

Board of Directors Regular Meeting Agenda Minutes Tuesday, February 18, 2025, 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 were present.
 - DRDs: All DRDs were present except MA DRD Roxie Weaver and SC DRD Terri Tyler. The SW DRD position is vacant.
 - AVA HQ: Erin Grosso
 - Committee Chairs: IT Mike Green; Nominations Bob Buzolich; Program Committee Diane Evans; and Publicity Susan Fine
 - Guests: Pat Jewett, Terry /w Falcon Wanderers, Chris Mellon, and Wayne Knapp
- 3. Approval of the Agenda:** Chair Nancy Wittenberg requested that a new # 11 be added to the agenda for the National Programs Chair, Diane Evans, to speak. A motion to approve the amended agenda was made by MARD Craig Gauger. The Motion was seconded by NERD Carol Giesecke. The motion was passed.
- 4. Approval of Minutes of November 12, 2024, Board Meeting:** The Secretary made notes of a few minor corrections to the November 12, 2024, meeting minutes. Ed McCabe made a motion to approve the minutes, as corrected. There was no second. The corrected minutes were approved.
- 5. CEO/Presidents Report – Henry Rosales:**
 - a. Mobile app requests for quotes have been sent out to 4 companies. The proposals are due on February 28, 2025.
 - b. The Biennial Convention planning is going well but we are still looking for volunteers. We still need silent auction items. There is an international walk, and I will be traveling to the site with other committee members to check out the border area in person. We will bring the information back to the convention committee and to the Board of Directors at the March 25, 2025, meeting. There is an alternate walk in planning in case we cannot walk through the border. As FYI, our insurance does not cover us in other countries. As of today, there are 122 registrants for the convention. Pricing is reasonable compared to the 2021 convention.
 - c. We had a successful Texas Trail Roundup (TTR). The total registration number was 196 registrants. Special thanks to all who were a part of it. We will be meeting with the TTR planning committee and getting feedback in the next few weeks to determine if we will continue with the TTR. We would like to continue, but it will need to be financially viable.
 - d. We have one new club in the Atlantic Region.

- e. We are looking forward to celebrating AVA's 50th anniversary. We haven't had any proposals for a coordinated celebration from around the country. If you are interested in working on a 50th celebration, please contact Henry.
- f. I have been working with Robert McDaniel, former SE DRD, who is setting up a fundraising cruise. The cruise participation numbers have been published on Facebook. There will be Veteran's Day activities planned in New Orleans, where the cruise originates.
- g. We are planning to participate in a Community Walk in October 2025.

6. Board Chair's Report – Nancy Wittenberg:

- a. I wanted to ask clubs to say what they are doing to support the AVA's mission. I didn't get to do that formerly. We should press the clubs to prioritize the goals of the AVA as part of their club.
- b. I am asking each RD to canvas the clubs to find out what they are doing to promote the goals of the AVA and present at our very last meeting in Las Cruces. "What are your clubs doing to get people to walk with your club".

7. Financial Chair's Report – Ed McCabe:

- a. During 2024, income from participation increased, primarily due to the increase in the participation fee. We also received some income for Grouper participation.
- b. Lifetime membership shows an increase due to the 2024 Lifetime Memberships and the accrual of past memberships deferred income. The Lifetime Membership will be sunset on March 31, 2025.
- c. The Big Give brought in more than budgeted due to the hard work of its members reaching out to family and business partners. The AVA received a bit over \$96,000.00 in donations.
- d. We had a private donor give \$8000.00 for the development of the walking app.
- e. Investment income was more than budgeted.
- f. There was an increase in IT expenses due to the walk app development, but the expenses were covered by the private donation.
- g. Financial Services were over budget due to the amended 990 returns as a result of the two Employee Retention Credits (ERC) credits in 2023.
- h. The utilities were slightly higher due to the move and deposits and other move expenses.
- i. These are preliminary statements. It should be finalized by the convention.

8. Convention Update – Henry Rosales:

- a. The convention update was given in the CEO/President's Report.

9. Governance Committee Report – Becky Forsythe:

- a. Bylaws Changes Report:
 - i. I would like to thank the members of the Governance Committee.

- b. Discussion and voting on recommending changes to the clubs: The recommendations presented were reviewed and discussed. The discussions included the items listed below:
 - i. Suggesting changes to section 4.06 for the Nominating Committee to change the number of committee members.
 - ii. Change the word “headquarters” to “office” throughout the bylaws.
 - iii. Suggested adding a new section (d) after section 6.02(c) for “No person may serve more than two...” There would be no change in verbiage, just move that phrase to a new section.
 - iv. Requested name change in multiple section to replace the word “Regular” and replace with “Members” or “Membership”. This simply removes the word Regular.
 - v. In sections 3.01-3.06, replace the term “associate member” with “individual member” and define “individual member”. Also to clarify that all members (club & individual members) have the right to vote.
 - vi. The advantage of having individual members allows membership in areas where there is no club.
 - vii. The consensus is that we need to send out the proposed bylaw changes, as they are written, and let the membership decide at the 2025 Biennial Convention in Las Cruces.
 - viii. Under Section 4.05 At Large Directors, remove the words “for selection by written vote” and remove “Associate” before members.
 - ix. The BOD is recommending approval of the Bylaw changes.
 - x. The proposed changes need to go to the membership by March 1, 2025.

10. Nominating Committee Report – Bob Buzolich:

- a. The four national candidates will be in the March Checkpoint and the TAW. The four nominees should be given 5 minutes each, on Wednesday, to say should be elected to their respective office.

11. National Programs Committee – Diane Evans:

- a. We have been working with the Falcon Wanderers about a special program for 2026, which will celebrate the 250th anniversary of the signing of the Declaration of Independence, AVA’s 50th anniversary, and Colorado’s 100th anniversary. We are still finalizing the details.
- b. There are three programs that will end in 2026. We have received a proposal from Rob McDaniel for a program that will start in 2027. The proposed program is called “Port of Entry”. We are looking for a club to sponsor it.

12. IT Updates – Mike Green:

- a. We have Dropped the Grouper Strider Program. We will keep the data entry spot in the program, grayed out, for possible future use. This will also show up on the quarterly reports starting January 2025.

- b. Based on a recommendation by Henry, we have moved a lot of information into the resources area of my.ava.org.
- c. We need to include proper copywrite attributions for the event maps. Recommend that RDs verify that proper map attributions are made on the maps. An article has been written for the Checkpoint. Please read the article.
- d. Chris Zegelin is working on a way to print the insert page stamps on sticker label pages.
- e. Jeff Giddings has completed the AVA Convention registration program.
- f. In 2024 Mike had about 1000 emails related to IT issues. Mike has taken over most of the IT response for my.ava.org.
- g. The transfer of my.ava.org from GoDaddy to Dreamhost will be delayed.
- h. There is consideration to adding a credit card option to pay for new or renewed AVA Associate/Individual Memberships for the future.
- i. Still haven't gotten any good feedback from the IVV for placing our events on their server.
- j. When pending events have waited to be published for 6 days, there is an email sent out every Friday which is sent to the RD. The clubs need to publish their changes. The RDs can publish the change for the club if necessary.

The public Board of Directors meeting was closed at 8:01 P.M. CST.

Executive Session: Board members only. No deputies or guests.

13. Approval of Awards for Membership Meeting at Las Cruces - Carl Cordes:

- a. The Board of Directors reviewed the nominees for awards and voted. The votes will be tallied by the Awards Committee and announced at the biennial convention.

14. Adjournment: A motion to adjourn the Executive Session meeting was made by NERD Carol Giesecke. The motion was seconded by SERD Kathryn King. The meeting was adjourned at 9:33 P.M. CST.

Next Board Meeting Tuesday, March 25, 2025, 6:00 P.M. CT

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