



VOA Board of Directors Meeting

11 December 2022

VOA President – Mike Kuchavik

VOA Vice President – Wes Frasard

VOA National Secretary – Ed Massena

VOA Treasurer & NJ President – Joe Boscia

VOA Deputy Treasurer & NY President – Matt Altomare

VOA Regional Development Director – Mike Sutton

Purpose:

- To provide VOA BoD an update
- To address issues and concerns
- To bring discussion items forward that will need to be voted on in January 2023

Today's Agenda:

- Welcome new Presidents (Mike)
- 2023 VOA Renewal – Update (Mike)
- VOA's By-laws – Update (ED)
- VOA National's Financials – Update (Wes/Matt)
- VOA Membership – Growth Initiative – Future Vote (Mike/Wes)
- VOA's Viper Quarterly Magazine – Update – 2023 Subscription rates for approval (Wes)
- VOA Store – Update (Mike)
- VOA's National Viper Event 5 – Update (Shirley)
- VOA Website – Update (Shannon)

End-State:

- Informational brief
- Approve VQM subscription rates for 2023
- Items for consideration on a future vote in January 2023
- General discussion for those that attend

Welcome new Presidents

Purpose:

- Introduce the new presidents to the VOA BoD meetings
- Provide the new leadership how the VOA BoD conducts meetings and operations

New Regional Presidents & VOA BoD members:

- Arizona - Jennfier Miller
- Central North Florida - Peter Sessler
- Crossroads of America - Jack Jones
- Michigan (Motor City Viper Owners) - Mike Sutton
- Mid-South - Chad Braun
- New England - Austin Brehio
- Western Reserve - Mike Calder

End-State:

- New board members get an overview of the national club's current status
- New board members are informed of future items for consideration for a vote in January 2023
- New board members are informed of current topics and discussion items within the VOA

Purpose:

- To provide the VOA BoD an update on where we stand for 2023 membership renewals

Discussion:

- 2023 renewal rate

<u>% Renewed</u>	<u>REGION</u>
74%	Oklahoma
73%	South Central Texas
60%	Western Canada
59%	Central California
57%	Colorado/Montana/Utah/Wyoming
54%	WV/PA
53%	Nevada
53%	Alabama/Tennessee
52%	North Texas
52%	Mid-South (AR/LA/MS)
50%	St. Louis
50%	Minnesota
49%	Georgia
47%	Ohio
46%	Arizona
46%	Houston
45%	Crossroads of America

<u>% Renewed</u>	<u>REGION</u>
42%	Indiana/Kentucky
35%	Washington
32%	NY/CT
32%	Northern California
31%	Illinois (IL/WI & Other)
30%	South Florida
28%	Capital Vipers (DC/DE/MD/VA)
27%	Southern California
27%	New England
20%	New Mexico
19%	Western Reserve
18%	New Jersey
17%	Carolinas
16%	Michigan (Motor City Viper Owners)
11%	Central North Florida
N/A	Ontario (dropped VOA Charter – became own entity VCO)

End-State:

- BoD is informed of membership renewal rates by region
- Regions that have 0% renewals for 2023 are not shown

Purpose:

- To provide the BoD an update of the redrafting of the VOA By-laws

Discussion:

- Provide an overview of the current status for the redrafting of the new VOA By-laws
- Provide an expected timeline for BoD review before membership comment period

End-State:

- An informational brief and general discussion for those BoD members that attend
- To ensure that members are informed as to the up and coming changes to the VOA By-laws and that their regional presidents understands that they are their members voice during the redrafting of these By-laws

Where are we with Financials in 2022? Are we still in Balance?

➤ Membership

- ✓ 1355 members on the portal as of 11 December 2022 = 1323 + 32 (covered members + brought forward)

➤ Show me the Money! *(currently, \$\$ based on 30 September 2022 and 1299 members)*

- ✓ 2022 Receivables **\$254,976** – *in progress*
- ✓ 2022 Payables **\$210,520** – *in progress*
- ✓ Cash Available **\$ 44,457** – *current estimates for closeout on 31 December 2022*

➤ Pending Store Sales Collections to be added to above *(\$1440 to be added to above once collected):*

- ☐ \$1025 – VA member sales
- ☐ \$ 220 – TX member sales
- ☐ \$ 195 – NC member sales

➤ December's big ticket items:

- ☒ 4th Viper Quarterly Magazine (\$5.7K estimate to print & ship VQM33)

➤ Continued transparency in 2022

- ✓ Showing how each Member's dollar is being spent by showing our work
- ✓ Showing how we forecast expenditures and pay our bills every month to eliminate surprises

Where are we with Membership and the Financials for 2023?

➤ Membership

- ✓ 505 members on the portal as of 11 December 2022 (covered members)
 - ✓ 86 paid VOA Members – 17%
 - ✓ 419 paid Mamba Member – 83%

➤ Show me the Money! *(currently a mix-bag, about \$900 for 2022 membership renewals mixed in with 2023 membership renewals)*

- ✓ 2023 Receivables **\$ 94,605**
- ✓ 2023 Payables **\$ 32,825** *for Regional Payment distribution at \$65/member*
- ✓ Cash Available **\$ 61,780** *current National 2023 Account Balance for operations - estimate does not include CC fees*

➤ Current Projections

- 2023 billable vs receivables provides a \$15,044 deficit based on the current 505 members renewing
 - ✓ Includes \$6K for website management fees
 - ✓ Includes \$9K for SBA loan repayments planned for January 2023 which don't have to start until September 2023
 - ✓ Does not include GL insurance for car clubs which is being dropped nation-wide (D&O insurance for BoD is still provided)
- 2023 break-even point projected at 959 members (based on a 33%/67% VOA member to Mamba member split)

➤ Continued transparency in 2023

- ✓ This slide does not provide the 2023 VOA National budget
- ✓ This slide provides a very simplified look of collections vs regional payments at \$65/member
- ✓ January BoD meeting will be the first forecasted budget estimate accounting for all known expenses
- ✓ Showing how each Member's dollar is being spent by showing our work
- ✓ Showing how we forecast expenditures and pay our bills every month to eliminate surprises

Purpose:

- To discuss a rate change for VOA International members – for future vote
- To discuss a new membership type for previous Viper owners and VOA members – for future vote

Discussion:

- **International Rates – No Regional Splits paid** – (we have been providing Japan the direct membership rate for the last 9-years)
 - \$85 Direct Membership – covers VOA National membership + web portal + virtual magazine
 - \$150 Direct Mamba Membership – covers membership + web portal + virtual magazine + hardcopy magazine sent internationally
- **Previous Viper owners**
 - Any member that purchased a Viper may join the VOA – under consideration
 - Any member that was a past club member may re-join the VOA – under consideration
 - Past viper owners may become members at the following rates:
 - **Regional Legacy** – they are considered regionally affiliated and VOA can provide regional splits – \$150/\$195
 - where regional by-laws allow previous Viper owners to join
 - where regional by-laws permit continued regional membership after a member sells their Viper
 - **VOA Legacy** – they are considered unaffiliated VOA members and no regional splits are provided – \$85/\$135
 - where regional by-laws require a regional member to currently own a Viper
 - Where regional by-laws may be too restrictive with membership and ownership of a Viper

End-State:

- **For discussion to begin drafting proposals to bring the following to a vote in January 2023:**
 - For consideration, the approval to make international club rates different from CONUS rates to:
 - Compliance with Internal Revenue Service guidelines on 501c7 organization distribution requirements
 - Better alignment with actual service fees – international shipping rates for member packages and magazines
 - No regional payments to international clubs – reduce financial losses due to ever changing financial exchange rates
 - For consideration, the approval to offer VOA membership to former Viper Owners

Purpose:

- To provide an update on the VMQ and where we stand for 2022

Discussion:

- **2022 Viper Quarterly Magazines:**
 - VQM-30, VQM-31, and VQM-32 have all been shipped
 - VQM-30, VQM-31, and VQM-32 virtual magazines available on membership portal
 - VQM-30, VQM-31, and VQM-32 links provided on “Members Only” forum for easier reference – troubles finding link
 - VQM-33 planned for December 2022 virtual release to satisfy the delivery of 4 magazines during 2022
 - VQM-33 hardcopies for Mamba members will be mailed but we do not expect delivery until late January 2023
- **Viper Quarterly Magazine Subscription Service:**
 - Current pricing structure was suspended earlier this year - \$75 for 4 magazines
 - **Option 1: Subscription Service should be designed to cover costs associated with shipping the magazines**
 - \$100/year for a domestic service magazine subscriptions covers all expenses
 - \$150/year for International service magazine subscriptions covers all international postal rates and expenses
 - Magazines service would note that the VOA will not be held accountable or responsible for magazines that were:
 - Damaged during shipment
 - Failed to be delivered as a result of being misdirected, not being forwarded, or “lost in the mail”
 - **Option 2: Subscription Service should be designed to cover all costs and replacement cost associated with the magazine**
 - \$150/year for a domestic service magazine subscriptions covers all expenses
 - \$200/year for International service magazine subscriptions covers all international postal rates and expenses
 - VOA will offer more accountability and become responsible for magazines that were:
 - Damaged during shipment
 - Failed to be delivered as a result of being “lost in the mail”

End-State:

- **Informational brief for general discussion and approval of rates based on a non-members subscription service being offered to non-members**

Purpose:

- To inform the VOA BoD on the current status of the VOA Store

Discussion:

- The NVE-5 (Colorado), along with Wes and Mike, have removed all inventory from Ohio VOA store front
- Mike is working on an inventory list for all items collected last month from the store
- NVE5 team needs to provide an inventory list of goods collected a few months ago from the store
- January 2023 we will start discussions on VOA Store merchandise options for final liquidation

End-State:

- Informational brief and general discussion for those that attend

Purpose:

- To inform the BoD of the current status of the NVE-5 event being hosted by the Colorado Region

Discussion:

- Total number of tickets sold for the NVE-5 event
- Total number of tickets available for the NVE-5 event
- Total number of rooms sold at the Cheyenne Mountain Resort
- Total number of rooms still available at the Cheyenne Mountain Resort

End-State:

- Informational brief and general discussion for those that attend

Purpose:

- To provide the BoD with a current status of the new VOA website

Discussion:

- Provide a current timeline for the new website to stand-up
- Provide a current timeline for when the old website can shut-down
- Provide a quick overview to the new BoD of the old website's limitations
- Provide a quick overview to the new BoD of what the new website will provide

End-State:

- Informational brief and general discussion for those that attend

What else needs to be discussed?

Adjourned?