

MVPA BOARD OF DIRECTORS MEETING
November 4 & 5, 2011 * Fairfield Inn * Kansas City, Missouri

Prior to the meeting being called to order the Board was introduced to Emily Page from the Blue Ridge Bank & Trust. She reviewed the MVPA's investment account and made some suggestions on how to invest the cash portion. Note this was to have been done early in 2011 but was overlooked during an investment team turnover at Blue Ridge Bank.

Teresa Sperry, MVPA's CPA, was introduced to answer questions concerning the bookkeeping and audit options. David Cadorette requested she look into the MVPA becoming a 501(c)3 not-for-profit organization. Teresa explained the differences between audits, reviews, and compilations, then made suggestions on how the MVPA could save money and have an appropriate annual financial report.

MEETING CALLED TO ORDER

The meeting of the Board of Directors of the Military Vehicle Preservation Association was called to order by Vice-President John Cheney II at 6:10 p.m. Friday, November 4, 2011 at the Fairfield Inn, Kansas City, MO. The Roll was called followed by the Pledge of Allegiance.

Present:

David Cadorette - Amherst, NH	Kevin Emdee – Radcliff, KY	Randy Withrow - Huntsville, AL
Toby Chandler - Austin, TX	Kevin Kronlund - Spooner, WI	Tom Wolboldt - Fleming, OH
John Cheney II - North Baltimore, OH	Steve Preston - Oregon City, OR	Tracey Metcalf - HQ Staff
David Doyle – Memphis, TN	Kay Willard – Independence, MO	Susan Young – HQ Staff

Absent:

Reg Hodgson – St. Albert, AB, Canada David Welch - Gillette, NJ

I. Secretary's Report

- A. David Cadorette requested the verbiage in the minutes of the August 2011 meeting, Section II, item #A 1 replace the word "involved" to "informed".

A Motion by Randy Withrow to accept the minutes of the August 2011 Board of Directors Meeting with the change.
Motion Carried Unanimously

II. Treasurer's Report

- A. Randy Withrow, treasurer, thanked the directors that did not request traveling expenses to the meetings, for saving the organization money.
- B. Randy reported that he was present during the last review by the CPA (Jim Shull), and would be at HQ for any future compilations, reviews or audits.
- C. Randy also stressed the need to find ways of cutting costs.
- D. The Board discussed the budget, and if the multi-year dues income should be pro-rated to the appropriate years.

It was decided to have Randy, Kay and the CPA explore the feasibility of pro-rating multi-year dues revenue Starting with 2010-11, *there were no objections.*

It was decided that the multi-year savings would no longer be offered after 2012, *there were no objections.*

It was decided a letter would be sent to the members from the Board of Directors about recruiting new members And setting a membership goal. It would be distributed with the next Supply Line, and the growth tracked in each subsequent issue, *there were no objection.*

A Motion by Kevin Kronlund to adjourn for the evening. *Motion Carried Unanimously.*

MEETING CALLED TO ORDER

The meeting of the Board of Directors of the Military Vehicle Preservation Association was called to order by Vice-President John Cheney II at 8 a.m. Saturday November 5, 2011 at the Fairfield Inn, Kansas City, MO. The Roll was called with the same directors and staff present / absent as on Friday. David Welch joined the meeting via telephone where noted.

III. Convention Development & Support

A. Topeka bid for convention

1. Chester Ginn of the Rolling Thunder Group made a presentation to host the 2014 or 2015 convention
2. The venue and host hotel would be the same as in 2010
3. The budget as presented included a minimum payment of \$5000.00 to the Rolling Thunder affiliate since the expenses of the conventions now include headquarters' staff cost and Supply Line advertising reducing the overall income from the convention by thousands of dollars.
4. Chester left the room after requesting the Board discuss the proposal and give him an answer.

A Motion by David Doyle to reject the Rolling Thunder's proposal, and counter that they can have 2014 if they accept the standard payment of 30% of the convention profits, as directed by MVPA Policy #5; *Motion Carried.*

Chester returned and was given the counter proposal by Convention Chairman, Steve Preston. Chester then withdrew their bid to host a convention stating it was at the direction of the Rolling Thunder members that he does so if the \$5000 minimum could not be agreed upon.

B. Portland 2013

1. Steve Preston handed a revised budget to the Board, with a potential net profit of \$6,174

A Motion by David Doyle to accept the MVCC of Oregon's bid for the 2013 convention, with the revised budget, *Motion Carried Unanimously.*

A Motion by David Doyle to raise the non-vendor registration fees by \$5.00 across the board, *Motion Carried.*

C. Huntsville 2012

1. Randy Withrow reported that things were going well in Huntsville, and the Dixie Division was becoming excited as the date nears.
2. The revised budget was discussed, showing a net income of \$11,645 (\$3493 to the host) \$8151 profit for the MVPA.
3. Randy continued that they will have a tour of the Red Stone Arsenal, plus Lee Holland is arranging tour of the Anniston Army Depot
4. There has also been a botanical garden lady's tour and lunch added to the activities.

D. Future Conventions

1. Steve Preston reported that the MVCC was contemplating bringing a bid for a future date to the Winter 2012 Board Meeting.
2. Steve continued that he does not have any other bids at this time. He has spoken to some CVBs in the eastern area, but their venues are all very expensive, plus there is not a group in the area committing to hosting a convention.
3. David Doyle suggested we do what it takes to hold the 40th anniversary convention on the east coast.

E. Dayton 2011

1. John Cheney II gave an after action report on the Dayton event, happy with the turnout and the profits, but thought they could have been higher.
2. John continued that the \$8.00 coupons in various publications in the Dayton area did not help bring the revenue in that was needed to support the venue, and recommended that be researched again prior to being implemented.

IV. Affiliate Group Insurance Program

A. John Cheney requested a volunteer to spearhead the affiliate insurance program to find out the exact coverage and report to David Doyle for Supply Line.

B. Tom Wolboldt and Toby Chandler are to serve as the insurance committee

C. Kevin Emdee wants everything to be in writing from the insurance company, not a verbal explanation

Motion by David Doyle to increase the affiliate insurance premium to \$150 annually, if we can legitimately offer them insurance, and to define it clearly before we continue the program. *Motion Carried.*

V. Executive Session

Motion by David Doyle to go into Executive Session, *Motion Carried.*

Prior to the executive session an exercise lead by David Doyle and David Cadorette prompted Board members to list Essential Programs (those that are absolutely required to operate the MVPA) and Optional Programs (all others) resulting in the following:

<u>Essential Programs</u>		<u>Optional Programs</u>	
Payroll	Dues Renewal Notices	Multiple Board Meetings	Payroll / Benefits
Taxes	Election process	Publications	Advertising
Credit Card Fees	Director expenses	Cost of Affiliate Insurance	Professional Services
Utilities	Respond to member enquiries	Affiliate Programs	Awards Programs
Insurance		Website	

During the Executive Session it was decided that Tracey be given the task of selling advertising space in Supply Line, and Susie to call non-renewed members in the evenings encouraging them to rejoin. Kay was given the task to eliminate less important duties/programs to free up the time for Tracey and Susie to perform their new duties.

VI. How to Raise Revenue Discussion #1 of 3

A Motion by David Doyle to drop the 20% advertising discount and payment delay from Policy #6 in the 2012/2013 fiscal year, *Motion Carried.*

A Motion by David Doyle to drop the cost of Associate Memberships, by \$20 across the board, in the 2012/2013 fiscal year, *Motion Carried.*

It was Decided the C.O.O and the Treasurer would move forward with the investment program outlined by the Blue Ridge Bank representative.

- A. David Cadorette is to review of the Supply Room inventory with Kay Willard
- B. Membership recruitment was discussed

President David Welch joined the meeting by telephone after the lunch break, for approximately 2 hours.

- C. David Welch wants committees formed to review the cost of the staff wages & benefits, and publications
 - 1. Kevin Kronlund and Kay expressed their concern that this action was premature. They think the ideas generated at this meeting to increase membership and revenue should be given a chance before such drastic measures are taken.

It was decided to reduce the MVPA ad in *Military Vehicles Magazine* from a full to a half-page, the savings would allow for an ad in Shotgun News. Kay noted \$1500 of the miscellaneous advertising and promotion is for printing of the new brochures.

- D. David Welch asked the Board Members to attend Affiliate Group meetings in their area. He feels this is the best venue for recruiting as they are already interested in the hobby. He suggested taking sample magazines, and asked to be put on the agenda for the meeting to address the group regarding the benefits of membership to the MVPA.
- E. Tom Wolboldt asked Tracey if we didn't already contact non-MVPA members from the membership rosters. She replied that it was done when the star program was tracked, from the affiliate rosters. Each non-member or not active member was sent a brochure.
- F. John Cheney II suggested the Board members attend the Christmas gatherings for the groups, as these are usually well attended. David Cadorette thinks going to local meets and setting up a table to specifically promote the MVPA and sell memberships is a better way to reach new members and would like to see Board members do that at the meetings they are attending.
- G. Kevin Kronlund suggested a letter be placed in Supply Line asking the membership to help recruit new members. Tell them we need their help and ask for their support. John Cheney II expanded that this should be a positive letter, but honestly telling the membership where we stand.

It was decided David Cadorette is to write the letter to be included with the Dec/Jan 2012 Supply Line & calendar.

VII. Budget Review

- A. Kay will send out a revised budget ASAP to include the following changes made during the meeting:
1. Increase the convention registration fee by \$5 per category (individual, couple, and family) for an estimated \$2375 of revenue.
 2. Increased affiliate fee for liability insurance from \$100 to \$150, which nearly covers the cost, reducing expenses by an estimated \$2200.
 3. Reduce CPA fees \$1300 by having the same firm that handles monthly tasks perform an annual compilation instead of a separate firm doing a review.
 4. Staff health care expense increased by \$1400.
 5. \$1132 added expenses to cover the cost of Reg Hodgson's new computer (Note Reg was not present during the decision. He later returned the check stating he was appreciative of the gesture but wants the MVPA to keep the funds.)
 6. \$3350 of revenue (judging fees & award sponsors) were moved from the convention to a newly created judging account
 7. Expenses of \$1600 were also moved from convention to the judging account.

A Motion by Randy Withrow to have a compilation of the books for the 2010/2011 year. *Motion Carried.*

A Motion by Randy Withrow to accept the 2011/2012 budget with the above changes and pro-ration of multi-year membership dues, *Motion Carried.*

VIII. How to Raise Revenue Discussions – Continued # 2 of 3

- A. Terry Shelswell multiple suggestions (submitted in June 2010) to increase membership which was discussed by the Board. Some are doable others add more detail work to HQ something the Board wants to move away from.
- B. David Doyle agreed to put a list of the new members in each issue of Supply Line, hoping to get more new members to join
- C. Kay suggested we begin a benefactor membership where members could donate to the MVPA Historical archives, making donations tax deductible, the board requested she fine tune the details and bring it back to the winter meeting
- D. Kay reported there is a new Italian Group forming and wishing to affiliate with the MVPA.
1. This is a younger group that is very active with their vehicles, they sponsor the Column of Liberation each year, advertising it in Supply Line.
 2. They are offering to set up an MVPA Italian HQ. They will hang a plaque on the wall, a US flag, and will have the ability to take memberships and forward the money to MVPA-HQ

IX. Publication and Website Report

- A. David Doyle reported that Reg Hodgson would do whatever he needed to keep the club on firm ground, and that all is going well with Army Motors.
- B. The new website was discussed with copies of the new home page and flow chart. It is on track to launch early 2012. It will include a sample publication that visitors can click on to view Supply Line & Army Motors
- C. John Cheney II suggested the Board members take photos of HMs in all stages of restoration, or with kids or veterans, and submit them to Chris Smith for inclusion on the new site
- D. The MVPA now has a presence on Facebook & Twitter via Chris with Lost Tribe Media

X. Unfinished Business

- A. Tom Wolboldt reported that the auction site funding was approved for at the March 2011 BoD meeting would be launched soon, and will give another update at the Winter 2012 meeting
- B. Visa points a recruiting tool: Some thought they should be used to offset the cost of staff convention travel and other expenses.

It was decided to put the Visa points issue on the winter meeting agenda.

The Board Accepted Kay Willard's MVPA procedure on the security of members' private information.

- C. David Welch was to report from his attorney the liability for putting the MVPA Affiliate Newsletters on the MVPA's website; this is to be revisited at the winter meeting.

XI. New Business

It was decided an e-mail blast would be sent monthly to the membership with featured Supply Room items and other topics to be decided.

- A. MVPA Insurance Coverage
 - 1. All participants of MVPA convoys are to sign a release form and provide proof of insurance on their vehicles
 - 2. The first claim against the MVPA's Affiliate insurance policy was filed by the South Carolina group directly to JC Taylor, it was denied as the owners vehicle insurance should have covered the accident
- B. The complimentary membership list was reviewed; drop Dan Sailler, LST 325, Ford Benson Research Center; add Canadian War Museum
- C. Curtailing offensive material sold at conventions was discussed after seeing modern apparel found to be offensive to US citizens
 - 1. Two vendors in Dayton fell into this category and were asked to remove the material from their Displays
 - 2. David Cadorette is to review the convention vendor rules and MVPA Policy #2 and bring his suggestions back to the Winter 2012 meeting
- D. David Doyle reported that Reg Hodgson's computer, used for Army Motors, crashed, and suggested the MVPA reimburse Reg for the expense of the new computer

A Motion by Kevin Kronlund to reimburse Reg Hodgson for the cost of the new computer he bought for *Army Motors* production, and add the cost to the budget. *Motion Carried.*

It was decided that David Doyle would publish a list of the new members in each issue of *Supply Line*, **HQ is to provide this list.**

XII. How to Raise Revenue Discussion - Continued #3 of 3

- A. Benefactor Membership:
 - 1. Kay Willard suggested creating levels of memberships like our "Charter Members" for those that donate a designated amount either one-time or annually.
 - 2. The donations could be made to the Archives making them tax deductible, then the Archives could pay rent to MVPA.
 - 3. After some discussion it was determined the subject needed to be revisited at the winter meeting
- B. David Doyle suggested the convention auction proceeds be earmarked to a specific project
 - 1. John Cheney II pointed out that the proceeds from the auction need to remain in the convention income, since the host group does the collection, organizing and selling of the items and they deserve the 30% of the auction.
 - 2. Steve Preston agreed that it would be difficult to arrange for groups to host conventions if thousands of dollars of income are removed from the bottom line

- C. New HMV group with museum in Italy – Filippo Spadi
 - 1. They want to be an Operation Friendship MVPA affiliate.
 - 2. Filippo offered to set up a satellite MVPA Headquarters in their WWII museum in Italy with a plaque on the door and a US flag. They would help to recruit new Italian members and collect MVPA dues.
 - 3. Filippo stated his group plans to use Army Motors & Supply Line as their official publications and ask for space to publish an article in each issue to which Reg agreed.
 - 4. Reg & Kay feel we should work with the younger more active Italian group in an effort to regain some of the Italian members we lost through the IMVCC Italia

It was decided to move forward working with Filippo to set up an MVPA office in Italy.

XIII. Standing Committees

A. Judging Report

- 1. Tom Wolboldt reported for the first time there was military vehicle judging at the AACA meet in Hershey, PA, as a result of Pedro Campos' position with that organization
- 2. Tom shared the judging guides used by the AACA for owners and judges. He plans to use them as a template for the MVPA's judging guides.
- 3. Tom is to bring the judging details back to the winter 2012 meeting

It Was Decided that 13 June 2012 would be the cutoff date for judged vehicle registration in Huntsville. (Note this was later changed to 11 June 2012 by the Vehicle Chairman to match the registration deadline)

A Motion By Kevin Kronlund to separate the award sponsorship and judging revenue from the convention income and place it in an account to be used toward the judging and award programs only, *Motion Carried*.

- 4. John Cheney II reported that the judging chairman would be responsible for pre-judging and vehicle move-in since the money for judging would no longer be part of the convention revenue.
- 5. David Doyle suggested the Hall of Fame vehicle program be dropped, but it was decided to check with Reg Hodgson before moving forward.

B. Safety Committee

- 1. Kevin Emdee has compiled safety information from PS Magazine and other sources
- 2. When a compilation is made Kevin is to send them to David Doyle for publication in Supply Line
- 3. Kevin would also like the information on the web site

C. MVPA Historical Archives

- 1. The Archive drawings housed at the WWII Museum in Auburn, IN need to be relocated for stability
- 2. The Gilmore Car Museum is building a multi-building complex in Battle Creek, MI has offered space for the drawings. Art Pope has been to the location, and the Gilmore people have been to Auburn to see the drawing collection
- 3. Some of the archive drawing volunteers feel this location is too far from their homes
- 4. John Cheney II noted he is working on a 501(c)3 foundation to be located near Findlay, Ohio which may be able to house the drawings, but this is in the future.
- 5. It was determined that moving the drawings, then moving them again is not desirable

XIV. Winter 2012 Board of Directors meeting dates

It was decided to hold the winter meeting on March 16 & 17, 2012 in the Kansas City area. The date was changed following the November meeting to March 23 and 24 due to Director conflicts.

Discussion of the summer meeting was postponed until the winter meeting to involve any newly elected directors.

A Motion by Kevin Kronlund to adjourn the meeting, *Motion Carried Unanimously*.

Respectfully Submitted by Tracey Metcalf 12/7/11 * Reviewed by Kay Willard 1/19/12

Reviewed by Tom Wolboldt 1/23/12 * Reviewed by David Cadorette 2/2/12

Board Approval: March 23, 2012