

Approved Minutes
Board of Directors Meeting
AVA: America's Walking Club

Thursday, September 18, 2025, 5:00 PM – 6:30 PM CDST
Location: Video Conference via Microsoft Teams

- 1. Call to Order –Chairman, Carl Cordes:** The meeting was called to order by Chair, Carl Cordes, at 5:03 PM CDST.
- 2. Roll Call – Secretary:**
 - a. All the sitting officers and the CEO were present.
 - b. All Regional Directors were present except RM-RD Christopher Benoche.
 - c. All DRDs were present except NC_DRD and NE_DRD. RM_DRD & SC_DRD are vacant.
 - d. Committee Chairs present were App-Jeff Giddings, IT-Mike Green, Programs-Diane Evans and Publicity-Susan Fine.
 - e. AVA National
Office: Erin Grosso
 - f. Guests included Sharon Moats, Ed Hainline and Tyson Steiger with the Rapid City CVB.
- 3. Approval of Agenda:**
 - a. Chair-Carl Cordes requested a change to the agenda to add 3B for Tyler Steiger to speak about Rapid City SD, 3c to approve the 6-18-2025 meeting minutes, 9d AVA Convention Committee Report as submitted and also to add 13 Executive Session at the end of the meeting. A motion to approve the revised agenda was made by Vice-Chair Ed McCabe. The motion was seconded by NE_RD Carol Giesecke. The agenda was approved.
 - b. **Tyson Steiger, Rapid City CVB:** Tyler presented a video of Rapid City, SD. Rapid City is a great city. Two hotels are bidding to host our group. Rapid City would like to host the AVA for AVA's 50th anniversary and the Crazy Horse's 40th anniversary in 2026. Discussion followed.
 - i. Rapid City would also like to host the 2029 AVA Convention.
 - c. **Approval of Minutes of June 18, 2025, Special Board Meeting:** A motion to approve the minutes was made by NE-RD Carol Giesecke. The motion was seconded by Vice Chair-Ed McCabe. The minutes were approved.
- 4. Chairman's Report – Carl Cordes:** Report is included in the packet and was accepted as filed.
- 5. CEO's Report – Henry Rosales:**
 - a. AVA had a webinar on its 50th anniversary events last night.



- b. Post convention survey was 93% positive for the respondents who attended the convention. Some of the reasons for not attending were time restrictions, no longer able to participate and cost of travel/not interested in the location.
 - c. Report lists clubs inactivated and indicated that many clubs closed due to lack of volunteers, members and participants. The report also addresses actions the AVA has taken to assist clubs in being successful.
6. **Financial Report – Finance Chair Seth Werner:** Seth stated the financials were as of the end of August 2025.
- a. There was a loss of \$4,375.00 income because Grouper has been discontinued.
 - b. The Big Give is in process now. Currently at \$42,760.00. Our goal is \$90,000.00.
 - c. There is a loss of walk revenue due to PPSF sanctioning vs normal sanctioning.
 - d. Due to lower convention participation (about 100 persons less) than budgeted, the budget has a net loss of \$58,775.00. Convention Expenses were under budget by \$17,116.00. We did not lose money with the convention; we just didn't make as much money as budgeted.
 - e. Other expenses not budgeted included the AVA Board Training in San Antonio and post-employment compensation.
7. **Motions for Consideration:**
- a. **CEO's Recommendations:**
 - i. Requesting approval to modify the budget to reflect a more accurate vision of where the budget stands. These changes are reflected in pages 19 & 20 of the meeting packet. PA_RD Holly Pelking moved to approve the budget modifications as listed. No second needed. The budget modifications were approved.
 - ii. Finance Chair requested a motion to charge a \$5.00 to \$10.00 sanction fee for all PPSF walk and bike events effective 1-1-2026. The rationale to raise the fees is to offset declining walk revenues. Discussion followed. Following the discussion, CEO-Henry Rosales withdrew the motion. MA_RD Robert Buzolich made a motion to form an ad hoc committee to look at ways to revitalize PPSF walks into regular walks. No second was made. CEO stated that a committee was not needed, and the recommendation was withdrawn. The CEO sees no need for an ad-hoc committee. MA_RD withdrew his motion to form an ad-hoc committee.
 - b. **Happy Wanderers Walking Club: SE_RD Jeanne Stokes**
 - i. SE_RD Jeanne Stokes made a motion that seasonal events that cross from one calendar into the next, not have to pay two years sanctioning fees.



- ii. Erin Grosso, speaking on behalf of the Finance Chair, indicated that the National Office had reviewed the request from The Happy Wanderers and pulled the history of the Happy Wanderers and other similar walks. It reviewed effects on clubs and the effects on the AVA. The National Office had also conferred with the Finance Chair and the IT Chair to see what the impact on the coding and other changes. Believe the best solution, for the handful of clubs, would be to deal with that independently with effected clubs, we believe we can have a positive outcome for the clubs.
- iii. Finance Chair – Seth Werner stated that there were about 13 walks with similar circumstances. Also discussed the issue with IT Chair – Mike Green. To redo the coding for a walk to span 2 calendar years would require a “tear down” of the current software system and a rebuild the system. The best option is sanctioning the walk for a year and just have it active for the quarters wanted.
- iv. IT Chair-Mike Green stated that the system is already set up for “hiatus” settings. YREs can be sanctioned for the year and put on a “hiatus” for the periods desired. The club would still be charged \$5/quarter for each quarter that the YRE is on hiatus. The recommendation from IT is that the clubs use this method to sanction 2 non-consecutive quarters. If the club would like to apply for a refund, they could contact Erin about that.
- v. SE_RD Jeanne Stokes withdrew the motion.

8. Officer Reports (No written reports):

- a. Chair Carl Cordes said he submitted a written report
- b. Secretary Leslie Stone stated that she attended the IVV Olympiad in Finland, while also visiting and IVV walking in Denmark, Sweden, Estonia, Latvia, Lithuania, and Poland. She had a great time.

9. Standing and Operational Committee Reports:

- a. **IVV Americas & Oceania – Bob Morrison & Tim Miner (OVV-AO Vice Presidents):**
 - i. Written report submitted and accepted.
- b. **Nominations Committee - Robert Buzolich, Chair:**
 - i. Nominations Committee Chair Robert Buzolich stated that with the nomination and election of Finance Chair Seth Werner, the committee has concluded its business. Since I have been elected at MA_RD, I am unable to continue as committee chair. In the report, I noted concerns related to the interest of people in serving as officers or serving on the committee. Committee believes the committee should be slated 9 months prior to an election as it is taking longer to locate candidates.
- c. **Programs Committee – Diane Evans, Chair:**



- i. Diane filed a written report. Recommend holding a webinar to work with similar organizations to have a sponsor, along with the special program.
 - ii. The committee should submit any program change recommendations to the National Office.
- d. **AVA Convention Report:**
 - i. A written report was submitted and accepted.

10. Walk Application Update – Jeff Giddings, Chair

- a. A written report from the Walk App and Finance Committees was submitted.
- b. App Committee Chair, Jeff Giddings, advised the app could be ready for trial in 10 months – this is an aggressive schedule. If started by October 1, 2025, it would be ready to trial for the Crazy Horse Walk in June 2026.
- c. Finance Chair, Seth Werner, advised that we met yesterday with Broadminded Media. The cost to develop will be around \$620,000.00 to fully fund the app. This includes development and marketing costs. Potential revenue from the app could include subscription, ad, and in-app sales revenues. We need about \$620,000.00 to start the project. Broadminded Media projects approximately 3.7 million in revenue per year-by-year 2030. The App & Finance Committees, and Vice-Chair are comfortable with this evaluation.
- d. The committees are looking at a two-phase fundraising strategy to fully fund the \$620,000.00 project with minimal drawing from the AVA reserves. One phase would be silent. We hope to raise approximately \$200,000.00.
- e. This app would not impact on-line start box walks, the physical start box walks or traditional events. This app would be an additional source of income. It would help bring income into the AVA while income is decreasing in the traditional lines of our business. It diversifies our revenue.
- f. Broadminded Media believes that the financial estimates they provided are conservative and may perform better than the estimates. The reason the Board has moved forward with the project to date is that the Board realizes it needs to act to bring in revenue. We hope this app is a vehicle for attracting new and younger members to expand the AVA. The fundraising idea makes a lot of sense for business. We need to get everyone in the AVA involved with the fundraising. Broadminded Media may also be able to assist with the fundraising.
- g. **Motion 1: Accept the Walk App Report** - from Committee. No second needed.
 - i. **That the AVA Board of Directors accept the joint committee report and agree to move forward with GoWalkMaps App development once fundraising and contract targets are met, to be finalized by October 1, 2025.**
 - ii. Discussion followed.



- iii. Voting on the motion occurred. The motion passed.
- h. **Motion 2: Fundraising Plan Directive** - from Committee. No second needed.
 - i. That the AVA Board direct the Finance Committee to finalize and distribute the fundraising plan for the Silent Phase by October 1, 2025, and initiate implementation immediately upon board acceptance. The Board affirms that no full commitment to development will be made until the Silent Phase Target of \$200,000 is met. The Finance Committee will also develop:
 - Target goals
 - Fundraising Benchmarks
 - Incentive structures for clubs and donors
 - ii. Discussion Followed.
 - iii. Voting on the motion occurred. The motion passed.
- i. **Motion 3: Preliminary Development Authorization** – From Committee. No second needed.
 - i. That the AVA Board direct the CEO (Henry) and any designees to negotiate with Broadminded Media to initiate two concurrent preliminary phases:
 - Phase 1: Convert existing AVA maps into usable digital files (cost \$35,000)
 - Phase 2 Hire Broadminded Media (max \$15,000 for Q4 2025) to solicit grants, donations and sponsorships with a minimum fundraising target of \$130,000

Additionally:

 - Negotiate contract completion targets with Broadminded Media
 - Hire legal counsel for contract review (budget \$10,000)
 - Direct HQ staff to request a \$60,000 withdrawal from the money market as seed funding for these preliminary efforts.
 - ii. Discussion Followed.
 - iii. Voting on the motion occurred. The motion passed.

11. Regional Director's Reports:

- a. **Mid-America Region – Robert Buzolich MA_RD:**
 - i. **Proposed Bylaws Special Committee** – This committee would reconcile the Policy Manual with the Bylaws.



1. Motion to form an Ad Hoc Committee to reconcile the AVA Policy Manual with the updated AVA Bylaws.
 2. This would be an operations committee under Henry.
 3. No motion is needed to form an operations committee.
- b. **Northwest Region – Sandy Severtsen, NW_RD:** included in the meeting packet.
 - c. **Northeast Region – Carol Giesecke** will submit a report for the December meeting.
 - d. **Pacific Region – Holly Pelking –** The Pacific region is excited about the Chairman's 50th Anniversary Weekend in January.
 - e. **Southeast Region – Jeanne Stokes –** Would like to invite everyone to Walk Around Florida 34 the beginning of November 2025 and also to Walk Around Florida 35 in 2026 celebrating AVA's 50th anniversary. Details on Florida club's websites.

12. Adjournment: The meeting was adjourned at 8:15 CDST. There was no motion for adjournment made.

13. Executive Session:

- a. The executive session was called to order at 8:23 PM CDST.
- b. A motion to adjourn was made by NW_RD Sandy Severtson. The motion was seconded by PA_RD Holly Pelking. The Executive Session meeting was adjourned at 9:05 PM CDST

Next Board Meeting: Thursday, December 18, 2025, at 5:00 P.M. CST

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

