

EXECUTIVE BOARD MEETING MINUTES

A regular meeting of the Executive Board of the Family RV Association was held on Friday, May 23, 2025. The National President and National Secretary were both present. National President Paul Mitchell called the meeting to order at 11:02 a.m. Eastern Time. A quorum was established.

Members present:

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|------------------|--|
| Paul Mitchell | National President |
| Bob Weithofer | National Vice President |
| Barbara Smith | National Treasurer |
| Pamela Richard | National Secretary |
| Barbara Schleuse | Northwest Area President |
| Wayne Cernie | Rocky Mountain Area President |
| Bill Dees | Southeast Area President |
| Dianna Huff | South Central Area President |
| John Jacobs | Midwest Area President |
| Dick Lowman | International Area President |
| Gary Lyons | Eastern Area President |
| James McDaniel | Western Area President |
| Bill Newton | Northeast Area President |
| Kevin Watters | Great Lakes Area President |
| Gary Milner | Immediate Past President (non-voting member) |

Invited guests present:

| | |
|---------------|---|
| Ken Carpenter | Governance Committee Chairman |
| Randy Johnson | AMS Committee Chairman |
| Don Schleuse | Policy and Procedure Committee Chairman |
| Brian Shupe | Corient |

Staff present:

| | |
|-------------------|---|
| Brian Bacik | Controller |
| Penny Gortemiller | Director of Chapters and Governance |
| Pamela Kay | Director of Communications and Publishing |
| Sherry Light | Membership Director |
| Danielle Powell | Chapter Services Assistant |
| Doug Uhlenbrock | Director of Events |

National President Paul Mitchell called on Bill Dees for the invocation. Bob Weithofer led the Pledge of Allegiance to the Flag of the United States of America.

President Mitchell called on Pamela Richard for the Secretary's Report. Pamela noted that the minutes were approved by email and are available online.

President Mitchell asked for corrections to the minutes of the meetings held on March 8, 2025; March 14, 2025; and April 17, 2025. There were none, and the minutes were approved as distributed.

President Mitchell called on Treasurer Barbara Smith for the Treasurer's Report (Attachment #1).

Treasurer Smith reported that this would be her last Treasurer's Report for the Cincinnati meetings, as she will leave office in Gillette. The Treasurer's Report covers October 1, 2024, to April 30, 2025. She noted the Treasurer's Report is supplemented by a spreadsheet that was distributed earlier.

Barbara highlighted several items from her written report, including the following: Anticipated slowdown in growth in the US economy; FRVA membership tracks with RV purchases; the RV industry is anticipating continued growth in the travel trailer and fifth-wheel segments. One motorhome manufacturer CEO noted that the tariffs will impact purchase prices, and that he feels they are in the final year of a downturn. Barbara compared the 2024 fiscal year to the 2025 fiscal year, noting that FRVA has taken less from the reserves this year.

Barbara also read from a 2005 article printed in the magazine regarding the history of the purchase of the Clough Pike headquarters building. At the October 19, 1974, meeting of the Executive Committee, the paid Life Membership fee of \$500 was established, and in total, \$326,000 was raised. This was through the Lifetime Memberships, the Thousand Club, and chapter and other donations.

In 1976, the Executive Committee authorized the negotiation of an option to purchase the office building. She also noted that in 1989, the Governing Board approved a \$1,000,000 expansion of the Clough Pike building and the Round Bottom Road property was purchased. The campground was added in 1990. Today there are full hook up and additional spaces at the campground.

Barbara Smith moved to accept the Treasurer's Report. The motion was seconded and carried unanimously.

Treasurer Smith introduced Brian Shupe with Corient.

Brian Shupe shared a presentation regarding the Family RV Association investment portfolio at Corient. He reviewed the following items: Inflation; the stable labor market; uncertainty stemming from the tariff policy; the fixed income snapshot; the equity snapshot; and market volatility, noting that 37 of the last 45 years had an average annual return of nearly 14%. The graph indicates that in spite of negative consumer sentiment, in the past, the market was up over the following 12 months.

Brian provided an update on the corporate structure and purchase of CI Financial. The new company is Accelerate Holdings, which is a New York-based partnership that is seeded by capital from Abu Dhabi. This is a UAE company; however, the money is in the US with a US-registered firm. He noted that leadership stays intact, and it should have no impact on the account.

Brian noted that the portfolio had recovered from the downturn in the market as of two days prior. However, the market was down yesterday. For cash needs, some assets were sold and Brian recommended withdrawing no more than 4% to 5% annually if the goal is to maintain the portfolio balance. He clarified that if there are further cash needs, equities must be sold and that could be a significant tax burden.

Brian discussed the portfolio snapshot, noting that the investment policy and procedure states that the portfolio breakdown should be a 60/40 percent split between stocks and bonds. There is \$213,955 in cash. He noted that the value of the portfolio is about \$5 million.

Barbara reported that the deferred dues amount is \$3,453,730. There are no changes planned for the portfolio, and Brian noted that the fees being charged are not expected to increase.

President Mitchell thanked Brian for making the presentation and recessed the meeting for lunch.

After lunch President Mitchell called on Bill Newton for the Audit Committee Report (Attachment #2). ***Bill Newton moved to approve Flynn and Company as the audit firm for 2025. The motion was seconded and carried unanimously.***

Bill Newton moved to approve the 2024 Audit Report as submitted. The motion was seconded and carried unanimously.

President Mitchell called on Treasurer Barbara Smith for the Finance Committee Report (Attachment #3).

Treasurer Smith moved to earmark 50% of the association's net operating earnings to each of the reserve funds in the investment portfolio as outlined in Policy & Procedure #2035, Reserve Funds. The motion was seconded and carried unanimously.

Treasurer Smith moved to set aside \$20,000 for the purpose of education for FRVA's 2026 fiscal year proposed budget. The motion was seconded and carried unanimously.

Treasurer Smith moved to accept the recommendation from the Wage Review Board for the 2026 budget for salaries and contracted employee expenses in the amount of \$1,929,926, as outlined in Policy and Procedure #4012, Wage Review Board. The motion was seconded and carried unanimously.

Bob Weithofer moved to table the approval of the budget until after unfinished business. The motion was seconded and carried unanimously.

President Mitchell called on Ken Carpenter for the Governance Committee Report (Attachment #4).

On behalf of the Governance Committee, Ken Carpenter moved to recommend that the Governing Board quorum be amended to: "A quorum for the transaction of business at the Governing Board meeting is 25% of the voting chapters or 75 members from the voting chapters, whichever is less." The motion was seconded and discussion followed.

A question was raised regarding what the quorum number would be reduced to as a result of the motion. It was clarified that it would be a minimum of 75 people, or 25% of the total voting chapters. The number is determined by the number of active voting chapters. If there are 240 active voting chapters, 25% would be 60 voting delegates. The Executive Board members would be added to that count.

A roll call vote was taken:

Dianna Huff voted yes.

John Jacobs voted yes.

Dick Lowman voted yes.

Gary Lyons voted yes.

James McDaniel voted yes.
Bill Newton voted yes.
Pamela Richard voted yes.
Barbara Schleuse voted yes.
Barbara Smith voted yes.
Kevin Watters voted yes.
Bob Weithofer voted yes.
Wayne Cernie voted yes.
Bill Dees voted yes.

The motion carried unanimously.

On behalf of the Governance Committee, Ken Carpenter moved to task the Constitution and Bylaws Committee and the Policy and Procedure Committee to review the documents and develop a recommendation on what items the Governing Board must approve. The motion was seconded and discussion followed.

Ken stated the committee's rationale for making the recommendation is effectiveness and identifying those items that can best be addressed by the Executive Board. Questions were raised on the process and how this review would occur. Ken noted that the committees felt like they could work together to determine those items that the Executive Board can approve without the Governing Board.

Barbara Smith moved to amend the motion to strike the words "To task" and insert the words "Governance Committee" so the motion would read as follows: "The Constitution and Bylaws Committee, the Policy and Procedure Committee, and the Governance Committee will review the governing documents and develop a recommendation on what items the Governing Board must approve versus what the Executive Board can approve."

The amendment was seconded and carried unanimously.

President Mitchell clarified the motion on the floor is as follows ***"The Constitution and Bylaws Committee, the Policy and Procedure Committee, and the Governance Committee will review the governing documents and develop a recommendation on what items the Governing Board must approve versus what the Executive Board can approve." The motion carried unanimously.***

President Mitchell called on Don Schleuse for the Policy and Procedure Committee Report (Attachment #5).

Don Schleuse reported that the 2024 Governing Board sent three policies and procedures back to committee for further discussion and refinement.

Don noted that the Policy and Procedure Committee voted to take no action on Policy and Procedure #2005, Executive Board Nominations and Elections. No changes were made.

Regarding Policy and Procedure #3000, Area Association Creation, Operation, and Dissolution, Don noted that the prior committee discussed the newly added procedure to dissolve an Area Association. The Governing Board felt as though they did not have enough time to read and interpret the policy and procedure, and that is the reason it was sent back to the committee.

On behalf of the Policy and Procedure Committee, Don Schluese moved to approve Policy and Procedure #3000, Area Association Creation, Operation, and Dissolution, as submitted. The motion was seconded and discussion followed.

Bob Weithofer moved to amend the Policy and Procedure under the heading of Dissolution, to strike the words “FRVA Review Council’s recommendation of the” and the words “during the review period” so the sentence would read: “In the event of the dissolution of an area, the area shall be dissolved in accordance with paragraph 3 below.” The motion was seconded and carried unanimously.

The motion to approve Policy and Procedure #3000, Area Association Creation, Operation, and Dissolution, as amended, carried unanimously.

On behalf of the Policy and Procedure Committee, Don Schluese moved to approve Policy and Procedure #4010, Review Council Responsibilities, as presented. The motion was seconded and discussion followed.

It was reported that there seems to be redundancy in the policy and procedure, and the change is unnecessary.

The motion to approve Policy and Procedure #4010 failed unanimously.

On behalf of the Policy and Procedure Committee, Don Schluese moved to approve Policy and Procedure #3016, Chapter Membership Recruitment, as presented. The motion was seconded and carried unanimously.

President Mitchell noted that the Review Council Report was distributed earlier, and he accepted the report for file (Attachment #6).

President Mitchell called on Chairman Randy Johnson for the AMS Committee Update.

Randy Johnson noted that they are still on track for a July 1 replacement for the membership module. It was noted that the staff will be testing the module. Paul indicated that they also would like the Executive Board members to test the module as well.

Under unfinished business, President Mitchell called for discussion on the member initiation fee. He noted that this subject should have been discussed during an earlier meeting in Redmond. He recapped the earlier motion made as follows: ***“John Jacobs moved to eliminate the \$10 initiation fee for new members to join for a period of 180 days.”***

A question was raised relating to the financial impact and/or new members coming in. Discussion followed regarding the lost revenue and the thought that the dues should cover the cost of membership without the initiation fee. It was noted that it would be advantageous to keep the fee; however, it may not go over well with new members who join. It was also noted that there are different rates and/or specials running now. It was recommended that FRVA be more consistent with the rates and/or specials being offered.

John Jacobs moved to continue not charging the initiation fee of \$10 for new members. The motion was seconded, and it was noted that this motion would be in effect until Gillette.

A question was asked as to whether the Governing Board would need to discuss and vote on the initiation fee, since the dues are listed specifically for Governing Board approval. It was reported that the proposed budget contains income based on charging \$10 for the initiation fee.

The motion carried unanimously.

The Board discussed the discounted rates that are being promoted on social media. Paul noted that when discounted rates are issued in the future, it will be for a specific time, and tracking the promotion will occur.

The Executive Board returned to the discussion of the 2026 Fiscal Year Proposed Budget, and it was noted that they delayed approval until after the discussion on the initiation fee.

Treasurer Barbara Smith noted that the recommendation of the Finance Committee was to approve the budget with a surplus of \$20,121. It was noted that income from the initiation fee is included in the budget, and an adjustment would be needed based on the motion to continue not charging the fee. The line item amount is \$36,000. It was reported that the Governing Board did not direct the fee and, therefore, it would be the Executive Board's decision whether to continue charging the initiation fee.

It was also noted that the detailed budget salary line item did not match the departmental breakdown of the salaries as noted on the Finance Committee's report. While Treasurer Smith worked to see why the figures didn't match, President Mitchell continued with remaining business. A question was raised regarding the income from the initiation fee being included in the budget. Barbara Smith noted that the surplus of \$20,121 turns into a deficit of \$15,876, if the income is removed.

Barbara Smith moved to update the Finance Committee's report to the correct salary line item amount of \$1,969,926. The motion was seconded and carried unanimously.

A question was raised regarding the approval process for the initiation fee and whether it would be up to the Finance Committee, Executive Board or Governing Board to adjust the budget. It was determined that the Executive Board should vote on the budget that the Finance Committee recommended – with a surplus of \$20,121.

Dianna Huff moved to waive the 10-day restriction in Policy and Procedure #3003 for the Northwest Area Rally, June 4-6, 2026, in Albany, Oregon, and the Great Lakes Area Rally, June 3-6, 2026, in Allegan, Michigan. The motion was seconded and carried unanimously.

Bob Weithofer moved to approve the Standing Rules and Agenda for the upcoming Governing Board meeting in Gillette, Wyoming. The motion was seconded and a question was raised as to whether there are changes from the previous year. Bob noted that one standing rule regarding secondary amendments was removed. The motion carried unanimously.

Barbara Smith moved to approve the Proposed 2026 Fiscal Year Budget with a surplus of \$20,121. The motion was seconded and carried unanimously.

President Mitchell recessed the meeting at 3:17 p.m. to open the Board of Directors meeting. The regular session resumed at 3:37 p.m.

Bob Weithofer moved to go into executive session for the purpose of discussing awards. The motion was seconded and carried unanimously.

At 3:46 p.m., the regular session was reconvened.

Bill Dees moved to present the 2025 Robert L. Richter Award to David Meyer, F477215, with the Dogwood chapter. The motion was seconded and carried unanimously.

The meeting adjourned at 3:47 p.m.



Pamela Richard
National Secretary



Paul Mitchell
National President

Treasurer's Report

October 1, 2024 to April 30, 2025

The US economic forecast for October 1, 2024 to April 30, 2025 anticipates a slowdown in growth, with the US economy projected to experience a contraction in the first quarter, followed by a full-year growth of 1.7%. Inflation is also expected to rise, and the Fed is likely to maintain a stable target range for the Fed Funds rate throughout 2025. The watchword is uncertainty.

FRVA membership tracks RV purchases: as they go up our membership goes up.

The RV industry is expected to see a modest growth in 2025, with wholesale shipments ranging from 333,400 to 366,800 units, according to the RVIA. This represents a slight increase from the 333,700 units shipped in 2024. The industry is also anticipating continued growth in the travel trailer and fifth-wheel segments. However, economic uncertainties and potential legislative challenges, like a potential ban on diesel-powered motorhomes, could impact sales.

Brett Davis, NIRVC, National Indoor RV Center, CEO, predicts we are at the end of a bad turndown and recommends now is the time to buy.

Finally, he analyzes the motorhome market, suggesting the industry is nearing a cyclical bottom, with current prices offering a favorable buying opportunity compared to recent history and anticipated future price increases. He compares the compounded annual price increase of a specific motorhome model (Newmar Dutchstar 4369) during President Trump's first term with tariffs (3.96%) to the increase during the subsequent administration without broad-based tariffs (9.21%).

- "Motor homes increased 2 and a third times faster under the Biden administration than they did under the Trump administration," suggesting other factors drive motorhome inflation.
- He analyzes the current state of the motorhome market, indicating it is in the final year of a 4-year downturn, with Class A diesel coach sales down 54.2% from their peak. Price increase may be as much as \$40,000.

- He believes the market is nearing a bottom, anticipated in Q1 2026, based on declining sales, stabilizing inventory levels (currently a 6.55-month supply, nearing the normal 6-month supply), and an anticipated price increase for new engines in model year 2027.
- He advises those considering a motorhome purchase to do so within the next year, as prices are relatively favorable and are likely to increase.

The data from this spreadsheet is prepared by the accounting department. Last year: October 1, 2023 to May 30, 2024, not the same period of time, but a good comparison benchmark.

Revenue was \$5,571,207;

Expenses were \$6,172,960;

Operating Income/loss was \$(601,753);

The change in net assets was \$3,898.

Here is the year-to-date financial information from October 1, 2024 to April 30, 2025.

Revenue was \$ 4,840,892, amount below last year with new rate, old rates and discounts;

Expenses were \$5,195,448, better than last year;

Operating loss was \$(354,559);

Change in net assets \$(757,079).

Withdrawal TechConnect

On each withdrawal the Executive Board has received the date, amount and reason for the withdrawal and an opportunity to ask questions.

This fiscal year we had to withdraw \$130k from cash reserves in investments. We were told by T-Mobile that we are owed \$150k credit. We are currently researching this issue with limited information available, WE HAVE RECEIVED A PARTIAL CREDIT. Before processing the credit we were required to pay T-Mobile for November and December 2024, by January 14, 2025. Once the credit is received it was supposed to be returned to investments.

Corient, our investment advisor at that time advised us to enrich our cash reserves to cover anticipated unforeseen expenses not in the 2025 budget: capital gains tax on our realized investment gains from withdrawals in 2024 were expected. The amount transferred to cash reserves was \$200,000.

Corient is now named Accelerate holdings.

Contributing to the uncertainty is market volatility. Brian Shupe will be here to discuss our investments and answer your questions.

The Finance Committee has met and delivered a budget with a surplus of \$20,120 for approval by the Executive Board.

How can we put more money back into investments? The management committee has considered selling properties.

FAMILY RV ASSOCIATION

ACTUAL vs BUDGET FISCALYEAR 2025- Through April 30th, 2025

| | | | Actual Vs. Budget | Prior Year | Current Year Vs. |
|--|-----------|-----------|----------------------|------------|---------------------|
| REVENUE | Actual | Budget | Variance | Actual | Prior Year Variance |
| Membership/ Commercial | 2,198,910 | 2,827,500 | (628,590) | 2,281,462 | (82,552) |
| Magazine/Web/Classifieds/ Digital/Enewsletter | 219,968 | 307,202 | (87,234) | 424,258 | (204,290) |
| Winter Convention | 1,027,001 | 922,650 | 104,351 | 777,147 | 249,854 |
| Summer Convention | - | - | - | - | - |
| Tech Connect | 1,395,013 | 1,440,266 | (45,253) | 1,499,024 | (104,011) |
| | | | | | |
| Total | 4,840,892 | 5,497,618 | (656,726) | 4,981,891 | (140,999) |
| | | | | | |
| | | | | | |
| EXPENSES | | | | | |
| | | | | | |
| Membership | 736,393 | 789,011 | (52,618) | 637,268 | 99,125 |
| Winter Convention | 807,591 | 728,445 | 79,146 | 626,354 | 181,237 |
| Summer Convention | - | - | - | - | - |
| Magazine | 135,076 | 139,308 | (4,232) | 406,486 | (271,410) |
| Travel | 55,293 | 123,443 | (68,150) | 82,332 | (27,039) |
| Administrative | 2,041,352 | 1,979,930 | 61,422 | 2,422,286 | (380,934) |
| Tech Connect | 1,419,743 | 1,122,782 | 296,961 | 1,212,858 | 206,885 |
| | | | | | |
| Total | 5,195,448 | 4,882,919 | 312,529 | 5,387,584 | (192,136) |
| | | | | | |
| | | | | | |
| Operating Income Before Investments/Taxes | (354,559) | 614,699 | (969,258) | (405,892) | 51,334 |
| | | | | | |
| | | | | | |
| Investment Results | | | | | |
| | | | | | |
| Interest/ Dividends | 111,938 | - | - | 83,276 | 28,662 |
| Realized gain/loss | 79,117 | - | - | 424,672 | (345,555) |
| Unrealized gain/loss | (281,052) | - | - | 165,176 | (446,228) |
| Investment fees | (19,507) | - | - | (15,319) | (4,189) |
| | | | | | |
| Taxes | 47,510 | - | - | 16,187 | 31,323 |
| Education | 141,756 | 145,835 | (4,079) | 129,035 | 12,721 |
| Marketing Expenses-LRPC | 15,195 | - | 15,195 | 45,519 | (30,324) |
| Depreciation | 88,555 | - | 88,555 | 85,406 | 3,149 |
| | | | | | |
| Change in Net Assets | (757,079) | 468,864 | (1,225,943) | (24,234) | (732,845) |

Audit Committee (FRVA)
Report to the Executive Board
May 23, 2025

A meeting of the Audit Committee of Family RV Association was held on May 22, 2025, via Zoom conference and in Cincinnati, Ohio. The committee is forwarding the following recommendations to the Executive Board:

- To accept Flynn and Company as the Audit Firm for 2025
- To accept the 2024 Audit

**Finance Committee (FRVA)
Report to the Executive Board
May 23, 2025**

A meeting of the Finance Committee of Family RV Association was held on May 22, 2025, via Zoom conference and in Cincinnati, Ohio. The committee is forwarding the following recommendations to the Executive Board:

1. To earmark 50% of the association's net operating earnings to each of the reserve funds in the investment portfolio as outlined in Policy & Procedure #2035, Reserve Funds.
2. To set aside \$20,000 for the purpose of education for FRVA's 2026 fiscal year proposed budget.
3. To accept the recommendation from the Wage Review Board for the 2026 budget for salaries and contracted employee expenses in the amount of \$1,969,926, as outlined in Policy & Procedure #4012, Wage Review Board.
4. To accept the 2026 fiscal year proposed budget with a surplus of \$20,121.

**Governance Committee
Report to the Executive Board
May 23, 2025**

A meeting of the Governance Committee of Family RV Association was held on March 31, 2025, via Zoom conference. The committee is forwarding the following recommendations to the Executive Board:

1. To recommend that the Governing Board quorum be amended to: “A quorum for the transaction of business at the Governing Board meeting is 25% of the voting chapters or 75 members from the voting chapters, whichever is less.”
2. To task the Constitution and Bylaws Committee, and the Policy and Procedure Committee to review the documents and develop a recommendation on what items the Governing Board must approve.

**POLICY AND PROCEDURE COMMITTEE
REPORT TO THE EXECUTIVE BOARD
MAY 23, 2025**

A meeting of the Policy and Procedure Committee was held on April 1, 2025, via Zoom conference. The committee is forwarding the following recommendations to the Executive Board:

The committee voted to take no action on Policy and Procedure #2005, Executive Board, Nominations and Elections.

The committee recommends amendments to the following P&Ps:

1. P&P #3000, Area Association Creation and Operation

Governing Board Approval Level

This P&P was referred back to this committee by the Governing Board to review the procedure of dissolving an area and filling the vacancy for Area President.

2. P&P #4010, FRVA Review Council Responsibilities

Governing Board Approval Level

This P&P was referred back to this committee by the Governing Board to review the procedure of dissolving an area and filling the vacancy for Area President.

3. P&P 3016, Chapter Membership Recruitment

Executive Board Approval Level

This P&P now allows for additional opportunities for chapter membership recruitment.

**Review Council Report
Gillette, Wyoming
July 16, 2025**

We had a couple of minor complaints that were not proceeded with for various reasons.

It is also part of the duties of the Review Council every five years to review the area boundaries of all ten areas. As part of our duty, we specifically looked at whether or not it would be feasible to amalgamate the Midwest Area with the Great Lakes Area. The theory behind looking at the amalgamation was to strengthen one area. We did receive feedback from the Area Presidents. The results of that information led us not to proceed with the recommendation.

We also decided that any future area realignment should also have input from the Governance Committee. Presumably this would be done before the next five-year review occurs.

We did highly recommend a review by the Executive Board as to the mission and purpose of the FRVA Area Associations. What is their mission, how will they accomplish the mission, and how do they tie into the governance structure? When the committee has these answers, they can proceed with the area review to determine whether changes should be made.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Andy Balogh', with a stylized flourish at the end.

Andy Balogh
Chairman, FMCA Review Council