

Minutes
AVA Board of Directors (BOD) Meeting
October 18 and 19, 2023

1. Call to Order: The meeting was called to order on October 18, 2023 at 9:01 A.M. EDT by Chair Nancy Wittenberg.

2. Roll Call of AVA Board: All Officers were present. All Regional Directors (RD) were present except Pacific RD; South Central, and Southwest RD. The National Office (NO) was represented by Henry Rosales, AVA CEO and President; Hector Hernandez, IT Specialist; Erin Grosso, Finance Director; Marian DeVaul, Accounting Specialist; and Pat Lozano, Couch to 5K program & fund raising. Also participating were Deputy Regional Directors (DRD) from: Atlantic; Northwest; Rocky Mountain; South Central; and Southwest. A quorum existed. Committee chairs and members present included: Susan Fine (Chair, Publicity Committee); Bob Buzolich (Chair, Club Charges Special Committee) Mike Green, (Chair, IT Committee); Karen Kaufman, (Chair, Membership Committee); Jerry Wilson, (Chair, Convention Committee); Diane Evans, (Chair, Programs Committee)

Guests: Shirley Lindburg; Kathy Mack; Sherry Sayers; Irene Stanford; Fred Sheets; Brenda Harris; Jeremy Goldstine.

3. Approval of Agenda: Chair, Nancy Wittenberg, requested that an IVV Americas and Oceania (IVVAO) report be given after the CEO's Report. A Motion to approve the amended agenda was made by NE-RD Carol Giesecke. The motion was seconded by NW-RD Sharon Moats. The amended agenda was approved.

4. Approval of Minutes of August 23, 2023 Regular Board Meeting: A motion to approve the meeting minutes as written was made by Vice-Chair, Carl Cordes. The motion was seconded by MA-RD, Craig Gauger. The minutes were approved as written.

5. Chair's Report – Board Skills and Expertise: Chair has requested a skills inventory from each of the Board & Deputies. If you have the skills inventory with you, you can give it to Nancy while you are here. If you don't have it with you, or previously sent it in, please email it to the Chair. The goal is to see what skills we have on the board, and where we are weak. As we develop our strategic plan, this will help us identify the skills we need to succeed in our objectives. We can have up to 3 board members that are not volkssporters that can be utilized to fill in the skills we need. Please think about communities and industries where we can recruit additional board members.

6a. CEO/President's Report – Henry Rosales:

- Reminder that the AVA offices will be closed during the last week of December. There will be someone on call during that week.
- Change in Policy Manual, it references fees for “IVV Participant”. This replaced IVV Credit only. It should be an IVV participant fee.
- There will be a membership survey going out next month and we request that AVA Associate members and club members complete the survey.
- New events on the horizon.
 - We will participate in the King William Parade as it has a local and national impact on our recognition – the parade has an audience of about 30,000.
 - In 2026, our 50th anniversary will be a grand celebration.
 - New partnership with the Texas Kidney Foundation. The goal will be to spread the partnership to other regions. The partnership will include a Couch to 5K program, which will be piloted in San Antonio, and spread nationwide. The King William Foundation will help fund the Couch to 5K pilot.
- The AVA has 2 clubs and 1 forming in the Southeast Region. One of the main jobs of the RD is to help clubs get started.

Big Give Report:

- We have raised, to date, \$82,595.00. Peer to Peer and matching donations may be utilized to engage more friends and walkers.
- In addition, the AVA offers planned and sustaining donations opportunities.

6b. IVV Americas Report: Vice-Chair, Carl Cordes reported that:

- IVV Americas & Oceania (IVV-AO) has requested a rebate from IVV, following IVV Europe’s lead. The rebate amount is unknown, it would be a portion of the amount paid by IVV-AO to the IVV.
- The 2024 CVF Kingston Festival has over 150 registered, the host hotel is fully booked. There are 2 bus tours participating.
- Australian IML Peace Walk in March 2024. It will be proceeded by the IVV Congress of Delegates. The AVA is allowed 4 delegates by the IVV. Three delegates, Nancy, Carl, and Leslie are currently slated to attend. Contact Carl if you are interested in attending.
- Tim Miner is developing the website for IVV Americas & Oceania.

7. Financial Report: Finance Chair, Ed McCabe reported the modified budget, a couple modifications to the previously approved budget:

- For income, 1) sanction fee income down \$10,000.00; 2) Unrestricted donations up \$15,000.00; grants & IRS credits are up \$47,000.00, increasing the Revenue by \$52,000.00.

- For Expenses, 1) increase in Fund Development of \$6,500.00; 2) Promotional/Public Relations increased by \$3,000.00; 3) Executive Council – Travel & Meeting increased by \$18,000.00; 4) Award Program expense increased by \$5,000.00. The added expenses to the budget total \$32,500.00.
- The changes put us in the black by \$7,955.00.
- Chair, Nancy requested an explanation about additional costs for attending health fairs. Henry responded that due to the IVV Olympiad, the AVA has been invited to health fairs in the San Antonio area. The added costs are, partially, for providing give-away items with our name and logo on them, cards, and brochures. Chair, Nancy requests that information regarding handouts for health fairs be provided in the Checkpoint.
- A request for an explanation of the IRS credit as made. Erin, Finance Director, advised the credit was for employee taxes paid during Covid during 2020 & 2021. The credit from the IRS included interest.
- The only way to make budget is to bring in revenue.
- Discussion was held on the benefit and value of renting office space in San Antonio. The AVA has brought in \$13,000.00 to \$14,000.00 in grants from the King William District. The King William District is a walking area and the AVA is being noticed.
- The AVA has received some planned giving from those who have passed and left the AVA funds. This program is the AVA Angels. There is also sustained giving.

Approval of budget modification: A motion was made by NE-RD, Carol Giesecke, to approve the amended budget as presented. A second is not needed as this was from “committee”. The motion passed and the amended budget was approved.

8. Club Charges Committee Report: Bob Buzolich, Committee Chair, reported that:

- The last increase in fees was in 2003. Since 2009, there has been an operating loss, continually.
- The committee’s charge was to come up with a means of wiping out losses.
- The \$3.00 walk fee is now inflated to \$4.98, the \$1.25 participation fee is now inflated to \$2.08, our fees are not keeping up with inflation and effects the operation of the AVA National Office.
- The committee looked at multiple revenue streams from the clubs to the AVA. We evaluated how those fees would impact the club’s finances. The key focus was the participation fees.
- The committee’s consensus was to increase the participation fee to \$2.00 for everyone participating in an AVA event. The clubs would need to evaluate their policies related to free walkers. It is up the clubs to determine how they will pay the \$2.00 participation fee. Also recommend that no more than \$4.00 be charged

for each walker. We also wanted to have additional funds for the clubs and a standard fee for the OSB.

Recommendations and discussion: There was a discussion about free walkers. In the Northwest, 20% of the walkers are “free” walkers. Concerns about if a club should pay \$2.00 to the AVA for free walkers. Concerns of walkers not walking with an increase in fees. Concerns on how to support clubs that may fold with an increase in fees?

Motion 1:

NW-RD, Sharon Moats moved to “recommend participation fees paid to the AVA be increased from \$.75 to \$2 for Award, IVV and Non-IVV participants, except for those presenting a coupon effective January 1, 2024. Free or guest walkers would have no participation fees paid to the AVA.

The motion was seconded by MA-RD Craig Gauger

Discussion followed. The motion failed.

Motion 2:

SE-RD Kathryn King moved that the AVA to charge \$2.00 for all participants who do not present a valid coupon at the time the register for the event, effective January 1, 2024.

The motion was seconded by Finance Chair, Ed McCabe.

Discussion followed. The motion passed.

Discussion was held related to “Per Participant Sanction Fee” (PPSF) walks and how the new participation fee of \$2.00 impacts the amount the club receives after they pay the \$1.00 sanction fee per walker. CEO Henry Rosales recommended that we take the discussion on PPFS to our next board meeting and do a study on PPFS.

Motion 3:

Vice Chair, Carl Cordes moved that the recommended registration fee be increased to no more than \$4 for each participant. On-line Start Box (OSB) and other alternate registration would increase to \$4, effective January 1, 2024.

The motion was seconded by NC-RD Susan Pinneke.

Discussion followed. The motion passed.

9. Operational Committees Reports

a. Marketing and Public Relations – TAW Report and some discussion:

Publicity Chair Susan Fine presented the report. In addition to the written report (attached)

- i. People would like to see the quarterly and distance awards. Hector can provide a link in The American Wanderer (TAW), that would be updated quarterly.
- ii. The committee wanted to include reviews on shoes in the TAW. We can link to the shoes on Amazon, be an affiliate of Amazon and we can receive a percentage of the purchase price. Same applies to REI. The committee will work with Hector to investigate further.
- iii. We are trying to make TAW a walking magazine.
- iv. TAW would be provided to associate members, life members, RDs and clubs. Some will still receive a paper copy if it is requested. There would be a cost to the requestor for a paper copy. Most will receive a PDF version via email.
- v. Request each board member to send a thank you to Donna Saline for her hard work on TAW.

b. Convention Committee report and some discussion:

Convention Committee Chair, Jerry Wilson reported that:

- i. The committee has been looking at cruises, and land conventions/w cruises. We were looking for dates, but the 2025 dates are not far enough out yet to know what would be available during the normal convention time.
- ii. Have been in contact with 2 areas, working with local CVBs, as they don't have active clubs as a possibility. Believe that we would have to rely on the National Office and volunteers nationwide. It was suggested that there would be volunteer trail masters and the AVA HQ would negotiate with the CVBs.
- iii. Committee has been looking at Las Cruces/El Paso area. The CVBs in those areas are interested in helping us.
- iv. The Board proposed that Henry and the Convention Committee work with Las Cruces CVB to see if a convention can be constructed for April 2025. Cruces could still be investigated for separate cruises in the future. The board voted to approve the proposal.

c. Membership Committee Report only: Membership Chair, Karen Kaufman and Vice Chair Susan Pinneke presented a PowerPoint presentation.

- i. We have created a new roadmap for increasing membership, which contains several models to consider.
- ii. Communicate and coordinate the Board's approval, implement the new model, evaluate, and refine the report. Will not rush this effort.

- iii. We conducted internal analysis, reviewed membership data, and conducted financial analysis. Externally, reviewed membership trends, and will create an action plan.
 - iv. Identified Allies and competitors. We are currently working with E3H for a pilot program. Looking at American Heart Association and the Arthritis Foundation.
 - v. Challenges include declining membership and manpower. Our national office is stretched thin. No HQ staff to take on membership and modernize the membership process.
 - vi. A brainstorming and discussion session was held with ideas that might help increase membership, mentor new walkers, and make it value add.
 - vii. Membership models will need to work in co-ordination with the in-process Walk App.
 - viii. RDs are being asked to confirm accurate membership for their regional clubs. Also, need to find out what club dues are.
 - ix. Committee hopes that we can present something more concrete early next year.
- d. Walk App Operational Committee Report and some discussion:** Walk App Chair, Jeff Giddings and CEO Henry Rosales reported:
- i. They had subcontracted with Broad Minded Media to develop a business plan. A business plan is essential to the continuation of the project. Broad Minded Media will also help identify competitor apps.
 - ii. Would like to have a “wireframe” (*a schematic blueprint; a visual guide that represents the app layout, the flow between the screens and its functional representation informed by your business objective*) of the app in the first 6 months of next year.
 - iii. Hope to have a test app, available to members only, January 2025. The AVA will also be working on strategies and fundraising for the app.
 - iv. Discussion was conducted identifying items that should be included in the walk app to include, waiver, turn by turn directions, OSB access, shows completed route, ability to pause route/restart app, warnings when a wrong turn is made, among other things.
- e.** Ellen Ott, volunteer at the National Office, and President of the Randolph Roadrunners, spoke to the Board about the AVA National Office, what the local clubs in the San Antonio area are doing to help raise funds for and widen the visibility of the AVA.
- i. Clubs are partnering with Aramark, volunteering their time at sports events where Aramark has staffing responsibilities, Aramark, in turn, pays the AVA for the time the club members volunteered. Hope to bring in \$7,000.00 to \$8,000.00 to the AVA. Aramark, in San Antonio, has concessions at the annual Rodeo and at the Spurs’ basketball games. Aramark pays for

- background checks and provides polo shirts and parking passes for the San Antonio volunteers. This partnership may be offered in other locations.
- ii. Volunteers are working “First Fridays” at the AVA National Office. We set up tables pass out volkssporting information and conduct a 5K walk in the King William’s District of San Antonio.
 - iii. Staffing health and fitness fairs on behalf of the AVA. The San Antonio clubs ask that other area clubs reach out and do the same. It is easy work.
 - iv. The amount of work done at the AVA is tremendous. There are volunteers that assist with the chores as there is so much to do.
- f. IT Committee (3-5 minutes):** IT Committee Chair, Mike Green Reported:
- i. The person doing most of the programing for the AVA is Chris Zeglin. Jeff Giddings is also helping. Hector is also a member of the committee, doing a lot of work at the National Office. Other members include Chris Mellon, Eileen Skinner, and Andrew Schmidt. We recently lost Darrell Nealy (deceased) as a member of the committee.
 - ii. The committee had a webinar for clubs & RDs on sanctions and approvals.
 - iii. We also created an “Ops” Report on our daily, monthly, quarterly and yearly IT Committee activities.
 - iv. Projects include: moving legacy ESR (2017 to 2023) to my.ava.org; getting rid of the legacy server; project for stamp stickers at a reasonable price to the clubs; disable web interface to the legacy ESR; and setting up a database, going back to 2005 for event look-up by associate members.
 - v. The IT Committee is looking for a volunteer to serve as the my.ava.org customer support person to respond to emails from my.ava.org.
- g. Programs Committee (3-5. minutes):** Diane Evans, Programs Committee Chair reported:
- i. She has 6 of 10 regions represented on the committee.
 - ii. The committee has discussed changing National Walking week in April to National Walking Month in May, starting in 2025 as there is a lot of publication already for National Walking Week in April 2024 for the solar eclipse. Another consideration in changing is that some areas of the country are not great for walking in April – as they are still in winter/snowy weather.
 - iii. The Committee recommends changing the Walking Week in April to a Walking Month in May, starting May 2025.

Motion 4:

SE_RD, Kathryn King moved that: National Walking Week be moved from the first week of April each year, to the month of May each year as National Walking Month, beginning in 2025.

No second is needed as it came from the committee.

Discussion followed. The motion passed.

10. Executive Session – Board only: The BOD met in executive session.

11. Strategic Plan Overview and Recommendations Presentation – Henry Rosales

1. Celebrate our Accomplishments:

- i. Thank the board members for being here. Thankful for the committee chairs. Mike Green, Susan Fine, Karen Kaufman, Diane Evans and Bob Buzolich for chairing the committees and supporting the National Office with those administrative duties. Also thankful all who worked on the IVV Olympiad. 2:14:11
- ii. Other accomplishments include: the revision of the Certificate of Formation and By-Laws; establishing Deputy Directors for secession planning; Board retreats and orientations; educational/training webinars; My.AVA.org and the Online Start Box; upgrading to QuickBooks; moving the National Office and reorganizing key personnel; diversification of revenue streams; rewriting of the Policy Manual; inhouse stamp production; reorganization of the National /Special Programs; more National Office involvement with the conventions; implementation of the PPFS events, ACE guided events; reduced fees; and free stamp handles and “feather” banners for all clubs. The AVA reduced fees for many items previously charged.
- iii. The clubs are the foundation of the organization. We have staff and volunteers to help. Recommendation that there is more communication with clubs/members.
- iv. Key partnerships: Tater Tours – Financial Support; King William Association – financial support; San Antonio Chamber of Commerce - financial support; Element 3 Health (E3H) - financial support; Austin State University - Interns available to clubs with logos or websites; Bowling Congress-in-kind support; Humana – Financial Support with other opportunities in the future; IVV Olympiad/IVV Americas – Representation; Walking Adventures International – Financial Support; AARP – Financial and fair volunteers with possible future opportunities; HALO – Financial Support; DocuMation – Financial support; Germania – new club in NE Region; America Walks – Financial support for conventions; San Antonio Area Foundation – Financial (micro grant) and possible grants for aging population in the future; Lavaca Neighborhood Association – Free marketing and the AVA writes stories for their newspaper; Natural Groceries – In kind at events; Sana Wellness – possible future discounts; VIA – In kind support; Visit San

Antonio – In kind support; Go Walking – possible future collaboration – the website does list AVA walks.

- v. Seek new revenue streams: Formerly 90% of revenue came from club and walk income. Today, only 58% of revenue comes from club & walk income. There are six new revenue streams. The Board has made strategic plans and investments to move us forward. Would like to have an investment committee.
- vi. “Change is hard for some of us old folks, but I understand the need to keep up with the changing world, in order to be accepted by the younger generation. Keep up the good work. Anonymous.”

2. Where do we want to go during the next 3 years: Let’s keep it simple.

i. What can we accomplish that will help us grow?

1. Need to look for a new membership model. The original model was a fund-raising effort. There is no value add in the current program.
2. Also, what do we ask of clubs? We currently ask for only a Financial Report. Would like to know what the clubs are doing to fulfill the mission of the AVA. Does the AVA have a code of civility and conduct? A Governance Committee could review and update policy and expectations.
3. This was built as a “clubs up” organization. The clubs needed a National Office, but the clubs wanted control of the National Office. We have changed the by-laws, but the clubs still must approve. For policy, the Board does not have to have club authorization.
4. Most of the committees are operational committees under the National Office guidance. The Board appoints committees too. The Nomination Committee and Awards Committee are two of them. The Board should be identifying people for recognition awards and, also, those who could be on committees. We need to build the pipeline to leadership. The Board is seeking Chairs and members for the Governance Committee and the Nominations Committee.

**ii. What are the barriers to successful growth in the next 3 years?
(10-18-23)**

1. Discussion included asking if there is a way to include group walks of YREs on the AVA schedule? The solution might be like the “multi-fest” walk list. Could also put group walks on E3H. Might be able to put it on a Google calendar. Perhaps a webinar on how to put a walk on a Google Calendar. The AVA

can't include group walks of YREs at this time. The IT Committee currently uploads TEs and PSB walks to E3H.

2. Meet-up mentality. Show up or not. No Commitment.
3. Not doing strenuous hikes, which benefit older members but not newer members.
4. Sometimes, clubs are strict and not friendly. Flexibility and welcoming club members are a real asset that not all clubs possess. You must make the walkers feel welcome and part of the group.
5. Club must buy into wanting to increase membership. Clubs that don't grow will die.
6. Most clubs don't push membership in the AVA. Some walkers join AVA and think they joined the local club. There needs to be consistency.
7. Institutional clubs do not have membership but keep YREs open and running.

Meeting recessed at 5:30 pm EDT October 18, 2023

Meeting reconvened at 9:02 am EDT October 19, 2023

Roll Call of AVA Board: All Officers were present. All Regional Directors (RD) were present except Pacific RD; South Central, and Southwest RD. The National Office (NO) was represented by Henry Rosales, AVA CEO and President; Hector Hernandez, IT Specialist; Erin Grosso, Finance Director; Marian DeVaul, Accounting Specialist. Also participating were Deputy Regional Directors (DRD) from: Atlantic; Northwest; South Central; and Southwest. A quorum existed. Committee chairs and members present included: Mike Green, (Chair, IT Committee); Karen Kaufman, (Chair, Membership Committee); Diane Evans, (Chair, Programs Committee)

Guests: Chris Mellon

- iii. **What skills/expertise are we lacking on the Board? (10-19-23):** The Board went around the table, letting everyone know what their skills, and expertise were. This will be a baseline for determining needed skills and expertise.
- iv. **At-Large Members – How can we recruit “key” At-Large Members?: (10-19-23)**
 1. The AVA can have up to 3 At-Large Members. Need more expertise from non-volkssporters who will see us from a different perspective.

2. We should be very selective – possibly from healthcare or fitness. We would want them to be able to help us access resources or bring resources to us.
 3. We want all members of the AVA to be looking and thinking about who might be able to serve in this capacity.
 4. Consider a new Board model. Another Governance consideration. Non-Profit best practices have the Board making decisions, without prior approval from the membership.
- v. **Membership Discussion: (10-18-23 & 10-19-23)**
1. Need to modernize our membership model. It needs to be competitive and sustainable. It needs to be a broad plan to encompass all levels of membership – Clubs, Associate Members and Individuals.
 2. Enhance benefits and look for target audiences.
 3. Why are only state association members and not a group of states such as NY & CT or MO & IL? Why not two or 3 states together, such as NY & Ct, or MO & IL. Some state by-laws may prohibit multi-state associations.
- vi. **Fund Development Discussion: (10-18-23 & 10-19-23)**
1. The AVA has a reserve, only the Chair and Board can spend it. In addition to the existing fundraising programs, merchandise sales, volksmarch tours and cruises, fundraising dinners are some of the options. The AVA is exploring opportunities for merchandise sales – one of which might be the printer sheets to print the IVV stamp on.
 2. Will try to include ways to make profit off our 50th Birthday Celebration. The AVA and clubs should also be involved in the community.
 3. Continue meeting criteria used by GuideStare to measure organizational capacity and efficiency for non-profits. We met them all in 2022, but need to continue to meet them.
 4. Funding model is archaic. If we continue to use the current model of revenue from the clubs, we will not be sustainable.
 5. Try to leverage federal grants.
 6. Also hope to have revenue from the App in the future.
- vii. **Governance Issues: (10-18-23 & 10-19-23)** Need a Governance Committee Chair and members. The current Chair will be resigning at year end. This committee will look at revisions to the By-laws, copyright sharing of directions with member clubs and other governance issues as they develop.

1. **Revenue Sharing on Walk App:** This is an item for the future Governance Committee working with the Walking App Committee. Need a business plan to help determine what the income will be and how it will be used. Business plan is being developed. Need to determine intellectual property and revenue sharing with the clubs.
2. **Copyright Sharing with Clubs for Walk Directions** This is something that a future Governance Committee will review as part of the Walk App development.
3. **Affiliate agreements for AVA and clubs:** Included with business plans for AVA and Walking App.
4. **Discussions of future status of AVA:** Are we just going to let it die? Our intent is to grow. How are we going to do that. Some clubs have officers of multiple clubs. It is difficult to get people to step up and take on responsibilities. What can AVA do to help get more members. There will be some clubs that will fall off, but there will be those that thrive. We can help get more walk on the OSB. Concentrate on 2-3 things and do it well, concentrate on membership. Look outside of our own circles for new members. Approach someone younger and mentor them for leadership. Membership and fund development are essential.

Additional discussions were held regarding future meetings and if the National Office would prepare corrected insert information on the New Walker Packs to reflect the new registration fees and the change in the TAW.

The Board asked for comments from the Board and the guests. All comments were positive.

12. Next Board Meeting in November and schedule for Next year: The next board meeting will be an electronic meeting on November 21, 2023, at 6:00 P.M. CST

13. Adjournment: A motion to adjourn was made by NE-RD Carol Giesecke. The motion was seconded by MA-RD Craig Gauger. The meeting was adjourned at 11:15 A.M. EDT.