9-0.

Motion to adjourn passed unanimously.

Adjourned: 1018 PDT

Gene Marx, Secretary

VFP Board Call Meeting Minutes
September 19, 2011

Present: Elliott Adams, Leah Bolger, Bill Collins, Mike Ferner, Nate Goldshlag, Adrienne Kinne, Michael T. McPhearson, Gene Marx, Dan Shea and Matt Southworth

Absent: Cherie Eichholz, Will Hopkins, Joey King and Hart Vigés (hasn't responded to emails).

Call to order: 1601 PDT

- 1. Approval of Agenda, with addition of Treasurer's report** – Passed, no objections.
- 2. Approval of August 3 Minutes** – Passed, no objections.
- 3. ED Report** – Mike Ferner

Executive Session from 1607 to 1613 PDT

Discussion – A review of Jeanette McDermott's responsibilities during her 24-hour work week is being conducted, with input from the staff; individual Board members should contact ED with concerns.

Website work status – Shelly and Virginia are continuing to make progress, with no estimate on completion. There will be an opportunity to Beta test before it goes live.

ED will in Asheville, NC Wednesday-Sunday to work with Chapter 99 at Kim Carlyle's request on organizing a larger coalition of Progressives around the economics of the military and other VFP issues. Asheville Citizen Times editorial page editor contact provided by Bill.

ED's schedule worked out through October, and he'll submit it to Elliott and the ExCom (includes speaking engagements, two week at home with an intervening week at home, then transitioning into remoting from home).

The Membership calls need to happen, Virginia has made some – part-time position might be a consideration. Suggestion to wait until after DD hired (Leah); request for status on compliance with BBB (Leah) – no update at this time (Mike).

No update on Honorary/Advisory Board at this time (Mike). What type of people are we looking for, names (Dan); names have been discussed (Elliott); Honorary and Advisory Boards have been considered but need to get administrative items in order first (Leah). Mike will update by email prior to October meeting.

The Third Quarter appeal status (requested by Nate). The appeals are being printed today and will be going out in a couple of days (Mike); Fourth Quarter appeal should be gotten out early, possibly November, and we need to get big name to write the letter. ED would appreciate a short list of possibilities.

4. Treasurer's Report – Nate Goldschlag

Discussion – Bottom line numbers: Convention in the black; loss to date slightly better than budget (\$27 K); dues and donations below budget; expenses below budget; DD has to make more than salary. Fourth quarter revenue projections are unlikely to come in, but Bay Area donor left \$40 K in will.

5. Development Director Hiring – Leah Bolger and Michael T McPhearson

Eleven finalists received questionnaires, and it is now narrowed down to six who will receive phone interviews this week (questions prepared by Michael and Leah). Need to decide which Board members will conduct phone interviews; Michael and Leah suggested ED, Development Chair, President, and Personnel Chair. Also we will need to decide who will make the final selection.

Top two contenders are an applicant that lives in St Louis and a consultant; decision should be made whether or not to hire a consultant; recorded phone interviews or not.

No objections to phone interviews of six finalists or recording them.

No objections to ED, Development Chair, President, and Personnel Chair conducting the interviews. Leah as Search Chair should also be on call (Nate); ED, President, and Development Chair should be doing the talking (Michael).

No objections to ED, Development Chair, President, Search Chair (Leah) and Personnel Chair conducting interviews. Interviews should be scheduled this week; email availability. The rest of the Search Committee (Will Hopkins and Michael) will be included in the communications to discuss process.

Will reference checks be made (Dan)? References will be checked on final two or three, and we'll also be making inquiries of people applicants did not use as references (Leah/Michael).

Additional discussion included pros and cons of hiring a contractor; run it by Sandy Nelson for an opinion (Mike).

No objections to ED, Development Chair, President, Search Chair and Personnel Chair selecting the two (or three) finalists resulting from phone interviews.

No objections made to have the ED, Development Chair, President, Search Chair and Personnel Chair decide how many and who of these five will be conducting the in-person interview of the two (or three) finalists, and who will make the final decision on the hiree.

No objections to ED making offer to finalist.

Discussion of salary – Commensurate with experience and if benefits are needed (Leah); based on the former ED’s salary 32-38 K is too high (Nate); need to pick a “not to exceed number” (Mike); won’t be able to hire anyone good for less than \$32 K (Leah); in some organizations DD makes more than ED (Michael); 32-38 K is OK, make an offer and expect a counter-offer, know your limit but don’t lowball hiree; competitive wage for someone in peace work (Adrienne).

Motion made for \$32 – 38 K salary range and let people doing the interviews make the decision, passed unanimously.

6. Time of Board Calls

No objection to 8 pm Eastern (5 pm Pacific) for future Board calls.

7. October Board Meeting

Motion to meet for a long day on Saturday, and scheduling a get-together with chapter that evening passed 6-1, with 1 abstention.

Also there was no objection made to a hotel walk-through on Friday and working until 3 pm on Sunday.

8. Termination Policy

ExCom felt that it was better to wait until any possible litigation with former ED was concluded before finalizing Termination Policy, but that it was a Board decision.

Personnel Committee agrees with ExCom (Bill), and there was no objection made to delaying final policy.

9. War Voices

Discussion as to whether to fund War Voices with \$500, along with endorsement, or not: Efforts of allies like IAVW, MFSO etc. should be supported with funding; VFP can’t afford to fund, never has funded forums, and just heard that Convention is in the red with \$5 K in unpaid bills; opposed to funding, VFP wasn’t part of the planning; priority should be Oct 6th.

Motion made to fund War Voices with \$100, passed 6-2, with 1 abstention.

Objections made to put the issue before the VFP Membership.

Joey King joins call – 1818 PST

10. Emergency Labor Network Dec 3 Action – Mike

ELN will be calling for 1-day demonstrations at local federal buildings in opposition to recommendations of Super Committee on budget deficit; target would be to oppose raising retirement age and Medicare to 67. They'll be taking a look a projected turnout and AFL participation; if AFL leadership isn't interested ELN will go on their own. Coordinator Jerry Gordon wanted VFP endorsement.

Discussion included opposing DoD cuts that might include SOA (Joey); need to see something in writing first, but ELN needs to tie war economy into action (Nate); maybe this is an opportunity to connect the dots on war economy for them (Gene/Adrienne); ask ELN if they're connecting those dots (Dan); role of US Law (Michael). Law not getting out in front (Mike); **discuss on next ExCom call with more info (Nate). No objections.**

11. 10th Anniversary Statement – Board will issue statement.

12. SOA Report – Joey

SOA Watch on schedule, with parade permits issued, and no PVC pipe authorized this year. Elliott will discuss Florida court case on PVC issue off call.

13. Assisted/Hardship Rate for Associate Members

Discussion included AM value to Organization, some AMs most active members, and brochures ready to go to printer with new rate.

Motion to approve assisted rate of \$25 for Associate Members passed without objection.

Motion to adjourn, no objections.

Adjourned at 1824 PDT.

Gene Marx, Secretary

**VFP Board Meeting Minutes – Miami, FL
October 29-30, 2011**

Present: Elliott Adams, Leah Bolger, Bill Collins, Mike Ferner, Nate Goldshlag, Joey King, Adrienne Kinne, Gene Marx (by Skype), Michael T. McPhearson and Dan Shea

Absent: Cherie Eichholtz, Will Hopkins and Hart Vigas

Guests: VFP-32 members and guests.

October 29, 2011

Called to order: 0800 EDT

Finalize Sunday 30OCT11 agenda

Approval of the agenda: approved

Nate proposes we go into Executive Session.

Begin Executive Session

Elliot: Board will discuss and establish priorities for the ED, after Mike's report. Time allocated: 20 minutes.

End Executive Session

1. Enter Strategic Planning Discussion – Michael T. McPhearson

Michael's presentation:

BP:

- Responding to crisis ("what it's not" slide)
- Changing environments ("what it's not" slide)
- Mechanism for chapter input/buy-in ("Process" slide)
- List of key chapters and key chapter leaders, informal and chapter leaders ("Process" slide)
- Graph (example of process of change)

Key Points:

- Board must work between meetings to ensure success of strategic plan (creating Chapter buy-in).
- Priorities are coming out of what chapters are already doing

What's change look like? How do we make change?

- **Michael:** Board example
- **Matt:** Micro/macro, organic process and education vs. policy and process, inside/outside. Not mutually exclusive, where they overlap movement is most effective
- **Dan:** Veteran's voice is key

- **Adrian:** Counter the narrative of romanticism of war, patriotism.
- **Elliot:** Micro/Macro opposite, people have the power and drive Congress and the micro, etc.
- **Virginia:** New set of words: changing policy, changing conversation, changing structures
- **Leah:** We have to operate in multiple communities to work effectively
- **Joey:** Vets—authenticity and street credibility
- **Dan:** We can buck the system and question authority.
- **Nate:** Doesn't like Congress. Vet's special voice is we've been in War
- **Leah:** difference between electing people and affecting policy
- **Matt:** Vets for Peace offers a contradiction
- **Adrian:** Thinks congress is broken. Wants to get one voice but sees funneling of energy as a risk to the movement. Room for all but question on how to balance
- **Bill:** "Rent-a-Vet", speaker's bureau. You don't have to work on everything or work on something you don't feel comfortable working on.
- **Virginia:** Woody has talked about members who don't like to protest, want to know what else they can do. Cultural change needs to transfer to policy change.
- **Elliot:** Powerful to use our message, using the "rent a vet"; left a circle off the diagram—"the people".
- **Matt:** Congress is critically important, keeping govt accountable and responsive we have to engage, in our absence many "industries" are in the halls of Congress.
- **Michael:** I don't like to talk to Congress, but I did that. Marginal changes can have huge impact on certain people's lives.

Review VFP, Internal-SCOT+

Strengths

- Authentic grassroots base
- Mission Statement gains full voice
- Prom. Membership
- National footprint
- Dedicated membership
- Longevity
- UN NGO
- Stand for something, not just "against" something
- Diverse organizationally
- Respected organization
- Community/family
- Anti-authoritarian

Concerns/Challenges

- Old, white
- Left of center, don't reach out to the anti-war right or libertarians
- Small in numbers and shrinking
- Financial
- Connecting chapters/membership coordinators/staffing
- Don't reach effectively into the mainstream

- We don't convey all that we do well enough—ie “just activist org”
- Direction—so many issues without focus; new members don't have direction when they join.
- Limited—impressions of others, way we define ourselves
- People don't feel like they have a voice in the organization
- Focusing on parades/events, lack of depth and activism
- Excessively democratic and not at the same time
- Lack of strategic direction, planning events as ends in and of themselves, not a part of an overarching strategy or narrative.
- Lose sight of strategy

Opportunities

- Occupy movement
- Colleges and universities—organize, recruit new members
- Organize labor
- Elections—educations opportunity, using local events
- PR/Media – LTE, books, interviews, social media
- We're not that well known
- Political moment
- Organize the organization, the family
- Coalition building, networking, faith groups
- Retired groups, planned giving
- Vietnam vets, OIF/OEF vets returning
- Fundraising

Threats

- Too many issues
- Attrition
- Hostel members
- Paranoia

Review of VFP – Climate/environment for organizing

External:

- Political
 - Foreign policy
 - Domination
 - Blowback
 - Isolationism
 - Limiting thinking by parties
 - Militarization of humanitarian aid and relief
 - People oppose humanitarian aid
 - People prioritize healthcare and education (1 and 2), military spending is 18, foreign aid is last.
 - Xenophobia, protectionism

- General sense of insecurity—students and non-students
- 99%
- Lesser of two evils
- Fear that U.S. is in decline
- Unemployment crisis
- Conversion language of the Clinton era—bring it back

Other organizations:

- Friends:

- | | |
|--|--|
| <ul style="list-style-type: none"> ○ UFPJ ○ Gold Stars for Peace ○ IPS ○ VVAW, IVAW, MFSO ○ US Law ○ Socialists Alternatives ○ Peace Action ○ Pax Christi ○ Catholic Worker ○ AFSC ○ UNAC ○ New Priorities Network ○ Alliance for Global Justice ○ Code Pink ○ WCW ○ ANSWR | <ul style="list-style-type: none"> ○ March Forward ○ SOA ○ FOR ○ WWW ○ War Resister's League ○ Combatants for Peace ○ Stand Fast ○ Antiwar.com ○ Breaking the Silence ○ Afghan Youth Peace Volunteers ○ Jewish Voices for Peace ○ Voices ○ Courage to resist ○ GI Rights Hotline ○ Office of the Americas |
|--|--|

- Want a relationship with:

- | | |
|---|--|
| <ul style="list-style-type: none"> ○ Labor ○ ACLU ○ NAACP ○ CAW ○ VFW ○ American Legion ○ IAVA | <ul style="list-style-type: none"> ○ SCIU ○ Buddhist Peace Fellowship ○ Faith based orgs. ○ NAF ○ CIP ○ Occupation movements |
|---|--|

- Disparagers:

- Right wing

Society:

- | | |
|--|---|
| <ul style="list-style-type: none"> • DODT repeal and college campuses • General militarization • MIC • Gender inequality • Learned helplessness • Xenophobia | <ul style="list-style-type: none"> • Consumerism • Militarism • Greed • Individualism • Fundamentalism |
|--|---|

External Threats

- Mainstream media, corporate media
- Apathy/learned helplessness, cynicism
- Pretensive peace, faux-peace (the war is over in Iraq, etc)
- Corporate money

Agree on Priorities:

Short term:

- Occupations and other work
- Opportunities to strengthen and activate chapters

Midterm:

Long term:

End Strategic Planning Session

Adjourned 1800 EDT

October 30, 2011

Present: Elliott Adams, Leah Bolger, Bill Collins, Mike Ferner, Nate Goldschlag, Joey King, Adrienne Kinne, Gene Marx (by Skype), Michael T. McPhearson and Dan Shea

Absent: Cherie Eichholtz, Will Hopkins and Hart Vigas

Guests: VFP-32 members and guests.

Call to order: 0804 EDT

2. ED Report – Mike Ferner

Approved by consensus - Board asks that a new T-shirt be sent to Scott Olson

Approved by consensus - Request that Board receive both Donor report and a Member report

2012 Budget presented

Establish priorities for ED

Need a policy about do we want the ED to spend time being VFP representative at chapters and the general public.

Need to reactivate a policy on producing statements

Beyond writing statements, the action in Boston cost a day and a half, Scott Olson took 2 days.

ED needs a process to get statement process POC

Moved, seconded: drop the \$18.25 per hour Fund Raiser and use it for a Media/PR person instead.

Moved, seconded: to amend the motion to hire a Media/PR person.

Moved, seconded and passed: to table the amendment and the main motion

Need more discussion of what Media/PR position entails

Board appoints committee of Bill, Adrienne, and Michael (chair) – come back with a proposal on how to handle our external communication needs.

Moved, seconded and passed: Three priorities for ED will be Fundraising, Office Administration, and Convention.

3. Treasurers Report – Nate Goldschlag

4. Development Director – Discussion

Moved, seconded and passed: The DD search committee can pay up top \$40,000 without going to the Executive Committee

5. Amazon

Moved, seconded and passed: To put the Amazon, iGive, and Good Shop links on the website with a note to buy locally.

6. Associate Membership Committee Report

Committee asked for a Board statement in of support of item #1 of the report.
On the question of adopting proposal for reversing the resolution on associate member voting:

On the question of adoption of recommendation #1, no vote

On the question of adoption of recommendation #2, no vote

On the question of adoption of recommendation #3, no vote

On the question of adoption of recommendation #4, no vote

On the question of adoption of recommendation #5, adopted by unanimous consent

On the question of adoption of recommendation #6, no vote

On the question of adoption of recommendation #7A, no vote

On the question of adoption of recommendation #7B, adopted, one abstention

Michael F. will write to clarify #4

Michael M. will write to clarify #6

Michael F. will write to clarify #7A

Leah moves to adopt rec. 7B as Associate Committee (not working group), agreed to by unanimous consent.

Board will finish Associate Membership Committee discussion on next board call.

Motion to adjourn, no objections.

Adjourned at 1430 EDT

Gene Marx, Secretary

**VFP Board Call Meeting Minutes
November 21, 2011**

Present: Elliott Adams, Leah Bolger, Bill Collins, Mike Ferner, Nate Goldschlag, Will Hopkins, Adrienne Kinne, Michael T. McPhearson, Gene Marx, Camilo Mejia and Doug Rawlings

Absent: Cherie Eichholz, Joey King, Dan Shea and Matt Southworth

Called to order: 1710 PST

1. Approval of Agenda, with Strategic Planning Discussion moved up to follow Treasurer's report – Passed, no objections.

2. ED Report – Mike Ferner

- Final Numbers for Fall Appeal (\$20 K total income, \$14 K net); Doug Zachary calls netted \$645; 105 new members in October, average 28/mo; 41 new donors; start date for newly hired DD is December 1; website status.

Matt Southworth joins call – 1713 PST

- ExCom has seen proposed DD agreement with no comments, intend to sign unless there are objections; DD will be a contractor.
- Kurt Vonnegut still VFP member, deceased members are not deleted.
- Planning to hire Chapter Support position, approved by ExCom; Woody Powell not interested, but have another candidate and trying to connect with him.
- Nothing new with Honorary and Advisory Boards.

Discussion included – Conference call with DD Tammy Severino and staff planned for after December 1 to welcome her to VFP and get her started (may come to January Board meeting).

3. Treasurer's Report – Nate Goldshlag

- Finances looking better, revenues \$15 K below what was budgeted, expenses \$37 K below; losses \$6200 compared to projected budgeted loss of \$27 K; donations way below budget, dues not as much.
- Will be going over projected budget again with ED, will review revenue projections.
- Convention made about \$14.7 K, and this number is hopefully final.

Discussion – Still a problem with local chapters charging local dues (Leah); how do we know what to budget for anticipated revenue from DD's salary (Bill), grant and donor increases with DD expenses put into budget (Mike); advisory board status request (Michael).

4. Strategic Planning Discussion – Michael T McPhearson

Date for a conference call to update planning discussion set for Monday, December 12 at 8:00 pm EST; Michael will provide Board with preparatory material. No objections.

No objections to putting in as much time on Strategic Plan in January as was spent in October.

5. Location and Date for Next Meeting - San Francisco/Oakland Area on January 27-29, 2012

No objections to new Board members having a vote on this item.

Discussion - Leah suggested that Board meet in **San Francisco/Oakland area** because of new chapter in Oakland and it being the scene of increased interest in VFP; also we haven't met there for over three years and it might be useful to start priming it for 2013 convention.
No objections.

The date options were also discussed and January 20-22 was proposed by Nate to account for financials; travel/logistic details to be worked out by VFP staff.

Actual date for **meeting set for January 27-29**, to allow for Matt Southworth's attendance.
No objections.

6. December Board Call – Monday, December 19. **No objections.**

7. Approval of October Meeting Minutes – **No objections.**

8. Resolution 16 Committee Report

Discussion – Electronic access to new website for voting (Leah); according to IVAW web designer it's not that expensive to set up website, or have separate site for voting (Adrienne); logins and passwords for chapter contacts or editors, voting or policy books (Elliott and Mike); Mike will check with web designer.

Additional discussion – Paper ballots; VFP forum usage; Convention debate participation; online referencing of resolutions; adding resolution ballot to Board election ballot; possibly disenfranchising membership without internet access or those not attending Convention.

Motion made to consider Resolution 16 Committee recommendations until next Board call, when additional information on website capabilities is available, passed with no objections.

Michael T. McPhearson leaves call – 1829 PST

9. Associate Member Committee Report – Consideration of Recommendations 1 through 7

#1. A by law change that grants Associate Members the right to vote at the national level on resolutions, except those on which military experience is directly relevant.

Matt Southworth leaves call – 1840 PST (Matt supports recommendation #1.)

Motion made to amend recommendation to allow Associate Members to vote on all resolutions.

Discussion – Who makes the call on what qualifies as military (Leah); leave in qualifier as political cover (Bill); should stay away from possible political minutia, remove qualifier (Doug); military experience should be germane to everything we decide (Adrienne); we don't need to prove anything, VFP has the credibility (Gene).

Motion made to amend recommendation to allow Associate Members to vote on all resolutions, without military experience qualifier, passed 5–1, 1 abstention.

Motion to support a by law change that grants Associate Members the right to vote at the national level on resolutions passes 5-1, 1 abstention.

#2. Committee recommends that VFP adopt a practice of clear, articulate and accessible written policies in lieu of inaccessible or unwritten policies.

Discussion – Policies are clear (Elliott); website should fix accessibility (Bill); policy book available on request (Elliott); draft statement to committee that policy is available and secure access through website is being worked on (Leah).

Board consensus is that this recommendation is being dealt with.

#3. Committee recommends that National limit the number of Associate Members to 25%.

Discussion – Better to keep 25% as a goal (Leah); good idea, staff will make good faith attempt to track it administratively (Mike); never going to have the numbers to worry about a coup of AMs, overblown, keeping track ties our hands (Gene); associate membership is a strength, not a weakness, unique among veteran organizations and attractive to peace movement (Doug).

Board voted to reject the Committee’s recommendation and stay with current policy unanimously.

#4. Committee recommends that local chapters be allowed to function with the talents and skills available regardless of veteran status.

Discussion included Article 12, Section 6, “Rules of governance, notice, and procedures of Chapters shall mirror those of national VFP where appropriate” and how it pertains to chapter autonomy and officer positions and eligibility within local chapters; Chapter presidents should be Veterans (Leah and Adrienne); need another by law proposal if we get that specific (Gene); intent of article phrase “where appropriate” (Nate and Elliott); article allows Chapters to not have officers, some just have coordinators (Gene).

Motion to move the question passes.

Board lost quorum, with only six Directors on call.

Adjourned at 1916 PST.

Gene Marx, Secretary

**VFP Board Call Meeting Minutes
December 19, 2011**

Present: Elliott Adams, Leah Bolger, Bill Collins, Ron Dexter, Mike Ferner, Nate Goldshlag, Joey King, Adrienne Kinne, Michael T. McPhearson, Gene Marx, and Camilo Mejia.

Absent: Cherie Eichholz, Will Hopkins, Doug Rawlings, Dan Shea and Matt Southworth

Called to order: 1705 PST

1. Approval of Agenda - Membership Report and Non-geographic Chapters, and Michael T. McPhearson's staff concern to the end of call – Passed, no objections.

2. ED Report – Mike Ferner

- Recruiting a planned giving team by email blast
- 4th quarter appeal and email appeal, stats will be available in a couple of days; both 3rd and 4th quarter appeals did well.
- Work proceeding on website update, going well; section for members only can be made available – access policy book.
- Job description for ED sent around this afternoon
- Pensacola Chapter might be getting up and running again; Orlando food festival with VFP involvement getting organized.
- Chapter Support Coordinator has not been hired; interview is planned and we'll wait to put the announcement out to more people depending on how the interview goes.

Discussion followed on tracking email appeal, ED job description, budget (to go out by 1/10), and ED's role in fundraising and Advisory Board involvement (briefly discussed with DD).

3. Treasurer's Report – Nate Goldshlag

- MoveOn donation put us in the black by \$29K; the donation should have been listed under Grants and Donations.
- Total revenues for year almost \$15K above budget; total expenses \$45K below budget.
- November expenses to interview DD candidates listed under "Consulting"

Discussion included support using the Advertising and Marketing funds (budgeted for \$2200).
(Leah)

4. Approval of September and November minutes – Moved and approved, no objections.

Suggestion (Leah), agreed to by Secretary, to attached minutes for approval to agendas for scheduled Board calls.

5. DD Tammy Severino joined call at 1734 PST

Introduction and overview of her priorities – fundraising goals and strategies, development plan, grant guidelines, working with Doug Zachary calls etc; Tammy will emailing and talking to individual Board members before January meeting in SFO

6. ED Hiring

Discussion of 12/14 ExCom qualification recommendations focused on Veteran preferred or Not preferred, and STL vs. remote option. ExCom agreed that a veteran ED would be preferred, but it's not easy to find well-qualified veteran in STL and we didn't want to limit ourselves; need a good ED to manage the Organization.

Motion to make ED position “Veteran only” passed 5-2.

No objections to Clause 1 of ExCom recommendations (that onsite ED is best option for the advertisement at base salary of \$55K, with remote option as a fallback option).

Motion to accept recommendations of ExCom, with the exception of “Veterans preferred” (candidate must be a Veteran) passed, no objections.

7. Associate Committee Report and Recommendations

Recommendation #4 - Committee recommends that local chapters be allowed to function with the talents and skills available regardless of veteran status.

Motion made to accept #4, except that local chapter President or Chair, passed unanimously.

Recommendation #6 - Committee recommends the elimination of numerous smaller inequities between veteran and non-veteran members, including exclusion from hardship rate membership dues.

Discussion included the recommendation's lack of specificities, i.e. inequities; the need to point out the inequities might need deeper conversation; there is an assisted/hardship rate for AMs.

Motion to call the question passed.

Motion to reject the recommendation fails with a tie, 4-4. Board felt that the committee deserved an explanation, better wording required for rationale.

Motion for a no vote on recommendation, no second.

Motion to call the question passes 5-2.

Motion to postpone decision on #6, until the President appoints Board members to develop language to address inequities in VFP, passes 6-1.

Recommendation #7a - Committee recommends completion of the Active Non-Violence Training Project, that all resources for this project be available to veteran and non-veteran members on an equal basis, and that the leadership be proactive in promoting this project.

Motion for consideration of #7a in Strategic Planning Process, passed unanimously.

Dan Shea joins call at 1708 PST; **Mike Ferner leaves call** at 1709 PST

8. ED Pay Raise Request

Discussion included Interim ED's request for a raise for January and February 2012, then leaving position; Elliott's conversation with Mike, case by case extension after February; not enough time to find a replacement; whether or not personnel issues need to be addressed first; Mike agreed to be the ED in a moment of crisis, and at less money; stick with ExCom recommendation to provide raise, and negotiate with Mike to stay on after February; legitimate concern by Mike to stay much beyond February.

Motion to call the question passes 6-1.

Motion to give Mike requested raise, then get Mike back on the call to impress upon him that we would like him to stay longer than the end of February, **passes 5-2**. One nay vote was made because higher salary after February was omitted inadvertently from motion.

Mike Ferner joins call at 1946 PST.

Mike was notified of pay raise approval, with the higher salary after February, with a verbal commitment from Board that the search for his replacement be expedited.

9. Veterans Peace Team Statement

Discussion – VPT statement requires further discussion; ExCom meets over a week after this call, it would be delayed.

Motion to endorse (by Nate). VPT explanation provided by Nate – application to participate; nonviolent training; great initiative.

Further discussion included the lack of coordination with larger Occupies; GA process involved; sustainability, finances; potentially divisive with different pieces of uniforms; presumptuous; don't know why we need a statement to get going; Occupy groups are very inclusive, and VFP members would take the initiative anyway; Chapter level involvement would be more appropriate; statement could have a line that consultations will take place with Occupy groups and prior consent would have to be obtained from these groups; could bring additional

attention to VFP good works; GAs generally receptive; project is OK, statement sounds arrogant; no Board involvement, no cost to VFP.

Motion to call the question passes unanimously.

Motion to endorse both the statement and the VPT concept fails 4-3.

Nate Goldshlag leaves call at 2015 PST.

Motion to endorse the VPT project passes 4-3.

10. New Chapters

- **Louisville, KY (VFP-167)** – Charter application with 7 Full Members

Motion to approve with lower minimum requirement passed unanimously.

Motion to approve new Charter at Louisville passed unanimously.

- **Pittsburg, KS (SE Kansas, VFP-168)** – Charter application with 8 Full Members

Motion to approve with lower minimum requirement passed unanimously.

Motion to approve new Charter at Louisville passed unanimously.

Bill Collins recognized by ED for last meeting/call and thanked for service to Board.

Motion to adjourn, no objections.

Adjourned at 2026 PST.

Gene Marx, Secretary