

Minutes

Electronic Board Meeting

February 19, 2019

1. The meeting was called to order at 10:06 EST. All present except NE RD. NC DRD attended in place of the NC RD.
2. April EBM will be on April 9, 2019. March EBM will be on March 19, 2019.
3. Consensus vote to approve January NEC Meeting Minutes. No objection.
4. Bylaws changes presented. (Attached)
 - a. We already have the amendment to change our accounting to a calendar year.
 - b. Movement of committees from Bylaws to Policy.
 - c. Change to allow non volkssporters to sit on the AVA Board.
5. Tom Baltes reported on NW region movement to change the culture regarding free walkers.
6. Nancy Wittenberg made a presentation on the Match for The Big Give.
7. Meeting adjourned at 11:16 EST.

Respectfully submitted:

Sam Korff

AVA National Secretary

ARTICLE VII. NATIONAL EXECUTIVE COUNCIL

Change 7.1 to read “. . . Regional Directors, up to three At-Large Members, and the Executive Director. . .”

Add: 7.7 At-Large Members

(a) Selection Procedure

- 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 AV 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.

(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.

(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.

ARTICLE X COMMITTEES

10.1 Appointment. Committees, standing and special, as deemed necessary by the National Executive Council to carry on the work of the AVA, shall be appointed by the AVA President with the advice and approval of the National Executive Council.

10.2 Membership. All committees, standing or special, except the Nominating Committee, shall consist of at least one member of the National Executive Council. A majority of the members shall not be members of the National Executive Council. No member of the National Executive Council shall be on the Nominating Committee. The AVA President shall be a member ex-officio of all committees, except the Nominating Committee.

10.3 Standing Committees. There shall be the following standing committees: Audit, Bylaws, Convention, Internet Technology, Publicity, and Standards and Evaluation.

10.4 Duties. The committees shall perform such duties as are prescribed in the National Executive Council Handbook.

PROPOSED BYLAWS CHANGES – Effective Date 1 July 2019

ARTICLE X COMMITTEES

10.1 Appointment. Board Committees, standing and special, as deemed necessary by the National Executive Council ~~Board~~ to carry on the work of the AVA ~~Board~~, shall be appointed by the AVA President with the advice and approval of the National Executive Council ~~Board~~. 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.

10.2 Membership. All committees, standing or special, except the Nominating Committee, shall consist of at least one member of the National Executive Council ~~Board~~. A majority of the members shall not be members of the National Executive Council ~~Board~~. No member of the National Executive Council ~~Board~~ shall be on the Nominating Committee. The AVA President shall chair the Governance Committee and be a member ex-officio of all other Board committees, except the Nominating Committee.

10.3 Standing Committees. There shall be the following standing committees: Audit, Bylaws, Convention, Internet Technology, Publicity, and Standards and Evaluation, Finance, Governance, and Awards

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.

10.45. Duties. The committees shall perform such duties as are prescribed in the National Executive Council ~~Board~~ Handbook and their respective Committee Charter as approved by the Board.

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