

VAST Board of Directors June 27, 2016 Meeting Minutes

1st Draft to be approved at the July 25, 2016 meeting

OFFICERS PRESENT:

President: Tim Mills

Vice President: Jeff Fay

Treasurer: Absent

Secretary: Jim Hill

DIRECTORS PRESENT:

Addison: Lewis Barnes

Bennington: Vacant

Caledonia: Ken Gammell

Chittenden: Pat Poulin

Essex: Dave Page

Franklin: Mike Burns

Grand Isle: Dave Ladd

Lamoille: Carmin Lemery

Orange: Ron Garvin

Orleans: Roger Gosselin

Rutland: Merritt Budd

Washington: Mark Reaves

Windham: Roone Gibbs

Windsor: Dick Jewett

ALTERNATE DIRECTORS PRESENT: Stewart Ahearn, Doug Jacobs, Ellis O’Hear

STAFF PRESENT:

Executive Director: Cindy Locke

Trails Administrator: Matt Tetreault

Trails Manager: Shane Prisby

Office Coordinator: Cyndy Carrier Jones

GUESTS PRESENT: Ed Hebebrand, Perry Armstrong, Ross Page

Meeting Called to Order: 6:00 PM

Recognition of Visitors

Approval of Agenda: Lewis Barnes moved to approve, Pat Poulin seconded, so moved.

Cindy Locke would like to add 3 items to the agenda, all under new business.

Booth Share
County Reports
Uncashed Checks

Secretary's Report: Dick Jewett moved to approve the amended report, Mark Reaves seconded, so moved.

Treasurer's Report: Cindy Locke gave an overview of the financials for the period that ended May 31, 2016. We had a Finance Committee meeting regarding the building repairs that we have gotten bids for and the Committee has made decisions on – you have that information in front of you.

Dave Page moved and Ron Garvin seconded to accept the Treasurer's Report as presented, so moved.

Old Business

There are two motions approving the 2017 budget from the May 23, 2016 meeting. The difference between them is that the \$5.00 increase is specifically worded and the other is to approve the total budget.

Dick Jewett moved to rescind his motion that was made at the May 23, 2016 meeting regarding the 2017 budget; Mark Reaves seconded, so moved.

New Business

Cindy Locke noted that an email vote was sent to all Directors regarding the depreciation limit and increasing it from \$500 to \$5,000. This is something that was discussed back in October of 2014, but through the auditor's report we couldn't find that that motion had passed. Everyone that was sent the email responded, said that yes they approved the depreciation limit from \$500 to \$5,000 retroactively through October 1, 2014.

Mark Reaves moved to approve the depreciation schedule as presented; Carmin Lemery seconded, so moved.

Vintage Sleds

- Perry Armstrong noted that the Vintage Sled Committee met and talked about the price structure; he contacted the Commissioner of DMV and how this would affect registrations. Pricing - One or two sleds - \$35.00; three - \$50.00 and if five sleds, it would be \$100.00, total cost.
- Cindy Locke reached out to Mike Smith who works at DMV and he sent us back some information. Roger Gosselin talked with the Commissioner of DMV. He gave him our scenario and asked him what he thought we should do. Commissioner Ide said in the case of a vintage car, if someone drives their car down to the store, they are showing their car off that would be an “event”. In that essence, it is acceptable for them to drive the car legally. The biggest question is what will law enforcement do; will they give citations? We’d like to have the Governor’s Council talk about this. It doesn’t mean that we shouldn’t work toward legislation to change it to clarify it. To allow snowmobiles to have an antique registration, vintage TMA and they can drive to their local restaurant, etc. to show their sleds off. □ The Committee will continue to meet and work on this with the hope to have something for the 2017/2017 season.

Consent Calendar:

By Laws

Jeff Fay – reviewed the changes that were made to the bylaws.

- Changes to contingency fund name and change the amount to \$500,000.
- General wording on the on line tma section.
- Vintage wording is on page 6. We will drop the last sentence □ Throughout the Bylaws the word “Recording” was removed.
- Page 11 – The office of Secretary may be held by a non-resident or resident; all other officers shall be legal residents of the State of Vermont. Open this for comment and questions.
- Jim Hill –I think that no more than 50% of the officers could be non-residents, instead of pin pointing one office.
- Carmin Lemery – It was a club, but if you open the door, then the office of president, etc. is open also.

We can't do this for just one position, we need to have it for all positions or none.

- Cindy Locke – The officers of this organization spend a lot of time in this office; they spend a lot of time in other meetings here and they are needed. This is a very active organization with thousands of volunteers. We don't need them here managing staff and that is not what they are doing. They are here working based on volunteer initiatives and it is a very unique organization.
- Mark Reaves – What obligation are we under to put a members' proposal or question for bylaw change up for vote?
- Tim Mills – None.
- Roone Gibbs – Because your officers do need to be here and it is 170 miles from here to the CT border, what kind of mileage are we going to be paying out? If they have to come up here more than once a month; and if there are more than one of them, I don't think it will work.
- Cindy Locke – I believe the bylaws say a legal resident of Vermont; why not say a full time resident of Vermont?
- Jeff Fay – The general impression that I am getting from this board is that having out of state officers is not going to be a reasonable bylaw change?
- All – correct, it is not conducive to the function of VAST.
- Jeff Fay – The request that was made to the bylaws committee was to look at it and discuss it; which we have done. General consensus is that it isn't going to work. We have fulfilled the request; we will not change the bylaws regarding officer requirements.
- Jeff Fay – as it sits right now, a county director can be a non-resident. I believe the way it is worded is that at least one member of a county club has to be a legal resident of Vermont. So, the only change in that section 1, page 11, is take out the word "recording" and everything else will stay the same.
- Mark Reaves – I don't disagree that having a non-resident as an officer is a good idea. How does someone get a bylaw change before the members to be voted on. Had they come to you with wording and said, this is what we want voted on, are we under obligation to take that and put it out there and warn it, either to be voted on, or only take under advisement?
- Jim Hill – I think the real question is; if someone or a handful of members requested it and had it spelled out, that would be something for that committee and this board to review. If the annual membership at the annual meeting made a motion that the board review exactly what they want, and it was approved by the membership, then we would be under more obligation.
- Mark Reaves – Is there a process for something that is looking at, for instance, Section 2, para. 3, here is the language I want voted on.

- Jeff Fay – My initial thought would be that it would come from a club, it would go to the county director; the county director would either propose it, probably to the committee, and then the committee would review it and then basically just do what we just did; is put it out to the general board. They can come to the board to discuss it also.
- Ellis O’Hear – If they do it from the floor at the annual meeting and they request the board to the committee to make a motion, they would have to wait until the following year.
- Carmin Lemery – I would like to run through this paragraph again so I understand what the final changes are.
- Jeff – “The officers of this Association shall be President, Vice President, Secretary and Treasurer and immediate past president. The officers shall be club members in good standing, members of the Association, snowmobile owners and legal residents of the State of Vermont.”
- Pat Poulin – What happens if at the annual meeting and the bylaw changes come up and they get voted down, what happens?
- Jeff Fay – We go back to the current set of bylaws. And that would mean that we have nothing in place for vintage, which we are adding, and we would still call it recording secretary, and we don’t really cover anything in here for online, so that would delay the on line process.
- Jim Hill – You could warn sections, instead of the whole thing. They can add to that specific item, but they can’t just in general, change items in the bylaws.
- Mark Reaves – So, just with removing the word “recording” to that section, that has to do with officers, does it open up to have the motion amended to take out residents?
- Jim Hill – It’s not specific enough.
- Mark Reaves – maybe we talk about it with our parliamentarian beforehand.
- Jeff Fay – Page 15 – Amendments – He read from Article X – Section 1 from the ByLaws.
- Cindy Locke – We will let them know that you put a lot of time into reviewing and discussing this.
- Jeff Fay – I would entertain a motion to present, at the annual meeting, the bylaw amendments as discussed at this meeting.
- Dave Page moved to approve the amended ByLaws; Mark Reaves seconded, so moved.

Booth Share

- Cindy Locke - At the LVRT meeting, Danny Hale, who is the Executive Director of VASA, asked if VAST wanted to share a booth at the Caledonia County Fair.
- Dick Jewett – My quick synopsis is that we don't want to be that closely related to VASA.
- Jim Hill – I am not so concerned about being closely related; I'm more concerned about people being confused who they are talking to – VASA / VAST.
- Directors agreed to not share a booth, but thank VASA for the proposal.

County Reports

- Cindy Locke noted that Beth Godin has been asking the County Directors for report for the Travelers' Guidebook; she has only received a few of them. If you would like to be interviewed by Beth, contact her.
- Jeff – If it is going to get pushed back to August, what is that going to do to the deadline?
- Cindy Locke – Yes, it is for the Traveler's Guide; and it will still be on schedule.

Uncashed Checks

- Cindy Locke - I'm passing around a list of clubs that have not cashed checks. Sheila would like to have a new policy in place regarding this. If she sends two letters, one after each month that the check hasn't been cashed; 30 days from the second letter, the check will be voided and not replaced, unless they request a replacement, and they will have to come in and pick up the check or fill out an ACH form to direct deposit funds. If they don't request and come in within after 60 days after second letter sent, the payment will be null and void and will not be replaced at all.
- Carmin Lemery – If we are going to set the date, will it be 60, 90 or 120 days or?
- Matt Tetreault - Noted that Sheila and he spend an hour a week tracking down checks that don't get cashed.
- Dave Page – Stamp right on the check void after 90 days.
- Jeff Fay – Bylaws and Policy will come up with some wording to address this issue in the next few weeks for the BOD to review.

LVRT Report

- Shane Prisby – As of this morning, I received notice about our Geo Technical survey for Bridge 68. They went down 150 feet at one point to see what they could find, and they still haven't hit ledge. We are looking now at prefab recreational bridges. We already have prices on those that are still valid and we are looking at replacing half or all of the spans with prefab truss rec bridges that are 12 feet wide because at this point it is looking to be more cost effective, considering that we have the causeway in place. We are running some numbers on that right now.
- Jeff Fay – So will it be similar to the bypass bridge in Morrisville? Yes.
- Shane Prisby – we are still on track to get it done; it's just that they haven't hit ledge.

Committee Reports

- LVRT – Cindy Locke – Zeke was not at the last meeting. The Committee met; lots of good conversations about maintenance happening, trail crews, the Friends may be having joint meetings with the committee for a while to make sure everyone is on the same page.
- The ribbon cutting went very well last week. Thank you to Roger and Kenny for spending most and all of the day with the events. It was well received in the communities.
- Ken Gammel - Those towns that the rail trail is coming through are waiting for us – they have built kiosks, planted flowers and trees, built park and parking areas.

Annual Meeting

Merritt Budd – I have raffle tickets here - \$20.00 each for a tractor / trailer to help fundraise the golf tournament. Each player pays \$95.00 each to play, and each club has to get 3 sponsors - \$75.00 each - for each team to offset that. And overall, Marty, who has taken charge of doing this is doing a very good job on planning this event; everything is looking good.

Governor's Council Meeting

- Dick Jewett - We approved the budget and sent it to Fish & Wildlife.
- Roger Gosselin – I have a question about the trail crossings having 911 numbers for them? As a public safety employee, and as someone who works on the trails, if the trail moves, then the 911 number is no longer valid. I am in support of the town name and road name; just a suggestion.

- Jeff Fay – However, in some towns you can cross the same road a number of times?
- Cindy Locke – I suggest that we let the Trails Committee or the Safety Committee talk about this issue.

Next Board of Directors meeting is July 25, 2016 – BBQ.

Dave Page moved and Mark Reaves seconded to go into Executive Session, including Officers, Directors, Alternate Directors, and Staff to discuss legal matters. Motion passed.

Dick Jewett moved and Lewis Barnes seconded to come out of Executive Session; motion passed.

Dick Jewett moved and Dave Page seconded to extend the LVRT Lease until October 31, 2016. Motion passed.

Dave Page moved to adjourn the meeting, Pat Poulin seconded, meeting adjourned at 8:20 pm.

It is our goal to provide a statewide snowmobile trails system second to none and to provide a quality snowmobiling experience to our members.