

TMTC Board of Directors Meeting
October 3, 2007 @ 8:00 pm via Teleconference
Meeting Minutes

Directors Present: Tony Eeds, Chuck Wise, Gary Hazel, Leslie Ramirez, Mike Green, Steve Smith, Steve Seaton, Rick Hawkinberry

Directors Not Present: Jack Slack, Richard Williams, Chris Jester, Carroll Broussard, Greg Truelove

Members Present: Tom Mitchell

General conversation started at 8:00 pm via teleconference service.

As members continued to join a discussion started regarding Superlift at the Mountain. Gary Hazel stated ... Events Coordinator for Superlift was fired because he was supposed to tell us in April that Superlift would not support the event as they had in the past. They could not support soliciting the raffle prizes as in the past. Superlift was unhappy that their coordinator had dropped the ball and that they want to support us next year. Mike Green asked questions about items Superlift acquired for raffle. Gary pointed out that the MFG's who were donating items wanted TMTC to contact them directly to solicit raffle items. Leslie noted that we need to contact the vendors quickly to solicit raffle items because this is budget time. Meeting of Gary Hazel, Mike, Tony and others would take place in mid November to begin setting up next year's event.

Mike Green - How are we going to handle the communications in the future to insure that a common message is issued? Tony responded that the forums are making good progress with set-up in progress. Memberships, moderators, board members and Executive Board members will each have different levels of responsibility. Board members will test the forums next week and then open to the membership. Expect forum can be exposed to membership week after next. Specific members of the BOD should be chartered to be the one to answer specific types of question on the forum. Tony suggests we talk about responsibilities on the form while we are testing the forum next week.

At this point, Tony Eeds called the **Directors Meeting to order at 8:22 pm** with the members noted above present.

Item Bylaws Tom Mitchell reported concern that the current IRS demand that the board provide proposed bylaws that reflect specific information reflecting regionalization of the organization forces the BOD to break its own rules. BOD generally agrees that the intent of the IRS can be satisfied without breaking our rules if the BOD passes the version that does not change the number of board members. The BOD can then respond to the IRS and submit that for approval to the membership.

Bylaw discussion temporarily paused when question about possible lawsuit raised to Tony. Tony and Chuck related conversations where the issue of a law suit against the TMTC was mentioned by others. Tony pointed out that he was willing to defend all actions with the membership if such an issue was raised. Chuck related conversation where law suit was mentioned. Gary related conversations he was involved with when he

was TMTC President that spoke to the same issue. Question arose about potential for disciplinary action against members who are threatening the organization. Steve pointed out that the board must continue to do its work regardless of the action of others.. Conclusion was that the BOD cannot control the actions of others and that the BOD's and the membership's best interest is best served if we move forward and do the business of the organization without regard to potential action by others.

Bylaw discussion continues: Tony asks, is there any reason to change anything that has been written in the bylaws? Tom wants to revisit what has been written about committees. He feels that some of the committees identified in the bylaws need to be revised to reflect the current thinking about what committees should exist and how they should function. Tom will propose a draft paragraph for a nominating committee and identify other affected areas.

Tom further reported that he believes the BMRA and EDRA committee wording in the bylaws should be made generic. If there is a land acquisition committee in the future that committee will become the RA committee after the land is acquired. Tom will prepare a draft paragraph showing a nominating committee for the board of directors.

Tom suggests that membership and communications be specifically assigned to the Secretary with provision to include specific duties of others who could report to the Secretary under the authority of the Board of Directors.

Provisional bylaws can not have corporate address fields blank. We have been using the business address already in use and agree to continue to do that. Agreement reached to fill in the blank address section with the current Longview PO address.

Discussion of the various region alternatives for the bylaws led to the agreement that the BOD should recommend the option that does not change the total number of directors (to conform with existing bylaws) and best fits the needs of the organization. The membership can still choose to approve a different alternative at the vote and further, the Bylaws should be reviewed and perhaps revised every three years or so in any event. Consensus achieved that region plans 1A and 1B are have the best acceptance. Plan 1A with two at-large members provides the best opportunity to include other qualified candidates. Motion made by Rick Hawkenberry that the board should accept Region Plan 1A. (Motion seconded by Steve Seaton) to be submitted to the IRS and to the membership for approval. All directors present voted in favor of Region Plan 1A. Tom will revise the document and have it available by Saturday Oct 6, 2007. Leslie will forward to the IRS.

Item January Meeting – Tony suggests January 26 2008 meeting to be held in Waco with specific location to be determined. Discussion followed that identified many benefits of holding the meeting in Waco. Motion made by Tony Eeds and seconded by Gary Hazel. Motion carried by voice vote. Leslie suggests general meeting to be held at

5:30 or 6:00 pm with Board meeting before and follow-up board meeting after the general meeting.

Item Newsletter will be in draft for all to look at in two weeks. The new version is going to include a number of new stories that are current. Printing costs are down in this printing. Tony will put information regarding publishing the newsletter in the future and ask for direction from the membership. Tony will add a piece on the forums.

Item NOVHCC – lots of good contacts were made there. Much information exchanged. A grant possibility was identified and will be followed up on. Ron Burch is now on board in TWPD office in Austin and who is an OHV enthusiast. He is someone who will support and work with TMTC in the future. There is interest on part of US Forrest Service in tour at BMRA. A potential date for USFS to meet at BMRA and tour the facility could be coordinated with a USFS meeting in Lufkin. There was general agreement that USFS should be encouraged to visit BMRA. Jeeps and ATV's could be provided by BMRA and local clubs. Tony, Carroll and Chuck were at the meeting.

Item SAM Chuck agreed to remove SAM event from web calendar for this year. Press Release to be developed by Gary that will announce Superlift has been canceled.

Item Bank Account Leslie reports that TMTC now has three separate bank accounts. Tony recommends that membership money go to TMTC with TMTC then granting funds to the parks. Money generated in the parks should go the park generating the income. Motion needed to authorize the treasurer to put specific amounts of money in the various accounts of the organization. Right now money is moved from TMTC account to the two new accounts (BMRA and EDRA) with \$1000.00 to open the new accounts. Funds directly related to income produced by a property should stay with the property. A motion was made by Tony Eeds and seconded by Rick Hawkenberry and Steve Seaton to approve the Treasurer opening and depositing funds into accounts for each park and for depositing funds from park operations into each park account respectively. Membership funds are to be deposited to TMTC account. Vote in favor, the motion carried.

Adjourn Motion made by Gary, seconded by Leslie to adjourn the meeting. Motion carried, Meeting adjourned.

Charles Wise
Secretary