

VAST Board of Directors March 28, 2016 Meeting Minutes – Approved at the April 25, 2016 meeting

OFFICERS PRESENT:

President: Tim Mills
Vice President: Jeff Fay
Treasurer: Tom Baltrus
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

STAFF PRESENT:

Executive Director: Cindy Locke
Trails Administrator: Matt Tetreault
Cyndy Jones: Office Coordinator

GUESTS PRESENT: Ellis O’Hear, Ed Hebebrand, Ross Page, Raymond Rodrique

Meeting Called to Order: 6:00 pm

Recognition of Visitors

Approval of Agenda: Ron Garvin moved to approve and Lewis Barnes seconded, so moved.

Secretary's Report: Lewis Barnes moved to approve, Dave Ladd seconded, so moved.

Treasurer's Report: Tom Baltrus gave an overview of the period ended February 29, 2016.

The Treasurer’s Report needs approval at April 25th meeting.

Tabled Items - Trails Policy

Dave Page moved to take this item off the table for discussion, Carmin Lemery seconded, so moved.

Mark Reaves moved to approve the Trails Policy as presented, Dave Page seconded, so moved.

The vote was 9 in favor and 4 against, so moved.

Nays were – Roger Gosselin, Mark Reaves and Ken Gammell, Mike Burns.

Consent Calendar: Lewis Barnes moved to approve, Roone Gibbs seconded, so moved.

Cindy Locke noted that she wanted to add the following:

- Northeast Chapter meeting notes; we discussed on line TMAs and what other states and provinces are doing, snow bikes and ACSA.
- Budget for 2017 (a lot of information for the proposed budget; it will go to the finance committee and then to the board.
- Grants' information (there are not a lot of grants out there, except for the USDA grants). The difference between being in a REAP zone and not, the grants that are available to every club in the state of Vermont, the point zone, categories, etc. For instance, REAP zone funding is \$150K – 250K per grant and non-REAP zone is \$30K per grant.

Update on the LVRT – Doing a lot of work on this.

- Have met with the new Transportation Secretary, Chris Cole, and we have had some very good one on one meetings, as well as with some Senators about LVRT funding and Act 250.
- Reviewed the mapping of Bridge 68 and what needs to happen, i.e., borings, etc. Pier 3 is the one that is failing. Originally they were just going to rehab. AOT is not going to replace the entire bridge; they will pull up those two spans, 3 and 2, that are on the top of the stone pier. They are going to have to shear up that pier somehow with either riprap or by attaching it to the other piers. They are going to build a causeway under Pier 1B.
- VTrans is going to send out district guys to cut the trees at no charge (this needs to be done to get to the bridge); they are going to send a resident engineer on a daily basis at no charge. They estimate that this part of the rehab is going to cost about \$500,000 to do this. They are going to use up some of their federal money (80%) \$400,000 is going to come out of federal monies that the state can get and the state is going to pay the other 20%.
- If it goes over \$500,000, the state will still pay for it; they are not going to obligate us for any of this.
- That being said, they are only shoring up the bridge. We still have to come back in and fix it. It still has to go out to bid, because it has to go through the regular process through federal highway. Then our portion of it will be putting the spans back on, decking, guardrail, etc., and then we will have the 80 – 20 match, just like we do for the rest of the project. It would have been \$1.6 million to replace it.
- VTrans has really been working with us and has been scrambling to get this fixed.

St. Onge, CCS and Blow & Cote did a site visit last week; and they had to have their letters of intent in to us by Friday and their full proposal in by this coming Wednesday (3/30/16). The state and the contractors are holding all the liability for this. Total construction for the bridge will be done by the end of the summer.

- Ron Garvin – When we have to reset spans 2 and 3 and put the railing up, do we have any idea what the estimate for that will be ?
- Cindy Locke – We don't have the estimate right now; the entire replacement would have been \$1.6 million; but this is costing \$500,000; we are re-using the steel, so we feel it will be about \$1.2 million or under.
- Ellis O'Hear – Can we get any in-kind work on this? Is the rail trail actually open?
- Cindy Locke – There's not really much in-kind work to do; maybe on the decking, and VAST staff costs. We have talked to them about widening it. No, the trail is not open; we are asking people to stay off it until it dries out.

Dave Page moved to approve the consent calendar, Pat Poulin seconded, so moved.

Old Business – TMA Count

Cindy Locke – We haven't got a lot in since the last meeting; we are at about 15,800.

Budget Forecast

Cindy Locke – I think we are going to end the year at about \$350,000 in the red, but then we are also looking at the trail side so it might be a little better than that. I think we can save more money there also.

New Business

ACH Deposit Forms – will be sent to the directors for them to fill in.

Tom Baltrus – About a week ago, when I reviewed the last check cut, there were a lot of make-up checks, replacement checks, lost checks to clubs that were not deposited or cashed. There is expense associated with that. Now that we have this ACH capability, we need to sort of push this for the clubs to sign up.

Mark Reaves – do you have a list of clubs by county that haven't signed up for it yet; and we can give them a push to get signed up for it.

Ron Garvin – what about the independent groomers?

Cindy Locke – We can use it for any of our vendors.

ACSA

- Pat Poulin – There was some discussion in the Chapter meeting if ACSA had approved all of the issues that we had concerns with. Some people thought they had, but it is not in the minutes and I sat through the meeting and I did not hear any discussion other than about dues. They are changing their dues structure to a flat rate of \$1,250. All states will pay the same rate, which dropped us down from \$5,000. We are not currently members, so we are not paying anything. Dan and Rena (from Mass.) both felt that ACSA hasn't resolved the other issues, so we are waiting to see if our Chapter Chair is going to bring it back to the ACSA board and see if it comes up on the agenda for Congress this June. We are requesting that they change a number of issues.

- Cindy Locke – I did a lot of digging about this, the Fly-In at DC every year, what does ACSA do for the manufacturers association. I was curious about what kind of lobbying they do. A lot of lobbying they do is for the manufacturers association; that's why they pay them \$100,000 a year (they donate to ACSA). A lot of things they are lobbying for doesn't have a lot to do with the northeast, it has more to do with federal lands out west and I think that's the reason that we pulled out, and also because dues were \$5,000.
- Pat Poulin – I think that it's a good idea to be part of the national organization to have one voice, but when all the focus is out west and all the cost is out east, that was an issue. They would like us to come back. All of the issues are outlined in the packet that Cindy provided.
- Jim Hill – On ACSA there is a lot of business practices that we've been concerned with. When we asked for an audit, they used their accountant to do it.
- Jeff Fay – Gary from New York, NE Chapter chair, was going to try and get some discussion going at the DC Fly-In. He gets three sleds donated every year for a super raffle (\$20/each).
- Mark Reaves – It doesn't sound like ACSA is banging on our doors to get us back. Maine and NH pulled out also. Maine had never re-joined and probably never will. I don't see an advantage to going back. If we had a national organization that we had some trust with, that would be different.
- Pat Poulin – Until they listen to what we are talking about, at which they have never done, and make some changes, I think we are good right where we are.
- Jeff Fay – There was also brief discussion about starting a second national organization in the NE.
- Cindy Locke – I was excited about this meeting and the people that were there and talking about the issues in the different states and the Canadian provinces in our areas. I was glad to be there with Jeff, Jim and Pat and we came back with a lot of good information and we gave a lot of good information. The on-line TMA discussion at that meeting was in depth and informative.
- Tim Mills – So our official stance is what?
- Pat Poulin – Wait and see.
- Jim Hill – Some of these issues have been on the table for 8 to 10 years.
- Tim Mills – Do you (Pat) plan on going to the next meeting? So, we will budget accordingly.
- Pat Poulin – Yes, not the next one, but the one in South Dakota. We got a lot of information about on-line TMAs from the NE Chapter.
- Ron Garvin – What are we waiting to hear? Should we send a letter or phone call to reiterate with them that our directors met and we are looking for a response to these issues?

Personnel Policy Changes

- Jeff Fay – The biggest additions were in the Grievance policy, section S, all the way back down to the end. We already approved the family extraordinary leave, mainly section S through U.
- Pat Poulin – A question I had – Disciplinary action can be taken up to and including dismissal. And it was referring to both staff and directors, but there was no place that I saw where there is a means for dismissing a director. Is this covered in here or in the bylaws?
- Jeff Fay – Any director or employee who engages in retribution, retaliation or harassment against an individual voicing a concern is subject to discipline up to and including dismissal on first offense.
- Mark Reaves – I don't think we can dismiss a director.
- Pat Poulin – It doesn't cover that in the personnel policy, but it might cover that in the bylaws.
- Jeff Fay – This personnel policy is more geared toward employees.

- Carmin Lemery – It does say in the next paragraph under that, “all instances of retaliation, retribution or harassment against reporting directors or employees will be brought to the attention of the VAST President”, so, you are including them in that statement.
- Jeff Fay – All members of the association may abide by these bylaws and the objectives of the Association. Violations of this or conduct prejudicial to the best interest of the Association shall constitute just reason for suspension or expulsion; such action requiring two thirds vote of the board of directors present at a hearing. Officers shall not be present at the initial hearing as they will act as an appeal board if necessary. Notice of the charges must be sent in writing to the person(s) in question at least two weeks prior to the set date.
- Mark Reaves – It sounds like the policy sort of gets us to the process as outlined in the bylaws. So, this is what we have to do before we even bring it to the board.
- Carmin – If you read the bylaws, now the officers are considered part of the appeals thing, but according to the personnel policy that you just read, all complaints go the President. How can the complaints be sent to the President if they need to be impartial if they are going to be sitting on the appeals committee.
- Jeff Fay –“ All instances of retaliation, retribution or harassment against reporting directors or employees shall be brought to the attention of the VAST President, who will, in conjunction with the Executive committee, investigate and determine the appropriate discipline, if any.” Basically, that is the first step and what the Executive Committee would do, most likely, is institute the Resource Committee, so it’s no conflict of interest.
- Jim Hill – Even if the current president is informed, that then gets sent to the Board and the officers step out, so even if it comes back to the officers, they don’t know what the board is doing.
- Jeff Fay – there needs to be a point person for recording.
- Pat Poulin – In the bylaws it is talking about a lot more than just retribution.
- Jim Hill – one correction back under Insurance, “due to Federal regulations, we will no longer be providing”; I think that should say “VAST will no longer be providing”.

Dave Page moved to approve the Personnel Policy as amended, Roger Gosselin seconded, so moved.

Committee Reports

LVRT - April 11th – 4:00 PM – LVRT Management Plan meeting – Green Mountain Tech Center, Hyde Park, behind Lamoille Union High School. Everything has been approved by us, it’s been approved by VTrans, it’s going to public and then that’s it.

Awards & Nominations

Dave Ladd – the committee convened by email to choose two scholarship winners, which will be notified by mail.

Annual Meeting

Merritt Budd - The person we have keeping things in check on this is doing a wonderful job. All is going well. I also sent a notice in to Beth to put a notification in the magazine about the officers running at the annual meeting.

Finance

- Tom Baltrus – we met last week to review the proposed 2016 – 2017 budget. We are on target to get the budget voted on at the May meeting in order to warn for the Annual Meeting. One of the givens is that there will be no change in the price or structure of TMAs for next year.
- Basically, looking at the break out of revenues, we are going to budget administrative needs at 22%, 77.9% will go to trails; and ten (10) cents will go to scholarship, as mandated in the bylaws.
- Tom Baltrus - In terms of filling in all the blanks, the Personnel Committee was going to meet this week to deal with salary and benefit issues; Marketing was to meet also. Maybe next month we can talk about the real numbers; we have a good start on it. The Annual meeting date is August 20th.
- Pat Poulin – One thing we heard at the Chapter meeting is that early bird sales around the northeast did really well. Ours were probably not as good as the other states and provinces and I think that is because the delta between our Early Birds and Regular season is not big enough. New Brunswick TMAs had a larger delta between their early birds to the regular season - \$70.00. I would consider maybe increasing the regular season by \$5.00. It's not a huge amount based on the \$130 that it already is.
- Cindy Locke – When I projected the budget for last year I projected to sell 10,000 for EBs; we sold about 14,000. I also thought about the sled incentive. Everybody that buys an EB gets entered to win it. I'm working on getting a free one and if we can't get a free one, I'm working with one of the shops to get one at cost with dealer manufacturer helping us with that cost as well.
- Jeff Fay – One of the things we need to remember is that they would rather see small incremental increases rather than the large \$20.00 increases. We had a bad season, but the members are still going to expect the signs to be out, trails to ride on. It's definitely something to think about. Politically it may not be a good choice, coming off a bad year with low membership, but they did ask for it (small incremental increases).
- Dave Page – agree with Jeff Fay. If we don't do some small increases, we've already skipped one year; we are going to skip another year, we will ask for another \$20.00 increase in four years. We didn't listen to what they told us. I would be much more in favor of making the difference on an EB because you are saving more money than I would us spending money on buying a snowmobile to get someone a chance to win a snowmobile. If we get it free, then that changes the story.
- Jim Hill – I agree with some small step increases, but I don't think this is the year to do it. I do agree that the delta between the two needs to be greater.
- Mike Burns – On the EBs, why do we encourage them to buy them? Why wouldn't we want them to buy the higher priced regular season TMA?
- Cindy Locke – The EB's guarantee us money early in the season.
- Cindy Locke – We have the same trails that we had when we had 40,000 members; but we don't have that many members now, but our expenses are pretty much the same as before. We can cut numbers in some areas, but we can't cut numbers in marketing, we need to go to New York, we need to promote us in NY and Canada. We are not going to be in the deficit, but it's going to be close.
- Mark Reaves – Everyone is aware, from CT to ME, how awful the winter has been and they might say, if there is any reason to raise prices, it's this year, because of the poor season.
- Pat Poulin – The fact that we had a bad season, VAST is hurting and the clubs are hurting. But, the riders didn't spend anything, no gas, no insurance, etc., \$5.00 isn't going to bother them.
- Ken Gammell – Between now and the time we have to vote – think about this. I went to a sled show and the sleds were anywhere from \$1200 to \$1500 more than last year; people were buying them right off the floor. There were 10,000 people that supported this organization and bought a TMA just to keep this organization alive. \$5.00 is not going to make any difference to them.

Long Range Planning

Mark Reaves – The committee will work on this after the budget because the budget is required two months before the annual meeting, and it is a little early this year. Our hope is to have revamped long range plan ready to present at the annual meeting. So, once the budget is approved by the Board, we will start working on this.

PR & Marketing

- Carmin Lemery – The minutes are in front of you. We will not promote sno-cross or jumping, because those are professional trained riders and we didn't want to be promoting that out on our trails. That is now being bantered back and forth at the committee level. We need to know if the Board still feels the same way about those kinds of events.
- Tim Mills – We need to see a show of hands on who supports sno-cross, grass drags, etc.
- Mark Reaves – Non-traditional snowmobile events? Our club is the only one that has had experience with this kind of event. We want to be a part of positive snowmobiling in general and that's part of snowmobiling and that is what gets people interested and they need to know the difference.
- Cindy Locke – There are two things we are talking about – one, a club hosting an event, and VAST holding an event. When we (VAST) put on an event, we get a lot of push back from the clubs because we interfere with their events. We don't make any kind of money hosting an event.
- Mark Reaves – I think we should have a presence at these events, to have a safety committee there.
- Roger Gosselin – When your club does that, can any rider can sign up?
- Mark Reaves – Yes. We worked with insurance for the show? We are putting on a show. Look at our demographics now. We need to appeal to more people. We need to make sure they are safe in doing it.
- Roger Gosselin – I don't buy the statement that snowmobilers would start thinking that it's acceptable to do that on the trails. If that is the case, if we are having a group to come in and put on a show, I think VAST should have a presence there.
- Mark Reaves – Dave Rouleau goes down to the Epping, NH Grass Drags and he says, why can't VAST do something like that. It seems like we are an old organization.
- Jim Hill – there are two parts to this. Are you supporting and promoting something or are you trying to put on something that is a fundraiser?
- Ellis O'Hear – One of the other big things going on is Hill Climbing? We need to get VAST out there and promote it more than we have been doing. It's hard to do because we are all volunteers, we work and have families, but we need to do it.
- Merritt Budd – I was under the assumption that any snowmobiling activity that is a side-by-side, you can't get insurance for it. If it's for a radar run, that's different.
- Jim Hill – Our insurance doesn't cover it, but you can buy those insurance policies.
- Carmin Lemery – we are being very responsible with the budget and how we are promoting VAST.
- Ellis O'Hear – tagging on to an existing event, like field days, is a good idea.
- Tim Mills – So, the conclusion is that the topic is open for discussion?
- Cindy Locke – So, if the BTTC's held a freestyle event, would VAST be there?
- Jeff Fay – I think there is also a difference between sponsoring an event and having a presence.
- Carmin Lemery – Dave brought it up and I told him I would bring the question up, because in the past it was voted down. As a chair of the committee and a director at this table, I didn't feel comfortable making that decision on my own.
- Tim Mills – is there a way to do a risk assessment for us, on being attached to an event?

- Cindy Locke – If we go to an event like sno-cross or freestyle; they are insured, we are insured.
- Mike Burns – FYI – if we got on the road they were very strict on the rules; they were open to us setting a course up having control of an event. They made it very clear that if we did anything on public roads, we had to do all the training, all the waivers. They put us through some hoops about how we verify people, but I think it helped our club a bit.
- Tim Mills – Is the Board looking to sponsor some events down the road?
- Lewis Barnes – Yes, we'll look at them individually.

Personnel

Jeff Fay – we did a brief meeting to outline our review procedure for the ED. The first step was the evaluations that went out via email and if anyone hasn't turned them in, they need go into the ballot box and we'll get into that in the Exec. Mtg.

Safety and Youth Meeting

Carmin – The safety committee is going to start meeting on its own because they have a bunch of projects they want to work on for next year. We are going to put together an activity book for a tradeshow and the safety committee is going to be working on that.

Governor's Council Meeting

Dick Jewett - H.308 has passed the house and went through senate and is a done deal.

Next meeting is Monday, April 25th.

Regular meeting adjourned at 7:30 pm.

Lewis Barnes moved to go into Executive Session to discuss personnel issues with Directors, Alternate Directors and Officers; seconded by Dick Jewett, motion carried.

Lewis Barnes moved to come out of Executive Session, seconded by Mark Reaves, motion carried.

Dave Ladd moved to adjourn, meeting adjourned at 7:58 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.