

Vermont Bicycle & Pedestrian Coalition
February 7th, 2001 Board Meeting
Chequers, Richmond, Vermont

Present: Richard Bernstein <rbernste@zoo.uvm.edu>, Dale Critchlow
<critchlo@emba.uvm.edu>, Rick Good <shiesl@sover.net>, Dave Jacobowitz
<david.jacobowitz@uvm.edu>, George Plumb <plumb@together.net>.

Guests: Louis Bresee <lakelou@together.net>, Marc Companion <marcc@together.net>, Bruce
Cunningham <bcunning@together.net>, Jon Kaplan <jon.kaplan@state.vt.us>

Meeting called to order by Richard at 6:10 PM.

Minutes: Motion to approve last meetings minutes – Dave, second – Lou. Approved with no
changes.

Review of agenda – no changes.

President's Report: Nothing to report.

Secretary's Report: We got mail from VANCO. At some point in the future we might wish to
join.

Treasurer's Report: Year end summary for 2000.

Income

Grants	\$1,200.00	VT. Grassroots, GCPFS
Memberships	650.00	
Interest	6.70	
Total Income	\$1,856.70	

Expenses

Administrative	\$185.00	Postage, PO Box
Bank Charges	78.00	Chittenden (since cancelled), Caswell
Internet	70.00	2-Year Domain Name registration
Publications	650.00	Flyer, bumper stickers
Memberships	50.00	Thunderhead Alliance, LAB
Seminars	200.00	Retreat with Jeff Miller
Total Expenses	\$1,232.00	

Year End Bank Balance	\$405.00
Balance 2/7/01	\$585.00

Executive Director's Report:

Vermont Recreation & Park Association has agreed to support our efforts. The support is non-financial at this point.

VTrans Report

During 2000 had several projects it worked on. VTrans has 15 projects presently which are going through engineering studies.

VTrans is also working with Vermont Safe Kids possibly to develop some projects.

VBPC Website

A beta web site was developed by Rick and is up at:

<http://www.uvm.edu/~fgood/vbpc/>

It was mentioned that Adobe Acrobat will not open all of the Acrobat files.

A motion was made by Rick and seconded by Marc to use AIT (Advanced Internet Technologies, Inc) as our internet ISP. (This is where we have presently parked our domain name.) The motion was tabled and we decided to wait until we get feedback from the Summit.

Rick agreed to act as Webmaster, although he stated that in certain areas he would need help.

Board Vacancies

Motion by Dave, second by Dale, to appoint Bruce Cunningham to the Board until the next Annual Meeting. Motion passed.

Bicycling and Walking Summit

Lou, Marc, and Chapin have been working on the program. They provided more details. Some minor changes were suggested. They will bring a final copy to the next Board meeting.

The following were suggested as Facilitators:

- Lou
- Marc
- David (possibly just a Scribe)
- Chapin
- Bunky

We need a list of those willing to help out in the AM and PM, plus a list of suppliers.

Next meeting we will confirm the facilitators and have a the confirmation letter details.

Honorary Advisory Members.

Motion by George, second by Dave, to have an Honorary Advisory Members. Passed.

Names of those to be asked are: Anne Lusk,. John Freiden, Melinda Moulton, Bill Koch, Warren Kitzmiller, Kate Carter, Elizabeth Ready, Bill Sorrell, Ben Scotch, Peter Clavell, and Neil Quinn.

By-laws Changes

Motion by Rick, second by Dave, to amend the by-laws. The particular changes follow this report. The changes were passed.

Briefly, the amendments did the following:

- 1) Added “or walking” to the Organizational Membership class.
- 2) Added the ability to call meetings electronically.
- 3) Added that the makeup of the Board “strive to consist of 3 organizational members, 3 supporting members, 3 governmental representatives, and the remaining 6 individual members. ”

Freeman Grant.

Motion by George, second by Rick, to submit a grant application to the Freeman Foundation. Passed.

Lamoille Valley Rail Trail

Motion by George, second by Dave, to write a letter in support of the Lamoille Valley Rail Trail. Passed.

New Business

There was no new business.

Next Meeting

The next meeting will be on Wednesday, March 7th at 6:00 PM. It will again be at Chequers in Richmond.

Meeting Adjourned at 8:25 PM.

Respectfully Submitted, Rick

ARTICLE III. MEMBERS AND THEIR MEETINGS

Section 1. Classes of membership. There shall be two (2) classes of membership with the following rights, privileges, qualifications, obligations and manner of appointment:

a. Regular Membership. There shall be three (3) types of Regular Membership.

i. Individual Membership. Any person having attained the age of fourteen (14) years shall be eligible to become an Individual Member.

ii. Organizational Membership. Any bicycling or walking organization in the State of Vermont or ~~(b)~~ organization which has been active in bicycle- or walking- related activities as part of their program in Vermont shall be eligible to become an organizational member. ~~A qualifying organization must be either a non-profit corporation certified in the State of Vermont or unincorporated not for profit entity operating in Vermont.~~

iii. Supporting Membership. Any domestic or foreign person, partnership, corporation, association, or club that manufactures, sells or otherwise markets bicycles, bicycle equipment, parts or accessories; promotes or is otherwise engaged in bicycling or bicycling related activities; or has, as a stated purpose, the promotion, understanding and/or recognition of bicycling, bicycling-related activities, safety and/or education, shall be eligible to become a Supporting Member.

b. Honorary Membership. Individuals making significant contributions to the corporation and its programs may be accorded honorary non-voting member status. Nominations should be forwarded to the corporation's Board Development and Nominations Committee prior to September 1 each year. The committee will make its recommendations to the corporation's Board of Directors, which will act upon them and announce honorary memberships at the annual meeting of the members of the corporation.

ARTICLE IV. BOARD OF DIRECTORS AND ITS MEETINGS

Section 1. Duties. It shall be the duty of the Directors to:

a. Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation of the VBPC, or by these Bylaws.

b. Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties

and fix compensation, if any, of all officers, agents and employees of the VBPC.

c. Supervise all officers, agents and employees of the VBPC to assure that their duties are performed properly.

d. Meet at such times and places as required by these Bylaws.

e. Register their physical and electronic addresses with the Secretary of the VBPC, and notices of meetings physically and/or electronically mailed or telegraphed to them at such addresses shall be valid notices thereof.

Section 2. Number. The maximum number of directors is fifteen. The minimum number of directors is five.

Section 3. Makeup. We shall strive to make the membership consist of 3 organizational members, 3 supporting members, 3 governmental representatives, and the remaining 6 individual members.

Section 4. Election. The membership shall elect its directors.

Section 5. Term. Directors shall serve three-year terms, but the Board of Directors may shorten the term of any directorship for the purpose of staggering the expirations of directors' terms.

Section 6. Vacancies. Any vacancy occurring in the Board of Directors shall be filled by the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor.

Section 7. Eligibility. All directors and officers shall be voting members of the corporation. Any director who has served six consecutive years shall be ineligible to continue to serve for a period of one year.