

**Board of Directors
May 22, 2023
Meeting Minutes**

Members Present:

OFFICERS PRESENT

President: Jeff Fay
Vice President: Mark Reaves
Secretary: Jim Hill
Treasurer: Patty Companik

DIRECTORS PRESENT

Addison: Lewis Barnes
Bennington: Carol DeJohn
Caledonia: Bruce Carlson
Chittenden: Pat Poulin
Essex: John Hull
Franklin: Mike Burns
Grand Isle: Jeff Porter (Not Present)
Lamoille: Carmin Lemery
Orange: Juliann Sherman
Orleans: Roger Gosselin
Rutland: Mike Stewart
Washington: Jeff Halpin (Not Present)
Windham: Michael Garber
Windsor: Doug Jacobs

STAFF PRESENT:

Executive Director, Cindy Locke
LVRT/Trails Manager, Ken Brown
Trails Administrator: Matthew Tetreault
Office & Programs Manager, Mandy Dwinell
Technology & Media Manager, Beth Flint

GUESTS:

Dustin Turner, Lamoille County Alt. Director; Ivor Stevens, Windham County Alt. Director; Stan Choiniere, Windsor County Alt. Director; Mike Minor, Lunenburg Polar Bears; Richard Spitzer, Chittenden County Alt. Director; Ed Hebebrand, Caledonia County Alt. Director; Greg Rouleau, Washington County Alt. Director; Mike Koehler, Orleans Alt. Director; Brian Farnham, Washington Sno Flyers; Celena McManus, Poultnay Valley Snow Devils; Steve Avery, Barre Sno-Bees, Dave Watson-Barre Sno-Bees; Kristy Kenyon, Northfield Snowmobile Club; Caleb Martin, Twinfield Snow Travelers; Dean Percy, Stowe Snowmobile Club; Darren Pion, Hazen's Notch Snowmobile Club; Pam Tetreault, Hazen's Notch Snowmobile Club

Jeff Fay called the meeting to order at 6:03pm

Approval of Agenda

Caledonia County: Motion to approve, Windsor County seconded to approve the agenda as amended. MOTION CARRIED.

Addition to include the Stowe Snowmobile club under New Business, Section A.

Approval of the Secretary's Report

Rutland County: Motion to approve, Chittenden County seconded to approve Secretary's Report.
MOTION CARRIED.

Approval of Treasurer's Report

7 months into the budget season- numbers represent data thru April 2023

Membership - we are short of budget expectations for \$336,232. We are at 87/88% of expected membership.

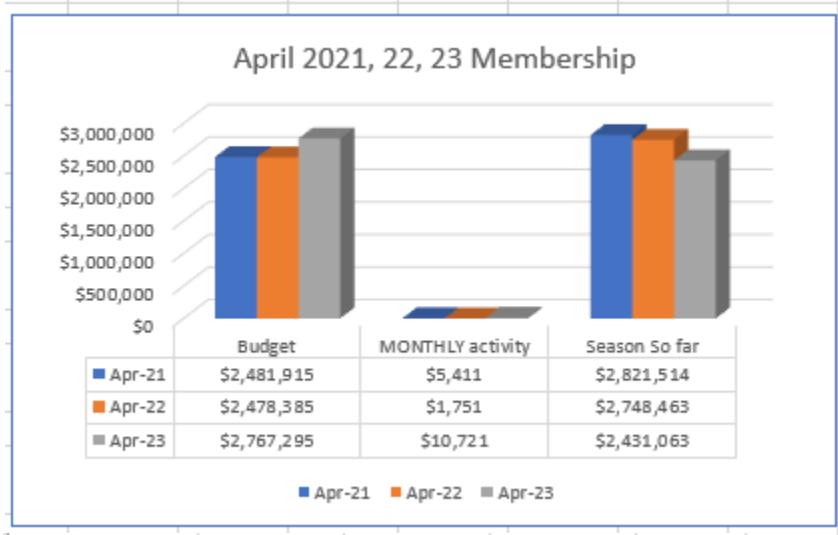
Income - The past two years we were about 10% HIGHER than this year in budget expectations. For 2023 we are at 86% - 482,521k short of expected Income for Budget.

Expenses - The past two years we were around 95% of budget

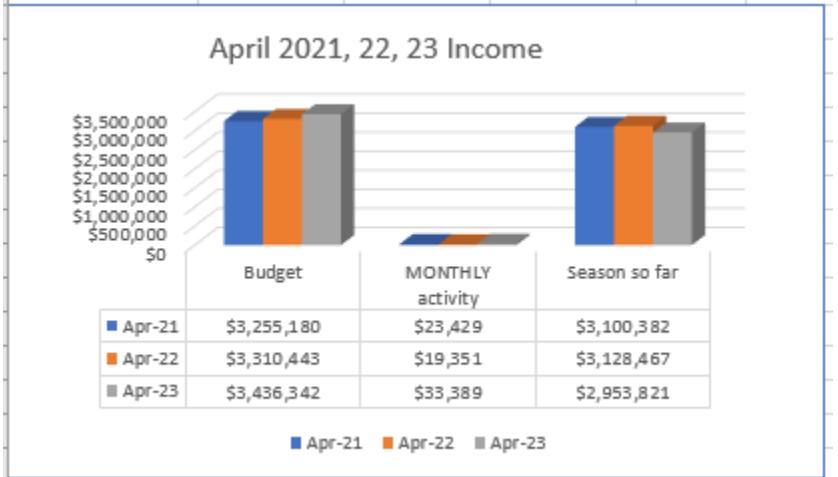
For 2023 we are around 85/86% - about 10% LESS of budget expectations than the past two years. If you look at the actual spend (not doing % to budget) - we pretty much have expensed around the same each year thru April - 1.5m, 1.4m and 1.5m

Monthly activity: minimal this month 33k in income and 100k in expenses

	Apr-21	Apr-22	Apr-23
Membership \$\$			
Budget	\$2,481,915	\$2,478,385	\$2,767,295
MONTHLY activity	\$5,411	\$1,751	\$10,721
Season So far	\$2,821,514	\$2,748,463	\$2,431,063
percentage	113.68%	110.90%	87.85%



Income \$\$			
Budget	\$3,255,180	\$3,310,443	\$3,436,342
MONTHLY activity	\$23,429	\$19,351	\$33,389
Season so far	\$3,100,382	\$3,128,467	\$2,953,821
percentage	95.24%	94.50%	85.96%



Approval of Treasurer's Report

Chittenden County: Motion to approve, Orleans County seconded to approve as presented.
MOTION CARRIED.

NEW BUSINESS

a. Clubs Disputing Grooming Final Payment Missed Grooming Deadline

Discussion on the current BOD policy for grooming payments and the financial analysis process, with connection with deadline timeframe.

All VAST clubs are required to submit their end-of-season grooming log sheets and financial analysis to the VAST Trails Administrator annually by April 30th. A reminder email was sent to all club Presidents and Trail Masters on April 12 that included the clubs' code and a reminder of the April 30th deadline. There are currently 23 clubs/contractors who did not submit their financial analysis by the April 30th deadline.

Discussion regarding Robert's Rules and the suggestion of verbiage changes with the policy. Patty called a Point of Order to Jeff (VAST President) that she has done a lot of research regarding Robert's Rules and felt the VAST BOD may be out of order with Robert's Rules if they voted against a deadline set in policy. She suggested the policy be changed prior to any vote to pay clubs that missed the deadline.

Discussion then ensued whether Robert's Rules are regarding the parliamentary process of running a meeting or a guide for a board to set a policy and make changes to it. The majority felt it would not be out of order for the VAST BOD to be able to vote to bypass a deadline set in policy if the majority of the board was in favor of the change because there is a grievance policy for this specific procedure. Patty stated the grievance policy mentions an employee decision, but this policy was set by the board of directors.

Discussion took place reminding the board of the decision to not pay a Franklin County club in 2019 that was nine days past the deadline.

The following clubs were in attendance and presented their grievance to the BOD for the missed grooming financial analysis deadline:

Northfield Snowmobile Club; Kristy Kenyon

Kristy shared she is the new club president and this was her first time processing the financial analysis, and had missed the deadline. She acknowledged an email reminder from VAST was received on 4/12. Petitioned for the final grooming payment.

Drift Dusters; Mike Koehler

Mike shared this is the Drift Dusters' first time as a club missing a VAST deadline, and acknowledged the financial analysis was submitted late. Mike expressed the high amount of grooming the club does and how essential the final grooming payment funds would be to the club, as it's reimbursement for the grooming already completed.

Poultney Valley Snow Devils; Celena McManus

Celena shared the club has very few volunteers and she is the club's secretary and treasurer. Celena worked together with the trail master on the financial analysis, and it took them longer than anticipated to gather the required information. She shared the online form was challenging and requested options for a paper form. She acknowledged an email reminder from VAST was received on 4/12.

Discussion on importance of a single club email account with multiple people having access especially for VAST correspondences could help curb folks not getting an email.

Barre Sno-Bees; Greg Rouleau, Steve Avery-President,

Club shared the final grooming payment is a reimbursement for work and grooming already performed. Reminder that club is formed and run by volunteers and the deadline was missed inadvertently.

Twinfield Snow Travelers; Caleb Martin

Caleb shared he's completed the club's financial analysis for the last 3 years and is aware of the process. He shared missing the deadline was an oversight and doesn't want his personal actions to affect the club's volunteers or create hardship with upcoming construction projects.

Washington Sno Flyers; Brian Farnham

Brian took accountability for the delay in the financial analysis submission. The person within the club who was helping Brian wasn't available the weekend prior to the deadline and it was submitted Monday morning resulting in being 6 hours past the deadline. Brian shared the club is in need of the final grooming payment to help with groomer repairs. Petitioned to the BOD to pay clubs the final grooming payment for the grooming already performed.

Stowe Snowmobile Club; Dean Percy

Dean accepted accountability for the late submission. Petitioned for the final grooming payment to be made as it's essential to allowing the club to make repairs and undergo projects.

Hazen's Notch; Darren Pion and Pam Tetreault

Darren shared the club has had many officer turnovers, including the Treasurer position. The club is struggling to make ends meet. Darren was working with Pam on the financial analysis and was delayed as Pam was unavailable due to surgery. Pam apologized for the delay and requested the clubs to be paid to help keep them afloat.

Discussion on an increased concentration and connection with county directors and clubs for deadline support.

Discussion on the importance of VAST needing accurate information to be submitted to the state of Vermont (SOV) for grant funding.

Discussion on the lengthy RTP reports that are submitted to SOV by VAST to request grant funds.

Mention of a proposed idea of clubs receiving a penalty of a percentage of payment vs. not receiving any payments who have missed the deadline.

Discussion on the breakdown of the \$60k in funds from the clubs that missed the deadline.

Drift Dusters explained they haven't received their grooming payments for the season due to manually logging their grooming miles due to the GPS unit not working and had to manually collect data for the financial analysis and was difficult to complete by May 1st.

Discussion on a change to the policy for the clubs who didn't attend May 22nd BOD Meeting and present a grievance to not receive their final grooming payment.

Discussion on the explanation and importance of financial analysis.

Cindy expressed VAST staff is here to support clubs and volunteers, one way VAST can do so is by assisting with questions on forms regarding deadlines. Reminder the VAST deadlines are tied into the SOV and are connected to the federal grant deadlines as well.

Matt shared the RTP deadline is July 1st. This is a lengthy, detailed 30-page document, the information from the club's financial analysis is needed to complete the RTP. Reminder there are grooming, construction, equipment, RTP and SSTP programs actively in process, and the importance of timely submissions for the reports to be accurately completed.

Discussion that clubs don't normally miss deadlines and this year being an anomaly.

Discussion on reminder of Franklin County club 3 years ago who was denied their grievance of \$1,500 and the significant impact it had on the club.

Mention of discussing financial analysis process and deadlines at the BOD Summit in July.

Discussion if it is required for a director to abstain from voting if a club within the county is included. Clarification that it's the county director's personal choice.

Discussion on the difference of financial analysis being a reimbursement from grant funding, and the construction course is a requirement for applying for construction grants.

Chittenden County: Motion to approve, to approve payment to the clubs that have come before the board tonight requesting payment for grooming. Washington County seconded the motion. Voting as such: Addison, Bennington, Chittenden, Essex, Franklin, Orleans, Rutland, Washington and Windsor approve. Caledonia and Windham opposed. Lamoille and Orange abstained from the vote. Grand Isle not present. MOTION CARRIED.

b. Board Summit, Cindy

Summit to be held Friday, July 21st – Sunday, July 23rd at Robert Front Mountain Cabins in Ripton, Vermont. Meeting all day on Saturday and July BOD meeting on Sunday. The majority of meetings held in person, will reconnect if there may be Zoom options. Alternate County Directors are invited to the meeting. Need to connect with Directors first on lodging. More details and agenda to come.

c. Trails Committee Recommendations, Brian and Matt

Discussion on if the \$100,000 for fuel stipend, voted on at Annual Meeting would be continued to be added to the reserves account and if this process would continue for next year. At the 2022 Annual Meeting, it was voted that the funds would be for one-time use. The \$17k that wasn't used this year has been put in a club reserves account.

Drift Dusters mentioned there was a calculations error on amount over their grooming contract, should be \$3k vs \$18k, as one machine was double counted. VAST confirmed the correction has been made.

At the recent Trails Committee meeting, there were 2 recommendations for contract mileage increases, one involving a new 40' bridge, 1 contract upgrade form Class 4 to Class 3 and one new contract requested.

Orleans County: Motion to approve, Lamoille County seconded to approve trail changes and upgrades as recommended by the Trails Committee. MOTION CARRIED.

Trail Administrator's/ED Report/LVRT Repot – Cindy, Matt and Ken

VAST has received an update from AOT on the \$750k Equipment Grant In Aid funding details. Cindy will forward the email from AOT to the BOD tomorrow.

Committee and Other Meeting Reports

American Outdoor Risk Retention Group (AORRG) Insurance – President, Mark Reaves
Nothing new to report.

Northeast Chapter and USA – Pat Poulin, Jeff Fay as VT Representative
Northeast Chapter: Nothing new to report.

USA: Reached out to USA on input on Law Enforcement investigation and accident training. Maine has connected with Jenna Reed on their program. More information to come.

VT Snow Trails Conservancy (VSTC) – Jim Hill, VSTC President
Nothing to report.

Law Enforcement (LE) Committee – Cindy

Pat, Gary, and Cindy had a meeting last week with the Sheriff's Association on LE connects with VAST.

Looking into creating an annual Fall LE training.

Awards & Nominating – Patty Companik, Chair
We received close to 80 nominations!

Mandy sent out the packages to the committee members - committee members are reviewing them individually at this point.

The committee is scheduled to meet next week and make the final selections.

This is NOT going to be easy - it never is.

Discussion if there's an update on the clubs who were selected for review. One club, the Green Mountain Trailblazers, aren't cooperating with the CPA and have been notified.

By-Laws & Policy – Mark Reaves, Chair
Gathering policy information to discuss at the BOD summit.

Annual Meeting – Mark Reaves

Met with Kenyons recently, and everything seems to be on track for Annual Meeting.
There will be a tent on site. Vendors and food secured.

Executive Committee, Jeff Fay
Nothing new to report.

Financial – Patty Companik, Chair
Nothing new to report.

Long Range Planning & Organizational, Mark Reaves
Planning BOD Summit in July.

Resource Committee, N/A
Nothing to Report.

Personnel – Juliann Sherman, Chair

Updated personal policy recently and sent it out to the committee for minor adjustments.

Trails – Brian Currier, Chair

Information included earlier in the meeting.

Safety – Stan Choiniere, Chair

A meeting in May with a list is created to discuss for safety videos.

No June meeting.

Governor's Council – Pat Poulin

Reviewed proposed SSTP budget in May, with a few changes voted on including allocating more funds to LE to bring in more agencies.

Discussion on updates with the grooming equation update. Equation is 1 dollar per mile groomed, which is roughly \$83k and the balance from the \$100k goes into a reserve account.

Discussion on if there's an update for the LE fines. Preliminary work has begun.

Discussion on LVRT, and reminder SOV manages the LVRT not VAST.

Motion to adjourn by Addison County: Motion to approve, Windsor County seconded to adjourn the meeting. MOTION CARRIED. The meeting was adjourned at 7:51p.m.

Respectfully submitted,
Jim Hill, Secretary