

VAST BOARD OF DIRECTORS MEETING

November 28, 2011

OFFICERS PRESENT: Jim Hill-President; Joe Cicia-Vice-President; Mark Ellingwood-Treasurer; Bonnie Holbrook-Recording Secretary; Pat Poulin-Past President

DIRECTORS PRESENT: Conrad Stewart-Addison; John Perkins{Absent}-Bennington; Ken Gammell-Caledonia; Jeff Fay-Chittenden; Ray Dubreuil-Essex; John Ross-Franklin; Dave Ladd-Grand Isle; Brian Currier-Lamoille; Mark Richardson-Orange; Milo Day-Orleans; Merritt Budd-Rutland; Jim Morrill-Washington; Tom Baltrus-Windham; Dick Jewett-Windsor

STAFF PRESENT: Bryant Watson-Executive Director, Alexis Nelson-Trails Administrator

ALTERNATE DIRECTORS PRESENT: Johnny Lynds & Mark Reaves-Washington; Norm Roark-Bennington; Stewart Ahearn-Essex; Dave Pastula-Caledonia

GUESTS PRESENT: Phyllis Jewett, Laird McDowell, Mike O'Hara, Matt Jacovelli, Francis Pillsbury, Don Glover, Betty Roark, Howard Smith

The meeting was called to order at 6:00 pm by President Jim Hill.

AGENDA: *Joe Cicia moved and Bonnie Holbrook seconded to approve the agenda as amended. Motion carried.*

9c. Commercial TMAs – Howard Smith

9d. VAST Documentary

9e. Green Mountain SnoCats

10a. Insurance Company

10b. Grant Writing

11. Executive Session for Personnel Issues to include Officers, Directors and Alternate Directors

SECRETARY'S REPORT: *Joe Cicia moved and Pat Poulin seconded to approve the minutes from October 2011 as amended. Motion carried.*

TREASURER'S REPORT: *Tom Baltrus moved and Dave Ladd seconded to approve the Treasurer's Report. Motion carried*

unanimously. Mark Ellingwood provided a brief financial overview. Our negative cash flow for this year is in better shape than last year. The transfer of our account to Merchant's Bank has been completed.

CONSENT CALENDAR-EXECUTIVE DIRECTOR'S REPORT and TRAIL ADMINISTRATOR'S REPORT: *Bonnie Holbrook moved and Joe Cicia seconded to approve the Consent Calendar as presented. Motion carried unanimously.* There are 15 projects that are currently being worked on existing snowmobile trails along the LVRT Trail for damage from flooding in the spring and the tropical storm. Start-up payments went out this past week as long as they returned their signed contracts. Alexis has approved almost \$400,000 of the \$500,000 approved for Irene Damage. There is about a \$5,000 balance in the regular fund and about \$30,000 left in the Emergency Fund.

COUNTY REPORTS:

Addison County has two bridges being worked on including the one on Route 17 from Starksboro to Waitsfield. The other one is on Corridor 7 in Weedsboro. They have two clubs that are being liquidated as they are not attending county meetings.

Bennington County reported Woodford's projects are mostly done.

Caledonia County has a project in St. Johnsbury where the landowner did a lot of work for the club. Upper Valley Grill was destroyed but has been put back together. All Around Power donated a tractor to use to put a couple of bridges back in place. Francis Pillsbury worked with landowners and got the section of Route 5 on Willoughby Lake that was closed.

Chittenden County is ok. Route 15a is back open and has been connected back to Milton. Route 17 to Addison County should be reopened.

Essex County reported the Connecticut Valley Club is getting there on their project. The Canaan/Derby Trail is still being worked on. They are working with Fish & Wildlife on this project.

Franklin County will find out tomorrow night what is happening. They still have deer hunting going on and farmers don't want them out working on trails yet.

Grand Isle County trails are in pretty good shape thanks to "Back-Hoe" Joe.

Lamoille County reported things are looking good in their county. They are working on some flood damage and should be ready for opening date. The trail 100c from Eden to Wolcott may be closed. The club is still working on a reroute.

Orange County is working on fall work that includes bridge work, signing and other trail work.

Orleans County reported the Route 5 trail reopened. They're going to make it and be open.

Rutland County has a major closure by the OMYA Corporation that mines marble. They have closed all their property worldwide to all recreation. The decision for this is being made in their corporate offices in Ohio and it is hopeful that they will retract their decision for the closure in Proctor now that Alexis has submitted insurance information to their main office.

Corridor 12 in Pittsfield has not been worked on as yet due to so much damage. Corridor 7 is being severed between Rutland and Bennington Counties due to the closure from the GMNF Personnel not allowing clubs to go in and work on the damage.

Washington County is still cleaning up from the storm damage.

Windham County is working on their trails.

Windsor County has two excavators working almost daily on trails. It's probably not going to be possible to get from Barnard to Bridgewater. They are waiting for word on the trail over Hawks Mountain.

Jim Hill also commented about there are many businesses that have contributed tremendously to get these trails repaired. We need to thank them dearly. It would be great if all the counties can get a list of all these businesses that we could list them and publically thank them in the VAST News. There has also been a tremendous amount of Contractors too that have donated much labor, equipment and time.

LVRT COMMITTEE UPDATE – Laird MacDowell, Chair of LVRTC: The LVRTC Vice Chair, Zeke Zucker, wrote a rather scathing letter about our legal counsel. He also asked for an itemized accounting for billing to date. Every issue that has come up, Steve Reynes has been out maneuvered. The committee has one more opening for a non-motorized representative. Arnie Ziegler from Stowe is interested. Jesse Hudson also would like to be on the committee. The committee attendance has been pretty poor lately.

Laird has been working with FEMA on the Greenway Path as well but was denied funding. The Town of Colchester and the Town of Burlington were funded 75% of FEMA funding for damage to their recreation paths. Apparently it was because a non-profit group applied.

LVRT UPDATE ON ACT 250 PERMIT APPLICATION, UPDATE ON ACT 250 PERMIT APPLICATION, SITE VISIT UPDATE, VHB 90% PLANS, PUBLIC HEARING(S): VTRANS owes us an accounting/copy of all comments that they have received. We have a new staff person in VTRANS that will be handling this project; however, Todd Sumner has indicated that he will stay involved until that staff person is up to speed. VTRANS has asked for two weeks to read and respond. That puts us into the middle of December.

LEGAL COST DISCUSSION PPEC: There was a discussion on Zeke Zucker's request regarding the legal cost of PPEC. Joe Cicia asked Bryant about his reply to Zeke on the total amount we have spent on PPEC to date which is about \$260,000. The advice of the LVRTC is to ask PPEC to provide the rest of their service free due to them being way over budget. They proposed that it was going to cost \$35,000. Mark Richardson asked what we need to expect in budget expenses when we are already over budget on the LVRT Budget Report for the Phase B Engineering and we are only one month into this fiscal year. PPEC was originally hired for our lobbyist in Montpelier and now they have been the legal team for the LVRT project. It was suggested that we set a cap limit on how much we will spend on moving forward with the ACT 250 permit and then getting the project on the ground. ***Ken Gammell moved and Joe Cicia seconded that we tell PPEC that we will pay them the additional \$35,000 and they will guarantee to deliver an ACT 250 permit process and we not pay any more. Ken Gammell moved and Joe Cicia seconded to amend the motion to include the words "up to" the additional \$35,000 to be paid at the successful completion of the ACT 250 Permit process. Motion amendment carried unanimously. Amended motion: Ken Gammell moved and Joe Cicia seconded that we tell PPEC that we will pay them up to the additional \$35,000 to be paid at the successful completion of the ACT 250 Permit process and we not pay any more. Motion carried unanimously.***

TAKE A FRIEND SNOWMOBILING – MILO DAY & ORLEANS COUNTY PROPOSAL: Milo took the idea from the Safety Committee back to his county. They would like to pick two couples from Windsor, two couples from Bennington, two couples from Windham & two couples from Rutland County. Each Director from those counties are to go to their clubs and select members that will not be able to register their snowmobiles and ride this year because they lost their homes and all from Irene. Ideally they will have their own sleds. They are to send an email to Milo Day at skidoo.day@gmail.com stating why they would like to be selected. They will house the couples, supply meals and fuel. The county is going to work with the VAST Office to get 5-day passes to put on their sleds for that weekend. The County will then select the winners.

INTERNSHIPS – BRYANT: Last month we talked about creating an internship program. Bryant has contacted Lyndon State College and they are very interested in partnering with VAST on the internship program. Lyndon State already has some students that are very interested in an internship.

ADDISON COUNTY – HOGBACK HILLCATS SNOWMOBILE CLUB: Conrad Stewart informed the Board that the Hogback Hillcats Snowmobile Club and the Little Otter Scramblers are no longer recognized clubs in the county. They have not met the County meeting attendance requirements.

COMMERCIAL TMAS – HOWARD SMITH: Howard Smith with Killington and Stowe Snowmobile Tours asked to address the Board. The State of Vermont has now assessed a \$5 per person fee for each person they take into the State Park including their guides for every time they enter with a group. Howard asked the Board to reassess the additional \$75 fee that was originally assessed several years ago to the Commercial TMAs to cover a snowmobile impact study. If we are not going to be doing the Snowmobile Impact Study any more, they would like to see it discontinued. Jim Hill said that the Board will consider the request.

VAST DOCUMENTARY: Dustin Rickert would like to give exclusive rights to VAST for selling and distributing the documentary on snowmobiling in Vermont that he made. He would like for us to charge \$10 per video and we would keep \$4 per video. Howard Smith would like to make a donation to use footage from the video for advertisement. He would need to contact Dustin for that. *Ray Dubreuil moved and Tom Baltrus will second that we assign the project to the PR & Marketing Committee to figure out how to manage the video and provide a recommendation to the Board. Motion carried.* Milo Day suggested that we may run the video when we are working fundraisers or events.

GREEN MOUNTAIN SNOCATS: The Green Mountain SnoCats snowmobile club was the founding club of VAST. Due to the number of members, they are no longer recognized by VAST because they do not make the minimum number of 10 members. *Jeff Fay moved and Joe Cicia seconded that the Green Mountain SnoCats be considered a permanent founding club of VAST with rights of a club in good standing, including but not limited to, one delegate vote at the Annual Meeting and the right, if they so choose to sell TMAs. The motion includes that the Board will take no adverse action against the Club until a Bylaw change can be done at the next VAST Annual Meeting. Motion carried unanimously.*

INSURANCE COMPANY: Jim Morrill received a call from one of their clubs. Jesse Martin of Dover, VT is with American Income Life stating that they are an affiliate of VAST. VAST does not give American Income Life or other companies any information on our membership. They are allowed to put inserts in the VAST News for a cost that members can send back to American Income Life for more information and the option for additional insurance coverage. American Income Life does provide a minimum coverage policy for each VAST Member for accidental death. We will have Bryant contact American Income Life and inform them of Jesse Martin's sales practice and insistence that he has to meet with the VAST member in their home.

GRANT WRITING: A couple of weeks ago, the Executive Committee met with a grant writer and learned more about grant writing. It's a lot more involved with writing a grant application than we thought. There is a lot of research that needs to be done before you can begin writing a grant application. The Executive Board would like to have permission from the Board to put out a RFP for applications for a grant. The first project could be the Equipment Tracking System for grooming equipment. *Jeff Fay moved to have Bryant draft a RFP for a Grant Writer for dispersal on December 2 with due date by December 16th. Motion carried with nay by Caledonia.*

Jeff Fay moved and Joe Cicia seconded to extend the meeting by a half hour. Motion carried.

EXECUTIVE SESSION: *Mark Richardson moved and Jeff Fay seconded to move into Executive Session and include all Officers, Directors and Alternate Directors at 9:02 pm to discuss a Personnel Issue. Motion carried.*
Mark Richardson moved and Jeff Fay seconded that we come out of Executive Session at 9:51 pm. Motion carried.
Ray Dubreuil moved and Mark Richardson seconded that the Board supports the actions of the Personnel Committee recommendation and we support them on any actions they feel necessary. Motion carried unanimously.

The next VAST Board meeting will be **Monday, December 19th, 2011 at 6:00 PM** and refreshments will be our Holiday Potluck.

Dick Jewett moved and John Ross seconded to adjourn at 9:54 pm. Motion carried.

Respectfully submitted by,
Bonnie Holbrook
VAST Recording Secretary