



APPROVED 01/17/2024

Minutes Fall Virginia Federation of NARFE Board of Directors Meeting
Homewood Suites by Hilton, Fredericksburg, VA
October 17, 18, 2023

In Attendance: (21 officers eligible for a quorum, 12 in attendance – quorum certified to conduct business)

Frances Boatman
J.Larry Mcilwee via phone
Patricia Wolfe
Thomas Rachele
Deborah Fisk
Donna Shackelford
Dr. Constance Bails

Doris McAdams
Marilyn Riddle
Graylin Taylor
Wynn Hasty
John Bankson
Ted Pasek

Absent:

Melissa Groppe
Leslie Ravenel
Robert Martin
Julia Hobbs
Gaston Gianni
Membership (interim F.Boatman)
State Legislation (interim D.Fisk)
Service Officer (Vacant)
Wanda Ware – Chaplain

Committee Chairs Present:

Beatrice Squire, Parliamentarian
Kathy Arpa – Newsletter Editor
John Bails – Sgt-at-Arms & Net Coordinator
Ted Pasek – Training
Stan Palen – WebAdmin

Guests:

~~Robert Allen, Region X Vice President~~

William Shackelford, NARFE President

The October 17, 2023, meeting was called to order at 9:02 am by President F.Boatman and Invocation and Pledge of Allegiance by Sgt-at-Arms J.Bails. President F.Boatman began the official business of the day. Roll call completed, a quorum certified, followed by introduction of board members both old and new. After a **MOTION** by M.Riddle and 2nd B.Squire was approved as Parliamentarian by unanimous consent. A warm welcome extended to B.Squire, the new VFN Parliamentarian. A **MOTION** by D.Shackelford w/2nd to approve the presented agenda. Unanimous Consent

President Boatman briefly described last quarter travel. She represented the VFN at the Federation Presidents Annual Meeting in Alexandria. and the Region X Conference in Frankfort, KY. She was selected as one of 7 Federation Presidents to man FLAG (Federation Liaison Advisory Group), chaired by Frank Impinna, which meets monthly on ZOOM. They brainstorm ideas and suggestions that are shared with NARFE Headquarters. The next Region X Conference is scheduled in 2025 in Pigeon Forge, TN. President Boatman encourages all members to continue to seek out and attend job fairs and events where we can continue to share information about NARFE and the benefits of NARFE. In particular, November 18 Delegate Connolly's Health Fair 2023 in Fairfax, VA. She was recently contacted by Gaston Gianni advising her that, due to his recent health concerns, he will be unable to serve for the next several months. He has asked, and upon President Boatman's concurrence, that Jim Little assume his responsibilities for an undetermined but temporary period of time.

D.Fisk gave a brief Executive Committee Summary before presenting the pending 07/17/23 Board of Director Minutes. The Chair presented the 7/17 & 7/18, 2023 Board of Director Minutes which were

approved as presented. Outstanding minutes have been referred to a committee and will report back in January. C.Bails, T. Rachele, and D. Fisk were assigned to the Action Team by President Boatman.

Area Vice Presidents gave brief summaries of the work they have been doing in their areas during the last quarter. Reports can be found at: <https://vanarfe.org/information-documents/files/>.

2nd Vice President, Pat Wolfe reviewed the work being done in her area. A copy of each Program Chair Report and 2nd Vice President Wolfe's report can be found at: <https://vanarfe.org/information-documents/files/>.

National President William "Bill" Shackelford was available for a Question-and-Answer period. He opened up the floor to questions that need to be answered and upcoming plans that are currently being carried out by the National Executive Board (NEB). He explained plans to investigate changing the IRS Nonprofit Tax Category, the work being done by Henry Bratley to solidify all Chapter and Federation Income Tax Filings, FEDHub and the major role it will play in our future, ongoing struggles with software vendors especially since complete software implementation must be finished by May 31, 2024, and NES and ORM are no longer useful. AMS will continue to get much better during the upcoming months.

T. Rachele, Treasurer, distributed 1st Quarter Financials, month ending 9/30/2023. Total Assets in checking and saving was \$138,308.55. Total State PAC Money was \$7,338.94. Financial reports are contained within the October board reports which can be found at: <https://vanarfe.org/information-documents/files/>. During the presentation there was a question from the Chair about the status of the VFN required audit. The difference between an audit and a review as well as evaluating particular time periods, spot transactions, and/or reviewing every transaction was discussed. Our last AUP (Agreed Upon Procedure) was never executed. It was determined that the last audit was for the fiscal year ending June 30, 2020. With three years unaccounted consensus was that this body should concentrate on Fiscal Year Ending 06/30/2022 and Fiscal Year Ending 06/30/2023. Also, the method of review should be determined by the Treasurer and the body will accept a review of randomly selected transactions. The Chair laid the discussion aside pending more information from the Treasurer, presumably to be reported before the end of the meeting.

By-Laws Committee, J. Little reported that the April 2023 amendments, voted on and approved by the body were referred to NARFE Headquarters and approved. The new document is available at: <https://vanarfe.org/legal/>.

Handbook, J. Little distributed copies of the Handbook dated 2019 to the Board prior to the October Board Meeting and a copy of the Handbook with proposed changes highlighted in yellow was distributed as part of the October board packet. Each board officer or committee chair, please pay particular attention to the job description assigned to your area. Please forward any changes, corrections, or questions you have to Jim by November 15, 2023. (jlittle@vanarfe.org). An Action Team was appointed by President Boatman and their proposed changes are due in January 2024. Discussion about proposed changes in the Handbook. There are 6 Program Chairs that report to the 2nd Vice President. The Electronic Comm Committee and the Strategic Planning Committee reports directly to the President.

Training Committee, T. Pasek reported that the Training Committee requires a volunteer from each Area. In the event that an Area Vice President cannot find a suitable person, the Area Vice President will join the committee until such time as a replacement is found. The September Service Officer training was

very successful and A. Arthur's slide deck is available on FEDHub. Plans to invite B. Squire, the VFN Parliamentarian to conduct Basic Parliamentary Procedure training on October 25th online at 2:00 PM.

K. Arpa, Newsletter Editor gave an overview of strategies and struggles that create obstacles in meeting planned publication dates. The Annual Report is complete and covers July 1, 2022 – June 30, 2023. The Fall Newsletter is due by November 20th to the editor. It should cover May 1, 2023 – October 31, 2023. **MOTION** by T. Pasek w/2nd to change the parameters for the coverage dates from May 1 to July 1, 2023, the new dates are July 1, 2023 - October 31, 2023. Unanimous Consent

Region X Conference Report can be found with the October reports at: <https://vanarfe.org/information-documents/files/>.

2024 State PAC Contribution Request, D. Fisk presented two motions.

1. **MOTION** by D. Fisk w/2nd to allocate a \$500 State PAC Contribution for Delegate Vivian Watts for her past and continued support of the VFN. Unanimous Consent The details assigned to T. Rachele and D.Fisk

2. **MOTION** by D. Fisk w/2nd to allocate a \$500 State PAC Contribution for Delegate Sam Rasoul for his past and continued support of the VFN. Unanimous Consent The details assigned to T. Rachele, F.Boatman, and E.Long

Upgrading our Brand was reported on by D. McAdams. Samples of current marketing materials were shared with the group along with expo type tablecloths and banners. D.McAdams will bring samples of potential items to the meeting in January. Further, there will be a plan to coordinate with the Treasurer and obtain quotes to assure we operate at a competitive price point. C.Bails added that expanding our branding is crucial, "Put our name out there, Be intentional."

Membership Incentives was discussed by President F.Boatman. A membership campaign was recommended by the Executive Committee to offer a recruitment bonus to members for each member they recruit during the months September 1 - December 31. This campaign mirrors the current incentive offered by Headquarters. This discussion was laid aside until a report could be made evaluating the possible financial impact on the VFN treasury.

The Electronic Communications Committee presentation was given by C.Bails, Chair. The report is contained with the October Board Reports: <https://vanarfe.org/information-documents/files/>. The ECC will continue to work with state officers, chapter officers, and members to educate and support them as we continue to support Headquarters' changes.

Adjourn at 5:10 PM until 9:00 AM 10/18

Reconvene the October 17, 2023, meeting on Wednesday, October 18, 2023, at 9:00 am by President F. Boatman.

The first item of business was to distribute and verify members of the current Nominating Committee. Discussion followed as to whether the list was correct. President Boatman asked each Area Vice President to verify the primary and alternate in their area and report back to her.

President Boatman reinstated the membership campaign discussion. In comparison there were 22 recruited members during that time period last year from 19 recruiters. The liability to the association is negligible. **MOTION** w/2nd by D. Shackelford for the VFN treasury to match the incentive of \$10 per recruited member to any recruiter during the time period September 1, 2023 – December 31, 2023, and the money will be distributed at the April 2024 VFN Conference in Harrisonburg, VA. Unanimous Consent

2024 Conference Site Committee Report was given by S.Palen & C.Bails. A visual of the locations was given prior to the presented motion. L.Mcilwee, F. Boatman, C.Bails, J.Bails and S.Palen participated in the conference location search. Of the 8 location proposals received, 5 were physically visited by the team or various members of the team. The dates previously accepted by the board are currently available at the Hotel Madison in Harrisonburg, VA. Individual room rates were contracted for \$107 ++ per night and various amenities discussed will become negotiation tools for the Conference team that handles the contract. Convenience and availability of a restaurant (buffet breakfast available for \$11.99) were paramount in the decision. **MOTION** by C.Bails on behalf of the Convention Site Committee to recommend the Madison Hotel in Harrisonburg, VA to host the 2024 VFN Convention April 7 – 10, 2024. Unanimous Consent

2024 Conference Ideas

Round Table Discussion:

1. T. Rachele reminded every Chapter Officer that it is the Chapter Treasurer responsibility to make sure Chapter Tax Returns are completed annually. If income does not exceed \$50,000 a simple online 990 Post Card is sufficient. Nonprofits are required to file 5-months following the closing of their books. For most chapters books follow a calendar year so May 15 is the date.
2. T. Rachele responded with information from our accounting firm to make the following motion followed by a 2nd. **MOTION** by D. Shackelford w/2nd to perform an Agreed Upon Procedure (AUP) for Fiscal Years July 1, 2021 – June 30, 2022, and July 1, 2022 – June 30, 2023, not to exceed \$5,000 total with the firm Turner, Leins, & Gold, LLC. Unanimous Consent
3. J.Little reminded that Bulletin #1 should be distributed as soon as possible, and it is important that the registration form be revised.
4. D.Shackelford asked that as many items as feasible could be incorporated into one form.
5. D.Fisk asked permission to craft a post for NAFRE Magazine. The deadline for entry in the January Magazine is Monday October 23. President Boatman directed D. Fisk and J.Little to proceed.
6. **MOTION** by D. Fisk w/2nd for a P.O. Box to be rented by J.Little for the approximate amount of \$100 for the purpose of the 2024 election should a ballot be required.
7. Next Board of Director Meeting, January 22 – 23, 2024 and Executive Committee Meeting January 21, 2024, at the Hotel Madison, 710 S. Main Street, Harrisonburg, VA 22801.

The meeting was adjourned at 12:28 pm

Deborah O. Fisk, VFN Secretary