

## Meeting of the VF and GB Joint Committee

March 22, 2023

### Minutes

Present: Jerry O'Dell, Bob Smetana, Karel Bernady, Steve Wright, Perc Moser, Maris Ogg, Gary Ammon  
Bill Halberstadt.

The Joint committee met to discuss possible merger of the VF and GP chapters. Committee members are in agreement that members will benefit from a merger as leadership and committees will be strengthened. We discussed the steps needed to begin the process. First Jerry will call a meeting of the VF BOD. The GP Board approved the merger in 2021. Assuming that the VF Board votes to proceed, we will ask all VF and GP BOD members to join the new Board. The Committee proposed that the new chapter be named the Delaware Valley Chapter. Maris will write a memo outlining the advantages of a merger. This will be presented to the VF Board and ultimately to all members. Our goal is to seek member approval at our respective annual meetings in June.

Gary Ammon led the discussion about the legal steps to be taken to effect the merger. Gary will draft new bylaws for the new chapter. Technically the surviving chapter will be Greater Philadelphia, but only because the GP chapter has a Philadelphia tax exemption which can be preserved. Joining the two chapters will be a true merger with members from both Boards represented on the new BOD. The Joint committee proposed that officers be Karel and Jerry as President and VP, Bob Smetana as Treasurer and Linda Hartnett (? Did we decide this?) as Secretary. We believe that members have a high degree of trust in these individuals which will improve member confidence in the wisdom of combining forces. We decided on three year terms for BOD members and 2 year terms for officers. The committee further proposed that the new chapter have four committees, Membership, Communications, Programming and Plant sales which includes the plants for members event in September. Committee members need not be members of the BOD, but we will try to have a BOD member chair each committee initially.

Gary Ammon suggested that both sets of financials be audited, not necessarily a formal audit, but just to verify the balances and expenses. The committee will ask Bud Gressman to verify the two chapters books and records. We will also ask Bud to review the 990s. The respective Secretaries of the two chapters should review the past 2 years of each other's Board minutes.

The committee concluded that it is possible that the two chapters can be merged by the end of our fiscal year in August. Legally we do not need members to approve this merger, but the committee felt that member approval would be the best course of action. The committee will remain active to begin to undertake the internal steps needed to complete the initiative. We will inform National ARS and will begin to recruit members to work on committees. We envision that our committees will recommend changes to the Board on merging programs and other activities.

There being no further business, the meeting was adjourned.