

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

**Thursday, December 18, 2025, 5:00 PM – 7:00 PM CST**  
**Location: Video Conference via Microsoft Teams**

- 1. Call to Order –Chairman, Carl Cordes:** The meeting was called to order by Chairman, Carl Cordes, at 5:04 PM CDST.
- 2. Roll Call – Secretary:**
  - a. All the sitting officers and the CEO were present.
  - b. All Regional Directors were present except AT\_RD Karen Kaufman and SC\_RD Terri Tyler.
  - c. All DRDs were present except NE\_DRD Eileen Skinner and SE\_DRD. Mike Lanpher. RM\_DRD & SC\_DRD are vacant.
  - d. Committee Chairs in attendance were App-Jeff Giddings, IT-Mike Green, Programs-Diane Evans and Publicity-Susan Fine.
  - e. AVA National  
Office: Erin Grosso, Marian Devaul, and Hector Hernandez.
  - f. Guests included Sharon Moats, Ed Hainline, Chris Zegelin, and Steve Sandridge.
- 3. Approval of Agenda:**
  - a. Chairman, Carl Cordes requested removal of 6c: 50<sup>th</sup> Anniversary Update as it is included in the CEO's Report. and
  - b. Removal of Item 8b: Finance Chair/Approval of 2026 AVA Budget. Will be included as part of New Business.
  - c. Request the Finance Committee Report be added at 9d: Committee Reports.
  - d. Item 9b be removed as it will be included in section 6b: Walk App Updates.
  - e. Correct Agenda for minutes approval from December to September.
  - f. Revised agenda was approved.
- 4. Approval of Minutes of September 18, 2025, Board Meeting:** Chairman, Carl Cordes requested the minutes be approved by unanimous consent. The minutes were approved.
- 5. CEO's Report – Henry Rosales:**
  - a. AVA office hours
  - b. General liability insurance. Advising it will probably go up. Current budget is proposed at \$21,000. I would like to get BOD approval for insurance not to exceed \$25,000.00 as obtaining the insurance is time sensitive. We will continue to shop around. We are difficult to insure. In the future, we may



also have to look at eliminating some sports (snowshoe, skate, canoeing) to get future insurance costs down.

- c. AVA 50<sup>th</sup> Anniversary planning is underway.
  - i. Carl will be hosting the first event in January.
  - ii. The AVA Office is sanction fees for one walk at each of the anniversary events. Creating & distributing event postcards, banners, stickers and passport books.
  - iii. Is designing and distributing promo t-shirts for participating clubs.
  - iv. Event postcards will be mailed to RDs & DRDs who request them.
  - v. The AVA would like a list of BOD members & RDs who are attending events to facilitate award presentations to hosting clubs.
- d. AmericasPiad in 2028
  - i. The CEO would like to have some discussion on this matter at a later date.
- e. New, Inactive, Reactivated, Deactivated Clubs
  - i. There is a procedure for deactivating clubs with respect to their walks & maps. Clubs should turn over to another club in their region, a state association, or an RD. If none of the above, it should be sent to the AVA via a disc, drive, email or copies of the information.
- f. Fund Development:
  - i. Henry would like to thank everyone for their support in “The Big Give”. We successfully raised \$91,360.00.
  - ii. Also, thanks to Rob McDaniel for his assistance in putting together the fund-raising cruise. This should bring in about \$15,000.00. We won’t see that revenue until next year.
  - iii. We did hold a “Community Walk”. It is a new event that we are trying to grow. We brought in about \$1,300.00. There were 130-140 walkers with some kids in the group.

## 6. Old Business

- a. **Hiatus procedures for Seasonal Events in a calendar year:** Chris Zegelin explained that his allows for a club to schedule an event that is not open all year, putting the event on “hiatus” for the months that the walk is closed. The club should not be charged the \$5 administration fee for the quarters the event is on hiatus. The club would register the event as a year-round event. The club would be responsible for setting the hiatus button on the event. There will need to be refinement to the AVA billing software.
- b. **Walk App Update:**
  - i. Jeff Giddings (App Development Chair) advised that the AVA is changing track on the walk app and plans to take the monies approved at the last meeting and take a different tact. We plan to hire a person, probably Blake Charvoz, to manage the app development. He has over 10 years of experience as an app developer. He has agreed to find, and recommend a “user



experience/user interface (UX/UI)” expert to help design a set of wire framed prototypes of screens for the core part of the walk app. We are trying to mitigate design and development risks and minimize cost risks. If we design properly, we hand it off to a developer, whose design teams and development teams will implement the wireframes. Those wireframes will have already been vetted by our target audience. We know with decent certainty that the target audience will like what is produced and will be more comfortable using the app and will want to have the app. We are taking the Board’s recommendation and utilizing risk mitigation. What ends up is a UX/UI designer that we contact ability and when/if we decide to enhance the app in the future, they will be available to assist. We will end up with a bunch of wireframes that can be handed over, ready for development. That reduces the time/costs of the developer. We should end up with a better product.

- ii. Discussion followed.
- iii. Due to the change in focus for phase 1 of the app development, the approval of monies approved at the previous meeting is no longer valid. The App Committee recommends that the Board “Approve of change in the walk application development scope of work from map conversion to UI/UX design and research. The contract amount for this work shall not exceed \$30,000.00.”. This motion does not require a second. The motion passed unanimously.

## **7. New Business**

### **a. 2026 AVA Budget Approval:**

- i. Finance Chair, Seth Werner, reported that the 3<sup>rd</sup> quarter numbers came through. We are still running a deficit. I have provided the 2025 year to date budget, a 2025 modified budget, and a 2026 proposed budget. Some changes for 2026 include increased participation fees, merchandise income for 50<sup>th</sup> anniversary, WALK the WAVES fund raiser, and the Texas Trail Roundup replaces the 2025 Convention. Expenses include Texas Trail Roundup and an increase in computer software and websites. QuickBooks desktop vs on-line must be used, and its costs are going up. Insurance costs are also going up. We are factoring in travel and Board of Directors meetings are being added to the budget. Wages for staff have decreased slightly due to an employee retirement. Rent should come down a little bit, and we are expecting to reduce the rental costs by renting out a room at the Headquarters location. We expect our revenue to expense difference to be reduced. We are hoping that the 50<sup>th</sup> Anniversary will drive revenues up.
- ii. Discussion followed.



- iii. The Finance Committee recommended the following motion: “Approval of the 2026 AVA Operational Budget”. A second is not needed. The motion passed unanimously.
- b. **New Club type proposal:**
  - i. PA\_RD Holly Pelking presented a proposal “To create a new type of club that is much easier to manage by the member(s) while the club continues to provide and maintain events for the common good”. We are realizing that many of the clubs in our region are closing because many of the clubs are unable to seat a slate of officers to take responsibility for the club. This motion came out to stop the clubs from closing. Proposing that one person can be a club. Our region lost 20 walks cause 1 person could not be a club.
  - ii. PA\_RD Holly Pelking made a motion that the AVA bylaws be modified as appropriate to allow for this new type of club. The motion was seconded by MA\_RD Bob Buzolich.
  - iii. Discussion followed.
  - iv. Chairman, Carl, offered a friendly amendment that” the AVA bylaws be studied by the appropriate committees to allow for this type of club”.
  - v. Discussion followed. The discussion led to deciding on an ad hoc committee to review would be the best course of action.
  - vi. PA\_RD Holly Pelking suggested a new friendly amendment to be: ‘We move that an ad hoc committee be formed to study and make recommendations to the Board regarding possible implementation for a new club model”. The motion passed unanimously.
- c. **Cruise ship event sanctions discussion:**
  - i. CEO, Henry, advised rules for sanctioned events on cruise ships, are found in General Rules for Events Section II, item D: The AVA will not sanction events on aircraft, trains, buses, or other multiple passenger conveyances except cruise ships.
  - ii. Chairman, Carl, advised that the IVV policy is not to approve sanctioned events on a cruise ship because (1) the country could not be clearly identified, and (2) the exact route on the ship could not be identified when the sanction is submitted. Sanctioning events on cruise ships is not permissible.
  - iii. Discussion followed
  - iv. The AVA will update their Policy Manual to reflect the IVV Policy.
- d. **2026 BOD Meeting Schedule:**
  - i. Chairman, Carl, moved that the following schedule of regular Board meetings be approved for 2026.
    1. March 12, 2026, 5pm - 7pm CST via Teams
    2. June 5, 2026, 8am – 4pm MDT in person in Rapid City SD
    3. September 17, 2026, 5pm – 7pm CDT via Teams
    4. November 19, 2026, 5pm – 7pm CST via Teams



- ii. Discussion followed.
- iii. The motion passed unanimously.

## 8. Officer Reports

- a. **Chairman:** His report was included in the packet. Accepted as submitted.
- b. **IVV-Americas and Oceania Vice President:** The report, by Bob Morrison, was included in the meeting packet. Accepted as submitted.
  - i. Chairman, Carl, made note that the report shows that the IVV has approved e-bikes using pedal assist only for cycling events. That was approved at the IVV Presidium in August in Finland.

## 9. Committee Reports:

- a. **Convention Committee:** Jerry Wilson submitted a report in the meeting packet but has an update.
  - i. The report stated we visited Springfield, MO and Rogers, AR. Now we have also visited Norman, OK. All three locations are still possible convention locations. All locations have good walking, good lodging, good social possibilities, and all have airports nearby. We still need to look at dates and costs for attendees and for the association.
  - ii. The report is accepted as submitted with the addition of the updates by Jerry.
- b. **Programs Committee:** The report was submitted in the meeting packet.
  - i. Diane Evans advised that the committee had received a recommendation related to cross-marketing special events. The recommendation was to include the potential program in an AVA Webinar and have speakers that have experience with cross-marketing speak to the issue.
  - ii. The Programs Committee report is accepted as published.
- c. **Finance Committee Report:** The report was submitted in the meeting packet.
  - i. Chairman, Carl, advised that the Finance Committee had submitted a charter which is in your package.
  - ii. Chair, Carl, requested a motion to approve the Charter. The motion was made by PA\_RD Holly Pelking. The motion was seconded by MA\_RD Bob Buzolich. There was no discussion. The motion passed.

## 10. Regional Director Reports or Comments:

- a. AT\_DRD Ron Jones advised next webinar is the 21<sup>st</sup> of January at 7 pm CST. Will talk about how to attract new members.



- b. NE\_RD Carol Giesecke apologized for not preparing a Governance Committee report for this meeting. She will have one for the March Meeting.
- c. Secretary Leslie Stone asked if the USA was going to plan an Americaspiad. The deadline for submission is March 31, 2026. The AVA understands that Canada cannot host an Americaspiad. Chairman, Carl, suggested that we could have some informal discussions among interested parties in January. Carl will discuss it further with Henry. There is a fee associated with hosting an Americaspiad.

**11. Member Comments (Deputy Directors & Guests):**

- a. **Sharon Moats** commented on PPFS events. Clubs don't know in advance how much attendance there will be. The AVA gets extra money when more people walk PPFS events.

**12. Adjournment:** A motion to adjourn was made by RM\_RD Christopher Benoche. PA\_RD Holly Pelking seconded the motion. The meeting was adjourned at 8:15 P.M. CST.

The next Board Meeting will be March 12, 2026, at 5:00 P.M. CDT.

