

SMNB Board of Director's Meeting Minutes
Saturday, November 26, 2022
SMNB Office, Woodstock, NB

In attendance for this meeting:

Dave Garland, (SMNB President – LOA) / Consultant

Mario Levasseur, Zone 1 Director

Brad Mann, Zone 2 Director

Ronald Lanteigne, Zone 3 Director

Greg Grant, Zone 4 Director / SMNB Treasurer

Marcel Richard, Zone 6 Director

Jim Connors, Zone 7 Director

Steve George, Zone 8 Director / SMNB VP / Acting President

Jeremy O'Brien, SMNB Executive Director (ED)

Janice Bragdon, SMNB Office Manager

Kyle Good, SMNB Trail Manager

Paul Robichaud, SMNB Executive Secretary

1.	<p>Reinstatement of President Dave Garland</p> <p>Steve spoke about the process, whereby he took over the presidency, with Dave taking a leave of absence in order to mentor our new Executive Director (ED). <i>Jim moved to reinstate Dave as our President, seconded by Greg. Motion Carried unanimously.</i></p>	Steve
2.	<p>Call to Order</p> <p>President Dave Garland called the meeting to order at 08:43 hours.</p>	Dave
3.	<p>Approval of Agenda</p> <p><i>Marc moved to accept the Board Agenda as presented, seconded by Greg. Motion Carried.</i></p>	Dave
4.	<p>Approval of Board's last Minutes (June 25, 2022)</p> <p><i>Greg moved to accept the Board Meeting Minutes of June 25th, 2022, seconded by Marc. Motion carried.</i></p> <p><i>Ronald moved to accept the Board Teleconference Meeting Minutes of November 17th, 2022, seconded by Marc. Motion carried</i></p>	Paul
5.	<p>President's Report</p>	Dave

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	Dave spoke about our 2 pending lawsuits.	
7.	Treasurer's Report	Greg
	7.1 Audit Financial Statement for 2022	
	7.2 Profit & Loss Statement	
	7.3 Account Receivables, current	
	7.4 Restricted Cash Summaries, current	
	<p>Greg spoke about our recent teleconference with our new accounting firm, where we reviewed and adopted the audited financial statements for the last fiscal year. Greg then reviewed in detail the various statements, and summaries for our current year.</p> <p>Greg moved to accept the Treasurer's Report as presented, seconded by Marc. Motion carried.</p>	
8.	Trail Manager Files	
	8.1 Trail Manager's Report (enclosures)	Kyle
	<p>Kyle spoke about the recent sign training sessions, which included presentations from DPS Highway Enforcement. He also spoke about the new ED's, and Zone Directors' involvement in future sessions. He then gave the status on the various mapping products, digital and paper. Our Groomer demo is still scheduled to take place at Mt. Carleton. Most manufacturers have agreed to attend. Kyle then reviewed the remaining various points of interest, including the Fundy signature trail project, as contained in his TM report, and as distributed in the Board meeting packages. Trail checks are all scheduled for the season. Ronald moved to accept the Trail Manager's Report as presented, seconded by Marc. Motion carried.</p>	
	8.2 Media Rides – Update/Plan	
	Funded by THC, our annual Media Rides are scheduled again for this coming season.	
	8.3 Christmas Mountains	

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	Some trail realignment has been undertaken entering and leaving the Mt. Carleton park admin area.	
	8.4 Atlantic Groomer Demos As previously noted.	
9.	Old (Current) Business	
	9.1 Community Building Fund Dave asked the Directors for comments regarding applications for the CBF. Greg noted that one of his clubs did apply and received funding. Ronald had a club apply, as did Steve, Brad, and Marc.	
	9.2 Fuel cost to clubs/grooming efficiency Dave asked Kyle to speak on Grooming efficiency. Kyle spoke about being able to do loops, but there are few cases where this would be feasible. Otherwise, the most efficient method is to groom at night, and to have the proper equipment for the Club's given financial means. Dave encouraged Directors to help clubs achieve cooperation in creating grooming loops, and gave an example of the expected high cost of grooming operations, given the volatile fuel prices.	
	9.3 THC Winter Tourism Dave briefed the Board on an initiative with THC in order to modify our Groomer demo, make it available for the public to attend, and market the event through THC as a winter festival. Our ED and THC representative coordinated efforts, which subsequently were thwarted by the THC rep, who diverted the associated funding to Northern Odyssey. There was subsequent discussion around government relations, and how to best resolve this situation.	
	9.4 Legal Noted in the President's report.	
	9.5 Signature Trail Update – Fundy Highlands Noted previously by Steve in his zone report.	

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	<p>9.6 QUAD NB Registration Increase</p> <p>Dave spoke about a pending increase in registrations going from \$41 to possibly \$50. Future meetings with Government, to follow.</p>	
	<p>Policy DIR-001 from June meeting</p> <p>Dave noted a response from our accounting firm, which gave the specifics on per diem claims. Therefore, the original motion was ruled out of order.</p>	
	New Business	
10.	<p>10.1 1000-Mile Challenge</p> <p>Dave gave the background surrounding the 1000-mile challenge event. Our insurers will not cover our insurance given the required speeds associated, with this (timed) event. DNR has stipulated this event cannot occur on public lands. Dave gave further notes on the file, and asked directors for their thoughts, as how we should proceed. The consensus was that we send a letter to the organizers and note the insurance and governmental concerns. Marcel moved that a Letter as presented on-screen be forwarded to the lawyer for opinion, then sent to the organizers of the 1000-Mile Challenge by Registered Mail, seconded by Mario. Motion Carried Unanimously.</p>	Kyle/Dave
	<p>10.2 Club Locator Map not on back of form, SNB outlet suggesting club #</p> <p>Ronald spoke about the lack of club information on the back of our trail permit application form, and the lack of assistance from some SNB vendors. Janice to follow-up with SNB.</p>	Ronald
	<p>10.3 QUAD NB</p> <p>Dave noted that the current President of Quad NB is working to improve their signage to match ours, and to coordinate efforts on joint-use trail sections. Dave also noted the need to have the 2 federations work out details, and absolve the clubs from these decisions. Kyle will be meeting with Vance from QUAD NB to discuss joint-use mapping file of overlapping trails.</p>	Dave

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	<p>10.4 Trail Permit Decal Removal Issue</p> <p>Dave spoke about the difficulty in peeling off the permits from the backing sheet without the use of a sharp object.</p>	Dave
	<p>10.5 ASK Form – CLB-004</p> <p>Dave spoke about the value of the “ASK” form, which has become an important tool in filtering out questionable Asks from clubs /applicant who do not have all the required facts, to validate the given request. Therefore, it would be valuable to place this tool in Policy. Greg / Marcel moved to adopt the ask form into CLB-004, seconded by Marcel. Motion Carried Unanimously.</p>	Dave
	<p>10.6 Policy TRL-009</p> <p>Kyle spoke about the highway identification signs associated with STOP signage placement. He also noted, that we have gone through the phase-in period, and that this item now be made part of TRL-009. Ronald moved that Destination Highway signage be adopted as part of our Trail Checks / Signage Guidelines as per TRL-009, seconded by Greg. Motion Carried Unanimously.</p>	Kyle
	<p>10.7 Policy GRM-005</p> <p>Dave spoke on GRM-005 and noted a number of required amendments. Greg moved to adopt the noted amendments as presented in Policy GRM-005, seconded by Ronald. Motion Carried Unanimously.</p>	Dave
	<p>10.8 Policy CLB-001</p> <p>Dave noted the annual returns along with groomer registrations have in some cases resulted in problems, for staff in keeping accurate information. Marcel moved to adopt Policy CLB-001 as amended, seconded by Greg. Motion Carried Unanimously.</p>	Janice
	<p>10.9 Policy DIR-001</p> <p>Paul noted that in the past the Board has occasionally reviewed the vehicle allowance expense rate periodically, as it applies to Staff and Board members. It was suggested that the Canada Revenue Agency</p>	Paul

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	<p>already has approved vehicle allowance rates, which are reviewed on a regular basis. It was further suggested we adopt the CRA rates, as our basis for Policy DIR-001, for which staff would monitor and apply as necessary.</p> <p>Brad moved that Appendix "A" which forms part of SMNB Policy DIR-001 (Section II / Use of Own Vehicle) be amended as follows... Director / Staff reimbursement rates:</p> <ul style="list-style-type: none"> • Rate per km established by the Canada Revenue Agency (unrestricted km) for use of personal vehicle on SMNB business. • Rate per km established by the Canada Revenue Agency + \$0.70 per km for towing a trailer on SMNB business. <p>Seconded by Marc. Motion Carried. Ronald voted Nay.</p>	
	<p>10.10 Policy GRM-001</p> <p>It was noted that an amendment in the list of approved groomer manufacturers was required.</p> <p>Ronald moved to amend the list of approved SMNB groomer manufacturers contained in Policy GRM-001, as presented, seconded by Greg. Motion Carried Unanimously.</p>	
	<p>10.11 By-Law Article 6</p> <p>Dave spoke about bylaw article 6.</p> <p>Brad moved to amend By-law Article 6, as presented, and to be forwarded to the AGM, seconded by Marcel. Motion Carried Unanimously.</p>	Dave
	<p>10.12 By-Law Article 12</p> <p>Dave noted another By-law change to go to the AGM.</p> <p>Ronald moved that Article 12.1 be carried to the AGM, as presented, seconded by Steve. Motion carried unanimously.</p>	Dave
	<p>10.13 Policies DIR-003 & 007</p> <p>Dave noted the importance to sign the confidentiality forms, all of which were completed by the Board Members in attendance on this date.</p>	Dave

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	<p>10.14 By-Law Article 49</p> <p>Dave spoke about amending Article 49 due to conflict of interest. Ronald moved to adopt By-law Article 49.5 as amended, and for consideration at the AGM, seconded by Greg. Motion carried unanimously. Brad moved to add By-law 49.6 "Must be a Director of the company to chair a committee", for consideration at the AGM, seconded by Marcel. Motion Carried Unanimously.</p>	Dave
	<p>10.15 Support for Serpentine Lodge</p> <p>Brad spoke about the request from Serpentine Lodge, which has been addressed by a consulting firm. Brad reviewed the specifics, and noted funding may be available, but would require funding to be processed through SMNB. Dave suggested having our accountant advise us on how to proceed. Dave, Greg, and staff to follow up and advise the Board.</p>	Dave
10.16	<p>ISMA Grant</p> <p>Dave spoke about the ISMA Grant</p>	
10.17	<p>Policy ADM-009</p> <p>Dave noted a suggested amendment with respect to insurance deductibles for which member clubs are responsible. Brad moved to amend Policy ADM-009 Section V, as presented, seconded by Greg. Motion Carried Unanimously.</p>	
10.18	<p>Club 70 ASK for a 2nd Groomer.</p> <p>Jim spoke about Club 70's Grooming Equipment ASK. Discussion on how and/or where a 2nd groomer would be placed on the groomer inventory and funding list. Dave noted that the ASK form be processed. Jim moved that GLSC / Club 70 be able to purchase a second groomer from Club 5 / Fredericton SC. This will be added to the Funding & Inventory list and will be replaced when Club 70 moves</p>	

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10.19	<p><i>up the funding list for a new unit. Make: New Holland (2002) Sur Trac Groomer and Drag, 3,400 hours, purchase price \$42,700. Tax included. Seconded by Ronald. Motion carried unanimously.</i></p> <p>DRAFT Groomer Funding List</p> <p>Kyle presented the adjusted funding list. Dave noted there is no confirmation of Groomer funding, for next year.</p> <p><i>Brad moved to accept the Groomer Funding List as presented, seconded by Ronald. Motion carried unanimously.</i></p>	
11.	Permanent (Board) Committee Reports	
	11.1 By-Laws & Policy Committee	Ronald
	<p>11.2 Fund Raising Committee</p> <p>Mario spoke about past and forthcoming fund raising initiatives. Jeremy spoke about some new potential corporate partners willing to come on board.</p>	Mario
	<p>11.3 Trail Committee – next meeting?</p> <p>Marcel noted first meeting is scheduled for December 15th in Bouctouche.</p>	Marcel
	<p>11.4 Nominating Committee</p> <p>Marc noted 2 interested for VP and Steve and Greg for President but not confirmed. Odd number zones will hold elections.</p>	Marc
	<p>11.5 Awards (Internal & External) Committee</p> <p>Jim had nothing to report.</p>	Jim
	<p>11.6 Human Resources Committee</p> <p>Steve spoke about the Chairman transition and recruiting the new ED.</p> <p><i>Brad moved to accept the permanent committee reports as presented, seconded by Greg. Motion Carried.</i></p>	Steve
12.	<p>Zone Director Reports</p> <p>Dave thanked everyone for submitting their respective zone reports. Dave allowed each zone director to provide additional comments.</p>	

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	<i>Marc moved to accept the enclosed Zone Director Reports as presented, seconded by Ronald. Motion Carried.</i>	
A/H	Dave spoke on possible efficiencies in grooming payouts. <i>Greg made the motion to adjourn at 14:45 hours. Seconded by Marc</i>	
13.	In Camera Session <i>Marc moved to go in camera at 14:45 hours, seconded by Greg. Motion carried.</i> <i>Marc moved to come out of camera at 15:30 hours, seconded by Greg. Motion carried.</i>	

Dates of Future Board of Director Meetings:

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| <ul style="list-style-type: none"> • February 10, 2023 at Grey Rock Quality Inn, Edmundston • March 16/17/18 (& ride) at Campbellton • May 6/7 (AGM) – RODD Miramichi • June 23/24/25 – Woodstock Office |
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TRAIL CHECKS – WEATHER DEPENDENT

- Zone 1: Jan 4-5-6th
- Zone 5: Jan 9-10-11th
- Zone 4: Jan 23-24th
- Zone 8: Jan 30-31st
- Zone 6: Feb 15-16-17th
- Zone 3: Feb 21-22nd
- Zone 2: Feb 23-24th
- Zone 7: Feb 27-28th

Board Meeting Minutes submitted by: Paul Robichaud, SMNB Executive Secretary.