

Minutes

AVA Board of Directors (BOD) Electronic Board Meeting (EBM)
November 17, 2020

1. Meeting was called to order at 10:00 a.m. EDT by President David Bonewitz.
2. All were present except for the At-large member. Representing the National Office (NO) were Henry Rosales, Executive Director (ED) and CEO; Erin Grosso, Financial Manager; and Samanta Sanchez, Communications and Publicity Specialist. Also participating were DRDs from Atlantic, North Central, Northeast, Northwest, and Rocky Mountain Regions; and Jerry Wilson, Chair of the Convention Committee. A quorum was declared.
3. Agenda. Approved with one additional item submitted by Mike Green (AT RD) on the referral program, time permitting.
4. Minutes of the October 20, 2020, Board meeting were approved as corrected.
5. CEO Report. See slides at Attachment 1.
 - a. Slide 2 – Budget. The Mass Media contract will be closed out and will result in savings once all accounts are cleared. The CEO will request using some of the leftover funds for AVA relocation. The Virtual Online Program is on target to produce \$4,077, not including staff time. AVA will offer Jan, the program administrator, a small stipend, and the shirts will take about another \$1,500 from that amount.
 - b. Slide 3 – Other updates. The National Office aims to get Convention registration up by December 1 and get Starting Point books out early in January. Printing of Starting Point books was delayed this year to give clubs extra time to decide on renewing and rescheduling walks. Samanta briefed that since the last meeting, more Big Give donations have come in. The total to date is \$103, 846. This year the Big Give had a regional challenge, which did not include large donations earmarked for matching funds. Southwest Region won the donation challenge, but the top three were all close (within a few hundred dollars). Vice President Nancy Wittenberg donated a walking stick to Southwest Region. In drawings for Convention registration, Helen Garamone of Alexandria, Virginia, won from individual donors, and the Nebraska Wanderfreunde Trailblazers of Omaha, Nebraska, won from club donors. In other Big Give discussion, John McClellan (SE RD) asked that the final report show stats on money donated from outside sources. He also asked Board members to emphasize GoodShop/GoodSearch and Smile.Amazon.com as sources of funds not directly from members.
6. Report on Status of National Office Move
 - a. Before the CEO's presentation, President David Bonewitz announced that due to time constraints, the Executive Committee (EC) had met on November 9, heard a briefing by the CEO on relocation, and approved moving forward to secure a location.
 - b. Background: The AVA lease for the Universal City location ends in December 2020, and AVA must move by then. CEO Henry Rosales formed a search committee in March 2020 to find and evaluate alternative locations. The search committee consisted of Sammy Hunnicutt (SW

RD), Dennis Martinez (a local business owner), and Hector Hernandez (representing AVA employees). The committee was tasked to develop search criteria, define scope, and develop timelines and guidance.

c. Once the scope was defined, the search was narrowed to San Antonio and New Braunfels. Henry sent notice to nonprofits in San Antonio and Bexar County and to the local chambers of commerce. Henry briefed potential locations, pointing out advantages and disadvantages of each, including cost, space, availability of parking, visibility, and complementary businesses and services. A major limiting factor was secure space to place and operate the laser printer used to make the stamps.

d. The EC's recommendation was a hybrid of two locations that would both provide needed space and offer visibility. The final lease cost will be slightly higher than the current lease, but it may be partially offset by subleasing some of the space.

e. The move is planned for December 2020. Erin Grosso mentioned that people should not mail in books after December 10 and probably before mid-January to allow time to advertise a new mailing address.

f. CEO Henry Rosales requested approval to shift \$15,000 from the closing Mass Media contract to the Operations fund for the relocation. The Board unanimously approved the request on a voice vote.

7. Discussion on Governing Documents. David asked if RDs had received feedback and reminded everyone of the webinar on this topic scheduled for the next day, November 18. Because of the Texas Sunshine Law, it will also be a special meeting of the BOD.

a. Bob Buzolich (MA RD) said his region feels Article 16 is too broad in giving the BOD latitude in approving changes to the Bylaws. The RM DRD noted in chat that this is how modern Boards work. Also, Bob said clubs worried that the BOD could do away with free walkers unilaterally. Finally, Mid America clubs wondered why a vote in March 2021 was being scheduled so close to the next Convention. David responded that a vote in March would then allow clubs time to present proposed changes before the June Convention.

b. Sherry Sayers (RM RD) asked if feedback she sent would be addressed in the webinar. David said the typos would be fixed separately. On the major suggestion dealing with election of at-large members, David responded that the change for electing at-large members had already been approved at the last Convention.

8. Discussion on IVV Virtual Congress

The President, Vice President, and CEO will represent AVA. They will be voting to approve a slate of officers, the location of next IVV Congress (choice will be Germany or Canada), and the site of the 2023 Olympiad (San Antonio is the only candidate). Someone in IVV has complained there was no Olympiad presentation from AVA, but the IVV did not request one. As a side note, David has gotten feedback that AVA is ahead of IVV on recognizing changes in the world and the need to adapt, so he has volunteered to be on one of the IVV committees. Finally, David pointed out that AVA lacks standing in IVV partly because AVA sends different representatives

to each Congress, while other countries send the same people, who are often employees of sports organizations. Thus, for continuity, at the next Board meeting, David will propose that the CEO be the primary representative with the President or President's designee attending as well.

9. Awards Status

Carl Cordes, PA RD and Awards Committee Chair, presented the committee report (Attachment 2.) The Awards Committee consists of Carl Cordes, Sam Korff, Cecilia Miner, and Suzi Glass.

- a. Sam Korff made updates to the awards archive database, which is up to date through 2019.
- b. Between the national and regional nomination forms, the approval process at the bottom was reversed. Carl has corrected the online nomination forms and submitted them to the National Office for upload. Existing forms will be accepted in the meantime.
- c. The deadline for national awards to RDs was November 1. Carl has received 13 nominations from 4 regions for national awards of Hall of Fame, Distinguished Achievement, Ted Ballman Youth, and Trailblazer. If there are others, Carl needs them by December 1. The Awards Committee will review nominations in December for presentation to the Board in January 2021. President's Award nominations go to the President, not to the Awards Committee (that form is also incorrect). The President should receive nominations by December 1.
- d. Tom Baltes (NW RD) asked if the Trailblazer Award could go to individuals, since some of his club members have received it in the past. Carl said the award goes to clubs as the policy is written currently.
- e. Chris Mellen (NE RD) noted that Distinguished Service criteria calls for eight years of service and asked if the required service was on the national level or a combination of all levels. Carl answered that the eight years is a combination of all services to AVA but should include some service at the national level. To the question of whether Convention service counted, Carl responded that, yes, Convention counted as service to more than one region. Chris then asked if there was a limit to the number of people who could receive the Distinguished Service award, noting that at one time each region was allocated two. Carl replied there is nothing in policy to limit the number of nominations. The Committee can recommend downgrade to Meritorious if the nomination doesn't rise to the level of Distinguished, but the committee doesn't want to set an artificial limit that may preclude deserving individuals from receiving recognition.
- f. Carl called for RDs to send up names of individuals receiving region awards since the last Convention by March 1 to prepare the Convention awards booklet. The Committee does not provide input to region awards, which are printed and distributed by RDs. Given the AVA move, requests for certificates and patches should be made quickly.
- g. Carl reported the committee felt the policy manual should be clarified on eligibility of Deputy Directors for national awards, because policy states that the national awards program is not available to those serving on the National Executive Council. Discussion on this topic is as follows:

The Awards and Recognition Committee proposes that the Policy Manual be updated to clarify eligibility of Deputy Directors for National Recognition Award nominations. While the NEC (Board of Directors) are explicitly excluded, the eligibility of the Deputy Director, who may fill in for the Director from time to time, is not clearly defined.

Further, the exclusion of the NEC is listed three times – Section 3.01.I General, 3.01.II Policy and 3.03.A Nomination, para 1. Once in the Policy paragraph is sufficient and mention should be deleted in the General and Nomination sections.

Motion: (See report at Attachment 2 for summary of proposed action)

We move that Policy Manual Section 3.03.II Policy be amended to add the following sentence: A Deputy Director may be nominated for a national recognition award provided the Regional Director is not the nominator.

Remove redundancy in sections 3.01.I General and 3.03.A. Nomination, para 1, by deleting the last sentence “National Recognition Awards program not available to those serving on NEC.”

President David Bonewitz noted that a motion was from committee did not require a second.

Discussion on the primary motion revealed that Board members felt not allowing the RD to nominate was an undue limitation. Vice President Nancy Wittenberg **moved to amend** the motion to remove the restriction that the nomination for DRD cannot be made by a regional director. The SW RD seconded.

Discussion of amendment centered on the rationale for not allowing the RD to nominate the DRD. David said there was perception the NEC was "patting itself on the back." The restriction was to avoid perception of self-gratification.

President David Bonewitz called for a **voice vote on the amendment**. The ayes were in the majority with two nay votes. **Motion to amend the original motion carried.**

Amended motion became a DRD may be nominated for a national service award by the RD. Discussion: The Vice President noted that if a DRD takes the place of the RD, the DRD becomes a sitting member of the Board.

Mike Green (AT RD) **moved** that both RDs and DRDs not be allowed to have national awards while serving, making the motion that the RD and DRD may not be nominated for national awards while serving. The NE RD seconded.

Discussion focused on making the policy statement clean and simple.

President David Bonewitz called for a **roll call vote on amendment to the amendment**, which had become that DRDs may not be nominated for national awards: Votes were 6 Yes, 5 No.

Motion carried

With amendments addressed, closeout required a vote on the primary motion as amended

Discussion: None

In a **roll call vote** there 7 Yes, 4 No. **Motion as amended carried.** Result will be that DRDs will not be eligible for national awards while serving as DRD. Carl will draft new wording for the Policy Manual to reflect the decision.

10. Convention Update (Jerry Wilson, Convention Committee Chair)

a. National Office and IT Committee work on the registration system is progressing with input from Sammy Hunnicutt as Training Chair and Jerry as Convention Chair. The target is December 1 for registration to go live. The registration system will have three parts: Picking how much of Convention to attend, Silent Auction (where people register donations), and a volunteer section. The registration will also address refunds should people need to cancel.

b. Walk routes have been set up, and the committee has gotten volunteers from local clubs for pre-convention walks.

c. Contracts are in place with Monona Terrace and Concourse Hotel, and an itinerary has been set up by venue, since the two venues are four blocks apart.

d. A keynote speaker has not been secured yet, though one is lined up for the dessert night (author of book on Ice Age Trail). John McClellan (SE RD) recommends William Shuttleworth, the 75-year old veteran who walked across the country; Matt Green, who walked every street in New York City; or the man who created the Koman fundraisers and did a TED talk.

e. Jerry briefed that functions are planned for Tuesday, Thursday, and Friday evenings, with Wednesday a free night. For Wednesday, Jerry proposed several options: dinner on one's own, a concert (he is trying to get the Wisconsin Chamber Orchestra) with a carry-out meal from the hotel, an informal walk to the University of Wisconsin memorial union terrace for sunset and meal (buy own), or an additional sanctioned walk to "beverage and food forage."

f. Jerry needs guidance from the Board on pursuing proposals for a 2023 Convention, given AVA's bid for the 2023 Olympiad.

g. Buses. Two walks will need bus support, and Erin has the cost estimates. One walk will require buses to and from the start point because of restrictive parking; the other is bus out and walk back. Costs will be included in the packages because the buses will be necessary. Registration for these events will be at the hotel, not at the walk start points. Jerry does not recommend the Convention provide buses to outlying walks, such as Green Bay.

h. The Committee has a treasurer, and Erin has projected the budget. If the Convention proceeds as planned, it could net a profit exceeding \$50,000.

i. The Convention Committee is keeping a close eye on the COVID situation and frequently changing restrictions.

j. The CEO recommended the Board move forward with planning and revisit in April for a decision. The Vice President urged making a decision no later than the March Board meeting.

The CEO agreed March was doable but noted how fluid the situation remained. He said we have two options: cancel or downscale.

11. President David Bonewitz called a Special Meeting for the webinar on November 18. The next regular Board meeting will be December 15. Two major topics will be governing documents and budget, so expect a longer meeting. David asked Mike Green if his added agenda item could wait. Mike responded it could and summarized by saying work on the Element 3 Health referral system is expected to make the process less impactful for AVA to administer.

12. Other topics as needed

a. Chris Mellen (NE RD) asked for two budget items to be added to the December agenda: a COLA increase for staff and revisit of the refund process for the \$30 sanction fee for 2020 events canceled due to COVID.

b. CEO: AVA received a mini-grant from Austin Peay University. A team of student interns will work with Tim Miner, Programs Committee Chair, on graphics for National Walking Week. The interns also plan to go to Convention to help clubs. They have already cleaned up club brochures to remove IVV parts not entirely applicable to AVA and will put them on the website in January.

13. Adjourned at 12:50 p.m. EDT.

Respectfully submitted,

Cecilia Miner
AVA Secretary

Attachments:

1. CEO Report
2. Awards Committee Report