

VAST BOARD OF DIRECTORS MEETING – June 23, 2019 Minutes
Approved at the July 22, 2019 meeting

Officers Present:

Tim Mills, President
Jeff Fay, Vice President
Sonia Koehler, Treasurer
Jim Hill, Secretary

Directors Present:

Addison: Lewis Barnes
Bennington: *Absent*
Caledonia: Ken Gammell
Chittenden: *Absent*
Essex: Stewart Ahearn
Franklin: Mike Burns
Grand Isle: David Ladd
Lamoille: *Absent*
Orange: Juliann Sherman
Orleans: Roger Gosselin
Rutland: *Absent*
Washington: Mark Reaves
Windham: Drew Fraser
Windsor: Dick Jewett

Alternate Director President: Ivor Stevens, Windham County

Staff Present:

Executive Director: Cindy Locke
Trails Administrator: Matt Tetreault
Trails Manager: Ken Brown
VAST/LVRT Associate: Peggy Whiteneck

Guests Present: Angel Emmons, Summer Ladd.

The meeting was called to order at 10:18 AM

Approval of Agenda

MOTION: Lewis Barnes moved and Stewart Ahearn seconded approval of the agenda for the meeting.
Motion carried.

Secretary's Report

MOTION: Roger Gosselin moved and Mark Reaves seconded approval of minutes of the May 20, 2019 Board meeting as submitted. Motion carried.

Treasurer's Report

The Finance Committee met yesterday (6/22). The proposed budget will be mailed/emailed to the full Board next week.

Cindy Locke reported that the General Fund will end in the black by about \$38,000 and Trails Fund in the red by \$67,000, resulting in a \$28,447 deficit attributable to grooming costs.

MOTION: Roger Gosselin moved and with David Ladd seconded approval of the Treasurers Report. Motion carried.

There were no questions about the monthly reports.

Old Business

Ken Brown reported on the status of the Lamoille Valley Rail Trail (LVRT). The Sheldon project is just about wrapped up except for work on the bridge and will come in a little under bid price. In the future, small fundraisers such as the Cambridge bike event recently held could be enough to fund trail maintenance.

NEW BUSINESS

Insurance Update

Cindy Locke – The VAST liability insurance coverage has been revoked. Chief drivers for coverage loss were missing trail signage and unsigned TMAs. Cindy will be going to bat with the insurance company to get them to reconsider in light of the newly inaugurated Safety Ambassador Program and contract revisions for local clubs to add language that unsigned TMAs will result in loss of club coverage. In case of inability to convince our current insurer to renew coverage, Cindy is also exploring other coverage options. She will also schedule a meeting with the governor to see about options for including us in state insurance coverage, which may entail increased regulatory demands from the state, so this option would only be a last resort. Rates will probably go up in any case. Cindy will keep the Board updated on progress in resolving the issue.

Bylaws Update

Jeff Fay handed out the latest recommended revision of the Bylaws (see attached). The biggest change is the recommendation that County Directors receive a volunteer TMA. A board vote is needed to recommend this to the membership at Annual meeting. (Policy changes only need Board approval.)

MOTION: Roger Gosselin moved and Mark Reaves seconded that we recommend to the membership the changes to the Bylaws as outlined by the Bylaws Committee with the following revision in the language for the addition of volunteer TMAS for County Directors: add Officers as well as Directors and change

wording such that it reads: *Each Board Officer and County Director is eligible for one (1) volunteer TMA in recognition of their commitment in attending monthly meetings.*

Budget

Cindy Locke reported on changes to budget categories to transfer non-static items to the General Fund and move some static items to the SSTP. The net financial impact on the budgets will be nil, but the change is necessitated to avoid the state's complicated reporting requirements for non-static items currently in the SSTP budget.

Random Club Financial Review

In a random selection process, in view of the entire Board, the following four clubs were selected for the next financial review:

Sidehill Cronchers
White River Valley Snow Goers
Mt Holly Snow Flyers
Malletts Bay Lakers

Follow-up from Leadership Summit

A sub-committee was appointed to follow up on recommendations and suggestions from the Leadership Summit: Juliann Sherman, Jim Hill, Mark Reaves, Stewart Ahearn, Jeff Fay. Name of the Committee will be the Long Range Subcommittee.

Staff Reports

Matt Tetreault handed out a Grooming Summary for 2019 (see attached).

Committee and Other Meeting Reports

Northeast Chapter and USA

Jeff Fay reported that the chapter meeting was routine. They are looking for dates for a spring chapter ride to avoid conflicts with Canadian partners. USA did a presentation to the Western chapter of ISC and to ISE general meeting that were fairly well received. They are considering a National Buying Group for groomers, which should help with local cost containment.

Vermont Snow Trails Conservancy – Nothing to report.

Multi-Use Committee – Nothing to report.

Lamoille Valley Rail Trail Committee- Status of trail already covered above.

Awards and Nominating – The current slate of officers has agreed to run again this year, and awards to be given out at the Annual Meeting have been ordered.

Bylaws & Policy – Already covered above.

Annual Meeting – Ken Gammell reported everything is on track.

Executive Committee – Did not meet.

Financial

In addition to what was already reported above, VAST will recommend moving the \$15,000 in the current budget for an economic impact study to a reserve account, then adding another \$15,000 to it in FY 2020 to create a \$30,000 reserve for this item.

Long Range Planning & Organizational Goals – Cindy Locke and Mark Reaves were thanked for the Leadership Summit meeting just held that will move us forward. A summit next year at this same location saves money over hotel costs, and participants liked the venue as it was large enough for such a gathering.

Resource Committee

Not active

Trails – Meeting pending

Safety – Meeting pending

Governor’s Council

Chairman Pat Poulin submitted minutes in the Board packet for this meeting.

It having been duly moved and seconded, the regular meeting of the Board of Directors adjourned at 11:45 AM, at which time the Board moved into Executive Session.

Executive Session

Lewis Barnes moved to come out of executive session. Ken Gammell seconded, and motion passed.

Mark Reaves moved to approve the Personnel Committee’s recommended raise for the Executive Director. Dick Jewett seconded. Motion passed.

Lewis Barnes moved to adjourn and meeting adjourned at 12:10 PM.