

**PARALYZED VETERANS OF AMERICA – WISCONSIN CHAPTER
BOARD OF DIRECTORS MEETING**

December 13, 2023

1. CALL TO ORDER:

The Paralyzed Veterans of America, Wisconsin Chapter BOD meeting was called to order by Vice President Scott Griffith at 1:02 PM. The Pledge of Allegiance was conducted, followed by a moment of silence for all veterans who have passed away.

2. ATTENDEES:

| | | |
|----------------|----------------------------------|--------------------|
| Todd Drazy | President | Present, Zoom |
| Scott Griffith | Vice President, Ntl. Dir, GRD | Present, In person |
| Peter Carrao | Board Member | Present, Zoom |
| Michael Thomas | Board Member | Excused Absence |
| Troy Kurzcek | Board Member | Present, Phone |
| Gary Stott | Board Member | Present, Zoom |
| Richard Buth | Board Member | Present, Phone |
| Ken Matthews | Board Member | Present, Zoom |
| Angela Walker | Board Member | Present, Zoom |
| Phil Rosenberg | Board Member | Present, Phone |

3. RECOGNIZE VISITORS:

- Amera Schaefer, Executive Director
- Brenna Frey, Nonprofit Administrative Manager Intern
- Brenda Stencil, National Service Officer

4. CONSENT AGENDA:

- Ken Matthews made a motion to approve the consent agenda. Angela Walker seconded the motion. All votes were accepted, no nays, no abstentions, and the motion was carried.

5. AGENDA:

- December agenda presented.

6. PREVIOUS MINUTES:

- November minutes presented.
- 7. FINANCE REPORT:**
 - Written report presented.
- 8. PRESIDENT'S REPORT:**
 - Written report presented.
- 9. EXECUTIVE DIRECTOR'S REPORT:**
 - Written report presented.
- 10. NATIONAL DIRECTOR'S REPORT:**
 - Written report presented.
- 11. NATIONAL SERVICE OFFICER'S REPORT:**
 - No report presented.
- 12. GRD'S REPORT:**
 - Written report presented.
- 13. COMMITTEE REPORTS:**
 - **Sports & Recreation:**
 - i. No report presented.
 - **Communications & Advocacy:**
 - i. Written report presented.
 - **Finance:**
 - i. No report presented.
 - **Membership/Peer Mentorship:**
 - i. Written report presented.
 - **Membership:**
 - i. Members: 306
 - New: William R. Block, Timothy A. Klug, Joel A. Martin, Paul G. Willems
 - ii. Associate: 167
 - New: None
 - iii. Deceased: 2
 - Anthony Warren, Jr., Mark Wegmet
- 14. OLD BUSINESS:**
 - N/A
- 15. NEW BUSINESS:**
 - Removal of Board Member due to violation of PVA-WI Board of Director bylaws
 - President, Todd Drazy, provided a summary of Derrick Trentin's violation of PVA-WI BOD bylaws. The procedure was as follows: Derrick Trentin was sent a certified letter requiring a signature confirmation to serve as a warning of one unexcused absence and the next unexcused absence would result in a temporary suspension and potential removal. Derrick Trentin missed the second of the last three

meetings and, based on policy, was sent another certified letter from the Executive Committee that required a signature. This letter stated that the two unexcused absences resulted in a temporary suspension and shared a deadline for him to contact the office with his appeal to this suspension to the Executive Committee. Scott Griffith and Todd Drazy verified that there was no contact from Derrick Trentin regarding either of these letters. A vote was held on December 4, 2023, with the Executive Committee to remove Derrick Trentin from the board due to violations.

- Scott Griffith opened this topic for discussion. Ken Matthews and Angela Walker asked follow-up questions to clarify the lack of communication from Derrick Trentin. Based on the multiple attempts and evidence of delivery of the letters, board members agreed with the decision to remove Derrick Trentin from the board due to no contact with the Executive Committee. Scott Griffith closed the discussion as there were no further questions.
 - Todd Drazy shared that PVA-WI is now in need of a sports director as this was Derrick Trentin's position.
- Revised bylaws, re-election restriction
 - Vice President, Scott Griffith, shared that the PVA-WI Chapter policies and procedures were updated five months ago and the board voted to put these policies in place. Scott Griffith shares that an additional revision of the bylaws is required due to mitigate issues with a standardized process for future dismissed board members. Scott Griffith reads the re-election restriction verbiage aloud for the board members, which states that board members who are removed must wait three years before applying for reelection. Scott Griffith opened the floor for discussion.
 - Board member, Ken Matthews, asked questions to clarify the three-year term and precedent for this type of reelection restriction with any cause verbiage. President, Todd Drazy stated the three-year term was based on the term length for board members. Vice President, Scott Griffith, shared that this policy was developed by the Executive Committee and Executive Director based on nonprofit organization governance research, this is a standard nonprofit board of directors practice. Scott Griffith closed the discussion as there were no further questions.
 - Troy Kurzcek made a motion to approve the revised bylaws. Richard Buth seconded the motion. All votes were accepted, no nays, no abstentions, and the motion was carried.
 - Summary of last fiscal year audit

- Vice President, Scott Griffith, reviewed the audit summary provided by a new auditing firm. Scott Griffith reviewed the significant finding regarding separation of duties and function. Scott Griffith stated that due to the size of PVA-WI being a small organization, the separation of duties and function are as separated as possible without the addition of an external accounting firm. There are currently two employees and one board member that serve to separate these duties and functions. PVA-WI has as additional governance and accountability oversight based on auditors having visibility in our accounting software, Quickbooks, along with PVA National. Overall the audit came out great and our execution rate is over 91%.
- Ken Matthews made a motion to approve the 2022 fiscal year audit. Gary Stott seconded the motion. All votes were accepted, no nays, no abstentions, and the motion was carried.

16. Associate Membership Applications

- None

17. ANNOUNCEMENTS:

- **NSO, Brenda Stencil shared that she has reached out to prosthetics to determine the clothing allowance process for veterans who are new additions.**
- Summary of 25 Days of Christmas Calendar Raffle
- Summary of Texas Roadhouse New Berlin Fundraiser – November 11
- Summary of Salute to Service Event – November 19

18. ADJOURNMENT: Ken Matthews made a motion to adjourn the meeting. Gary Stott seconded the motion. All votes were accepted, no nays, no abstentions, and the motion was carried. Meeting adjourned at 1:26 PM by Scott Griffith.

Next BOD meeting: Wednesday, January 10, 2024, at 1:00 PM on Zoom and in office.