

Board of Directors
October 24, 2022 DRAFT
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

Lamoille: Carmin Lemery

Orange: Juliann Sherman

Orleans: Roger Gosselin

Rutland: Curt Marechaux

Washington: Jeff Halpin

Windham: Michael Garber

Windsor: Doug Jacobs

STAFF PRESENT:

Executive Director, Cindy Locke

Trails Administrator, Matt Tetreault

LVRT/Trails Manager, Ken Brown

Office & Programs Manager, Mandy Dwinell

Media and Technology Manager, Beth Flint

GUESTS:

Mike Mustacio, Lunenburg Polar Bears. Dustin Turner, Smuggler Notch Snowmobile Club. Stan Choiniere, Windsor County Alt. Director. Ivor Stevens, Windham County Alt. Director. Mike Stewart, upcoming Rutland County Director. Rich Spitzer, Chittenden County Alt. Director, Ed Hebebrand, Caledonia County Alt. Director. Bonnie Holbrook.

Jeff Fay called the meeting to order at 6:01PM.

Welcome Newest BOD Members

Welcome to Jeff Porter, Grand Isle County and Mike Stewart, Rutland County

Approval of Agenda

Rutland County: Motion to approve, Addison County seconded to approve as presented. MOTION CARRIED.

Approval of Secretary's Report

Washington County: Motion to approve, Bennington County seconded to approve September Special BOD meeting minutes as presented. MOTION CARRIED.

Rutland County: Motion to approve, Franklin County seconded to approve October Special BOD meeting minutes as presented. MOTION CARRIED.

Approval of Treasurer's Report

Data thru end of September 2022 - 12 months - 100% of budget season

Income thru September 2022:

- Budget: \$3,310,443
- Monthly Activity: \$40,290
- Income to date/season: \$3,268,015 (\$-42,428 short of income expectation)
- Overall income is at 99% of budgeted income expectations - compared to September 2021 - where we finished at 104%

Expense thru September 2022:

- Budget: \$2,769,476
- Monthly Activity: \$96,609
- *Operating expenses - annual meeting - printing of travelers guide- IRS/Club reviews- gov relations -etc*
- Expenses to date/season: \$2,213,561
- Remaining expense balance thru September 2022: \$555,915
- Completing the budget season at 80% of budget expense expectations - compared to September 2021 we finished at 88%

Approval of Treasurer's Report

Windsor County: Motion to approve, Rutland County seconded to approve as presented. MOTION CARRIED.

Question on where the shortfall was, shared due to changes with the magazine and discontinuing a Fall edition as well as a delay from the State of Vermont for the RTP grant funds of \$237k prior to October 1st.

Tabled Items

N/A

Consent Calendar

N/A

Old Business

N/A

NEW BUSINESS

VSTC Ken Brown VSTC Vote - Jim Hill

Jim shared for any role changes for directors there must be vote and approval by the BOD prior to changes according to the VSTC by-laws.

Rutland County: Motion to approve, Addison County seconded to approve Ken Brown as Vice President on the board of VSTC.

VAST Organizational Policy Updates – Mark, Curt & Cindy

Discussion developed around the clarity for determining the policy for a club not being in good standing.

Clarity of language within the policy.

Mark asked for suggestions if BOD would like to see the updated version of the policy and then a vote either by email or by special BOD meeting.

Chittenden County suggested a finalized policy be reviewed prior to BOD vote. Rutland County seconded this option.

Question from Mike Stewart if policy is reviewed and updated annually. Mark Reaves shared that there currently isn't a regular schedule for reviewing and updating policy. Mark reminded BOD that the meeting is an open forum and you don't have to be a director to speak.

Discussion on the structure of the BOD and connection regarding clubs on questions on bylaws and policy. As well as ways to help to educate and train on the financial aspect for clubs, possibly on a mandatory basis. Cindy shared clubs currently are provided with financial and training information including a PowerPoint that is posted on the VAST website, vtvast.org. The policy currently is that clubs connect directly with the VAST CPA to share financial information. VAST does not see this information.

Changes in the policy will be sent to the BOD soon and there will be a special meeting held to review and vote on changes.

Green Mountain Trail Blazers, Club Not in Good Standing – Cindy

This item will be discussed in more detail during the special BOD Policy meeting.

BOD asked Cindy for a brief overview.

The current VAST policy states that if clubs are selected for review to contact the VAST CPA prior to September 1st. Green Mountain Trail Blazers were selected and declined to comply with the right-to-review policy. The club contacted the VAST CPA and disclosed that they will not be complying with the policy and will not be sharing any financial information. Cindy had repeated conversations with the club president about the process.

Annual Conflict of Interest Form – Cindy

The annual form is included in the October BOD packet. The form can be completed either electronically or hard copy. For hard copy, please mail to the VAST office at 26 Vast Lane Barre, VT 05641 Attn: Cindy upon completion to keep on file.

Committees – Jeff

Jeff provided the following additions:

- Annual Meeting Committee – Jeff Haplin, (2023 Host), Lin Mixer (2022 Host) & Michael Garber (2024 Host)
- Awards & Nominating – Carmin Lemery
- Bylaws & Policy – Carol DeJohn, Doug Jacobs
- Long Range Planning Committee – Mike Burns
- Personnel Committee – Bruce Carlson
- Safety Committee – Juliann Sherman

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

Cindy will be emailing Trail Coordinators, VAST BOD and alt. Directors that updated Safety Ambassador contacts for the 2023 season.

Question on if there were updates available from the SOV Vtrans grant funds. VAST anticipates an update from Vtrans by Spring 2023.

Committee and Other Meeting Reports

American Outdoor Risk Retention Group (AORRG) Insurance – President, Mark Reaves

Update with verbiage in policy to \$1M per occurrence, \$2M aggregate. If there are any questions regarding AORRG please contact Mark or Cindy.

Northeast Chapter and USA – Pat Poulin, Jeff Fay as VT Representative

Northeast Chapter is getting ready for the spring 2023 ride in Maine.

USA, Colorado is currently experiencing an issue with a large section of land that is now considered as a National Monument. Colorado has been working on gathering more information from Washington D.C., with minimal success. Alaska, lost \$58k in registration moneys, as those funds were coming from ATV registrations, not from snowmobile registrations.

VT Snow Trails Conservancy (VSTC) – Jim Hill, VSTC President

- Currently working on some easements.
- Welcomed Ken Brown officially as the new VSTC Vice President.

Law Enforcement (LE) Committee – Cindy

- Contacts have been sent out to LE. Windham Sheriff's Dept and Hardwick PD are new agencies.
- Cindy is working with the Governor's Council, LE & VSP to coordinate coverage in the Rutland County area.

Awards & Nominating – Patty Companik, Chair

- Annual Meeting Awards presentation completed - anyone who picked up an award for someone not in attendance, pls have photo of the recipient with award sent to Beth right away for next magazine publication
- VAST office - plaque updates underway - Founders, Snowmobiler, Carmi Duso, Past Presidents
- Trailblazer article sent to Beth for next magazine publication
- New Hampshire Grass Drags - recognition of members who stopped by VAST booth - photos sent to Beth (about 60 or so)
- New tags being ordered for new BOD directors as well as for Juliann Sherman and Mike Burns.

By-Laws & Policy – Mark Reaves, Chair

Discussed previously in the meeting.

Annual Meeting – Jeff Haplin

- Working on some preliminary vendors calls and for locations. Will have more information after November's Washington County Meeting.
- Jeff Fay shared the food vendor from 2022 Annual Meeting is interested in joining for 2023.
- Feedback of Farr's Field as the preferred location.
- Cindy shared Lin Mixer has some additional information from the 2022 to share with Washington County.

Executive Committee – Jeff Fay, President

N/A

Financial – Patty Companik, Chair

Audit "Club Reviews" discussion with Cindy

Long Range Planning & Organizational – Mark Reaves, Chair

Focusing on AORRG

Resource Committee – Not Active

N/A

Personnel – Juliann Sherman, Chair

Juliann shared Cindy's evaluation has been completed and is working on updating the personnel policy.

Trail – Matt

N/A

Safety – Stan Choiniere, Chair

Met this month. Focusing attention on January Safety Week with focus on the Military & First Responder Appreciation weekend.

Stan extended an appreciation to Cindy for her assistance with information & guidance from prior events.

Working on a QR Code to include on intersection signs for riders to have access to an interactive map.

Governor's Council – Pat Poulin, Chair

Reviewing some documents that in process with the Legislative.

The Governor's Council had some changes with membership, there is a new contact VSP as the prior contact has retired. F&W contact is currently on maternity leave, with a temporary contact in the interim. Elections are next month and unsure if that will change the contact with the House & Senate Representative.

Jeff shared 3 of 4 trade shows are completed, with success. The Ride for \$25 weekend is being well received outside of VT. Many people are expressing their understanding of the fee and it going back to the clubs. Kudos to the BOD as the decision was well-received overall. Trade shows are attended out of necessity as it allows for increased exposure to people who haven't visited or ridden in VT.

Mark shared a reminder that VT is a destination area. Trade shows allow VAST to support organizations such as MSA and opportunity to talk with folks about snowmobiling in NE, safety etc.

Curt extended an appreciation for the letter enclosed in the BOD packet from the Connecticut Valley Snowmobile Club.

Motion to adjourn by Rutland County: Motion to approve, Windsor County seconded to adjourn the meeting. MOTION CARRIED. The meeting was adjourned at 8:08pm.

Respectfully submitted,

Jim Hill

Secretary