

FINGER LAKES TRAIL CONFERENCE
ANNUAL MEETING OF THE MEMBERSHIP

June 9, 2018 4:00 pm

Camp Badger - Spencer, New York

Status: FINAL Minutes

Members and Officers Present: see attached sign-in sheet

CALL TO ORDER at 4:00—President, Pat Monahan

MOTION TO OFFICIALLY OPEN THE ANNUAL MEETING

1st Nero, 2nd Schwinge >>**Approved**

WELCOME/OPENING COMMENTS--Pat Monahan

- Thank you for attending the annual meeting
- Thank you to Gary and Cayuga Trails Club for coordinating and hosting this year's event
- Reminder to sign-in
- Distribution of draft minutes and meeting agenda

APPROVAL OF 2017 MINUTES—Secretary, Lori Chiarilli

- No discussion or additions.

1st Schwinge, 2nd Hopkins >>**Approved**

INTRODUCTION OF CURRENT, OUTGOING, AND NOMINATED NEW BOARD MEMBERS—Pat Monahan

- Intro to officers and board members in attendance.
- Thank you to Class of 2018 Board of Manager members completing their terms: Scott Brooks, Anna Keeton, Bob Kremens, Terry Meacham and Laurie Ondrejka
- Welcome to new and returning officers (pending BOM approval on 6/10/18): President—Pat Monahan; Secretary—Lori Chiarilli; Vice President of Finance—Charles Schutt; Vice President of Trail Preservation—David Newman; Vice President of Membership and Marketing—Steve Czajkowski; Vice President of Trail Maintenance—vacant; Vice President of Trail Quality—Lynda Rummel; Vice President of Mapping—Greg Farnham

VOTE ON BOARD MEMBERS PLACED IN NOMINATION—Rich Breslin, Scott Brooks, Anna Keeton, Ann

Bayley

- 1st Flood, 2nd Nero
- Stevenson: we have 4 nominees moving forward this year.
- No other nominations sent to the Office from the general membership.

- Motion approved by all members present; no opposing votes
- Absentee ballots: 251 for, 3 against, 16 incomplete
- >>Approved

VOTE ON PROPOSED CHANGES TO THE BY LAWS #1-3

Proposal 1

Article VII – Officers

Section 1. Officers:

The officers of the FLTC shall be President, Executive Vice President, Vice President of Finance, Vice President of Membership and Marketing, Vice President of Trail Maintenance, Vice President of Trail Quality, Vice President of Trail Preservation, and Secretary.

Monahan: Our By Laws are a living, breathing document that require periodic changes. The proposed change moves VP of Mapping position to that of a director level consistent with other changes that we made during our meeting last year. This would alleviate the need for this position to attend regular board meetings.

Proposal 2

Article XII – Board of Managers

Section 1.4 – Voting and Quorum

The purchase, sale, mortgage or lease of real property shall require approval of a majority of those present at a Board meeting, which meets the quorum requirement of Article XII Section 1/1, with the exception that the sale, mortgage or lease of substantially all the real property assets of the Corporation is subject to the requirements of Article XVII Dissolution.

Monahan: This change will keep us in line with the recent change to the non-profit revitalization act which states majority as the criteria. Donation and sale of property for preservation; previously required 2/3 of all Board and Officers be present for any purchase/sale of any property.

Proposal 3

Article XII Section 1.5

The majority of a quorum of the Executive Committee may authorize the acquisition of any real property interest where no funds other than filing, survey and legal fees are to be expended.

Monahan: This change impacts the Executive Committee as it relates to the need for timely action necessary for the purchase and acquisition of property. This allows this group to accept easements in-between Board meetings. The Board is still required for the sale of property.

- 1st Nero, 2nd Mallow
- Motion approved by all members present; no opposing votes
- Absentee ballots: 251 for, 3 against, 16 incomplete
- >>Approved

REPORT OF FINANCIAL STATUS OF FLTC

CURRENT FINANCIAL POSITION AND FUND BALANCES—Treasurer, Linda Hopkins

GENERAL COMMENTS ON FINANCIAL ACTIVITIES— VP of Finance, Charles Schutt

- No representatives on hand.
- Resignation of the Treasurer, letter to be accepted during tomorrow's meeting.
- Wright shared general budget update: good financial condition; Siddote Funds, land/real estate holdings, endowments (3% used for operating funds annually); undesignated pool of money from bequests provided significant cushioning this year--currently invested.

REPORT OF BOARD ACTIVITY—Pat Monahan

- Trail easements are a high priority for the Board. We continue to stay focused on our mission of preserving the trail forever and ever.
- Move to governance board model to make our plans work effectively to meet the needs of this organization in both 2018 and beyond. Need to participate in a strategic planning process. We'll be crafting a plan with an outside facilitator who is objective, skilled, and ready to help us take the next steps needed to move this forward.
- Regarding the 4 vacant Board positions this year. Looking for more strategic additions to meet unique skill sets that are needed for the organization to succeed. Representation of from the entire trail system important. We can't do our job as the FLTC without local clubs and the symbiotic relationship between our groups.
- Re: Rick Roberts' suggestion last year: to consider moving the Eastern Terminus of the trail. We spent the year to review the request, consider impacts, consult with partner organizations and solicit member feedback. At our last Board meeting on 5/12, the board voted to approve Slide Mountain as our new Eastern Terminus. This will not be official until we update maps, local signage, and share advance notice for end to enders that are in progress (as we did with the Crystal Hills Branch Trail).

REPORT OF FLTC ACTIVITIES AND ACCOMPLISHMENTS—Executive Director, Quinn Wright

- Database project to improve effectiveness of organization; provide more accurate/informative data to support our planning efforts.
- Next President's Council meeting will include an agenda item re: database needs

QUESTIONS AND COMMENTS FROM THE MEMBERSHIP

None.

MOTION FOR ADJOURNMENT

1st Nero, 2nd Reimers >>**Approved**

THE MISSION OF THE FINGER LAKES TRAIL CONFERENCE IS TO BUILD, MAINTAIN, ENHANCE and PROMOTE A CONTINUOUS FOOTPATH ACROSS NEW YORK STATE. FOREVER!