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Office Hours:  
Monday- Friday  
8:30 a.m.- 4:30 p.m.

## 2022 ANNUAL MEMBERSHIP MEETING MINUTES

DECEMBER 15, 2022

### 1. Call to Order / Pledge of Allegiance / Prayer

Annual notice of regular meetings of the Veterans' Assistance Commission of Madison County, Inc., having been published in accordance with Section 2.03 of the Open Meetings Act, and the notice and the agenda of this meeting having been posted and published in accordance with Section 2.02 of that Act, at 6:30 p.m. in the Madison County Administration Building. President Hicks called the December 15, 2022, Annual Membership Meeting to order. The notice and the agenda indicated that the meeting will be held at the Administration Building at 157 North Main Street, Edwardsville, IL 62025. Upon arrival, Members were directed to the Madison County Board Room. President Hicks directed all in attendance to stand and led attendees in the Pledge of Allegiance. President Hicks then called for a chaplain to lead the gathering in an opening Prayer, and Kate Broadhurst did so.

### 2. Roll Call for Quorum

President Hicks then directed the Recording Secretary to call the roll of Members to determine the presence of a quorum to do business. The Roll Call was uneventful until the Secretary reached the call for VFW Post 1308. The March 1, 2022, record selection list of that VSO maintained by the Secretary listed Wayne Able as the Delegate and "No Alternate Certified." When Mr. Able's name was called, he did not answer and was not present. Mr. Bradley Yount, former employee of the VAC staff terminated from his position there on August 29, 2022, was present and claimed to represent Alton VFW 1308 as the Alternate in place of Mr. Able. Mr. Yount's claim was noted for the record, and the Roll Call proceeded without event until the last VSO on the March 1, 2022, record selection list, VFW Post 7678. The record reflected that Vernon LeClaire was that Post's Delegate with "No Alternate Certified." Without being recognized, Chris Miller shouted his objection to Mr. LeClaire being called as the Delegate for VFW Post 7678, claiming that he had been removed and replaced by the Post Commander. A contentious debate ensued wherein Mr. Miller claimed that, although there was no written notice of the replacement, Superintendent Lavite knew about it as he had attended the Post meeting where it occurred. Mr. Yount, though not a member of VFW Post 7678, interjected himself into the debate, advocating that the replacement was valid and demanded to be shown where written notification was a requirement for a mid-year change in Delegates. President Hicks deferred to VAC Attorney Thomas Burkart for assistance. Mr. Burkart addressed the Commission about the proper seating and recording of Post Delegates and Alternates, according to the Military Veterans Assistance Act (MVAA). Mr. Burkart advised that, since the MVAA was silent on such matters such as Post Delegate and Alternate changes, a suggested compromise be made in order to move the meeting forward where both Delegates be allowed to vote. After lengthy discussion, President Hicks ordered the meeting to proceed. Secretary Broadhurst announced to the President that of the legally recognized 27 VSOs in Madison County, excluding for the purpose of determining a quorum, the two contested VSOs, there were 20 with representative Delegates or Alternates answering present. A copy

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of the Roll Call results is appended to these Minutes. There being a majority of Delegates present, the Chairperson declared a quorum present and that the meeting was lawfully and properly convened and competent to proceed to the transaction of business.

3. **Approval of Minutes.** The Chairperson announced that there was no quorum for the September Quarterly Membership Meeting, so the June 2022 Meeting Minutes and the September 2022 Meeting Minutes of adjournment needed to be considered. Proposals for both were distributed to the Members' representatives, and an opportunity to read the same was allowed. Thereupon, on motion made by Terry Shepherd, seconded by Ron Swaim, and carried by at least a majority of Member representatives entitled to vote, the following resolution was adopted:

RESOLVED, that the proposed Minutes of the June 16, 2022, Quarterly Membership Meeting are hereby fully approved, ratified, and affirmed as the Commission's official record of the proceedings at that meeting. The Secretary is directed to provide a final copy of the same with all approved changes to be filed in the corporate records for future reference.

Thereupon, on motion made by Ken Morales, seconded by Larry Meisenheimer, and carried by at least a majority of Member representatives entitled to vote, the following resolution was adopted:

RESOLVED, that the proposed Minutes of the September 15, 2022, Quarterly Membership Meeting are hereby fully approved, ratified, and affirmed as the Commission's official record of the proceedings at that meeting. The Secretary is directed to provide a final copy of the same with all approved changes to be filed in the corporate records for future reference.

4. **Annual Commission Report.** The Chairperson then called for the Superintendent to present the Annual Commission Report for Fiscal Year 2022 and stated that a copy thereof had been made available to each of the 2022 Delegates, Alternates, and VSO Commanders during the meeting. After the Superintendent's presentation, the Chairperson called for a motion to approve and to file the report for future reference. Thereupon, on motion made by Larry Miller, seconded by Terry Shepherd, and carried by at least a majority of Member representatives entitled to vote, the following resolution was adopted:

RESOLVED, that the Annual Report of the Superintendent on the Fiscal Year ending November 30, 2022, and the acts of the Executive Board, the Superintendent, and this Commission through November 30, 2022, as described in that report are hereby fully approved, ratified, and affirmed as the Commission's official record of the proceedings at that meeting. The Secretary is directed to provide a final copy of the same with all approved changes to be filed in the corporate records for future reference.

5. **IACVAC / NACVSO.** The Chairperson then called upon the Superintendent to report any other information or activity which he deemed to be of interest to the Commission regarding the state and national VACs. The Superintendent reported the following:
  - a. Information was given with regard to VSO Rosa Flores attending/passing virtual NACVSO Basic Training Benefits in November 2022.

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- b. Dates were provided for the IACVAC Winter Conference in Peoria, IL, in February 2023.
- c. Dates were provided for the NACVSO Annual Conference in Madison, WI, in June 2023.
- d. President Hicks was appointed Delegate and 1st Vice President Watts was appointed Alternate for the IACVAC for Fiscal Year 2023.

### **6. Unfinished Business (Moved before New Business)**

- a. The Annual Meeting Agenda listed no Unfinished Business; however, there was a suggestion to move Unfinished Business before New Business. President Hicks declared that Unfinished Business be moved before New Business. Despite there being no Unfinished Business listed on the agenda, VFW Post 1308 Alternate was allowed to ask a question related to the retention and the representation of VAC legal counsel. Mr. Burkart answered the question. VFW Post 1308 Alternate again was allowed to ask a question, this time pertaining to VAC Committees, specifically the VAC Finance Committee. Commission Members present declared that they did not want to continue entertaining this and other questions posed as or under Unfinished Business.

President Hicks then called for consideration of New Business.

### **7. New Business**

- a. Superintendent Lavite spoke in-depth about the VAC Budget process, as well as discussions with the Madison County Administration and keeping the VAC Tax Levy low by asking for a lesser amount than the 0.02%. Discussion ensued and questions were answered about changes to the MVAA pertaining to next year's VAC Budget process and approval. Attendees were notified that the 2023 VAC Tax Levy (Operating Budget) was approved by the County Board on November 16, 2023, in the amount of \$1,185,913.00, which was higher than what was requested.
- b. Attendees were made aware that Devin Daniels was hired as an Administrative Assistant.
- c. Motion was made by Delegate Larry Miller and seconded by Delegate James Schleper to approve adoption of the Fiscal Year 2023 Commission Meetings Schedule. The motion carried.
- d. Nominations and Elections of Board Directors
  1. Motion was made by Delegate Larry Meisenheimer and seconded by Delegate Ken Morales to nominate Ron Swaim as a Board Director for a 4-year term expiring in 2026. VFW Post 1308 Alternate Brad Yount made a motion that was seconded by the contingently recognized substitute representative of VFW Post 7678 to nominate VFW Post 1299 Delegate Larry Miller to replace Ron Swaim as a Board Director. Delegate Larry Miller openly declared that he declined the nomination. During the Roll Call Vote, 1st Vice President and Delegate Earl Watts voted NO and then interjected, stating he felt that Board Member Positions and Terms were not properly kept or calculated. President Hicks asked Mr. Burkart for counsel. Mr. Burkart provided legal guidance regarding Robert's Rules of Order concerning the Roll Call Vote on the motion at hand, as well as addressed the question regarding Position Terms and Dates. A detailed breakdown of all Position Terms and Dates was provided, based upon his review of over 20 years of records. The Roll Call Vote proceeded. By Roll Call Vote, 15 Yes and 2 No, original motion by Delegate Larry Meisenheimer carried.

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2. Motion was made by Delegate Ron Swaim and seconded by Delegate Ken Morales to nominate Mike Harbison as a Board Member for a 4-year term expiring in 2026. By Roll Call Vote, 15 Yes and 2 No, motion carried.
- e. Post Delegate / Alternate Certification Forms were available for pick-up, will be mailed to each Veteran Service Organization, and are available on the VAC website. Received Certification Forms will be used for official notifications, Roll Call, and voting purposes for FY 2023 meetings. Any selections not received by March 1, 2023, will NOT be considered properly selected Delegates / Alternates for FY 2023.
- f. Discussion took place with regard to reviewing and updating VAC By-Laws during the 1st Quarter of 2023 to align with the recently passed MVAA Amendments taking effect January 1, 2023.
  1. Written drafts will be circulated and read at a preceding Membership Meeting. A written notice will be given to the Membership five (5) days in advance.
  2. Without motion or action, a plan was proposed that proposed By-Laws will be presented at the 1st Quarter Meeting to be held on March 16, 2023, with possible adoption at the 2nd Quarter Meeting to be held on June 15, 2023. The proposal must be adopted by a two-thirds (2/3) vote of the Membership of record.

President Hicks then called for consideration of the Good of the Commission.

### **8. Good of the Commission**

- a. Delegates were permitted to raise questions.
  1. VFW 1299 Delegate Larry Miller inquired about four (4) previously passed VAC Resolutions and stated he believed that Resolutions should have been voted on by the full Commission, especially on matters concerning the Tax Levy. Delegate Miller also voiced his concerns about the need for the VAC to retain legal counsel. Mr. Burkart addressed the reason(s) concerning why legal counsel was/is needed. Mr. Burkart summed up this discussion regarding current legal expenses by outlining various facts, such as how he came to be contacted again regarding the Tax Levy; his continued involvement under threat of litigation surrounding personnel matters, specifically the firing of VAC Office Manager Brad Yount; conflict(s) of interest in utilizing the County State's Attorney for legal matters; as well as any other VAC legal matters requiring review and assistance (e.g., potential Open Meeting Act violations filed by Shannon Yount, Brad Yount's spouse, with the Illinois Attorney General's Public Access Counselor; Freedom of Information Act requests filed by Brad Yount; and legal circumstances surrounding each). Motion was made by Delegate Larry Miller that the VAC, as a whole, vote on previously passed VAC Resolutions and all future Resolutions. Discussion continued regarding VAC By-Laws and Resolutions adopted by the VAC and the powers enumerated to the Superintendent as the Chief Executive Officer. The motion died for a lack of a second.
  2. Delegate James Schelper asked if information can be provided to the Posts, so they can be properly informed and can provide him guidance as a voting member. Superintendent Lavite advised that information is readily available on the VAC website and that he will work to ensure that Posts are better informed of matters needing to be brought before the full Commission.

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3. Guest Timothy Brown read a list of questions with responses that he proposed to and received from Lake County, IL, VAC Superintendent Andrew Tangen concerning his opinions surrounding VAC operations and matters of law. Superintendent Lavite requested that Mr. Brown provide a copy of the list for the record and suggested that Mr. Brown read the recent Appellate Court Case and Decision concerning Lake County VAC Mandamus Action and the Court's response.
  4. Alternate Brad Yount attempted to resurrect Delegate Larry Miller's motion that died for a lack of a second, and additional discussion ensued. Mr. Burkart attempted to readdress the question as it would require a change to By-Laws as already discussed and that, if the Commission wanted to adopt Delegate Miller's motion, then it could be brought up during the By-Laws review process. Delegate Miller inquired if his motion was out of order and if that was the opinion of the Chairperson. President Hicks declared the motion out of order.
  5. Alternate Brad Yount made a statement regarding how Delegate Miller's motion should be allowed and considered proper; he attempted to resurrect items discussed and answered at the beginning of the meeting.
  6. Delegate Larry Miller asked that the Commission be provided the Board Positions and Term Expiration Dates.
- b. Public Address allowed guests to bring up issues and concerns that were addressed.
1. It was noted that the Public Address took place throughout the entirety of the meeting, and there were no additional questions raised.

### **9. Next Meeting Date and Time**

- a. 1st Quarter Meeting: Thursday, March 16, 2023, at 6:30 p.m.

### **10. Adjournment**

Motion was made by Ron Swaim and seconded by Larry Meisenheimer to adjourn the meeting. By a Yea/Nay Voice Vote, the motion carried. A salute was made to the U.S. Flag. Meeting adjourned at 9:30 p.m.

Kate Broadhurst / Recording Secretary / December 15, 2022