



## **Board Meeting of February 1, 2022, 8pm EST**

Held on Zoom video conference

Minutes Prepared by Ed Massena, VOA Secretary

### Attendees

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| Dave Adest, North Texas President                    | Tom Levesque, Central California President       |
| Matt Altomare, NY/CT President                       | Troy Maki, Minnesota President                   |
| Wes Angelotti, South Florida President               | Ed Massena, VOA Secretary                        |
| Bob Bierman, Western Reserve President               | Frank Palazzo, St. Louis President               |
| Matthew Braunstein, Carolinas President              | Andy Scrafford, Capital Region President         |
| Rob Buckman, Illinois President                      | Richard Sewell, Houston President                |
| Cheryl Dlouhy, Crossroads of America President       | Nick Somerville, Central North Florida President |
| Matthew Durish, Mid-South President                  | Michael Sutton, MCVO President                   |
| Wes Frasard, VOA Vice President                      | Chris Szeszko, Georgia President                 |
| Bruce Hadfield, Ontario President                    | Robert VanLiew, Oklahoma Vice President          |
| Bill Hunter, New England President                   | Anil Vemulapalli, AZ President                   |
| James Jackson, Indiana/Kentucky President            | Kurt Wadsworth, PA/WV President                  |
| Jim Johnson, Colorado/Montana/Utah/Wyoming President | Kim Weakley, Alabama/Tennessee President         |
| Mike Kuchavik, VOA President                         |  |

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### Call to Order

VOA President Mike Kuchavik welcomed attendees and began the meeting at 8:05pm EST. Our goal is to wrap up the meeting in 60 minutes, with a 90 minute limit. Kuchavik reviewed points of progress that have been accomplished in the first month of 2022:

We have arrived at a balanced budget based on membership dues, thanks to Finance Team for creating it and thanks to the Region Presidents for encouraging renewals.

We have a finance committee, membership committee, communications team. We have weekly meetings, which will continue for the first 90 days.

We have a structure to our meeting schedule, such that in-depth discussion takes place in committees, and the Board of Directors meetings can be limited to a few issues and voting on changes or plans for the Club.

### Meeting Details

#### **Topic: Approve Minutes from January 4, 2022 Board Meeting**

Ed Massena read a synopsis of the Minutes

MOTION: Approve the Minutes as presented (Matthew Braunstein w/Kim Weakley 2<sup>nd</sup>)

Motion passed with 23 Yea / 0 Nay

## **Topic: Agenda for This Meeting**

Wes Frasard presented the meeting's purpose and agenda:

### **Purpose**

- Understand any perceived financial obligations remaining for 2021
- Understand our VOA budget for 2022, based on 31 January 2022 Membership levels
- Be advised of items that are being sent to the appropriate Committees for discussion

### **Agenda**

- Vote on 2021 Missed Deliverables (Magazine)
- Vote on 2022 National Budget
  - o Includes VOA Single-Issue Membership Cards
  - o Includes VOA Store Closing
  - o Includes VQM limited to 48-pages per magazine
- Presentation – January 2022 Obligations and Liquidations
- Presentation of Future Committee Discussions and Potential Future Votes
- Open to discuss New Business

Question – Matthew Braunstein

*Re: VOA Store Closing – will the Club logo be available to regions to use for merchandise?*

Wes Frasard – We intend to create other means for members to buy merchandise through print-on-demand vendors like Etsy or others.

Question – Anil Vemulapalli

*Re: VOA Store Closing – do you have a target date for when it will be closed?*

Wes Frasard – Subject to slight adjustment as we liquidate what's currently there, the target date is June 15, 2022.

## **Topic: 2021 Missed Deliverables**

What was not delivered and why

- Final Round of International 50/50 splits, roughly \$1,000 remaining. Funds are now available and they will be paid.
- We did realize \$16,740 reduction in bills from Wilson Printing via negotiations Alex Ristanovic had with Wilson on our behalf
- Viper Quarterly #30 (Winter) context for discussion
  - o No remaining cash from the SBA loan
  - o VQ 28/29 Final invoice at \$41,184.32 higher than expected
  - o To print and ship another magazine would cost roughly \$28k

Options to consider for the Magazine

1. No More Magazines for 2021 members
2. Create and Deliver Last 2021 Magazine in Electronic Format and provide it to 2021 Members

3. Minimize 2021 losses at 2022 membership expense – Provide *only virtual* VQM 30 to 2021 Members, with a target to provide that electronic access at a cost not to exceed \$2,500.

Question – Frank Palazzo

*Didn't we promise this fourth magazine to 2021 members?*

Wes Frasad – Yes, but that was before we had a full handle on the budget savings we would realize (or not) from the double-edition magazine 28/29. The current trajectory would require we go further into debt to realize that fourth magazine, which is the reason for this discussion.

Question – Matthew Braunstein

*Could we print and send the first magazine of 2022 in hard copy also to 2021 members?*

Wes Frasad – Yes, we could. That would require we figure out how many 2021 members who did not renew would be receiving the print copy and estimate the cost. And it would likely mean at the end of 2022, this year's members would be short one magazine.

Mike Kuchavik – From a cycle time, we've gotten behind, and Maurice may have a hard time catching up, in other words we likely couldn't produce 5 magazines this year, which would be the only way to provide those to both years' members.

VOTE: Option 1 (No More Magazines for 2021 Members)

Option 1 passed with 15 Yea / 10 Nay

## **Topic: 2022 Budget**

Wes Frasad introduced the budget outline, designed with a target membership of 1,050 paid members by 28 February, 2022. As of meeting date, the VOA has 1,000 paid members for 2022.

2022 Receivables as of meeting - \$181,680

2022 Payables as of meeting, based on budget plan - \$ 179,249

Current Cash Available - \$2,431 (every member that joins beyond this date adds to surplus)

Frasard presented notable changes included in this budget plan:

- Membership Cards will be distributed once per member (kept for lifetime, rather than new each year) This will save \$11,250 or more per year *after 2022*.
- Club insurance went up \$1,800
- VQ Editing Fees reduced \$1250
- VQ Design Fees reduced \$1250
- Big Commerce (Viper Store Merchandising System) cut to reduce \$1,020
- Vast Conferencing System cut to reduce \$600
- DropBox reduced by \$120

- HALO Custom Services (shipping goods to events) cut total \$TBD
- VOA Store cut total \$TBD

Question – Rob Buckman

*Are we on-track for number of members in a 'typical year' – is 1,000 about where we were last year at this time?*

Mike Kuchavik – We don't have a number for February 1 to compare, but I can tell you December 31 of 2020 we had 1,050, and this year we were about 200 behind that. On March 31 of 2021 we had 1,300 members, so we need about 300 more during February and March of this year to match that.

Question – Rob Buckman

*Is the insurance still being done through Steve Fergusson? Can we proceed with using it for a performance driving event?*

Wes Frasard – Yes. It's current and will be paid in full.

Question – Anil Vemulapalli

*Is it safe to say the term "lifetime" membership card is only for discussion – it won't have the word "lifetime" on the card?*

Wes Frasard – correct, it's just going to be a card without the year on it. It won't actually have the word "lifetime" on it.

Question – Tom Levesque

*What percent increase is that \$1800 increase in insurance?*

Mike Kuchavik – It's about 10%

Question – Frank Palazzo

*When you say the membership cards are 'one-and-done,' does that mean you will not receive the spouse card if you ordered one?*

Wes Frasard – no, you'll receive whatever cards you ordered this year, but it will become optional pay-as-you-go to get more cards in future years (your own or spouse).

Question – Matthew Braunstein

*Can someone send out detailed information about what the insurance actually covers?*

Ed Massena – yes, thank you for raising the question, Matthew. We will distribute that.

Question – Rob Buckman

*Are we going to print the cards in a way that we can easily add a sticker to denote the year?*

Wes Frasard – yes.

MOTION: Approve the 2022 Budget as Presented (Jim Johnson w/Bill Hunter 2<sup>nd</sup>)

Motion passed with 25 Yea / 0 Nay

**Topic: January 2022 Financial Statement Presentation**

Matt Altomare presented

Statement of Financial Position

Total Assets: \$204,272

Total Liabilities: \$86,686

Unrestricted Net Assets: \$117,586

Statement of Activities

Total Revenue: \$181,074

Total Expenditures \$63,488

Net Income: \$117,586

*\*This review was focused only on 2022 Operations, therefore the SBA Loan was excluded.*

Question – Troy Maki

*Have we ever considered passing on the credit card processing fee to the members?*

Wes Frasard – We have not discussed it yet.

Question – Rob Buckman

*How do people know what they can order from the VOA Store as we roll out the gift certificates?*

Wes Frasard – The webpage will show them a certain amount of what's there, but Wilson printing will need to dig through some additional boxes to find NVE inventory that is there. We have a list of items that were available, but we may not have specific inventory totals and sizes up to date.

Question – Anil Vemulapalli

*Is it possible to get our credit card processing rates reviewed to see if they can be reduced?*

Wes Frasard – It is possible, but we have not gotten into it yet

Matt Altomare – Switching providers or opening up different systems, for example Zelle, could be another avenue, but we need to review how those will feed into the membership renewal system to avoid chaos in the reporting side coming from lots of different systems.

Question – Matthew Durish

*Is the VOA sending out welcome packets to members this year as in years past?*

Wes Frasard – Yes, and we expect to start producing the cards in February and send out in 30-45 days. Sometime in March is a safe estimate.

MOTION: Approve the January Financial Report as read (Wes Frasard w/Kim Weakley 2<sup>nd</sup>)

Motion passed with 24 Yea / 0 Nay

## Topic: Closing

Mike Kuchavik Thanked everyone for their work in the first 30 days and participating in this meeting. During the month of February, we can expect to focus on NVE5 in committee meetings. Any topics that need to be voted on will return in next month's BoD meeting.

Question – Bruce Hadfield

*Are we going to publish the recording of this meeting for the members to view? And if so, how?*

Wes Frasard – I can save the recording to send it to whomever knows where to place it.

Bruce Hadfield – So what's the plan for where to put it?

Mike Kuchavik – At the moment we don't have the resources to do anything too intricate with technology, so I would be okay with posting it in general view.

MOTION: Post Zoom recording link on DriveViper Forums (Ed Massena w/Bob Bierman 2<sup>nd</sup>)

Question on the motion – Nick Somerville

*Why are we posting the meeting recording on the DriveViper Forum where so many non-members / enthusiasts can view it? It's not non-members' business.*

Ed Massena – at the moment we don't have an easy tech solution to put it somewhere 'private.'

Jim Johnson – I would like to see it get emailed to all 2022 and 2021 members, because this is important, and everyone can see what progress we are making.

Bruce Hadfield – Criticism we received from 2021 came from many people who have not renewed. The biggest opportunity we have to use the minutes [recording] to our advantage is to put them where the non-members are. It could be good to build membership.

Mike Sutton – It's important that we're transparent so sharing it with every Viper owner is important. This is a tool we can use to get them interested in the VOA. We should share it across the board: forums, email, etc.

Anil Vemulapalli – We should send email and post on the forum. Let's not kid ourselves; it will get out on the forums whether we put it there or not.

Rob Buckman – All members should get it directly; we should definitely email them. I'm not as sure about the forums, and many members don't even go on the forums, so they should get it via email.

MOTION AMENDED: Create 4 options to vote for distribution: Email, Forums, Both, None (Ed Massena)

Board Voted to send by Email and Forum with 10 Email/ 1 Forum/ 11 Both/ 0 None

MOTION TO ADJOURN (Jim Johnson w/Mike Kuchavik 2<sup>nd</sup>)  
Meeting Adjourned at 9:18 EST with no objection

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Respectfully submitted for approval,  
Ed Massena, VOA National Secretary

Approved  
Mike Kuchavik, VOA National President