

January 27th, 2021

**Mountain State Trail Alliance (MSTA) Board meeting Summary
Video Conference meeting Via Zoom (Bill Facilitated)**

Board members present:

Bill Wells
Adam Hodges
Kevin Rock
Jeff Evans
D Anne Cavalier
Andy Davis
Matt Diederich
Matt Ford
Andy Forron
Carolyn Komar
Gary Morefield
Claire Rozdilski
Phil Waidner

NRGTA Employees: Guests: Abbey Newell

- 1) Bill Wells called the meeting to order (after 4:00 pm.) and welcomed everyone. We did have a quorum (was an official meeting).
- 2) Roll Call. We had 12 voting Board members on the call (24 voting board members).
- 3) **Treasurer's report:**

Kevin Reports:

January through December 2020 Annual Report:

Income: Grant Income: \$70,482.71, Direct Public Contributions: \$3,023.05, Program Income (dues): \$2372.00. Total income of 75,881.76.

Expenses: ARC grant expenses: \$91,982.25, Coal Heritage grant expenses, \$6,687.57, Operations: \$4,165.62, Travel and meetings: \$418.56. Total expenses of 103,254.00

We have a net balance of -27,372.24. This is just a matter of timing of paying expenses and income.

We have a healthy cash balance.

Total Assets all accounts \$80,223.11

Total Liabilities \$80,223.11

As of Yesterday, we had 82,223.11 in the bank with \$67,000 restricted leaving us an unrestricted balance of \$9,639.43.

4) Grant reports:

a. ARC implementation Grant Bill Reports:

Not much to report from our last meeting. DOH reports to Bill their internal project engineer conducted an independent cost estimate for the design which has been submitted to upper management for approval. After approval Consulting engineer Burgess and Nipel will submit a cost proposal and negotiate a contract price.

- b. Upper Kanawha Valley Grant Bill Reports:
 - The MSTA is on the steering committee. Bill has been participating as part of the steering committee. They are putting together a report as an overview of what they plan. If anyone would like a copy of the report after it comes out send a request by email to Bill.
- c. Benedum Grant Bill Reports:
 - We were awarded \$65,000 to have a statewide Trail Conference that would organize the different stake holders. The conference would be used to form a trail caucus in the legislature. Because of COVID the conference did not happen. Kim had requested a one-year extension (the end of this year) and then a request to repurpose the funds. That was submitted to Benedum in December. We have heard from them yet.
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- d. The WV Land Trust AML Grant Application:
 - This is a grant that was written to construct a trail on the Land Trust property. Between Stanford on Cranberry and Piney Creek Gorge. The grant was denied. Bill will follow up to see why we were denied the grant and correct any problems with the application.

5. Trail Authority Steering Committee Update Bill:

- Bylaws and Budget approval: Both have previously been approved
- Bill sent out the proposal for the formation of the Trail Authority. Trail Authority Steering Committee members have been meeting with their County Commissions to get their approval to enter into phase one. Phase one is a commitment to the Trail Authority without Financial commitment and will last six months. During the six period the Trail Authority Board members will seek to lessen the burden on their counties by getting outside funding. Summers and Greenbrier have approved entering phase one. Other Counties have the Trail Authority on their Commission agendas in the near future. After the outside funding is secured and the Counties that desire to join the Trail Authority have been identified, Counties can decide to enter into Phase two. Phase two will be the official formation of the Trail Authority with financial commitment from the County Commissions. Gary Morefield reports the Beckley City Council has received and reviewed the Trail Authority proposal and will support it.

6. Bylaws Committee Claire reports:

The Bylaws committee met again in December and suggested some edits to the bylaws. Bill sent out two copies of the edited bylaws. One that shows the proposed changes in a strike through version and a clean version with the edits. Claire requests any purposed changes be sent to her in writing by February 16th and at March Zoom Board meeting we can have an in-depth discussion about proposed changes and vote to approve any changes to the bylaws. The Bylaws committee needs someone who

has knowledge of the West Virginia Nonprofit Act to be involved to make sure the bylaws do not violate the West Virginia Nonprofit Act. Contact Claire if you are interested.

Proposed Changes to the bylaws:

- Changing the name and description to reflect a larger geographic area than the six Counties.
- State the process we elect **At Large County Board Representatives**.
- Added a provision for removal of Board members which represent entities that no longer exist.
- Discussed a meeting structure where the Executive Board meets every 2 months and there is only one Board meeting a year. Special meetings could be called if there was an issue that the E Board could not undertake. The annual meeting would be a General Membership meeting. Each *County at Large Representative* of the Board and the Executive Committee would be elected at the annual meeting by the General Membership. *At Large County Board Representatives* would be elected by that County General Membership. There were discussions of who would be on the Executive Board, Board Officers and Board members who are at Large County Representatives. Claire notes that having only one Big Board meeting a year may cause a lack of communications. The Executive board will need to be diligent in communicating with other Board members to keep them informed.
- It was noted that the Executive Board could not violate the West Virginia rules regarding Non-Profits Corporations.
- We discussed if there was a need for the removal of Board members with the creation of an Executive Board although if the entity, they represent no longer exists they may be removed.
- Discussed the conflict-of-interest policy although it may not become part of the bylaws

7. **Other Trail Projects:**

- Bill Reports: We met with Hawks nest about creating a new trail from Ansted to the Lake where riders can make a loop with Mill Creek trail or ride down and make a loop to the Hawks Nest Lodge and return to top on the Tram. Presently there is a rockslide on Mill Creek Trail. The City is going to try and move the slide, but they only have a rubber tire backhoe It may take a bigger piece of equipment. If the rock is too large Bill has talked to United Coal Company and they have agreed to donate an operator and equipment to move the rock.
- Meadow River Trail, Matt Reports: This is a joint project between Greenbrier County and Fayette County. There are three phases to the project. Phase one is a 16-point mile section. Phase two is the Russellville bridge replacement, washed out in 2016. Phase

three is a 6.4-mile section. The biggest cost of this phase is building a trail bed with gravel after CSX removed the rails. The DOH estimates the cost to be \$300,00 a mile. Matt states that Greenbrier County is 100% behind the project but Fayette County's support is questionable. If anyone has connections to the Fayette County Commission let them know how important this project is. They expect to get the trail open from Nallen to Rainelle by the end of 2022 or the beginning of 2023.

8. Mercer County Application:

- Bill has been talking to Bill Archer, County Commissioner of Mercer County about joining the MSTA. They have not fulfilled all the requirements to join. The requirements include have one Corporate member, five family or individual memberships and have a county vision map. Also, they'll need to appoint someone to be their representative on the MSTA Board. Mercer County has an enthusiastic trail group and several trail projects they are working on.

9. Old Business: None

10. New Business: None

11. Adjourn: D. Anne made a motion to adjourn, Carolyn 2nd the motion. The motion carried.
Next Zoom Meeting will be in March.

Submitted by:

Jeff Evans

Secretary