

MVPA BOARD OF DIRECTORS MEETING
June 27, 2012 * Embassy Suites Hotel * Huntsville, Alabama

I. MEETING CALLED TO ORDER

President, David Cadorette at 7:00 p.m. on Wednesday 27 June 2012, called the meeting of the Military Vehicle Preservation Association's Board of Directors to order. There was a quorum present and Administrative Assistant Tracey Metcalf recorded the minutes.

Present:

David Cadorette - Amherst, NH

Toby Chandler - Austin, TX

David Doyle – Memphis, TN

Kevin Emdee – Radcliff, KY

Reg Hodgson – St. Albert, AB, Canada

Kevin Lockwood – Great Bend, KS

Steve Preston - Oregon City, OR

Bill Scott – Jeffersonville, IN

David Welch – Gillette, NJ

Kay Willard – Independence, MO

Randy Withrow - Huntsville, AL

Tom Wolboldt - Fleming, OH

Tracey Metcalf - HQ Staff

Susan Young – HQ Staff

David Cadorette reviewed the Director tasks for convention before the start of the meeting.

The Pledge of Allegiance was led by Randy Withrow.

II. SECRETARY'S REPORT

- A. Kay Willard e-mailed to the full Board requested changes to the March meeting minutes in sections IV.3.a. and IX.
- B. Tom Wolboldt requested the last two sentences in Section IX of Kay's requested change be moved to the June 2012 meeting minutes, as this happened after the close of the March 2012 meeting. (Item C below)

A MOTION by Tom Wolboldt to accept the minutes of the March 2012 Board of Directors Meeting with Kay's requested changes and his request to move the last two sentences of Kay's change in section IX. to the June meeting minutes, **MOTION CARRIED.**

- C. On March 26, 2012 Association Manager/ COO, Kay Willard withdrew her resignation given at the end of the March Board Meeting. Her decision was based on newly elected President David Cadorette's offer of improved and more frequent communication between them, the Executive Committee and the full Board.
- D. On June 16, 2012 Kay Willard emailed a letter to the full Board confirming that she had given President David Cadorette her resignation on June 14 to be effective 31 December 2012. In the letter Kay thanked David for his efforts toward better communication and healing, but decided it was best to stick with her initial decision as stated at the 2012 March Board meeting.
- E. David Cadorette thanked Kay for her 21 years of service to the organization, and included his regrets in her leaving.

IT WAS DECIDED that 30% of the net income from Convention vehicle judging is to be given to host group with the 30% convention proceeds payment, per Tom Wolboldt, Judging Chairman.

HQ note of clarification on Tom Wolboldt's distribution of judging revenue and expense: The fees collected for MVs judged at a MVPA convention and any expenses related to that judging process are now in the convention P&L, and included in the net of which the host group receives 30%. Tracked separately from the convention P&L will be: 1) Judging revenue including donations for vehicle awards and any fees collected for judging outside of a MVPA convention. 2) All expenses related to non-convention judging. 3) The expense of the vehicle awards presented at the MVPA Convention

III. TREASURER'S REPORT

A. Year-to-date 2011-12 P&L

1. At the March Board meeting there was some concern that the budgeted \$32,587 deficit could more than triple because of the less than anticipated dues revenue.
2. Kay presented an anticipated 2011-12 year end P&L, based on current figures through May, which reflects a deficit of \$48,336.

B. 2012-2013 Proposed Budget

1. Kay submitted to the Board the revised 2012-13 budget proposal. It still reflects the suggested savings in the first draft of a "break even" budget the Board asked Randy Withrow and Kay to develop and was presented at the March meeting.
2. Those savings include \$17,900 by reducing the maximum number of pages in *Army Motors & Supply Line* as well as switching from FedEx to USPS for delivery to Canada and Overseas. An additional \$4900 savings by bumping Tracey and Susie's current health care deductible from \$1000 to \$2000. (Kay has coverage outside the MVPA).
3. Kay revised the 2012-13 dues revenue budget to reflect the current down turn in membership as well as the discontinuation of multi-year dues savings. The results are an estimated \$64,551 deficit, which will be higher if the above suggested savings are not realized.
4. The Directors could not agree on a reduction of pages in *Supply Line* and *Army Motors*. But other ways to reduce the publication costs such as lighter paper, smaller page size and an online publication were discussed.
5. A question as to why the "current budget" payroll taxes are \$9500 yet the 2012-13 budget is \$10,400. Kay stated the HQ staff wages have not increased in over three years, and she would report back on the discrepancy. (Update: Kay verifies the current budget payroll taxes of \$9500 is incorrect because it was based on the on the 2010-11 ending figure which included an \$1126 year-end payroll adjustment that the CPA should have made in 2009-10. Both the current and 2012-13 payroll tax budget should be \$10,400)

C. Membership Stats

1. David Cadorette stated he would bring up the membership drive at the membership meeting.
2. Kay stated the current membership as of 31 May is 7266. We gained about 500 new members last year but lost over 1000 for a net loss of just under 500 members. We are on pace to do so again this year, which would result in a year-end membership of 7534.

IV. EDITORS' REPORTS

A. *Supply Line*

1. David Doyle reported the convention coverage will be in the August /September 2012 *Supply Line*.
2. The initial inclusion of the new membership brochure in the June/July *Supply Line* could have cost the MVPA quite a bit in postage at an additional 16¢ per copy mailed. The additional postage fee was waved because the USPS changed the rules concerning this type of insert shortly after our mailing.

B. *Army Motors*

1. Reg Hodgson reported he will be producing a condensed version of *Army Motors* #140 due to the size of the Aug/Sep *Supply Line*.
2. He feels everything is good, he has good material and is enjoying his position.

V. UNFINISHED BUSINESS

A. Associate Membership Revisions: Policy #6 & Bylaw

1. Tom Wolboldt stated he had not had the opportunity to contact the MVPA's attorney about the change of Associate Member status.
2. It was determined that Policy 6 could be changed without a vote of the membership, as in a bylaw change.
3. Allowing the Associate Members to vote was discussed, but no action taken.

B. Appointed Director Review Process

1. David Welch suggested the appointed directors be reviewed every two years, beginning with the Convention Chairman and *Army Motors* Editor, with the C.O.O. and *Supply Line* Editor reviewed two years after that date.
2. David Welch is to construct the criteria for the reviews, and construct a policy reflecting the criteria.
3. David Doyle thinks the appointed directors should be reappointed, or not reappointed, during these reviews.

A MOTION by David Doyle to have a committee, chaired by David Welch, craft policy and procedure for review and possible reappointment, of appointed directors to be in place no later than the March 2013 meeting, and with reviews taking place in the odd years beginning with the first one after passage of the policy. **MOTION CARRIED.**

C. Review and Revision of Policy #4

1. David Welch explained that the past procedure for giving tentative approval to an applying group, that meets the criteria, involved the HQ Staff sending a letter to that effect, and sending a copy to the MVPA President and Affiliate Chairman (VP), and then list the group in *Supply Line* and on the website.
2. After discussing this procedure with David Cadorette it was determined the approval should be made by the Executive Committee, before the letter is sent.

A MOTION by David Doyle to have new affiliate groups tentatively approved by the Executive Committee before the "Tentative Approval" letter is mailed to the president of the group, **MOTION CARRIED.**

VI. NEW BUSINESS

A. Appointment of the Nomination Committee

1. David Cadorette appointed David Welch as chairman of the Nomination Committee with Tom Wolboldt and Kevin Lockwood as members.
 - a. The committee was reminded that committee work begins in February 2013
 - b. The Call of Nominations is to appear in the Apr/May 2013 *Supply Line* and on the website.

B. *Military Vehicle Magazine* is requesting our membership list

1. The address lists were exchanged 3 years ago, and was to include MVM sending two e-Blasts (text provided by the MVPA) to their subscribers.
2. Kay sent David Cadorette's text announcing the MVPA's new website to MVM about a month ago but did not know if it had been sent.
3. It was decided MVM must fulfill their obligation of sending the two e-blasts before we will consider a list exchange. The MVPA's list will not be released to MVM until after 1 January 2013, and our renewals are mailed.

C. Increasing membership within our Affiliate Groups

1. David Cadorette volunteered to bring ideas about increasing membership within the Affiliates to the next meeting.

Kevin Lockwood and Bill Scott were appointed by David Cadorette to the "Membership Drive" committee that he will chair.

D. Member information shared with affiliate groups.

1. A member of the MVPA contacted MVPA-HQ stating he dropped his membership due to a local affiliate group's continuous blast of political e-mails, which were unwelcome.
2. Kay noted the online membership program provides HQ staff as well as members the option of "Do Not Publish" member information online. HQ staff needs to incorporate this option into reports of member information sent to affiliates.
3. Kay also stated that the members can unsubscribe to the e-blasts at any time.

4. It was suggested we request members update their personal screens in a *Supply Line* article and in an upcoming e-letter.

VII. STANDING COMMITTEES

A. Convention Development and Support

1. The Kansas City Hell on Wheels and Rolling Thunder proposed they host the 2015 convention in Topeka, KS – John Pojunos and Rick Shepherd.
 - a. Dates available June 24-27, 2015 or August 6–8, 2015.
 - b. Rate for the facility is \$9,250, and includes tables, chairs and setup.
 - c. The groups feel this could be the lowest cost convention to date, and are looking forward to procuring sponsorships to add to the \$500 already offered by the Topeka Convention and Visitors Bureau.

A MOTION BY David Welch to accept the Topeka convention bid for the June 24 – 27, 2015 date, **MOTION CARRIED.**

2. Steve Preston informed the Board that he had recently received a 2015 proposal from the MVC of California.
 - a. Steve is not comfortable with voting on the MVCC proposal as he has not had the time to review the bid, and the cost of the facility is \$35,700.
 - b. Kay stated the \$4000 budgeted for HQ staff wages is way too low.
 - c. Steve Preston feels the group will be able to put together a proposal for another year, and will be in contact with JoAnn Lesser.
 - d. Steve Preston reported that the Portland 2013 convention was going well, and the MVCCO is excited to host another convention.

A MOTION BY Kay Willard to change item #5 under the *Affiliate Host Requirements* of MVPA Policy 5, from “a Summer or Winter Meeting” to “a regularly scheduled Board Meeting”, **MOTION CARRIED.**

Policy #5, Item #5 under Affiliate Host Requirements will read: *The Affiliate President or Affiliate Convention Chairman must make a presentation to the MVPA Board of Directors at a regularly scheduled Board meeting.*

B. Judging Committee

1. Tom Wolbodt reported 20 vehicles are registered for the Restored Class and 17 for the Motor Pool Ready Class. At the time of the meeting 8 vehicles had not arrived.

C. Affiliate Liaison

1. One group applied for MVPA Affiliation from Texas that met all of the criteria.

A MOTION by Kevin Lockwood to accept Camp Howze MVPA as an affiliate group, **MOTION CARRIED.**

D. MVPA Historical Archives

1. Tom Wolboldt reported that Art Pope had been working for over a year negotiating to move the MVPA Historical Archives from the Kruse Museum to the Gilmore Museum's Truck Barn.
2. Art has also been working with a trucking company to transport the archive material to the new location.
3. The Gilmore Museum notified Art Pope at the last minute there would be a \$3700 annual fee and a five-year contract, to which Art declined.
4. Art has begun to look for a new facility to house the Archive drawings.

VIII. FUTURE MEETINGS

IT WAS DECIDED the date and location of the next meeting of the Board of Directors is to be determined and approved via E-mail.

A MOTION by David Doyle to go into Executive Session, **MOTION CARRIED.**

IX. EXECUTIVE SESSION

IT WAS DECIDED that David Welch would move forward with plans to develop an online MVPA Membership. This program will initially be offered in conjunction with Steel Soldiers' premium membership, and if successful will become an option of MVPA membership.

A MOTION by David Doyle to increase the annual membership dues in all categories by \$10.00. A \$5.00 discount will apply to payments received within 60 days of the of the renewal invoice date, **MOTION CARRIED**

Minutes submitted by Tracey Metcalf on 18 July 2012

Reviewed and revised by Kay Willard on 31 July 2012

Secretary, Tom Wolboldt inquired on 20 August 2012 at which time Kay sent him the minutes realizing she was remiss in sending them on 31 July.