

Minutes
Electronic Business Meeting
March 19, 2019

1. The meeting was called to order at 10:00 a.m. edt. All were present ED and VP joined late. Brief power outage and for a brief period, the VP ran the meeting.
2. Progress on Free Walker Education – Mixed
3. Limiting access to AVA assets such as:
 - a. Search Events
 - b. Pay extra for Search
 - c. My AVA.org
 - d. Can be a benefit of Membership
 - e. Discussion continues
4. Confirmation of Board Meeting at Convention – Tuesday, June 11, 2019 7:00 p.m.
5. Confirmation of Board Orientation in August – Newly elected board members will report on August 14. August 15 will be for entire Board of Directors
6. Albany Convention discussed – registrations are slow but enthusiasm is high.
7. Proposed Bylaws changes voted on by voice vote. All were accepted.
8. Big Give discussed. To date we have \$29,368
9. Suggested topics for next month's EBM (9 April 2019)
 - a. Remove the four pages of club listings from TAW
 - b. Remove the two pages of event listings from TAW
 - c. Should we get rid of the Starting Point (for Bob and Marian) – does it pay for itself
 - d. Ask RDs if they still want 10 copies of TAW
10. Meeting adjourned at 11:45 a.m. edt.

Respectfully submitted:

Sam Korff, AVA Secretary

AVA Bylaws Change

Rationale for Proposed Bylaws Changes

Proposed Change	Rationale
<p>ARTICLE VII. NATIONAL EXECUTIVE COUNCIL</p> <p>7.1 Membership</p> <p>Add "up to three At-Large Members" following "Regional Directors"</p>	<p>To add outside professional expertise to the Board.</p>
<p>Add: 7.7 At-Large Members</p> <p>(a) Selection Procedure</p> <ol style="list-style-type: none"> i. Skills needed on the Board will be determined by the members of the Board. The Board will determine the number of available At-Large positions and announce to the Membership those skills needed, number of open At-Large positions, and the suspense for receiving nominations. ii. Any Associate Member of AVA may make a nomination for one or more of the open At-Large seats on the Board. This nomination must be received by the AVA Secretary in writing no later than the established suspense. iii. The Board will assess each nominee for the skills needed on the Board, the general benefit that each nominee will bring to the Board, and their commitment to serve. From the nominees received from the Associate Members, a slate of nominees will be presented to the Associate Members of AVA for selection by written vote. The Board will also announce the suspense for any vote to be received and counted. iv. While it is incumbent upon the Board to determine the number of At-Large Members, no more than three are allowed at any time. While their terms can run concurrently, their terms can also be staggered to provide more flexibility to the Board in ensuring that the right skill mix is available at all times. 	<p>New paragraph.</p> <p>Selection procedures for new Board members.</p>

<p>(b) Term of Office. The term for each At-Large Member shall be two years. The term of office shall begin with the first Board meeting (in person or electronic) immediately following the validation of their election by the Board.</p> <p>(c) Term Limits. At-Large Members can serve no more than two consecutive terms of office. Re-election for a second term will be done by majority vote of the Board.</p>	<p>Identify term of office for new Board members.</p> <p>Identify term limits for new Board members.</p>
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AVA Bylaws Change

Rationale for Proposed Bylaws Changes

Proposed Change	Rationale
<p>ARTICLE III. MEMBERSHIP</p> <p>3.5 Fees and Dues.</p> <p>(a) From "The fiscal year of the AVA shall be from July 1 of a given year through June 30 of the following year."</p> <p>To "The fiscal year of the AVA shall be from January 1 through December 31 of a given year for the year 2020 and for all future years."</p>	<p>The purpose of this motion is to facilitate a change of AVA's accounting and tax year from a July-June fiscal year to a January-December calendar year beginning in 2020.</p>

AVA Bylaws Change

Rationale for Proposed Bylaws Changes

Proposed Change	Rationale
ARTICLE X. COMMITTEES 10.1 Appointment. Add "Board" in front of "Committees". Change "National Executive Council" to "Board". Change "AVA" to "Board" and add "Committees dealing with day-to-day operational subjects shall be established by and report to the Executive Director with the advice and approval of the Board."	To improve clarity. Approved at the 2017 Billings Biennial Convention. AVA is moving to a more policy oriented board rather than operational.
10.2 Membership. Change "National Executive Council" to "Board" three times. Change "AVA President shall" to "AVA President shall chair the Governance Committee and". Change "ex-officio of all committees" to "ex-officio of all other Board committees"	Approved at the 2017 Billings Biennial Convention. Adding a new Committee for the AVA President to chair. To improve clarity.
10.3 Standing Committees. Change "Convention, Internet Technology, Publicity, and Standards and Evaluation" to "Finance, Governance, and Awards."	To reduce the number of Standing Committees.
10.4 Duties. Change to 10.5 Duties. Change "National Executive Council" to "Board". Change "Handbook" to "Handbook and their respective Committee Charter as approved by the Board."	Adding new paragraph. Approved at the 2017 Billings Biennial Convention. To better reflect the duties of the committees.
Add "10.4 Operational Committees. Operational committees, such as National Convention, Information Technology, Membership, Programs, Publicity, and Standards and Evaluation shall be established under the Executive Director."	To move to more appropriate category.