

Board of Directors Regular Meeting Agenda Minutes

Tuesday, November 12, 2024, 6pm - 9pm CT via Teams

1. **Call to Order -Chair, Nancy Wittenberg:** The meeting was called to order by Chair, Nancy Wittenberg at 6:00 P.M. CST.
2. **Roll Call – Secretary:**
 - Officers: All officers and Henry Rosales were present.
 - RDs: All RDs except SC-RD, Teresa Arnold, were present.
 - DRDs: DRDs not present were AT-DRD Karen Kaufman and RM-DRD Christopher Benoché, SC-DRD Terri Tyler and SW-DRD Susan Medlin
 - AVA HQ: Hector Hernandez and Erin Grosso
 - Committee Chairs: IT Mike Green; Membership Karen Kaufman; Walk App Jeff Giddings; Nominations Bob Buzolich; Program Committee Diane Evans; Convention Committee Jerry Wilson
 - Guests: Pat Jewett, Jim Elder, Terry?, Chris Mellon
3. **Approval of the Agenda:** A motion was made by Finance Chair Ed McCabe to approve the agenda. The motion was seconded by RM-RD Steve Standridge. The agenda was approved.
4. **Approval of Minutes of September 25, 2024, Board Meeting:** A motion was made by MA-RD to approve the minutes of September 25, 2024, Board Meeting. The motion was seconded by Finance Chair Ed McCabe. The agenda was approved.
5. **CEO/Presidents Report – Henry Rosales:**
 - a. Henry made a motion for approval to bind coverage with our existing carrier, Alliance of Nonprofits for insurance in the amount of \$25,545. This is a 10% increase over this year. Finance Chair Ed McCabe seconded the motion. After discussion, the motion passed.
 - b. Move to new location went smoothly.
 - c. Walk App update later in the meeting.
 - d. There is discussion on the Appalachian Trail Special Program which will continue through the 12-31-2029 deadline. Diane Evans is working with the Special Programs Committee to work out the POC. The updates will be in December's TAW & Checkpoint.
 - e. Texas Trail Roundup is going forward, and we will be honoring Susan Medlin at the TTR.
 - f. It was noted that the rent went up by a small amount over the previously approved amount. Henry explained this was to compensate the landlord for doing some of the maintenance on the office, instead of the AVA being responsible.
 - g. The membership report will be coming later during our meeting. Henry does agree with the need to sunset the Lifetime Member Program. This will require by-law

amendments and recommend this be referred to the Governance Committee for their review.

- h. The survey results are out and posted on my.ava.org.
- i. There are clubs that have requested deactivation. Henry would also like to re-write or eliminate the policy of the AVA Board approving deactivation. Since this is a policy issue, the Board agreed to have Henry approve the deactivation. Deactivation doesn't need to be approved by the Board. Henry will change the policy.
- j. There were no incident reports for the third quarter of 2024.
- k. AVA's 50th anniversary is coming up in 2026. Henry is looking for leadership from the Board to help with planning. The anniversary date is June 9, 1976.
- l. We had a successful Big Give. The final amount raised was \$95,759. We had a successful Fall Festival Community Walk which raised \$500. The AVA will coordinate with other organizations next year.

6. Board Chair's Report – Nancy Wittenberg:

- a. Nancy has confirmed with the Awards Committee and Henry about a Hall of Fame award for Susan Medlin. It will be awarded to Susan at the TTR opening ceremony.

7. Financial Chair's Report – Ed McCabe:

- 2024 Budget Review:
 - This report is through 11-11-2024.
 - Participation is down. We need to focus on participation.
 - There are no large expenditures for the year remaining.
- 2025 Budget Review & Approval:
 - Budget for 2025 is different due to the convention.
 - We are still budgeting income from the Big Give.
 - We budgeted less in participation revenue for 2025.
 - We are budgeting for an audit for 2025, to be conducted in 2026. Recommend doing a "Control Review" which is less scope and cost. The last audit was in 2023 for the 2022 financials.
 - Have budgeted for a Board Retreat with a new Board in 2025.
 - SE-RD Kathryn King made a motion to approve the 2025 budget. MA-RD Craig Gauger seconded the motion. The motion passed.

8. Convention Update – Jerry Wilson:

- a. Report given by CEO Henry Rosales
- b. Planning is moving well. Registration is the holdup.
- c. Budgeting is conservative.
- d. Pricing will be a little more than previous conventions.
- e. We have interesting walks. The international walk is going well.
- f. Working on 2027 Convention Proposals – maybe have those who are interested in holding the 2027 Convention attend the 2025 Convention, for a fee, to get an idea of what we need.
- g. The Hall of Fame Awards will be presented at the Gala.

- h. Several articles will be coming out in TAW.
- i. Trying to find contacts at Ft. Bliss to attract soldiers to our convention walks.
- j. Contracts and permits are arranged.
- k. On walks involving busses, participants will need to ride busses due to limited parking.
- l. Susan Pinneke will be managing the volunteers. There will be an article in Check Point/TAW.
- m. Plans are in the process for a silent auction.
- n. The AVA will take care of the BOD lodging for 2 nights. A message will be sent later.

9. Nominating Committee Report – Bob Buzolich:

- a. The Nominating Committee is recommending changes to the by-laws related to the Nominating Committee. Those recommendations will be forwarded to the Governance Committee.
- b. We do have a full slate of officers to present at the Convention.

10. Membership Committee Report – Karen Kaufman:

- a. Karen Kaufman is not present. NC-RD Susan Pinneke answered questions.
- b. The committee made recommendations to change the by-laws which would include AVA National Membership with rights & privileges that would include voting for the Board Members, By-laws, and policy & procedure changes. This recommendation would go to the Governance Committee.
- c. Dropping the Lifetime Membership. Current Lifetime Members will be rolled into National Membership. There would be no changes to the Lifetime Membership benefits.
- d. The clubs will have to vote on the proposed by-law changes, so there will need to be publicity for the clubs.

11. Awards Committee Report: Carl Cordes

- a. National Awards (Hall of Fame, Distinguished, Ted Ballman Youth Award and the Trail Blazer Award for clubs) need to be signed with recommendations by the Regional Director to the Awards Committee by December 1, 2024. Please email those to Vice_Chair@ava.org.
- b. The Awards Committee will review all submissions during December 2024 and will prepare their recommendations and a voting sheet for the Board of Directors.
- c. The nominations will be reviewed during the first BOD meeting of 2025, in Executive Session. The approved recommendations will be forwarded to the AVA HQ for preparation of the awards.
- d. Regional Awards (Meritorious Service, Commendable Service and Certificates of Appreciation) that have been given out by the RDs since the last convention, will need to be entered by the RD on an Excel spreadsheet that will be sent out by the Awards Committee. The List of the Regional Awards is due by December 30, 2024. But if you get them to the Awards Committee before January 15, 2025, that will give us enough time to get the list to Hector for publication in the Convention Book.

12. Walk Application Update – Jeff Giddings:

- a. The report is self-explanatory.
- b. The Request for Quotation is nearing completion. It should be completed by the end of the month.
- c. We have included an optimistic timeline in the committee report.

13. IT Updates – Mike Green

- a. Completed “Managed Fest Privilege” – Permits users limited access to manage a club’s “fest” and to create an Excel spreadsheet to be included in TAW.
- b. The Border Crossing Special Program was extended into 2025 and caused walks to lose their Border Crossing designation. A notification was sent to the impacted clubs to correct the designation. Some have still not been corrected.
- c. New resources page. It will replace the AVA.org club resources. It will be on my.ava.org website. It will be on the “Documents” tab for the public. For AVA members, you will need to sign in to see additional resources. For Directors/Officers, you will need to go through the club account.
- d. The plan to move my.ava.org from GoDaddy to DreamHost, but there is a snag, and it is now planned to move in February.
- e. Looking for someone to do a video on how to be a volkssporter.
- f. The IVV still has computer bugs, so we haven’t uploaded our walks to the IVV.
- g. Still trying to bring in walk data from events before 2005.

14. Additional Comments:

- a. MA-RD Craig Gauger mentioned that there are 65 people who signed up for the Walk the Seas Cruise. Walks will be planned by January and will be paying for them through the IVV.
- b. Program Chair Diane Evans reported that there are potential special programs for 2026. We now have a proposal for a combined proposal for the 250th anniversary of the signing of the Declaration of Independence and the AVA’s 50th Anniversary. Also, a special program suggestion of Route 66 Anniversary.

15. Adjournment: A motion was made to adjourn the meeting by AT-RD Jeff Giddings. The motion was seconded by MA-RD Craig Gauger. The motion passed unanimously. The meeting adjourned at 7:34 P.M. CST

Next Board Meeting Tuesday, February 18, 2025, 6:00 P.M, CST

Respectfully submitted,
Leslie Stone
Secretary
AVA: America’s Walking Club