



**Ozark Trail Association  
2020 Third Quarter Board Meeting  
Zoom Online Conference  
Saturday, August 29, 2020**

---

A meeting of the directors of the corporation was held on Saturday, August 29, 2020, at 10:30 A.M., via Zoom Conferencing Service, for the purpose of reviewing the prior year's business, discussing corporate operations for the upcoming year, and for the transaction of any other business that may properly come before the meeting, pursuant to notice and in accordance with Bylaws of the Ozark Trail Association, A Missouri Nonprofit Corporation.

Ms. Abi Jackson was elected Chairman of the meeting and Mr. Jeff Goetter was appointed Secretary thereof.

The secretary announced that the meeting was held pursuant to notice, if and as required under the bylaws of this corporation.

The secretary announced that the following directors were present at the meeting:

Ms. Kathie Brennan	Mr. Garret Doak
Mr. Roger Allison	
Mr. Jeff Goetter	Mr. Mark Goforth

The secretary then announced that the presence of these directors at the meeting represented a quorum of the board of directors as defined in the bylaws of this corporation

The following persons were also present at the meeting:

Ms. Abi Jackson  
Jon Breithaupt  
Joy

The secretary announced that the minutes of the 2<sup>nd</sup> Quarter Board meeting held on April 25, 2020 were provided at the meeting. After discussion, a vote was taken, and the minutes of the meeting were approved by the directors in attendance.

The first item of business was the opportunity for open public discussion by meeting attendees. Mr. James Hodges reported plans are to still underway to hold a kickoff event on Saturday 9-19-20 at the border. Event is on the website.

The next item of business was the **President** report from Ms. Kathie Brennan. Events all over are being cancelled, but the OTA is still having smaller events, adopters have been going out, AmeriCorps has been working with us, and donations have been coming in. We fielded volunteers for Storm damage repair at the Eleven Point and Between the Rivers sections, assessing 53 miles and clearing trees from 30 plus miles of trail, 800 volunteer time. We had AmeriCorps crews available over 7 weeks on multiple sections, clearing trees, brushing, tread restoration. GAOA was recently passed that will fund agencies so they can work on backlog of maintenance work that is needed over the next 5 years. The OTA did submit a list of projects to the USFS for consideration.

The next item of business was the **Chief Operations Officer** report by Ms. Abi Jackson, please see **Attachment 1** for the report.

The next item of business was the **Treasurer's** report by Mr. Roger Alison. See **Attachment 2** for the documents discussed.

The next item of business was reports from the Standing Committees

The **Communications Committee** was reported on by multiple individuals. Mr. Garret Doak reported on the status of the website. See **Attachment 3** for full report.

The **Construction & Maintenance Committee** report was presented by Kathie Brennan. See **Attachment 4** for the submitted report. In addition, it was noted trail signage guidelines are being updated by the Adopt-A-Trail team

Ms. Kathie Brennan reported a meeting was held with the LAD about a recent timber sale which had a major impact on the trail. LAD does their sales in weekly increments and they admit there has been a disconnect between the sales and recreation side, but they will always have to cross the trail due to terrain issues, but hopefully after this meeting there will be less of an impact on the trail.

The **Planning and Development Committee** was reported by Kathie Breann. See **Attachment 5** for committee chair report.

The **Education and Outreach Committee** was reported on by Mr. Jeff Goetter. Ms. Jenn Potts is the new committee chair and reported that the OTA has a booth at the Echo Bluff State Park fall Bazaar on October 31st at from 9a - 3p.

The **Fundraising Committee** was reported on by Mr. Garret Doak. The Fundraising committee brought forward a proposal to change our merchandise program (minus trail maps) over to a service called Café press. The board members who attended the meeting reviewed and discussed the proposal and did approve it to go forward and Mr. Jeff Goetter will engage the remainder of the Board to review and ask for their approval. See **Attachment 6** for the submitted report.

The next item of business was a call for new business.

MS. Kathie Brennan opened a discussion of the need for the organization to create a Vision statement. Mr. Jeff Goetter proposed we ask the group that put together the Programmatic Business Model Proposal look at this and he will contact the group.

Mr. Garret Doak brought forward a proposal submitted by the Strategic Focus Group led by Hannah Hussey called the "Programmatic Business Model Proposal". This proposal provides a description of the business model of the Ozark Trail Association (OTA) as a non-profit organization. The board members present reviewed, discussed, and gave preliminary approval to the proposal, as will assist with the upcoming budget development, but the proposal needs approval by the remaining board members. The main concern for a preliminary approval has to do with the Advocacy section in the document, as things stand now, the Advocacy activities have been mostly addressed under the Education and Outreach committee, but the consensus is a new committee called Advocacy will need to be created and that will require an amendment to the Bylaws. Mr. Jeff Goetter will submit the proposal to all the Board Members for their input and approval status. See **Attachment 7** for the proposal details.

Ms. Kathie Brennan opened a discussion for planning for 2021 (impact of COVID-19) it is asked for anyone to share any ideas of how we can continue to get feet on the ground in the mist of the COVID issues

Ms. Abi Jackson presented a Board Handbook and a 2021 Organization Action Calendar that would be shared with all newly elected Board Members, prospective Board Members, and existing members as part of an orientation program. This document would provide information on the duties and responsibilities as related to being a Board Member of the Ozark Trail Association and provide background and history of the of the organization. A key part of this document is the inclusion of an "Ozark Trail Association Board Member Agreement" document that each member would be asked to agree to and sign.

Also included in the handbook is a month-by-month breakdown of the typically activities that take place in the organization. This information would provide a place to look at each month and see what may be coming up that they may have a part in. Please look that over and if you have any suggestions let Ms. Jackson know. Some discussion on the calendar was a suggestion about incorporating it into a Google Web. Mr. Jeff Goetter will provided the document to all the Board Members for their input and approval status. See **Attachment 8** for the handbook

Ms. Kathie Brennan is asking to have an Executive committee be schedule in October for the purpose of starting to plan the 2021 budget.

After discussion, a tentative date of Saturday, November 21, 2020 was set for the Q4 Board Meeting.

There being no other further business before the Board, on motion duly made seconded and carried, the meeting was adjourned.

Respectfully submitted,

Jeffery J. Goetter  
Secretary, Ozark Trail Association Board of Directors

## Attachment 1 – COO Report

### COO Report April 25th • Abi Jackson 1st Quarter 2020

#### 1. MAINTENANCE

- *USFS Floyd Restoration Project*  
Completed a field trip report and posted a message regarding the project to social media.
- *USFS Cost-Share*  
Submitted an invoice for \$2,055.23.

#### **Sawyer Certification**

Organized and corresponded with current and potential sawyers and assisted with registrations.

#### 2. DEVELOPMENT *2017 RTP*

Completed and submitted the 2019 Q4 report to DNR.

#### **Planning & Trail Development**

Communicated with Ralph Heck and the Osage Nation on an alternative naming option for the future trail section along the Meramec River.

#### **Mapping**

Completed design work of the Upper Current (Round Spring) section map that will be the 13<sup>th</sup> map in our series. Communication with printer is underway and maps will be uploaded to their site in the next week. We will also be purchasing 1,500 Courtois, 1,500 Current River and 1,500 Taum Sauk maps. These will be paid for by two L-A-D Foundation grants and the 2019 USFS Cost-Share funds.

#### 3. PROMOTION

#### *Promotional Displays*

Designed and ordered an updated portable display to be used at informational booths.

#### **Website**

Closed out final edits on website relaunch and completed updating of webstore inventory and pictures. Updated email forwarders and ozarktrail.com email addresses. Set up Google billing account to update Google maps on section pages. Please direct any website questions, concerns or complaints to me.

#### **Social Media**

Created monthly membership promotional graphics for social media and made posts regularly. Submitted charitable info to add a donate button and update our Facebook status to verified. Posted prescribed burns.

#### • *Newsletter*

Worked with Kathie Brennan, President, to design and send multiple e-newsletters.

#### • *Advertising*

Created an ad for Terrain's Gateway Outdoor Expo.

- *Lobby Day*  
Created promo graphic for social media and attended Lobby Day in Jefferson City on Jan 29, 2020.

☐ **CFM Awards**

Attended the award ceremony in Jefferson City on Mar. 6<sup>th</sup> where the OTA won “Conservation Organization of the Year.” Wrote and submitted a press release to all county newspapers along the trail, along with Cape Girardeau, St. Louis and Terrain Magazine.

☐ **Alpine Shop Presentation**

Assisted Kathie in updating the collaborative Powerpoint.

**4. FUNDRAISING**

☐ **2020 OT Challenge Hike**

Continued work with event director, Garrett Doak. Updated Crowdrise donations and promoted and posted event updates within the Facebook group. ☐ *Devil’s Toll Race*

Continued planning with Jake Grossbauer and Ryan Maher, race directors, for the 2020 race to be held on October 3<sup>rd</sup>. Updated event info on website and worked on event promotion, budgeting and buff design.

☐ **Membership**

Continued work with Garret Doak, Membership Coordinator, to review current membership procedures and data and will continue to work toward increasing memberships.

- *Bass Pro Grant*

Completed and submitted the 2018 grant survey and report.

- *Corporate Sponsorships*

Completed final edits and ordered sponsorship brochures and inserts.

☐ **David Risburg Grant**

The OTA was awarded a \$2,500 grant request for “Maintaining and Developing the Ozark Trail” to help with signage, safety equipment, tools, repairs, maintenance, fuel, training, work outings, Megas, insurance, booths, and wages.

☐ **3-Legged Monster Adventure Race**

Continued planning and completed final edits to race map and priced event swag. Completed and submitted event permit application to the USFS and received approval. Met with race committee on Feb.

12. Garrett Doak, paddling coordinator, and I met with Julie at Bass’ Resort and Kian at Ozark Outdoors to discuss base camp location, canoe ingress and egress points and date availability. We also checked aid station area.

**5. ADMINISTRATIVE**

- *2020 Operating Plan*

Updated the current operating plan and program expenses.

- *2020 Budget*

Worked with the OTA President to create the 2020 proposed budget.

□ **Bookkeeping**

Entered first quarter banking information into Quickbooks. All payables, receivables and deposits have been tracked and coded to the appropriate categories in the chart of accounts and there are detailed and organized electronic files of all documents.

□ **Miscellaneous Additional Collaboration**

- Communicated with committee chairs. Participated in committee meetings and discussions.
- Attended the Q1 2020 Board Meeting and committee meetings.
- Obtained signatures and submitted the USFS operating plan and special use permit.
- Submitted Conservation Federation of MO affiliate application.
- Assisted with OTC meeting prep.
- Updated guidestar.org organizational profile.
- Submitted a detailed public comment letter regarding the USFS Sustainable Recreation Strategy. I hope to make public comments a priority to increase the OTA's influence in the outdoor community.
- Corresponded with Cory Roegner, Forest Recreation Program Manager, regarding the National Recreation Trail designation, 2019 Cost-Share and requested district maps to assist in public comment letters.

*All other general and miscellaneous office duties have also been completed during this time.*

# Treasurers Report

## OTA Board Meeting August 29, 2020

1. During the first six months of 2020 OTA booked 52.3 % of our budgeted annual operating revenue, \$57,010.68. See the attached Profit Loss schedule.
2. Operating expenses for the same period were 50.6% of the budget, \$44,447.73.
3. OTA also had Other Revenue outside our normal operations which included a \$25,000 donation identified as Designated – Endowment Fund and a \$8,217.00 Paycheck Protection Program Forgivable Loan.
4. The combination of the Net Operating Profit and the Other Revenue has increased our Net Assets by \$45,762.
5. The donation to the Endowment was booked as 130 Unrestricted Funds: 132 Unrestricted Designated in the class field and is part of the balance of QB account # **10141 · Unrestricted US Bank 6077**.
6. The Board should move forward with a policy for the endowment which included instructions on how the accounting system handles such funds.

Ozark Trail Association  
Profit Loss Jan-Jun 2020

	2020 Annual Budget	Actual thru 6-30-2020	
40000 · Donations			
40100 · Individual Contributions	\$8,000.00	\$5,782.18	72.3%
40200 · Entity Contributions	\$6,000.00	\$5,703.20	95.1%
42000 · Grants			
42100 · Business Grants	\$5,000.00	\$5,902.50	118.1%
42300 · Foundation Grants	\$6,000.00	\$3,500.00	58.3%
45000 Recreational Trails Program			
45300 RTP Reimbursements	\$20,000.00	\$0.00	0.0%
50000 · USFS Cost-Share			
50200 · USFS Cost-Share Reimbusemen	\$15,000.00	\$2,055.34	13.7%
52000 · Membership Revenue			
52100 · Memberships	\$10,000.00	\$6,179.58	61.8%
54000 · Merchandise and Misc. Sales			
54300 · Inventory Sales	\$12,000.00	\$2,972.38	24.8%
54400 · Cost of Inventory Sales	-\$8,400.00	-\$41.00	0.5%
58000 · Special Events Income			
58001 Mega Cash In	\$2,000.00	\$0.00	0.0%
58010 · Trivia Cash In	\$6,000.00	\$4,783.19	79.7%
58015 OTA MTB Cash In	\$4,000.00	\$0.00	0.0%
58030 · Challenge Hike Cash In	\$14,000.00	\$16,905.64	120.8%
58035 · Devil's Toll Race Cash In	\$8,000.00	\$3,267.67	40.8%
58050 · AI-Pint Night	\$1,500.00	\$0.00	0.0%
<b>TOTAL Revenue</b>	<b>\$109,100.00</b>	<b>\$57,010.68</b>	<b>52.3%</b>
72000 · Salary and Wage Expenses			
72200 · Staff Wages	\$38,003.87	\$19,624.34	51.6%
72300 · Mower Wages	\$10,000.00	\$8,455.86	84.6%
72500 · Payroll Expenses	\$3,000.00	\$1,820.71	60.7%
74000 · Promotion and Awards			
74200 Awards and Gifts	\$100.00		
74300 · Booths	\$500.00	\$687.06	137.4%
75000 · Contract Services			
75200 · Accounting Fees	\$3,175.00	\$1,370.00	43.1%



<b>81000 · Nonpersonnel Expenses</b>			
81100 · Office Supplies	\$1,000.00	\$428.78	42.9%
81300 · Computer and IT	\$2,000.00	\$1,323.98	66.2%
81400 · Postage & Shipping	\$800.00	\$428.78	53.6%
81700 · Printing	\$100.00	\$198.05	198.1%
<b>82000 · Facilities Expenses</b>			
82200 · Utilities	\$2,000.00	\$789.75	39.5%
82300 · Telecommunications	\$1,250.00	\$641.65	51.3%
82600 · Facilities Maintenance	\$0.00	\$33.59	
<b>83000 Travel and Meetings</b>			
<b>85000 · Other Expenses</b>			
85100 Advertising Expenses	\$500.00	\$0.00	0.0%
85200 · Dues and Subscriptions	\$200.00	\$559.39	279.7%
85500 · Insurance	\$10,500.00	\$3,652.30	34.8%
85900 · Other Expenses	\$0.00	\$0.01	
<b>86000 · Other Business Expenses</b>			
86800 · Bank Fees	\$5.00		
86700 · Organizational Expenses	\$25.00		
<b>87000 · Special Events Expenses</b>			
87001 Mega Cash Out	\$2,000.00	\$0.00	0.0%
87010 · Trivia Cash Out	\$1,000.00	\$296.26	29.6%
87015 OTA MTB Cash Out	\$400.00	\$0.00	0.0%
87020 · Work Outings Cash Out	\$1,000.00	\$414.45	41.4%
87025 Workshops/Training Cash Out	\$100.00	\$0.00	0.0%
87030 Challenge Hike Cash Out	\$2,500.00	\$0.00	0.0%
87035 Devil's Toll Race Cash Out	\$3,100.00	\$0.00	0.0%
<b>88000 · Tools and Equipment</b>			
88100 · Fuel	\$2,000.00	\$321.27	16.1%
88200 · Maintenance	\$1,000.00	\$295.26	29.5%
88300 · Repairs	\$100.00	\$1,275.00	1275.0%
88400 · Tool and Equip Purchases	\$1,000.00	\$929.90	93.0%
88600 · Safety	\$200.00	\$331.41	165.7%
88700 · Signage	\$150.00	\$521.07	347.4%
88800 Kitchen Supplies	\$60.00	\$0.00	0.0%
88900 · Tools and Equipment - Other	\$100.00	\$48.86	48.9%
<b>TOTAL EXPENSES</b>	<b>\$87,868.87</b>	<b>\$44,447.73</b>	<b>50.6%</b>
<b>Net Operating Profit</b>		<b>\$12,562.95</b>	
<b>60000 · Other Revenue</b>			
Donations to Endowment		\$25,000.00	
Paycheck Protection Program Forgivable Loan		\$8,217.00	

## **Attachment 3 – Communications Report**

### **Website Upgrade Project:**

#### **Objectives:**

- Update 'look and feel' of home page to focus on the trail
- Restore functionality lost in various prior revision attempts
  - Example: Adopt-A-Trail pages
  - Example: Adopt-A-Trail reporting
  - Example: Trail Services
- Add new functionality to facilitate operational reporting
  - Example: Sawyer reports
- Provide the original promise of easy-to-use non-technical updates
  - Example: Trail condition notifications (planned burns, hunting closures)
  - Example: Updated organization statuses (BoD bios, BoD minutes, 990's)
- Improve security and recoverability of site

#### **Status:**

- Volunteer developer on board with sufficient access
- Requirements list created, prioritized
- Development site created
- Inventory of required upgrades complete
- Initial attempt at plug-in version updates failed; additional work needed to determine how to bring site up to date without breaking appearance and functionality

## **Attachment 4 – C&M Report**

### Current Project Status

#### Road Signage - Ongoing

- Courtois - 95% Completed from Bass to Hazel Creek
- Trace Creek - Completed
- MiddleFork - Completed from Hwy 32 to Hwy J.
- Karkaghne - Completed from Hwy J to Hwy 72
- Blair Creek - Completed from Hwy 72 to HWY 106
- Current River - 80% Complete
- Eleven Point - 90% Complete
- Norfolk - TBD
- Between the Rivers - 80% Complete
- Marble Creek - Completed
- Victory - Completed
- Wappapello - TBD
- Taum Sauk - Completed

#### **Pending Projects List**

- Midco Re-route – Underway- 50% complete
- Tom Sauk Re-route – scheduled – ??????, Layout and flag, Schedule Trail Day
- Code-Away...Trail Tread Maintenance – North Harmon Springs – rescheduled – Oct10 – Fall Mega
- Huzzah north towards Onondaga brush cutting – rechedule –
- Multi-Day Seasoned OTA Volunteer Maint Event
- Karkaghne Tread Work – reschedule– Apr 4<sup>th</sup> – Sutton Bluff
- Berryman Logging repair – TBD
- Arkansas Build prep work – OHT visit – reschedule – ??? Fall – Tecumseh
- Trail Signage on Tom Sauk – just above Min Sauk Falls, ElevenPoint, BTR, Co-de-way anywhere else? - re-schedule
- Trace Creek – Nrth of HWY TH – tread repair
- Eleven PT – East og Greer Campground – tread repair
- Council Bluff Tread repair – scheduled – May 16

#### **project list**

- Will discuss current projects, status and completion requirements
- Disposition of DR Mowers – 1 working – 2 down.
- Mini- Kiosk – Builds and Placement – TBD
- Road signage – Norfolk Section
- OTA House – basement tiles removed and disposed – floor has 1st coat of paint

### Calendar of work events

- May 16 - Trail Maint Council Bluff
- June 1<sup>st</sup> – National Trails Day
- June 12<sup>th</sup> - Devils TollGate Race - JSISP
- Aug 21 - 3-Legged Monster Maint.
- Aug22 - 3-legged Monster Race -- Bass
- Sept 11 - OT Challenge Hike Prep
- Sept 12 - OT Challenge Hike
- Sept. 19 - Karkahgne at Sutton Bluff, Midco Reroute ( logging damage) or Arkansas- MO weekend??)
- Sept 25 - Eye Dog 50/100 MTB Race Prep - Council Bluff
- Sept 26 - One-Eyed Dog 50/100 MTB Race
- Oct 9 - Fall Mega Prep
- Oct 10 - Fall Mega Bass – BerryMan
- Oct 17 - Whoopin It Up in Winona... (Eleven Pt, Norfolk work)
- Oct 24. 50/100 MTB Race Maint
- Oct 31 – Maint on the trail ?????
- Nov 7. 50/100 Foot Race
- Nov 14 - Midco Reroute?? Winona / Van Buren/ Sinking Creek ????
- Dec 5 - Trace Creek - HWY A TH -- Tread repair ?????
- Dec 12 - ????

## **Attachment 5 – Planning and Development Committee**

A video conference was held with representatives of MODOT on Aug. 11th. Pam Masterson, Mike Cervantes, Julie Duenne and I discussed the road route from the Eleven Point terminus to the North Fork TH. They were concerned that there may be need of a trail agreement to be put in place but after a brief discussion that was determined not to be the case. We (the OTA) are strictly needing to blaze the route with OT markers at intersections along the route. This is an issue for the traffic/signage division and hopefully will be ok'd soon.

Matt Atnip, Jackson Rhoades, Terri Hawn, Abi, and I held a video conf. concerning the proposed construction outing planned for Sept. We are hopeful that this will transpire but are still working thru covid concerns with the COE. Udal campground is currently closed witch was to serve as our base of operations. James Hodges is working closely with the COE to get a special permit to use the campground. News on that progress is forthcoming.

No report on the "Blue Trail" at this time.

## Attachment 6 – Fundraising Committee



### Ozark Trail Association Fundraising Committee Board Meeting Report August 29, 2020

#### Executive Summary:

The Fundraising Committee has an eventful second quarter. Due to ongoing health and safety precautions several fundraising events in the spring were rescheduled or cancelled. Some fundraising events are still scheduled for the fall. However, it is highly likely that fundraising revenue will be lower compared to 2019 due to the COVID19 pandemic.

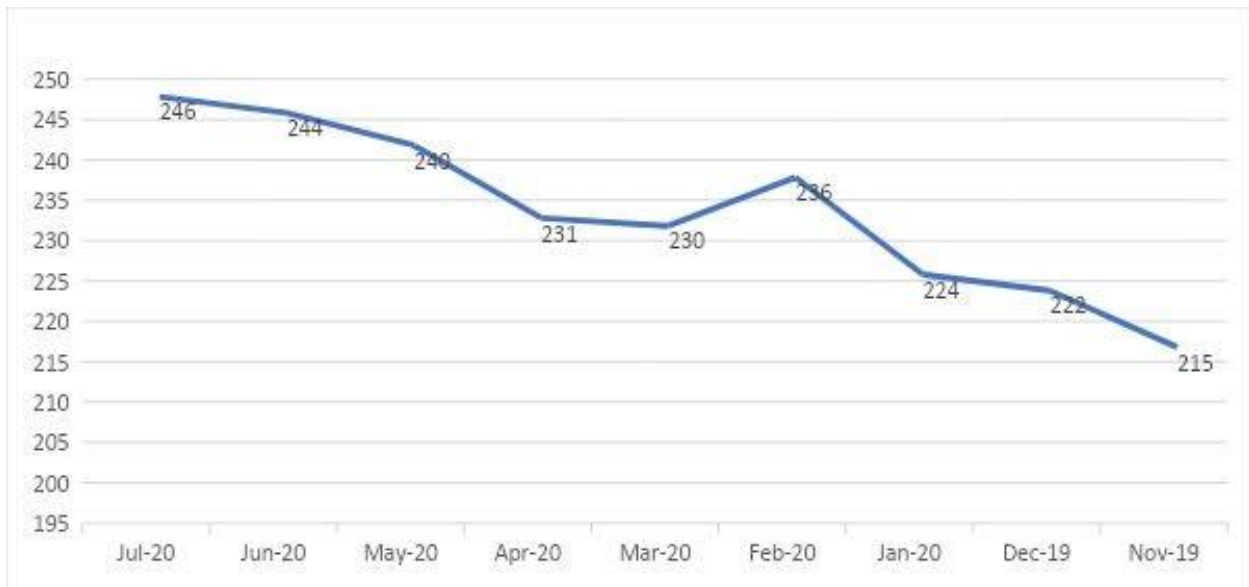
The Finance Committee is proposing to the Board that the merchandise sales platform be moved to CafePress. CafePress is a company that works with designers to bring the world millions of designs on hundreds of different products. Our mission is to create human connection by inspiring people to express themselves. We do the dreaming and CafePress will handle the printing, customer logistics, payments, etc. OTA maintains ownership of designs, sets price (markup = net revenue), and receives a 5-10% royalty on items sold. OTA would need to create a CafePress shop and promote the shop. See Exhibit A for proposal and details.

Work has been completed on updating Membership retention and reporting, including new visualizations. A new Member, Jim Schneider has joined the Finance Committee and will be focused on Corporate Sponsorship. Goals updates are located in Exhibit B. Detailed committee meeting notes from Q2 2020 can be found in Exhibit C.

#### **Membership**

##### July 31 Membership Counts

- Annual Members: 192
- Lifetime Members: 54
- TOTAL Members: 246



•

### Events

- Due to COVID-19 restrictions, moved the 2020 OT Challenge Hike to the weekend of September 12-13, 2020.
- It is anticipated that the pandemic may continue to have an impact on events for the immediate future.

The Fundraising Committee is looking forward to new and continuing partnerships in 2020.

## Exhibit A



### Proposal for Consideration by the Board of Directors (BoD)

*Introduction:* Proposal for merchandise sales platform be moved to CafePress. CafePress is a company that works with designers to bring the world millions of designs on hundreds of different products. Our mission is to create human connection by inspiring people to express themselves. We do the dreaming and CafePress will handle the printing, customer logistics, payments, etc. OTA maintains ownership of designs, sets price (markup = net revenue), and receives a 5-10% royalty on items sold. OTA would need to create a CafePress shop and promote the shop.

---

## Design & Sell Merchandise

### Design & sell merchandise with a CafePress Shop

Opening and running a shop at CafePress has never been easier. Sell T-shirts, mugs, stickers and more!



[Learn More»](#)

[Create My Shop»](#)

### Why open a CafePress shop?

1. Have your own customized online shop.
2. Sell your designs on 250+ products.
3. Earn a sales commission on all products sold in your shop.
4. The more you sell, the more you earn with the Shop Performance Bonus.



5. No set-up or up-front costs. [Read more »](#)
6. Millions of online shops including top brands such as Snoopy, E! Online, and more!
7. Quality products with a 100% Satisfaction Guarantee. Watch the CafePress Quality Promise video.
8. Design for the world. We have four international sites and are expanding!
9. [LEARN MORE»](#)



**CafePress takes care of all the e-commerce support, including:**

- Reliable shopping experience for your customers, hosted on our servers.
- Secure checkout and credit card payment processing.
- Ship products world-wide.
- Phone, email & chatting customer support.
- Promotional tools to drive traffic to your shop.
- CafePress-sponsored promotions & sales.
- Over 2 million shops with brands like Snoopy, National Geographic, Someecards and more.

### Proposal Development Form

*Proposed by:* Finance Committee, Hannah Hussey

*Short description of goals of the program:* The goal of moving the merchandise sales platform to CafePress is to increase revenue and brand recognition by creating a CafePress shop which

removes responsibility for physical inventory management, customer service, and shipping responsibility from the Ozark Trail Association.

*Background Information:* There is not currently a constant revenue stream from merchandise (except maps). This is a missed opportunity for revenue and marketing. Managing physical inventory and payment methods is a logistical challenge.

*Detailed description of program:* The CafePress Shop would be set up by the Chief Operations Officer and the web designer with input and assistance from the Finance Committee and other volunteers. CafePress holds numerous kinds of mid/high quality merchandise ready to be branded with OTA designs and set directly to our customers. The OTA will decide what merchandise will be branded with OTA designs. The OTA designs remain the property of the OTA. CafePress asks for permission to use OTA designs to advertise on behalf of the OTA on the main CafePress site. There is no cost to set up the site. CafePress set the base price for each merchandise SKU. The OTA determines and keeps the markup from the base price as revenue. Any merchandise purchased by the OTA directly is purchased at base price, no mark up. The goal would be to have the CafePress OTA site up and running by the end of October 2020 to allow for marketing campaigns and holiday shopping.

*Describe potential impact of the program:* This initiative is part of the objective to bring awareness to the Ozark Trail and also increase revenue.

*Is this a proposal for a pilot program or a recurring program?* This is a 2020 pilot program, if successful the CafePress shop would continue for the foreseeable future.

*How will the Program be assessed?* ROI will be the key assessment tool. Ease of implementation and management will be the key to the long term success. Integration with the OTA website and social media channels are critical. CafePress shop should become a sustainable revenue source.

*Potential financial impact of the program:* The cost per year to maintain will be determined by marketing strategy and need for new designs. Any revenue generated would be incremental earnings on top of current sales.

*What other Committees might be impacted by this proposal and how?* The CafePress shop for the OTA would impact the COO, Finance Committee, website designer, Advocacy Program,

and Public Engagement Program. The management, strategy, revenue, and outreach impact could all benefit from having merchandise accessible to customers worldwide.

*Are there potential external collaborators/partners?* CafePress is a recognized partner. Brands such as National Geographic utilize the platform.

*Additional considerations:*

*Program plan:* The CafePress Shop would take two to four weeks to set up with a single 0.25 headcount utilizing current OTA designs. The maps will not be offered for sale on the CafePress shop initially. Future integration could be investigated after the 2020 pilot.

*Intellectual property:* The OTA will own all designs added to the CafePress shop. CafePress will have the ability to use OTA designs for marketing campaigns to drive business to CafePress and the OTA shop. Consideration to potential infringement of others designs will need to be monitored.

*Inclusivity and diversity:* Designs and messaging of all merchandise will need to be monitored to align with Diversity and Inclusion standards of the OTA.

## Exhibit B



### Ozark Trail Association Fundraising Committee 2020 Goals

The intent of these goals is to set direction, motivate, and provide transparency for the Fundraising Committee.

#### 1. Strategy and Structure

- a. Create a strategic three year plan for the development of a sustainable revenue generation program for the Ozark Trail Association.
- b. Identify key skills that are necessary to deliver the Fundraising Committee's strategic plan, pair skills with projects in the strategic plan, and begin recruiting for the key skills. [Jim Schneider joined the Finance Committee and will be focusing on Corporate Sponsorship.](#)

#### 2. Revenue

- a. Increase net revenue by 5% through fundraising efforts, grants, and renewable memberships, etc. [Proposal for enhanced merchandise, branding, and revenue share by utilizing CafePress presented to Board at August 29th Board Meeting.](#)
- b. Partner with Planning Committee to develop and prioritize ready to go projects that are in need of funding.

#### 3. Reporting and Compliance

- a. Develop process for vetting new fundraising events, monitoring the status of events, and evaluate success after the event. [Vetting process has been established and was approved by the Board in January 2020.](#)
- b. Partner with Chief Operations Officer to identify key reporting metrics and timelines for reporting revenue.
- c. Meet all legal reporting requirements on time as agreed upon with the Chief Operations Officer.

## Exhibit C



Ozark Trail Association  
Fundraising Committee  
April 06, 2020 7PM  
Conference Bridge: 425-436-6359 access code: 639929

### Attending:

Garrett Doak  
Hannah Hussey

### Not Attending:

Abi Jackson  
Jake Grossbauer  
Alicia Brehe  
Kathie Brennan

### Agenda

1. Check in with everyone.
2. Updates
  - a. Membership updates through emails
    - i. Don Schulte has expressed willingness to call members who choose not to renew to get feedback.
  - b. Challenge Hike is postponed see related report.
  - c. 3 Legged Monster
    - i. Next steps and scenario modeling
    - ii. In hindsight - check race calendars and race directors as appropriate, permits in hand are not enough.
  - d. Be aware of potential postpones of spring races postponing onto fall events could overlap with already scheduled events. Could impact revenue in Q3&4.
  - e. Payroll Employment Loan application submitted. Can we use any payroll income for a web designer? Check employee classifications.
  - f. Membership - see report
3. Proposal for recurring calendar meetings, Zoom meeting or Slack?
  - a. Go for it

4. Store - what are the best selling designs. Maps and hats/t-shirt

NEXT MEETING - May 04, 2020 at 7:00 PM



Ozark Trail Association

Fundraising Committee

May 04, 2020 7PM  
Zoom

Attending:

Garrett Doak  
Hannah Hussey  
Abi Jackson  
Jake Grossbauer  
Kathie Brennan

Agenda with Notes

1. Check in with everyone.
2. Updates
  - a. Committee Document Storage - Hannah Hussey
    - i. [Google Drive](#)
    - ii. Ask Hannah if you do not have access - Add Jeff and Roger
    - iii. Meeting notes are shared in the quarterly board report and are then stored by Jeff and Abi. Working documents remain on Google Drive.

b. Membership - Garrett Doak **April 30 Membership Counts**

- Annual Members: 179
- Lifetime Members: 52 (1 new LIFETIME member in April)
- TOTAL Members: 231

**April Membership Activity**

- New Members: 5
- Renewing Members: 9
- Expired (Lost) Members: 7

**May Membership Activity**

- Already renewed: 2
- Need to Renew: 14
- Of the 14, 6 are auto-renew

### April Coordinator Activity

- Discovered another leakage source preventing us from updating Constant Contact; documented procedures for manually including email addresses for those individuals that specifically requested email updates
- Sent reminder and 'please come back' emails to expired members
- c. Challenge Hike is postponed see related report. (Garrett)
  - i. Schedule  
Still targeting new date of the weekend of September 11-13, 2020 for the hike
  - ii. Hikers  
One hiker withdrew from consideration  
17 confirmed
  - iii. Abi continuing to update design of sponsors banner/sign as sponsors are signed up
  - iv. Fundraising seems to have stopped due to COVID-19
  - v. January through March \$13561.00 raised
  - vi. Consider seeing if Perry Whitaker is available for first aid, Calvin will be there to volunteer for aid station.
- d. 3 Legged Monster
  - i. Online registration is up on Ultra. Promotion will start later this week.  
Next meeting is May 12th.
- e. Devils Toll  
June date has been postponed to now be held on Oct. 3rd 2020  
Communications went out to racers last week as well as a post to the facebook page to inform all.
  - i. At this point we have the following qty registered.
    1. 8 solo runners
    2. 4 solo hikers
    3. 8 run teams
    4. 16 hike teams
    5. Leaving us at 60 total participants. It slowed drastically since March.

I have given a discount code to a couple on Instagram to participate and also help promote the event on their page as they are heavily immersed in outdoors and have a good following., hoping as this passes and both they post and we begin ramping up posts it will get us back to registrations. We are at approx. 40% of what we had race day last year, however we did get about 40% of the total participants in the final 6 weeks of signups.

I have also taken off the option for camping in the group site which has roughly 40 reservations. We make 2.50-3 per camper based on rate we got from parks. Not much but a little extra we didn't LY.

Abi is working on potential sponsorship, which would be huge but unsure on potentially getting it.



- f. Ryan and Jake will be reaching out to a few opportunities over summer for other sponsorships, donations, etc.
  - g. Jake has made a few videos of his runs and the last one I did I put a donation link to it and in the week it has been up it brought \$125. I will try to do same each time and may even repost old videos to get some more traffic from that method. I don't know if that's something for a little extra we can look at down road with posts?
  - h. Last note, I do not think it is our group but a thought. My buddies and I were at the Eleven point terminus last weekend. There is no real notice of trail or trailhead in that area. Could we propose so funding go to a sign off Hwy 99 as well as a direction off the CR 430 and maybe put something at the TH itself where the Blue ridge and OT start that says "hey here is the southern part of 230+ miles of Trail"
  - i. Bring the TH closer to the county road?
    - ii. Posts are available to put on the road. Holes need to be dug. Mark Twain Forest is ok with sign post being placed.
    - iii. Pass this to Construction and Maintenance and Planning Committee
    - iv. County Rd to TH is ~0.25 miles
    - v. Jake will coordinate with Abi for more markers
3. Store and Gear Plan - Hannah Hussey
- a. what are the best selling designs. Maps and hats/t-shirt
    - i. Cafe Press - provide graphics, no need to manage inventory.
4. Goal Check In - Hannah Hussey
- a. Strategy and Structure
    - i. Create a strategic three year plan for the development of a sustainable revenue generation program for the Ozark Trail Association.
    - ii. Identify key skills that are necessary to deliver the Fundraising Committee's strategic plan, pair skills with projects in the strategic plan, and begin recruiting for the key skills.
  - b. Revenue
    - i. Increase net revenue by 5% through fundraising efforts, grants, and renewable memberships, etc.
    - ii. Partner with Planning Committee to develop and prioritize ready to go projects that are in need of funding. - [Conversations with Planning Committee have begun. To date the committees are in agreement that this is a good idea.](#)
  - c. Reporting and Compliance

- i. Develop process for vetting new fundraising events, monitoring the status of events, and evaluate success after the event. **Complete, approved by Board at January Board Meeting.**
- ii. Partner with Chief Operations Officer to identify key reporting metrics and timelines for reporting revenue.
- iii. Meet all legal reporting requirements on time as agreed upon with the Chief Operations Officer.

5. Additional Funding Opportunities

- a. Giving Tuesday - Abi will generate a post for Facebook and set it to post at 5:55AM tomorrow. Points people to OT site. Official National giving day is December 02, 2020.
- b. Become member of Give St. Louis - Register on givestlday.org (Garrett will investigate for 2021)
- c. Membership default to auto-renew? Garrett will create a proposal.

**NEXT MEETING - June 01, 2020 at 7:00 PM**



Ozark Trail Association

Fundraising Committee

June 01, 2020 7PM  
Zoom

Attending:

Garrett Doak  
Hannah Hussey

Not Attending:

Abi Jackson  
Jake Grossbauer  
Alicia Brehe  
Kathie Brennan

Agenda

1. Check in with everyone.
2. Updates
  - a. Membership - see report
    - i. Membership is climbing steadily. See new graphs in Membership report
    - ii. One new lifetime member in May
  - b. Challenge Hike - need to take the temperature from participants to verify race is a go. Follow up with Bass by mid-late June. Send note to participants next week. Facebook fundraiser does not provide transparency. Abi just gets money from PayPal and cannot match
  - c. 3 Legged Monster race moved to August 21&22, 2021
3. Store - Cafe Press looks like a good option. Need to determine profit share.

**NEXT MEETING - July 06, 2020 at 7:00 PM**

## Attachment 7 – Programmatic Business Model Proposal



### Proposals for Consideration by the Board of Directors (BoD)

August 29, 2020

#### Programmatic Business Model

*Introduction and Objective:*

1. Proposal to adopt the Programmatic Business Model as detailed in the Proposal Development Form.
2. Pilot the implementation of the Programmatic Business Model as detailed in the Proposal Development Form.
3. Infographic, Cover Letter, and Programmatic Business Model attached in Exhibit A.

---

#### Proposal Development Form

*Proposed by:* Strategic Focus Group, Hannah Hussey

*Short description of goals of the program:* The purpose of this document is to provide a succinct description of the business model of the Ozark Trail Association (OTA) as a non-profit organization. In developing this document, the Board of Directors and staff of OTA have established the following objectives for it:

1. To identify and explain the links between the mission of the OTA and its programs.
2. To describe the services that are provided by these programs in terms of tangible results.
3. To explain how the general management and finance functions support the delivery of OTA functions.
4. To explain that the value of the services provided are related to the direct program costs, the volunteer labor expended and the indirect costs of the OTA.

*Background Information:* Discussion at previous board meetings indicated the need for operational clarity in support of the OTA mission. The Programmatic Business Model provides clear roles, responsibilities, and accountability that will aid in operational efficiency and external communication. Currently there is a lack of clear operational function. Hence, the "*Check with the Abi, she will know,*" catch phrase.

August 29, 2020

Programmatic Business Model

1

*Detailed description of program:* The Programmatic Business Model would impact the BoD, Committees, Members, Sponsors, and Volunteers. The BoD and Committee Chairs have been involved or feedback has been solicited during the development phase of the project. The Programmatic Business Model provides four distinct programs that support the execution of the OTA Mission. By clearly articulating how the OTA works. Potential members, sponsors, and volunteers will have a greater understanding of the organization. Plus the infographic looks really cool! Thanks Abi!

*Describe potential impact of the program:* This proposal is related to undefined efforts to advance, organizational development and strategic planning. When adopted the Programmatic Business Model will provide defined Programs for delivering the OTAs mission, the responsibilities and deliverables of the Programs and accountability for executing on goals.

*Is this a proposal for a pilot program or a recurring program?* This proposal is for implementation of the Programmatic Business Model creating the opportunity for process development to support ongoing reporting, structure, and accountability.

*How will the Program be assessed?* The Programs will be assessed on a Quarterly basis at the OTA Board meetings. Proposed Cycle: Q1 Review of previous year's Program Reports provided by responsible persons (example: Committee Chairs) and compiled into Program Reports. Q2 and Q3: Program annual goal updates provided by Committee Chairs and compiled into Program Reports. Review resource allocation and adjust as necessary. Q4: Program proposals for next year's goals and resource allocation.

*Potential financial impact of the program:* No expected cost/year increase. Expected Revenue increase through marketing utilizing the Programmatic Business Model. Existing resources will be repurposed (ex: Committees) and additional resources will be necessary as organizational and strategy development progress. The Advocacy Program will need to be developed over the next year.

*What other Committees might be impacted by this proposal and how?* Committee Chairs have been consulted for impact and input. Coaching and templates for goals will be necessary for successful implementation.

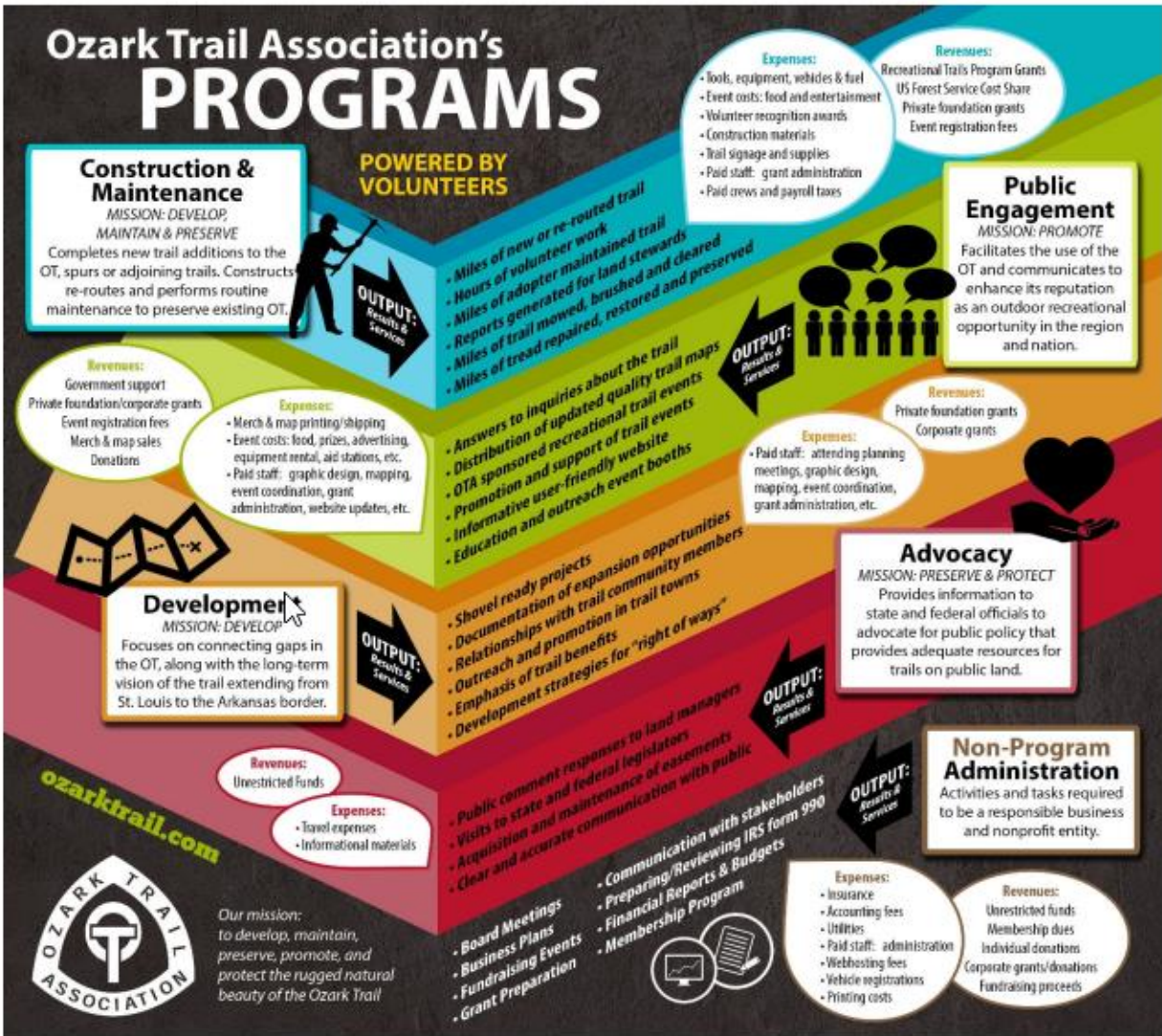
*Are there potential external collaborators/partners?* Other mid-long distance trails and other 501c3s face similar challenges when evolving from grassroots organizations into higher functions. Land Managers and Government agencies play a large role in the success of OTA initiatives. Lessons can be learned from their success and challenges. [www.boardsource.org](http://www.boardsource.org)

*Additional considerations:*

*Program plan:* After approval for adoption. 2 months will be needed for template development, coaching, and communication planning.

*Intellectual property:* No

*Inclusivity and diversity:* The Programmatic Business Model was developed to be inclusive and seek diversity by creating an Advocacy Program and integrating with ongoing I&D efforts the OTA is currently undertaking, including consultancy of underrepresented populations.



## Ozark Trail Association Programs

The purpose of this document is to provide a succinct description of the business model of the Ozark Trail Association (OTA) as a non-profit organization. In developing this document, the Board of Directors and staff of OTA have established the following objectives for it:

1. To identify and explain the links between the mission of the OTA and its programs.
2. To describe the services that are provided by these programs in terms of tangible results.
3. To explain how the general management and fund-raising functions support the delivery of OTA functions.
4. To explain that the value of the services provided are related to the direct program costs, the volunteer labor expended and the indirect costs of the OTA.

OTA intends that this document be used by its board, staff, volunteers, and members, trail users, its partners including government agencies, potential funding sources and donors.

OTA's current programs, Construction and Maintenance, Public Engagement, Trail Planning and Development and Advocacy are described in a tabular format. For each program, the table includes output and results, program specific revenues, program costs and

*OTA Mission: To develop, maintain, preserve, promote, and protect the rugged natural beauty of the Ozark Trail.*

key personnel. The table also explains how the functions of general management and fundraising sustain the operations of the OTA and support its programs.



*Figure 1 OTA Sawyer in action on the trail*

This outline of the OTA's business model also provides structure for other documents that guides OTA operations. These include the Annual Operating Plan, Annual Budget and various annual reports including IRS forms 990.

The Board of Directors and the staff of the believe that business model will facilitate the communication of the organization's goals, objectives, and functions.





## OZARK TRAIL ASSOCIATION PROGRAMS

Updated August 2020

OTA Mission: To develop, maintain, preserve, promote, and protect the rugged natural beauty of the Ozark Trail.

1. CONSTRUCTION AND MAINTENANCE <span style="float: right; font-size: small;">Mission verbs: Develop, Maintain, Preserve</span>				
PROGRAM DESCRIPTION	OUTPUT: RESULTS, SERVICES ETC.	PROGRAM REVENUES ( See Note 1)	PROGRAM COSTS	KEY PERSONNEL
<p>Construction of new trails on routes approved by land stewards</p> <p>New trails shall be additions to the main Ozark Trail or spurs or adjoining trails approved by the Board of Directors, subject to approval of the affected land managers. Construction of these new trails is the final step in development process.</p> <p>Construction may include approved reroutes of existing trail.</p> <p>Maintenance of existing trail include the main Ozark Trail and spurs or adjoining trails approved by the Board of Directors.</p> <p>Maintenance of the trail also preserves the trail. While the setting of Ozark Trail in nature is one of its most appealing attributes, it is still a piece of man made infrastructure that the forces of nature will try to erase; considerable effort is necessary to counteract these forces.</p>	<p><b>Annual Output</b></p> <ol style="list-style-type: none"> <li>1. Miles of new or re-routed trail completed</li> <li>2. Miles of trail mowed, brushed and cleared of down trees.</li> <li>3. Miles of tread repair, restoration and maintenance of trails in the Ozarks.</li> <li>4. Miles of trail adopted and visited by adopter.</li> <li>5. Total volunteer hours per function (Construction, Maintenance, Adopt a trail)</li> </ol> <p><b>Ongoing output:</b></p> <ol style="list-style-type: none"> <li>1. Training programs on construction and maintenance of trails in the Ozarks.               <ol style="list-style-type: none"> <li>a. Crew leader training</li> <li>b. Adopt-A-Trail Adpoter training</li> </ol> </li> <li>2. OTA Sawyer certification program with USFS.</li> <li>3. Regular, periodic reports to land stewards on constuction and maintenance activities.</li> </ol>	<ol style="list-style-type: none"> <li>1. Government Support (Restricted funds)               <ol style="list-style-type: none"> <li>a. Recreational Trail Program Grants (FHWA -&gt;MoDOT/DNR -&gt;OTA)</li> <li>b. Forest Service Cost Sharing Agreements (Maintenance in Nation Forest)</li> </ol> </li> <li>2. Private foundations/Coporate grants (usually restricted)</li> <li>3. Event registration fees</li> </ol>	<p>Tools , equipment and vehicles (wear and tear, repair, replacement)</p> <p>Fuel for vehicles and power equipment</p> <p>Rental of construction equipment for projects</p> <p>Event costs: Food, equipment rental, entertainment</p> <p>Volunteer recognition awards</p> <p>Construction materials for projects (geo fabric, signs, trail markers, gravel)</p> <p>Labor for paid crews, project and seasonal, includes labor burden such as Cost of paid staff time spent performing direct program tasks (trail design, event</p> <p><b>Volunteer Labor at events and in administering the program [See Note 4]</b></p> <p>Equitable allocation of OTA overhead costs. See <b>Note 2</b></p>	<p>Chief Operating Officer</p> <p>Construction &amp; Maintenance Comm.</p> <p>C&amp;M Chairperson</p> <p>Sawyer Coordinator</p> <p>Adopt a Trail Coordinator</p> <p>Tool Manager</p>
2. PUBLIC ENGAGEMENT <span style="float: right; font-size: small;">Mission verbs: Promote</span>				
PROGRAM DESCRIPTION	OUTPUT: RESULTS, SERVICES ETC.	PROGRAM REVENUES ( See Note 1)	PROGRAM COSTS	KEY PERSONNEL
<p>Efforts to promote and facilitate the use of the Ozark Trail and to enhance its reputation as an outdoor recreational opportunity in the region and the nation.</p>	<p>Informative user-friendly website</p> <p>Maintain online trip planner and online section maps</p> <p>Distribute via sales high quality maps of the Ozark Trail</p> <p>Promote, sponsor and support events on the Ozark Trail that draw attention to the trail. E.G. OT-100 Run, B.T. Epic, etc.</p> <p>Educational/Outreach programs to trail users and potential users.</p> <p>Answer inquiries about the trail.</p> <p>Educational/Outreach programs to trail users and potential users.</p> <p>Outreach programs to surrounding communities (Trail Town seminars).</p>	<ol style="list-style-type: none"> <li>1. Government Support (Restricted funds)</li> <li>2. Private foundations/Coporate grants (usually restricted)</li> <li>3. Map sales</li> <li>4. Donation by organizers other than OTA of events of a portion registration fees from trail events.</li> <li>5. OTA event registration fees.</li> </ol>	<p>Cost of paid staff time spent performing direct program tasks (graphic design, event coordination, grant administration etc) See Note 4.</p> <p>Map printing costs, shipping costs</p> <p>Public engagement and trail promotion events costs</p> <p>Expenses for OTA sponsored aid stations at events</p> <p><b>Volunteer Labor at events and in administering the program [See Note 5]</b></p> <p>Equitable allocation of OTA overhead costs. See <b>Note 2</b></p>	<p>Chief Operating Officer</p> <p>Education and Out Reach Comm.</p> <p>Education and Out Reach Chair</p>



## OZARK TRAIL ASSOCIATION PROGRAMS

Updated August 2020

OTA Mission: To develop, maintain, preserve, promote, and protect the rugged natural beauty of the Ozark Trail.

3. TRAIL PLANNING AND DEVELOPMENT <span style="float: right; font-weight: normal; font-size: small;">Mission verbs: Develop</span>				
PROGRAM DESCRIPTION	OUTPUT: RESULTS, SERVICES ETC.	PROGRAM REVENUES ( See Note 1)	PROGRAM COSTS	KEY PERSONNEL
<p>Efforts to further develop the Ozark Trail as a long trail. This program focuses on the long term vision of the trail as a long trail extending from St. Louis to the Arkansas border and connecting to the Ozark Highlands Trail.</p>	<p>Showel ready projects</p> <p>Documentation of expansion opportunities</p> <p>Coordinating with local communities on expansion projects.</p>  <p>Advocacy at state and federal levels of government for public policy that calls for the further development recreational trails.</p>  <p>Develop a strategy for obtaining 'right of way' for new segments of trail to finish the long term vision. This may include purchase of property or easements as well as the transfer of the same ( by assignment or lease or sale) to operating agencies (land managers).</p>	<p>Private foundations/Coporate grants</p>	<p>Cost of paid staff time spent performing direct program tasks (attending planning meetings, graphic design, event coordination, grant administration etc) See Note 4.</p> <p><b>Volunteer Labor at events and in administering the program. (See Note 5)</b></p> <p>Equitable allocation of OTA overhead costs. See Note 2</p>	<p>Chief Operating Officer</p>    <p>Planning and Development Comm.</p>
4. ADVOCACY <span style="float: right; font-weight: normal; font-size: small;">Mission verbs: Preserve, Protect</span>				
PROGRAM DESCRIPTION	OUTPUT: RESULTS, SERVICES ETC.	PROGRAM REVENUES ( See Note 1)	PROGRAM COSTS	KEY PERSONNEL
<p>To preserve and protect the trail the OTA advocates for public policy that provides adequate resources for trails on public land. The OTA also provides information to state and federal officials to remind them that Ozark Trail is a valuable recreation resource and that it is not currently protected by any statutes at any level authorizing it's existence. It exists only because several agencies that provide recreational trails as part of their mission chose to cooperate in connecting their assets into a long trail.</p>	<p>Advocacy with local communities, stressing the benefits of trails such as trail tourism and quality of life.</p> <p>Review to include responding to solicitation of public comments on activities proposed by public land managers, (MTNF-USFS-USDA, MO-DoC, MO-DNR, USACE) that might effect the trail.</p> <p>Appropriate release of OTA comment letters to the public.</p> <p>Visits of state and federal legislators. <i>(Care should be taken so to not violate restrictions on lobbying actions imposed by IRS code.)</i></p> <p>Obtaining/maintaining easements for parts of the existing trail that cross private property.</p> <p>Clear and accurate communication with the public</p>	<p>This program will generally rely on unrestricted funds raised by the OTA.</p>	<p>Staff time, travel costs, informational materials</p>	<p>Chief Operating Officer</p>  <p>Advocacy Committee</p>



## OZARK TRAIL ASSOCIATION PROGRAMS

Updated August 2020

OTA Mission: To develop, maintain, preserve, promote, and protect the rugged natural beauty of the Ozark Trail.

**NON-PROGRAM ADMINISTRATION**

<u>DESCRIPTION</u>	<u>ACTIVITIES</u>	<u>GENERAL REVENUES</u>	<u>GENERAL EXPENSES</u>	<u>KEY PERSONNEL</u>
<p>This category consists of all the activities, and tasks required of the Ozark Trail Association to be responsible business entity and a nonprofit business entity (501 c 3).</p>	<ul style="list-style-type: none"> <li>Board meetings</li> <li>Preparing business plans</li> <li>Preparing annual budgets</li> <li>Preparing financial reports</li> <li>Preparing and reviewing IRS form 990</li> <li>Managing OTA Membership Program</li> <li>Organizing fund raising events</li> <li>Soliciting Corporate Sponsorships</li> <li>Grant application preparation for all programs</li> <li>Communication to members, land stewards, and other stakeholders.</li> </ul>	<ul style="list-style-type: none"> <li>Unrestricted Funds (See Note 3)</li> <li>Membership Dues</li> <li>Individual Donations</li> <li>Unrestricted Corporate Donations and grants</li> <li>Fund raising event proceeds (Trivia night, event raffles)</li> </ul>	<ul style="list-style-type: none"> <li>Insurance coverages</li> <li>Accounting fees</li> <li>Utilities</li> <li>Web hosting and email service subscriptions</li> <li>Vehicle registrations</li> <li>Membership in trail and other organizations</li> <li>Board member education</li> <li>Professional development of staff</li> <li>Printing costs for annual reports and other communications.</li> <li>Cost of paid staff time spent performing general administrative tasks. See Note 4.</li> <li>Volunteer time of board members and officers in performing general administration activities. (See Note 5)</li> </ul>	<ul style="list-style-type: none"> <li>OTA President-CEO</li> <li>Chief Operating Officer</li> <li>Operations Committee</li> </ul>

**Notes**

1. Some programs may not be self sustaining (i.e. program costs exceed program revenues). If the program is vital to mission accomplishment the OTA will supplement the program with funds generated by other programs and general revenue.
2. An equitable portion of the OTA overhead costs logically has to be considered part of the value the services provided to the public by any OTA program. OTA is studying methods for allocating overhead costs to its programs. It should also be noted some sources of program revenue may not allow for the absorption of all overhead costs thus requiring OTA to supplement the program with funds generated by other programs and general revenue.
3. Unrestricted Funds are absolutely necessary to cover unabsorbed (See Note 2.) General Expenses/Overhead costs and as source for supplemental funding of vital programs. Unrestricted funds also provide financing for grants that are on a reimbursement basis.
4. The allocation of paid staff time to the various programs and general administrative duties will be documented by time sheets.
5. Volunteer labor is not a tangible expense, however, it is a very valuable resource for the OTA that can and has been assigned a monetary value. OTA has used volunteer labor as match for numerous government grants through out its existence.

# 2021 Board Handbook



*Our mission: to develop, maintain, preserve, promote, and protect the rugged, natural beauty of the Ozark Trail.*

AUGUST 2020

**INDEX**

**2021 OTA Board Member Handbook**

Board Member Job Description ..... 3  
Fiduciary Responsibilities of Non-Profit Board ..... 4  
Organization Overview ..... 5  
Organization History Timeline ..... 6  
Current Board Members ..... 7  
Executive Committee ..... 8  
Operations Committees ..... 9  
Organization Action Calendar ..... 10  
Programmatic Business Model ..... 22  
Current Budget ..... 27  
Sample Board Meeting Agenda ..... 28  
Sample Board Meeting Minutes ..... 30  
Bylaws ..... 33  
Strategic plan ..... 44  
List of Additional Documents Available ..... 45  
Board Member Agreement ..... 46

## Ozark Trail Association Board Member Job Description

**Purpose:** A member of the Board of Directors is responsible for ensuring that the Ozark Trail Association (OTA) fulfills its mission by planning for the future, monitoring operations, and evaluating the organization's performance. A board member must fulfill the fiduciary duties of the board of directors by making corporate decisions that protect the public interest.

### **Mandatory Expectations of OTA Board Members:**

1. Attend in person, or by phone, a minimum of two board meetings per year
2. Maintain membership of the organization
3. Serve on at least one committee
4. Make a personal contribution to the organization, such as at least one below:
  - a. Become a life member
  - b. Recruit 10 memberships
  - c. Donate and/or bid on auction items
  - d. Participate in one or more OTA fundraisers or events annually
  - e. Adopt a section of trail
5. Follow conflict-of-interest and confidentiality policies

### **Recommended Expectations of OTA Board Members:**

1. Be informed about OTA's history, mission, purpose, services, policies, and programs
2. Inform others about OTA and actively work to enhance OTA's public image
3. Suggest nominees to the board who can make significant contributions to the work of the board and to the organization
4. Monitor the implementation of OTA's strategic plan and evaluate its success
5. Assess the board's performance
6. Review agenda and supporting materials prior to board and committee meetings

## The Fiduciary Responsibilities of a Nonprofit Board

Nonprofit board directors have three fiduciary responsibilities, and each of them is very important. It's critical for board directors to practice them in word and in deed, and to make sure that their fellow board directors do as well. The three fiduciary responsibilities of all board directors are duty of **CARE** duty of **LOYALTY** duty of **OBEDIENCE**

It's vitally important that all board directors understand how their duties fall into each category of fiduciary duties. Not understanding fiduciary duties — or not being well-informed about them — doesn't relieve board directors from any obligations or liabilities they may face if they fail to fulfill these important duties. Board directors are called fiduciaries because they are legally responsible for managing a nonprofit entity's assets. Fundraising is one of the primary activities of a charitable nonprofit organization. Board directors are responsible for overseeing funds from philanthropists, donors and grant-makers, and making sure that the funds are being used for their intended purpose in financially supporting the organization. Board directors who diligently perform their fiduciary duties responsibly protect the organization's reputation, which also falls into the category of a fiduciary duty.

### **Defining Fiduciary Duties**

Nonprofit board members make many important decisions, such as recruiting and appointing new board directors, hiring and firing managers and other staff members, and monitoring financial reports. All of these duties fall under the duty of care, duty of loyalty or duty of obedience.

### **Duty of Care**

*Pay attention to the organization's activities and operations.*

Board members should be actively participating in board meetings and on committees. They should be actively working with other board directors to advance the organization's mission and goals. They can fulfill their responsibilities by overseeing and monitoring the nonprofit's activities. Board directors should be able to read and understand financial reports and be willing to question expenditures and examine variances. They are also responsible for strategic planning and achieving the nonprofit's short- and long-term goals.

### **Duty of Loyalty**

*Put the interests of the organization before personal and professional interests.* Board directors must place the interests of the organization ahead of their own interests at all times. Duty of loyalty means publicly disclosing any conflicts of interests and not using board service as a means for personal or commercial gain.

### **Duty of Obedience**

*Comply with applicable federal, state, and local laws; adhere to the organization's bylaws; and remain the guardians of the mission.* Board directors must make sure that the nonprofit is abiding by all applicable laws and regulations and doesn't engage in illegal or unauthorized activities. The duty of obedience also means that board directors must carry out the organization's

mission in accordance with the purpose they stated in getting qualified as a nonprofit organization.

From: <https://www.boardeffect.com/blog/fiduciary-responsibilities-nonprofit-board-directors/>



## **Organization Overview**

### **Mission**

The mission of the Ozark Trail Association is to develop, maintain, preserve, promote, and protect the rugged, natural beauty of the Ozark Trail.

### **History**

The OTA is a 501(c) 3 organization that was founded in December of 2002 and has contributed over 141,000 volunteer-hours throughout its history. The founding of the Ozark Trail Association was made possible by numerous partners. In October of 1976, representatives from various agencies met to discuss a proposal called the “Ozark Trail Concept.” It was billed as an informal discussion, and quickly led to the First Ozark Trail draft in February 1977. Four years later, the first sections of new trail were under construction. It was a cooperative effort of seven governmental agencies, one private landowner, and several environmental groups banded together in what later became the Ozark Trail Council. Under this cooperative relationship, the Ozark Trail Council oversaw the construction of some 170+ miles of trail in just under a decade. Along with previously existing trails, the Ozark Trail system contained more than 200 miles of trail by 1991.

### **About the Ozark Trail Association (OTA)**

Volunteers manage events, coordinate trail planning and develop future trail along with promoting the Ozark Trail at outreach events. The OTA receives grants through the Recreational Trails Program and participates in a USFS Cost-Share program. However, the OTA is responsible for the upfront costs and these expenses are paid for through money raised at fundraising events and through grants. The organization receives minimal financial support from partner land agencies. The OTA has acquired 1,283 members throughout its 17 years. The OTA publishes events on the OTA Facebook page which has more than 10,600 “likes”, and regularly sends e-newsletters to 2,000+ subscribers via Constant Contact. Information and events are also published via OTA’s website, ozarktrail.com.

### **About the Ozark Trail (OT)**

The Ozark Trail, a 400+ mile multi-use National Recreation Trail, crosses 13 counties and is unique and nationally significant in that it is a gateway to the biologically diverse interior of the Missouri Ozarks. The trail is a family-friendly resource for all ages and individuals from a multitude of backgrounds and lifestyles. OTA volunteers keep the trail in top shape for users who will benefit from the positive impact on their health and wellness offered by the trail. Many large competitive athletic events, such as adventure races, running races and mountain bike races, are held across the trail. There are also opportunities to connect to water trails, a growing trend in outdoor recreation, by providing boating, canoeing, kayaking and wildlife viewing. The OT benefits conservation and increases tourism in trail towns near the corridor. It benefits day-hikers, backpackers, mountain bikers, equestrians, paddlers, backcountry enthusiasts, bird watchers, river enthusiasts and geocachers, along with canoe outfitters, local shops and businesses and provides a positive economic impact to local communities.

## Ozark Trail Association Brief Organizational History

- **1976:** Representatives from various agencies held an informal discussion to talk over a proposal called the “Ozark Trail Concept.”
- **1977:** The first “Ozark Trail Draft” was completed.
- **1981:** The first sections of new trail were under construction
- **19??:** A cooperative effort of seven governmental agencies, one private landowner, and several environmental groups banded together to create the Ozark Trail Council. Under this cooperative relationship, the Ozark Trail Council oversaw the construction of some 170+ miles of trail in just under a decade.
- **1991:** Along with previously existing trails, the Ozark Trail system contained more than 200 miles of trail
- **2002:** The OTA was founded on December 12th and held the first official event on December 21<sup>st</sup> with a total membership of 16.
- **2003:** The OTA held the first crew leader training and USFS chainsaw certification. The north Karkaghne section was connected to the Trace Creek section and the first Mega Event was held with 45 in attendance.
- **2004:** The OTA records over 500 volunteers for the year.
- **2005:** The Adopt-a-Trail program was launched and the Middle Fork section was completed. OTA membership reaches 300.
- **2006:** Ozark Trail Day was proclaimed by the MO governor on April 29<sup>th</sup> and a celebration was held for the opening of the 225-mile backbone.
- **2007:** The OTA trip planner was launched.
- **2008:** The Ozark Trail received designation as a National Recreation Trail. OTA wins USFS Volunteer Service Award for 20-state northeastern region. For the first time, OTA volunteers total over 1,000 for a single year.
- **2009:** OTA loses founder John Roth.
- **2010:** Courtois gap was closed. Re-opening of the OT Taum Sauk section at Johnson’s Shut-Ins SP.
- **2013:** Missouri was named best trails state at the International Trails Symposium, due in part to the increasing popularity of the Ozark Trail.
- **2014:** Developed and produced “Trail Building in the Ozarks” classroom and field guides as a standard for trail building in Missouri.
- **2016:** Held largest Mega Event ever with 228 volunteers in attendance.
- **2017:** Launched two new successful annual fundraising/promotional events, the OT Challenge Hike and the Devil’s Toll Race.
- **2019:** The Upper Current section was completed, which added 29 miles, and connected the OT to Round Spring, Echo Bluff SP, and Current River SP.

## Current Board Members

- **Roger Allison**, [roger.allison@gmail.com](mailto:roger.allison@gmail.com), term: 2020-20xx

- **Kathie Brennan**, [kathie.brennan@ozarktrail.com](mailto:kathie.brennan@ozarktrail.com), term: 2019-2022

I've never been one to say "No" and along with a heart for volunteering for worthy causes... so when a chance conversation with a friend about the OT, I ended up at an OTA construction outing on the Middle Fork in 2005 and I became hooked. When my girls were younger, we were involved with Girl Scouts, family camping trips, floating the creeks and rivers to hiking the trails in the parks we camped in. Not a stranger to any work or task, I retired from Wal-Mart after 20 years and currently work as an Adm. Asst. for an Alternative school, do part time retail sales with Bath & Body Works and in the summer months I am a seasonal naturalist for Trail of Tears State Park. Becoming involved with the OTA/OT has provided me opportunities to not only meet a very diverse group of volunteers from all over the state, but also through training to become a USFS certified sawyer and crew leader while sharing my passion for the outdoors with kids of all ages at events big and small. I haven't hiked or been on all of the OT but manage to be out on the trail as much as I can through maintenance and construction events that give me the opportunity to savor the diversity of OT. Living in Cape Girardeau MO with my husband Calvin; our two daughters Casey and Emily are also volunteers as well as boyfriend Marcus, and husband Derek and our 2 1/2 yr old grandson Stratton. As a family, we also have adopted a 3.1 mile section of the Middle Fork – John Roth Memorial section. The Ozark Trail is an ongoing project for future generations and I hope that the opportunities we give volunteers and their families will help us see the completion of the Ozark Trail as we all strive to carry out the mission of the OTA.

- **Garrett Doak**, [gdoak01@gmail.com](mailto:gdoak01@gmail.com), term: 2020-20xx

My first backpacking experience was in San Antonio with my older son's Scout Troop. What a hoot! I just knew that I had backpacking in my future. And I did, mostly through Scouts in St. Louis, assisting in prep hikes and leading crews in 10-day backpacking treks in Philmont, the Scouts' high-adventure ranch in New Mexico. Though my two sons are grown with families of their own, I still participate in the Scouting program and am responsible for maintenance on a 12-mile trail on the Beaumont Scout Ranch in St. Louis. Once I retired, I thru-hiked the Ozark trail and decided to transition from lurking mode to fully engaged with the Ozark Trail Association. I am currently serving as the OTA Membership Coordinator and Event Director for the annual OT Challenge Hike. I am sawyer-certified and enjoy the physical and mental challenge of clearing the trail of downfall. The best part of the OTA are the AMAZING members and volunteers: they are so friendly and welcoming, and boy are they willing to work hard on the trail! I feel privileged to be associated with such a fine group of volunteers.

- **Jeff Goetter**, [jeff.goetter@ozarktrail.com](mailto:jeff.goetter@ozarktrail.com), term: 2020-20xx

- **Mark Goforth**, [goforthmark@yahoo.com](mailto:goforthmark@yahoo.com), term: 2019-2022

My first OTA outing was a New Year's Day house/equipment cleanup. We rebuilt the tool trailer, sharpened tools, and cleaned up chainsaws. My Adopt-a-Trail is the last/eastern most section of the Taum Sauk Trail. I am the Sawyer coordinator, along with the equipment and fix-it guy. It is always entertaining to get new ideas and new help. I share Boy Scout, and Special Project responsibilities with Don Schulte.

- **Jeff Howell**, [missouri.howell@yahoo.com](mailto:missouri.howell@yahoo.com), term: 2019-2021

- **Mark Seesing**, [mirtseesing@gmail.com](mailto:mirtseesing@gmail.com), term: 2020-20xx

As a life-long resident of Southeast Missouri I have had the luxury of enjoying the Ozarks on many occasions and from many different vistas. As far back as the 70's and 80's I flew fire patrol for the USFS over the entire region and marveled at the beauty the Ozarks had to offer. After hiking many of the trails, I became aware of the OTA through a contact I had with DNR. I looked into it and became a member in September of 2004. I went on several trail builds with John and Steve, Jeff, Roger, Bruce, Robert, Matt and scores of other dedicated OTA members. I brought my family along, as well as Girl Scout and Boy Scout troops. I even invited my good friend Kathie to come along and she has stepped up and filled some pretty big boots. We always welcomed kids, dogs whatever and it was always a fun and inviting time. This is an exciting time to be in the OTA. As we grow and become partners with land managers and stewards we increase our awareness and develop our contributions to the overall trail system. With that growth we have the opportunity to continue the Mission Statement of the OTA; to Develop, Maintain, Preserve, Promote and Protect the rugged beauty of the Ozark Trail. We now find ourselves involved with one of the finest organizations (OTA) building and maintaining what will one day be one of Americas finest thru-trail system.

- **Stephen Thompson**, [quazal@yahoo.com](mailto:quazal@yahoo.com), term: 2019-2021

- \_\_\_\_\_
- \_\_\_\_\_
- \_\_\_\_\_

## 2021 Executive Committee

All Officers of the Corporation, plus the head of each Standing Operations Committee and the Chief Operations Officer, shall form an Executive Committee. Except as restricted by law or authorizing resolution, and when acting with unanimous written consent less 2, the Executive Committee shall have and exercise the authority of the Board of Directors between meetings of the Board of Directors, save that the Executive Committee shall have no power to alter or amend the Bylaws of the Corporation, nor to bind the Corporation by any contract or engagement, or to pledge its credit, or to render it liable pecuniary for any purpose or in any amount in excess of \$10,000.

### Board Officers

President: \_\_\_\_\_

Vice-President: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Secretary: \_\_\_\_\_

### Standing Operations Committee Chairs

Communications: \_\_\_\_\_

Construction & Maintenance: \_\_\_\_\_

Education & Outreach: \_\_\_\_\_

Fundraising: \_\_\_\_\_

Planning & Trail Development: \_\_\_\_\_

### Staff

Chief Operations Officer: Abi Jackson

## 2021 Operations Committees

### COMMUNICATIONS COMMITTEE

- Kathie Brennan
- Abi Jackson

### CONSTRUCTION & MAINTENANCE COMMITTEE

- Kathie Brennan
- Heather Findley
- Mark Goforth
- Terry Hawn
- Abi Jackson
- Tom Kornberger
- Mark Seesing
- Stephen Thompson

### FUNDRAISING COMMITTEE

- Alicia Brehe
- Kathie Brennan
- Garrett Doak
- Abi Jackson
- Hannah Smith

### PLANNING & TRAIL DEVELOPMENT COMMITTEE

- Roger Allison
- Matt Atnip
- Kathie Brennan
- Mark Goforth
- Abi Jackson
- Mark Seesing

### EDUCATION & OUTREACH COMMITTEE

- Jen Potts



## 2021 Action Calendar

### JANUARY

- **Organization meetings**
  - Monthly staff meeting, January 12<sup>th</sup>
  - Annual board meeting, January 16<sup>th</sup>
    - Recruiting & Nominating Committee: presents board nominations
    - Election of Board members
    - Election of Board officers
    - Presentation of operating plan
    - Presentation of budget
    - Recruiting & Nominating Committee: presents committee members
    - Form Volunteer of the Year Ad Hoc Committee
    - Presentation of Committee goals
- **Committees**
  - Education & Outreach Committee:
    - Lobby Day @ Jeff City, January 28<sup>th</sup>
  - Finance Committee:
    - Monthly meeting, January 4<sup>th</sup>
  - Volunteer of the Year Ad Hoc Committee:
    - Survey sent to membership for nominations by January 22<sup>nd</sup>
  - Construction & Maintenance Committee:
    - First Day Event, January 1<sup>st</sup>
    - Arkansas-MO Trail Build, January 22<sup>nd</sup>-24<sup>th</sup>
    - Spring Mega planning:
      - Book band
      - Contact facilities for camping arrangements
- **Special Events**
  - Devil's Toll Race:
    - Open registration
  - 3-Legged Monster Race:
    - Kick-off meeting
  - Ozarks One-Eyed Dog MTB Race:
    - Follow-up on USFS permit application
  - Trivia Night:
    - Planning/promotion
  - Trail Skills College:
    - Planning/promotion
- **Adopt-a-Trail**
  - Annual accomplishments report presented at board meeting
- **Grants**
  - Bass Pro:
    - Submit grant report
  - RTP:
    - Quarterly reports due by January 31<sup>st</sup>
- **Administration**
  - Publish spring calendar graphic
  - Mail w2s/1099s
  - Update corporate sponsors on website
  - Sign USFS operating plan (one or five years?)
  - Review USFS special use permit (Granger-Thye)
  - Quarterly payroll tax payment due

## FEBRUARY

- **Organization meetings**
  - Monthly staff meeting, February 9<sup>th</sup>
  - Ozark Trail Council meeting, date \_\_\_\_\_
- **Committees**
  - All Operating Committees:
    - Meet to elect chairs
  - Finance Committee:
    - Monthly meeting, February 1<sup>st</sup>
    - Submit registration for GIVESTLDAY.ORG giving program
  - Education & Outreach Committee:
    - Alpine Shop Outdoor Expo, date \_\_\_\_\_
  - Volunteer of the Year Ad Hoc Committee:
    - Follow-up survey sent to membership for nominations by February 26<sup>th</sup>
  - Construction & Maintenance Committee:
    - Super Bowl Sunday Maintenance, February 6<sup>th</sup>
    - Valentine's Day on the Trail, February 13<sup>th</sup>
    - Time for the Ladies at Round Spring: Timber Pie Auction, February 19<sup>th</sup>-21<sup>st</sup>

- **Special Events**
  - Trivia Night
    - Planning/promotion
  - OT Challenge Hike:
    - Planning/promotion
  - OTA Friends & Family Event:
    - Planning/promotion
  - Trail Skills College:
    - Planning/promotion
- **Grants**
  - Conservation Federation of MO:
    - Submit grant report
- **Administration**
  - Submit Conservation Federation of MO affiliate application
  - Update guidestar.org
  - Update/publish leadership roles documentation
  - Update email forwarders
  - Order Volunteer of the Year Award(s)

## MARCH

- **Organization meetings**

- Monthly staff meeting, March 16<sup>th</sup>
- **Committees**
  - Finance Committee:
    - Monthly meeting, March 1<sup>st</sup>
  - Education & Outreach Committee:
    - Gateway Outdoor Expo + Summit, date \_\_\_\_\_
  - Volunteer of the Year Ad Hoc Committee:
    - Select recipient(s) by March 12<sup>th</sup>
  - Construction & Maintenance Committee:
    - Maintenance on the Northern OT, March 13<sup>th</sup>
    - “Luck of the Irish” at Winona, March 19<sup>th</sup>-21<sup>st</sup>

- Trivia Night, March 6<sup>th</sup>
- Trail Skills College, date \_\_\_\_\_
- OT Challenge Hike:
  - Promotion/planning and order swag
- OTA Friends & Family Event:
  - Planning/promotion
- **Adopt-a-Trail**
  - Spring Kick-Off event
  - Issue adopter agreement renewals
  - Update section coordinator positions
- **Grants**
  - Lattner grant deadline
- **Administration**
  - Sign USFS Cost-Share agreement
  - Renew System for Award Management Registration
  - Renew AmeriCorps MOU?
  - COO Annual Review
  - Transfer Paypal Funds

- **Special Events**

**APRIL**

- **Organization meetings**



- Monthly staff meeting, April 13<sup>th</sup>
- Q2 board meeting, April 10<sup>th</sup>
  - Newly elected committee chairs submit committee reports
- **Committees**
  - Finance Committee:
    - Monthly meeting, April 5<sup>th</sup>
  - Education & Outreach Committee:
    - Junior Rangers Day at Alley Spring, date \_\_\_\_\_
    - Meet Me Outdoors at MO Botanical Gardens, date \_\_\_\_\_
    - Al-Pint Night at Alpine Shop, date \_\_\_\_\_
  - Construction & Maintenance Committee:
    - Karkaghne Beast Love, April 2<sup>nd</sup>-4<sup>th</sup>
    - Spring Mega (OT/OHT Connection), April 17<sup>th</sup>
    - OT Challenge Hike Prep, April 24<sup>th</sup>

- **Special Events**
  - OT Challenge Hike:
    - Planning/promotion
  - OTA Friends & Family Event:
    - Planning/promotion
- **Adopt-a-Trail**
  - Trail conditions survey sent by April 16<sup>th</sup> to prep for summer mowing program
- **Grants**
  - L-A-D Foundation:
    - Submit LOI
  - RTP:
    - Quarterly reports due by April 30<sup>th</sup>
- **Administration**
  - Quarterly payroll tax payment due
  - Hire seasonal mowing staff (USFS Cost-Share)

## MAY

- **Organization meetings**

- Monthly staff meeting, May 11<sup>th</sup>
- **Committees**

- All Operating Committees:
  - Presentations at OTA Friends & Family Event
- Finance Committee:
  - Monthly meeting, May 3<sup>rd</sup>
- Volunteer of the Year Ad Hoc Committee:
  - Award presentation at OTA Friends & Family Event
- Construction & Maintenance Committee:
  - Trail Maintenance at Council Bluff, May 15<sup>th</sup>

- **Special Events**
  - OT Challenge Hike, May 1<sup>st</sup>
  - OTA Friends & Family Event, May 16<sup>th</sup>
  - 3-Legged Monster Race:
    - Planning/promotion
- **Adopt-a-Trail**
  - Adopter recognition at OTA Friends & Family Event
- **Administration**
  - Board review of IRS Form 990
  - IRS Form 990 filing due

## JUNE

- **Organization meetings**

- Monthly staff meeting, June 8<sup>th</sup>

- **Committees**

- Finance Committee:
  - Monthly meeting, June 7<sup>th</sup>
- Education & Outreach Committee:

- Life Outside Festival at Creve Coeur Lake Memorial Park, date TBD
- Construction & Maintenance Committee:
  - National Trails Day, date \_\_\_\_\_
  - Devil's Toll Race Prep, June 5<sup>th</sup>
  - Devil's Toll Race Prep, June 11<sup>th</sup>

- **Special Events**

- Devil's Toll Race, June 12<sup>th</sup>
- 3-Legged Monster Race:
  - Planning/promotion and order swag
- Ozarks One-Eyed Dog MTB Race:
  - Planning/promotion

- **Administration**

- Transfer Paypal Funds

## JULY

- **Organization meetings**

- Monthly staff meeting, July 13<sup>th</sup>
- Q3 board meeting, July 17<sup>th</sup>
- Ozark Trail Council meeting, July 17<sup>th</sup>

- **Committees**

- Finance Committee:
  - Monthly meeting, July 5<sup>th</sup>
- Construction & Maintenance Committee:
  - Plan fall calendar
  - Fall Mega planning:
    - Book band

- Contact facilities for camping arrangements
- **Special Events**
  - 3-Legged Monster Race:
    - Planning/promotion
  - Devil's Toll Race:
    - Planning/promotion
- Ozarks One-Eyed Dog MTB Race:
  - Planning/promotion
- **Grants**
  - RTP:
    - Quarterly reports due
- **Administration**
  - Quarterly payroll tax payment

## AUGUST

- **Organization meetings**
  - Monthly staff meeting, August 10<sup>th</sup>
- **Committees**
  - Finance Committee:
    - Monthly meeting, August 2<sup>nd</sup>

- **Special Events**
  - 3-Legged Monster Race, August 21<sup>st</sup>
  - Devil's Toll Race:
    - Planning/promotion and order swag
  - OT Challenge Hike:
    - Submit USFS permit application (one or five years?)
- Ozarks One-Eyed Dog MTB Race:
  - Planning/promotion
- **Grants**
  - L-A-D Grant deadline
- **Administration**
  - Publish fall calendar graphic
  - Renew corporate registration
  - Board performance evaluation
  - Review organization strategic plan

## SEPTEMBER

- **Organization meetings**
  - Monthly staff meeting, September 14<sup>th</sup>
- **Committees**
  - Finance Committee:
    - Monthly meeting, September 13<sup>th</sup>
  - Construction & Maintenance Committee:
    - MTB Maintenance Council Bluff/Berryman (OTSHAB), September 19<sup>th</sup>
    - Trail Maintenance Event, September 25<sup>th</sup>
- **Special Events**

- Ozarks One-Eyed Dog MTB Race, September 25<sup>th</sup>
- Devil's Toll Race:
  - Planning/promotion
- Trivia Night:
  - Reserve facility
- **Grants**

- Red Wing:
  - Grant deadline
- **Administration**
  - USFS annual report due
  - Transfer Paypal funds

## OCTOBER

- **Organization meetings**
  - Monthly staff meeting, October 12<sup>th</sup>
- **Committees**
  - Finance Committee:
    - Monthly meeting, October 4<sup>th</sup>
  - Recruiting & Nominating Committee:
    - Review and recruitment (contact chairs about committee member recommendations for upcoming year)

- Construction & Maintenance Committee:
  - Fall Mega on Berryman, October 9<sup>th</sup>
  - Whoopin' It Up In Winona, October 16<sup>th</sup>
  - OT100 Mile Endurance Run maintenance, October 22<sup>nd</sup> -23<sup>rd</sup>
  - Halloween on Norfolk Lake OT/OHT Build, October 29<sup>th</sup>-31<sup>st</sup>

- **Special Events**

- Devil's Toll Race, date \_\_\_\_\_
- 3-Legged Monster Race:
  - Submit USFS permit application (one year or five years?)
  - Submit MDC permit application
- OT Challenge Hike:

- Follow-up on USFS permit application
- **Grants**
  - RTP:
    - Quarterly reports due
- **Administration**
  - Quarterly payroll tax payment due

## NOVEMBER

- **Organization meetings**

- Monthly staff meeting, November 9<sup>th</sup>
- Q4 board meeting, date \_\_\_\_\_
  - Present OTA's annual accomplishments
  - Set Operating Committee and board meeting dates for upcoming year

- **Committees**

- All Operating Committees:
  - Meet to calculate committee budget requests and formalize committee goals and updates
- Finance Committee:

- Monthly meeting, November 1<sup>st</sup>
- Education & Outreach Committee:
  - Bass Pro Shops Fitness Series Health and Wellness Expo, date \_\_\_\_\_
- Construction & Maintenance Committee:
  - OT100 Mile Endurance Run Support, date \_\_\_\_\_
- Recruiting & Nominating Committee:
  - Review and recruitment (contact current members about continuing, contact potential new committee members about serving and hold meeting to discuss board recruitment)
- Executive Committee (+AAT Coordinator):

- Meeting to plan upcoming year's budget, receive committee goals and updates, and discuss operating plan.

- **Special Events**

- Devil's Toll Race:
  - Submit MDC permit application
  - Submit DNR permit application
- 3-Legged Monster Race:
  - Follow-up on MDC permit application
  - Follow-up on USFS permit application
- Trivia Night:
  - Planning/promotion

- **Administration**

- 990 extension due
- Renew webhosting service (Bluehost)

## DECEMBER

- **Organization meetings**

- Monthly staff meeting, December 14<sup>th</sup>

- **Committees**

- Finance Committee:
  - Monthly meeting, December 6<sup>th</sup>
- Construction & Maintenance Committee:
  - Plan spring calendar

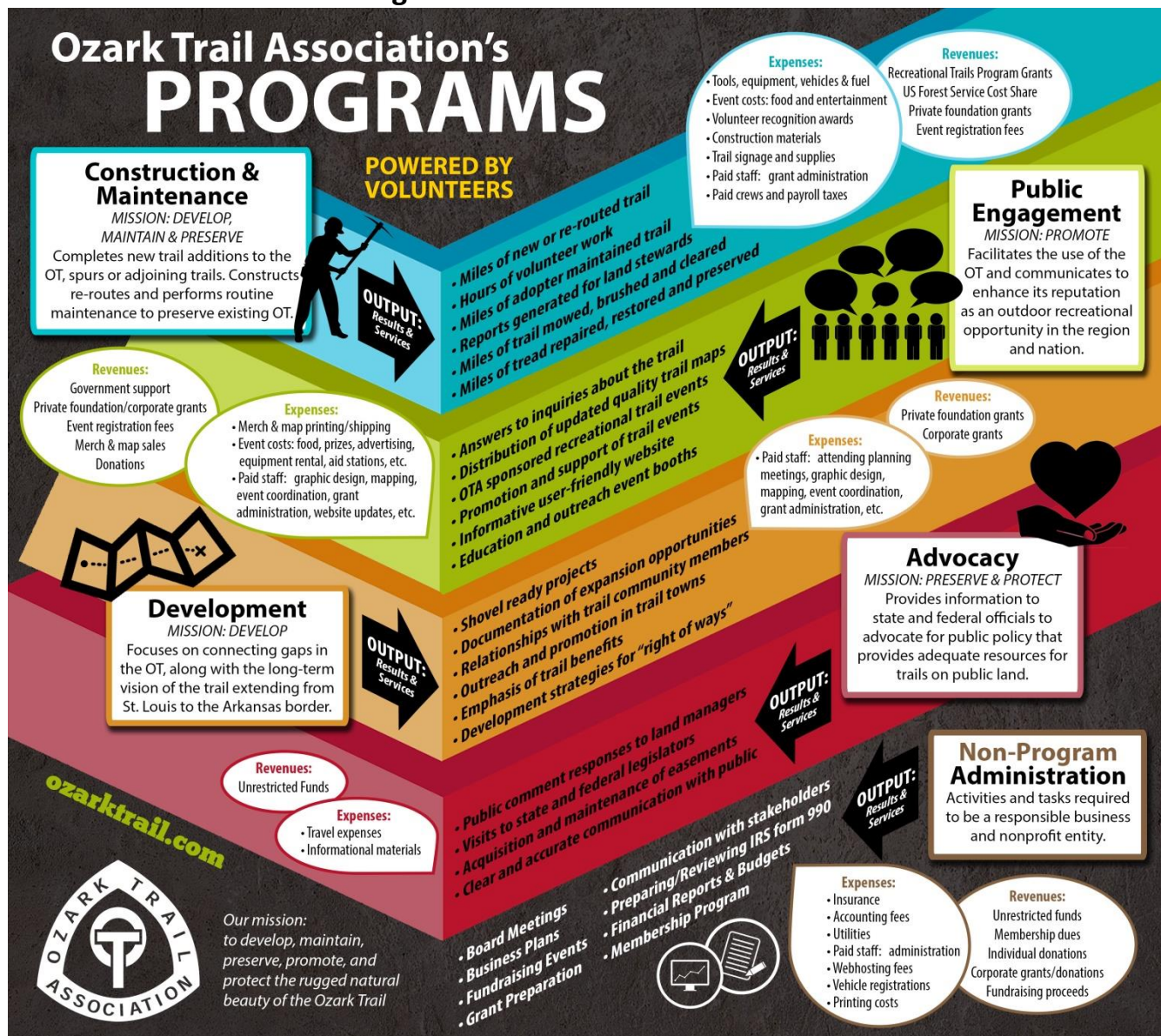
- **Special Events**

- Ozarks One-Eyed Dog MTB Race:
  - Submit USFS permit application (one or five years?)



- Devil's Toll Race:
  - Follow-up on MDC permit application
  - Follow-up on DNR permit application
- 3-Legged Monster Race:
  - Open registration
- Trivia Night:
  - Planning/promotion
- Trail Skills College:
  - Planning/promotion
- **Adopt-a-Trail**
  - Send adopter surveys
- **Grants**
  - Bass Pro:
    - Grant deadline
- **Administration**
  - Transfer Paypal Funds

## Programmatic Business Model



# Ozark Trail Association Programs

The purpose of this document is to provide a succinct description of the business model of the Ozark Trail Association (OTA) as a non-profit organization. In developing this document, the Board of Directors and staff of OTA have established the following objectives for it:

1. To identify and explain the links between the mission of the OTA and its programs.
2. To describe the services that are provided by these programs in terms of tangible results.
3. To explain how the general management and fund-raising functions support the delivery of OTA functions.
4. To explain that the value of the services provided are related to the direct program costs, the volunteer labor expended and the indirect costs of the OTA.

OTA intends that this document be used by its board, staff, volunteers, and members, trail users, its partners including government agencies, potential funding sources and donors.

OTA's current programs, Construction and Maintenance, Public Engagement, Trail Planning and Development and Advocacy are described in a tabular format. For each program, the table includes output and results, program specific revenues, program costs and

*OTA Mission: To develop, maintain, promote, and protect the rugged nature of the Ozark Trail.*

key personnel. The table also explains how the management and fundraising sustain the organization and support its programs.



*Figure 1 OTA Sawyer in action on the trail.*

This outline of the OTA's business model also includes other documents that guides OTA operations including the Annual Operating Plan, Annual Budget and Financial Statements, including IRS forms 990.

The Board of Directors and the staff of the OTA will facilitate the communication of the business model objectives, and functions.



# OSARK TRAIL ASSOCIATION PROGRAMS

Updated August 2020

OTA Mission: To develop, maintain, preserve, promote, and protect the rugged natural beauty of the Ozark Trail.

1. CONSTRUCTION AND MAINTENANCE				
Mission verbs: Develop, Maintain, Preserve				
PROGRAM DESCRIPTION	OUTPUT: RESULTS, SERVICES ETC.	PROGRAM REVENUES ( See Note 1)	PROGRAM COSTS	KEY PERSONEL
<p>Construction of new trails on routes approved by land stewards</p> <p>New trails shall be additions to the main Ozark Trail or spurs or adjoining trails approved by the Board of Directors, subject to approval of the affected land managers. Construction of these new trails is the final step in development process.</p> <p>Construction may include approved reroutes of existing trail.</p> <p>Maintenance of existing trail include the main Ozark Trail and spurs or adjoining trails approved by the Board of Directors.</p> <p>Maintenance of the trail also preserves the trail. While the setting of Ozark Trail in nature is one of its most appealing attributes, it is still a piece of man made infrastructure that the forces of nature will try to erase; considerable effort is necessary to counteract these forces.</p>	<p><b>Annual Output</b></p> <ol style="list-style-type: none"> <li>Miles of new or re-routed trail completed</li> <li>Miles of trail mowed, brushed and cleared of down trees.</li> <li>Miles of tread repair, restoration and preservation performed</li> <li>Miles of trail adopted and visited by adopter.</li> <li>Total volunteer hours per function (Construction, Maintenance, Adopt a trail)</li> </ol> <p><b>Ongoing output:</b></p> <ol style="list-style-type: none"> <li>Training programs on construction and maintenance of trails in the Ozarks.               <ol style="list-style-type: none"> <li>Crew leader training</li> <li>Adopt-A-Trail Adpoter training</li> </ol> </li> <li>OTA Sawyer certification program with USFS.</li> <li>Regular, periodic reports to land stewards on constuction and maintenance activities.</li> </ol>	<ol style="list-style-type: none"> <li>Government Support (Restricted funds)               <ol style="list-style-type: none"> <li>Recreational Trail Program Grants (FHWA -&gt;MoDOT/DNR -&gt;OTA)</li> <li>Forest Service Cost Sharing Agreements (Maintenance in Nation Forest)</li> </ol> </li> <li>Private foundations/Coporate grants (usually restricted)</li> <li>Event registration fees</li> </ol>	<p>Tools , equipment and vehicles (wear and tear, repair, replacement)</p> <p>Fuel for vehicles and power equipment</p> <p>Rental of construction equipment for projects</p> <p>Event costs: Food, equipment rental, entertainment</p> <p>Volunteer recognition awards</p> <p>Construction materials for projects (geo fabric, signs, trail markers, gravel)</p> <p>Labor for paid crews, project and seasonal, includes labor burden such as Cost of paid staff time spent performing direct program tasks (trail design, event</p> <p><b>Volunteer Labor at events and in administering the program (See Note 4)</b></p> <p>Equitable allocation of OTA overhead costs. See <b>Note 2</b></p>	<p>Chief Operating Officer</p> <p>Construction &amp; Maintenance Comm.</p> <p>C&amp;M Chariperson</p> <p>Sawyer Coordinator</p> <p>Adopt a Trail Coordinator</p> <p>Tool Manager</p>
2. PUBLIC ENGAGEMENT				
Mission verbs: Promote				
PROGRAM DESCRIPTION	OUTPUT: RESULTS, SERVICES ETC.	PROGRAM REVENUES ( See Note 1)	PROGRAM COSTS	KEY PERSONEL
<p>Efforts to promote and facilitate the use of the Ozark Trail and to enhance its reputation as an outdoor recreational opportunity in the region and the nation.</p>	<p>Informative user-friendly website</p> <p>Maintain online trip planner and online section maps</p> <p>Distribute via sales high quality maps of the Ozark Trail</p> <p>Promote, sponsor and support events on the Ozark Trail that draw attention to the trail. E.G. OT-100 Run, B.T. Epic, etc.</p> <p>Educational/Outreach programs to trail users and potential users.</p> <p>Answer inquiries about the trail.</p> <p>Educational/Outreach programs to trail users and potential users.</p> <p>Outreach programs to surrounding communities (Trail Town seminars).</p>	<ol style="list-style-type: none"> <li>Government Support (Restricted funds)</li> <li>Private foundations/Coporate grants (usually restricted)</li> <li>Map sales</li> <li>Donation by organizers other than OTA of events of a portion registration fees from trail events.</li> <li>OTA event registration fees.</li> </ol>	<p>Cost of paid staff time spent performing direct program tasks (graphic design, event coordination, grant administration etc) See Note 4.</p> <p>Map printing costs, shipping costs</p> <p>Public engagement and trail promotion events costs</p> <p>Expenses for OTA sponsored aid stations at events</p> <p><b>Volunteer Labor at events and in administering the program (See Note 5)</b></p> <p>Equitable allocation of OTA overhead costs. See <b>Note 2</b></p>	<p>Chief Operating Officer</p> <p>Education and Out Reach Comm.</p> <p>Education and Out Reach Chair</p>



## OZARK TRAIL ASSOCIATION PROGRAMS

Updated August 2020

OTA Mission: To develop, maintain, preserve, promote, and protect the rugged natural beauty of the Ozark Trail.

3. TRAIL PLANNING AND DEVELOPMENT		Mission verbs: Develop		
PROGRAM DESCRIPTION	OUTPUT: RESULTS, SERVICES ETC.	PROGRAM REVENUES ( See Note 1)	PROGRAM COSTS	KEY PERSONEL
<p>Efforts to further develop the Ozark Trail as a long trail. This program focuses on the long term vision of the trail as a long trail extending from St. Louis to the Arkansas border and connecting to the Ozark Highlands Trail.</p>	<p>Shovel ready projects</p> <p>Documentation of expansion opportunities</p> <p>Coordinating with local communities on expansion projects.</p>  <p>Advocacy at state and federal levels of government for public policy that calls for the further development recreational trails.</p> <p>Develop a strategy for obtaining 'right of way' for new segments of trail to finish the long term vision. This may include purchase of property or easements as well as the transfer of the same ( by assignment or lease or sale) to operating agencies (land managers).</p>	<p>Private foundations/Coporate grants</p>	<p>Cost of paid staff time spent performing direct program tasks (attending planning meetings, graphic design, event coordination, grant administration etc) See Note 4.</p> <p><b>Volunteer Labor at events and in administering the program. (See Note 5)</b></p> <p>Equitable allocation of OTA overhead costs. See <b>Note 2</b></p>	<p>Chief Operating Officer</p>  <p>Planning and Development Comm.</p>
4. ADVOCACY		Mission verbs: Preserve, Protect		
PROGRAM DESCRIPTION	OUTPUT: RESULTS, SERVICES ETC.	PROGRAM REVENUES ( See Note 1)	PROGRAM COSTS	KEY PERSONEL
<p>To preserve and protect the trail the OTA advocates for public policy that provides adequate resources for trails on public land. The OTA also provides information to state and federal officials to remind them that Ozark Trail is a valuable recreation resource and that it is not currently protected by any statutes at any level authorizing its existence. It exists only because several agencies that provide recreational trails as part of their mission chose to cooperate in connecting their assets into a long trail.</p>	<p>Advocacy with local communities, stressing the benefits of trails such as trail tourism and quality of life.</p> <p>Review to include responding to solicitation of public comments on activities proposed by public land managers, (MTNF-USFS-USDA, MO-DoC, MO-DNR, USACE) that might effect the trail.</p> <p>Appropriate release of OTA comment letters to the public.</p> <p>Visits of state and federal legislators. <i>(Care should be taken so to not violate restrictions on lobbying actions imposed by IRS code.)</i></p> <p>Obtaining/maintaining easements for parts of the existing trail that cross private property.</p> <p>Clear and accurate communication with the public</p>	<p>This program will generally rely on unrestricted funds raised by the OTA.</p>	<p>Staff time, travel costs, informational materials</p>	<p>Chief Operating Officer</p> <p>Advocacy Committee</p>



## OZARK TRAIL ASSOCIATION PROGRAMS

Updated August 2020

OTA Mission: To develop, maintain, preserve, promote, and protect the rugged natural beauty of the Ozark Trail.

**NON-PROGRAM ADMINISTRATION**

<u>DESCRIPTION</u>	<u>ACTIVITIES</u>	<u>GENERAL REVENUES</u>	<u>GENERAL EXPENSES</u>	<u>KEY PERSONNEL</u>
<p>This category consists of all the activities, and tasks required of the Ozark Trail Association to be responsible business entity and a nonprofit business entity (501 c 3).</p>	<p>Board meetings            Preparing business plans            Preparing annual budgets            Preparing financial reports              Preparing and reviewing IRS form 990              Managing OTA Membership Program              Organizing fund raising events              Soliciting Corporate Sponsorships            Grant application preparation for all programs              Communication to members, land stewards, and other stakeholders.</p>	<p>Unrestricted Funds (See Note 3)            Membership Dues            Individual Donations            Unrestricted Corporate Donations and grants              Fund raising event proceeds (Trivia night, event raffles)</p>	<p>Insurance coverages            Accounting fees            Utilities            Web hosting and email service subscriptions            Vehicle registrations              Membership in trail and other organizations            Board member education              Professional development of staff            Printing costs for annual reports and other communications.            Cost of paid staff time spent performing general administrative tasks. See Note 4.  <b>Volunteer time of board members and officers in performing general administration activities. (See Note 5)</b></p>	<p>OTA President-CEO            Chief Operating Officer            Operations Committee</p>

**Notes**

1. Some programs may not be self sustaining (i.e. program costs exceed program revenues). If the program is vital to mission accomplishment the OTA will supplement the program with funds generated by other programs and general revenue.
2. An equitable portion of the OTA overhead costs logically has to be considered part of the value the services provided to the public by any OTA program. OTA is studying methods for allocating overhead costs to its programs. It should also be noted some sources of program revenue may not allow for the absorption of all overhead costs thus requiring OTA to supplement the program with funds generated by other programs and general revenue.
3. Unrestricted Funds are absolutely necessary to cover unabsorbed (See Note 2.) General Expenses/Overhead costs and as source for supplemental funding of vital programs. Unrestricted funds also provide financing for grants that are on a reimbursement basis.
4. The allocation of paid staff time to the various programs and general administrative duties will be documented by time sheets.
5. Volunteer labor is not a tangible expense, however, it is a very valuable resource for the OTA that can and has been assigned a monetary value. OTA has used volunteer labor as match for numerous government grants through out its existence.

# 2021 BUDGET

## Sample Board Meeting Agenda

# Meeting of the Ozark Trail Association

Second Quarterly Meeting – 2020 Board of Directors

April 25, 2020 Zoom Meeting

**Welcome!**

Proposed Agenda:

1. Call to Order; Approval of Last Meeting's Minutes; Selection of Facilitator and Secretary. Agenda Approval. (5 min)
2. Introductions (5 min) – Please give us your name and tell us about your involvement!
3. Citizen's Comments (5 min)
4. Agenda Items:
  - a. Board Elections – Jeff Goetter
  - b. Election of Officers (5 mins) – Stephen Thompson
  - c. President's Report (10 min)
  - d. Vice President's Report (5 min)
  - e. Treasurer's Report (10 min)
    - i. Paycheck Protection Program Status
    - ii. Endowment Update
  - f. Chief Operations Officer's Report (5 min)
  - g. Discussion of Operations Committees By-Laws and Structure
  - h. Committee Reports

- i. Communications
  - 1. Website Update (5 min)
- ii. Construction and Maintenance - (10 min)
  - 1. Cost-Share
  - 2. Paid Trail Crews
  - 3. Rescheduling of Spring Events COVID Procedures Discussion
  - 4. Adopt-a-Trail (5 min) – Stephen Thompson
  - 5. OTC: Update (5 min) – Kathie Brennan
- iii. Development and Planning
  - 1. Ozark Trail Guthooks App Proposal Update (10 min) – Stephen Thompson
  - 2. OHTA/OTA Connection Update – (10 min) Mark Seesing
- iv. Education and Outreach
  - 1. National Trails Day – (5 min) – Kathie Brennan
- v. Fundraising
  - 1. Membership Update – Garrett Doak
  - 2. Trivia Night Follow-Up
  - 3. OT Challenge Hike Update, Sept 12
  - 4. Devil’s Tollgate Hike Race/Run Update, Oct 3
  - 5. One Eyed Dog MTB Race Update, Sept. 26
  - 6. 3-Legged Monster – Aug 22
  - 7. Save the Date – Oct 10 Fall Mega
  - 8. Grants (5 min) – Kathie Brennan
    - a. CFM: David Risberg Grant
- 5. Review of New Business, Any Additional Items and Scheduling for Next Meeting (15 min)
  - a. Ozark Trail Council Meeting – Saturday, Aug 29 @ Meramec SP @ 10 am
  - b. 3<sup>rd</sup> Quarter Board Meeting – Saturday, Aug 29 @ Meramec SP @ tba
- 6. Meeting Adjourned



**Sample Board Meeting Minutes  
Ozark Trail Association  
Annual Board Meeting  
USFS Ranger Station, Potosi, Missouri  
Saturday, January 25, 2020**

---

An annual meeting of the directors of the corporation was held on Saturday, January 25, 2020, at 10:00 A.M., at the US Forest Service Ranger Station, Potosi, state of Missouri, for the purpose of electing board directors and officers, reviewing the prior year's business, discussing corporate operations for the upcoming year, and for the transaction of any other



business that may properly come before the meeting, pursuant to notice and in accordance with Bylaws of the Ozark Trail Association, A Missouri Nonprofit Corporation.

Ms. Abi Jackson was elected Chairman of the meeting and Mr. Jeff Goetter was appointed Secretary thereof.

The secretary announced that the meeting was held pursuant to notice, if and as required under the bylaws of this corporation.

The secretary announced that the following directors were present at the meeting:

Ms. Kathie Brennan

Mr. Mark Goforth

The secretary then announced that the presence of these directors at the meeting represented a quorum of the board of directors as defined in the bylaws of this corporation

The following persons were also present at the meeting:

Mr. Jeff Goetter

Mr. Garrett Doak

Ms. Abi Jackson

Mr. Roger Allison

Ms. Becky Ewing

The secretary announced that the minutes of the Quarterly Board meeting held on November 16, 2019 were provided at the meeting. After discussion, a vote was taken, and the minutes of the meeting were approved by the directors in attendance.

The first item of business was the opportunity for open public discussion by meeting attendees. There were no comments presented.

The next item of business in accordance with the BYLAWS OF OZARK TRAIL ASSOCIATION, A MISSOURI NONPROFIT CORPORATION Article IV Section B, Term and Election of Directors, were for elections to be held for directors of the Board of Directors. Due to the unavailability of many of the Directors and after discussion a motion was made and carried to delay elections for Board Members and Officers until the April 2020 Board meeting.

**WHEREAS**, the Bylaws of the Corporation state in Article IV Section B, Directors shall be elected each year, in a self-perpetuating manner, at the annual meeting of the Board of Directors. **NOW THEREFORE BE IT RESOLVED** that election of Board Member and Officers will be delayed until the April 25, 2020 Board Meeting.

The next item of business was the **President** report from Ms. Kathie Brennan. Meetings with the US Forest Service continue with a primary point being related to the timber sales, the rules state the loggers may drag trees across the trail but are not supposed to be on the trail lengthwise. Additionally, the Midco Hollow reroute that was flagged was only temporary, the new trail will be moved up on to the hillside. There was a newer AmeriCorps crew in doing heavy maintenance on the trail recently.

The next item of business was the **Vice President** report from Mr. Goforth. The Meramec Water trail still requires Ozark trail Council approval and paddlers have shown interest in extending the trail up to the Mississippi. The OTA has met its planning obligations to date and next steps include a detailed map to assist with further planning.

The next item of business was the **Treasurer's** report by Ms. Kathie Brennan. We are still in need of a person for the Treasurers position. The Profit & Loss statement and the proposed budget for 2020 were distributed and discussed. See Attachment 1 and 2 for the financial information.

The next item of business was the **Chief Operations Officer** report by Ms. Abi Jackson, which summarizes Ms. Jackson's activities since the previous meeting. The US Forest Service introduced a draft Communication Plan on the Forest Restoration to the members, as this is a draft it is not being attached at this time. Ms. Jackson has created a special event application that will be posted on the web site for access, this will allow people with ideas for an event to submit their idea. Also handed out and discussed was the draft of the 2020 Operating Plan. See Attachments 3, 4, and 5 for the full reports.

The next item of business was reports from the Standing Committees

The **Communications Committee** was reported on by Ms. Abi Jackson. Mr. Mike Tobin has resigned from the organization and we do not have an official person overseeing the site at this time. For the articles on the page please like and share as it helps with our outreach. Please send any suggested Facebook posting materials to the office.

Ms. Abi Jackson reported on the status to the web site rework. Re-launch of the site is ready. Any issues need to be reported to Ms. Jackson.

The **Construction & Maintenance Committee** report was provided in advance by Mr. Terry Hawn. See Attachment 6 for the full report.

The **Planning and Development Committee** was provided in advance by Mr. Mark Seesing. See Attachment 7.

The **Education and Outreach Committee** was reported on by multiple individuals and was a recap of events that had taken place and future ones.

A new type of event will be taking place on Wednesday, January 29<sup>th</sup>. Members will be traveling to Jefferson City to meet with Lawmakers.

The **Fundraising Committee** was reported on by multiple persons in addition to a report provided in advance by Ms. Hannah Smith. Steve Liescheidt will be cutting back on his involvement with the Challenge Hike and we are looking for people to assist with the project.

Mr. Jake Grossbauer reported the registration has opened for the 2020 Devil's Toll Race and 20 registrations have been received as of the meeting date.

Mr. Garrett Doak provided a report on the current membership of the organization. See Attachment 8 for details.

The next item of business was a call for new business items there was no new business presented.

**On motions duly made and carried by the affirmative vote of all directors in attendance at this meeting, the following resolutions were adopted by the directors entitled to vote at the meeting:**

**RESOLVED**, that Mr. Mike Tobin hereby resigns from the board as a Director of the Corporation, such resignation was effective as of December 9, 2019.

**FURTHER RESOLVED** Mr. Jake Grossbauer and Mr. Dave Tobey elected to allow their terms to expire.

**WHEREAS**, the Bylaws of the Corporation provide that the Board has the power to fix the number of directors of the Corporation. **NOW THEREFORE BE IT RESOLVED** that the number of directors constituting the Board is hereby changed from eight (8) to six (6).

There being no other further business before the Board, on motion duly made seconded and carried, the meeting was adjourned.

Respectfully submitted,  
Jeffery J. Goetter  
Secretary, Ozark Trail Association Board of Directors

**Bylaws of  
Ozark Trail Association  
A Missouri Nonprofit Corporation**

## **PURPOSES AND RESTRICTIONS**

The purposes of the Corporation shall be those nonprofit purposes stated in the Articles of Incorporation of the Corporation, as they may be amended. No part of the net earnings or other assets of the Corporation shall inure to the benefit of, be distributed to or among, or revert to, any Director, officer, contributor or other private individual having, directly or indirectly, any personal or private interest in the activities of the Corporation, except that the Corporation may pay reasonable compensation for services rendered and may make payments and distributions in furtherance of the nonprofit purposes stated in the Articles of Incorporation.

## **OFFICES**

The principal office of the Corporation in the State of Missouri shall be located in the City of Potosi, Missouri. The Corporation may have such other offices within or without said City as may be required.

The registered office of the Corporation required under the laws of the State of Missouri to be maintained in the State of Missouri may be, but need not be, identical with the principal office in the State of Missouri, and the address of the registered office may be changed from time to time in conformity with the laws of the State of Missouri. The Corporation shall maintain a registered agent whose address shall be the same as that of the registered office of the Corporation.

## **MEMBERS**

The Corporation shall have no Members having voting rights.

## **BOARD OF DIRECTORS**

- A. Management. The affairs of the Corporation shall be managed, supervised and controlled by a Board of Directors, consisting of not less than three (3) and no more than twenty (20) persons. Directors shall be elected in the manner specified in Section B hereof. The initial Board of Directors shall have five (5) members (“Initial Members”), and thereafter the number of Directors constituting the Board shall be as fixed from time to time by the Board of Directors.
- B. Term and Election of Directors. The full term of office of Directors shall be three (3) years, and to the extent practicable, taking into account increases or decreases in the number of Directors constituting the Board of Directors, one-third of the Board of Directors shall be elected each year, in a self-perpetuating manner, at the annual meeting of the Board of Directors, the Directors so elected filling the place of retiring Directors. In the event of a change in the number of Directors, the resolution effectuating such change shall specify the years in which the terms of the Directorships thereby created shall first expire. Vacancies occurring in the Board of Directors, including vacancies due to an increase in the number of

Directors, may be filled by the Directors then in office. Any Director may succeed himself or herself indefinitely.

- C. Removal and Resignation. Any Director may resign at any time by giving written notice to the Board of Directors, the President or the Secretary of the Corporation; unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any Director may be removed, with or without cause, by the affirmative vote of at least two-thirds (2/3) of the whole Board. Any such resignation or removal shall take effect at the time specified therein.
- D. Annual Meetings. The Annual Meeting of the Board of Directors shall be held on either the third or fourth Saturday in January of each year, at such time and place within the State of Missouri as shall be designated by the President or determined by the Board of Directors, and shall be held for the purpose of electing new Directors and officers, and transacting such other business as may come before the meeting. The first order of business shall be the election of new members of the Board, who may participate in the meeting immediately upon their election.
- E. Regular and Special Meetings. A Regular Meeting of the Board of Directors shall be held following the end of the first, second and third calendar quarters of each year, at such time and place within the State of Missouri as shall be designated by the President or determined by the Board of Directors, and shall be held for the purpose of informing the Directors of the progress of the Corporation, and transacting such other business as may come before the meeting. Special Meetings of the Board of Directors may be called by or at the request of the President or by any two Directors. Any Special Meeting of the Board of Directors shall be automatically chaired by the President, his or her successor, and/or assigns. Only a Director may be assigned to chair a Special Meeting.
- F. Meetings. Meetings of the Board of Directors, regular or special, shall be as designated from time to time, or by written consent of at least two-thirds (2/3) of the whole Board, whether electronically or by mail, and may be held at any place within or outside of the State of Missouri. Meetings of the Board of Directors shall be held upon such notice as provided herein. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting. The Board of Directors shall be given at least a 72-hour notice to give their consent.
- G. Participation Through Electronic Communication. Members of the Board of Directors, or of any committee designated by the Board of Directors, may participate in a meeting of the Board or committee by means of conference telephone or similar communications equipment whereby all persons participating in the meeting can hear each other, and participation in a meeting in this manner shall constitute presence in person at the meeting.

- H. Action Without Meeting. Any action which is required to be or may be taken at a meeting of the Directors, may be taken without a meeting if consents in writing, setting forth the action so taken, are signed by at least two-thirds (2/3) of the whole Board. The consent shall have the same force and effect as a vote at a meeting duly held, and may be stated as such in any certificate or document. The Secretary shall file the consents with the minutes of the meetings of the Board of Directors or of the committee as the case may be. The Board of Directors, or any committee established by the Board of Directors, shall be given at least a 72-hour notice to give their consent.
- I. Notice. Notice of any annual, regular or special meeting shall be given at least 72-hours previous thereto by written notice delivered either personally, by email, or other form of wireless communication, or by mail to each Director at his or her business or home address. Written notice shall be deemed effective at the earliest of the following: (i) when received; (ii) five days after its deposit in the United States mail, as evidenced by the postmark, if mailed correctly and with first class postage affixed; or (iii) on the date shown on the return receipt, if sent by registered or certified mail, return receipt requested, and the receipt is signed by or on behalf of the addressee. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.
- J. Quorum. The greater of (i) one-third of the whole Board of Directors, or (ii) two Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.
- K. Manner of Acting and Rules of Order. In all matters not covered by the Bylaws, parliamentary procedures shall be governed by the manual known as "Robert's Rules of Order, Newly Revised 11th Edition" and its successor texts as published. The act of the majority of the Directors present at a meeting of the Directors at which a quorum is present shall be the act of the Board of Directors unless a greater number is required under the Articles of Incorporation, these Bylaws, any applicable laws of the State of Missouri or Robert's Rules of Order.

## **OFFICERS**

- A. Number and Election. The officers of the Corporation shall be a President, a Vice President, a Secretary, and a Treasurer. The Board of Directors may also elect an Assistant Secretary and Assistant Treasurer. All officers shall be elected at the Annual Meeting of the Board by a majority of those Board members present,

including newly-elected members, and said officers shall hold office at the pleasure of the Board until the next Annual Meeting and until their successors shall have been elected and qualified. Where a vacancy occurs in an office, it shall be filled by the Board for the unexpired term.

- B. President. The President shall be the Chief Executive Officer of the Corporation, with final say in matters of arbitration, subject to the Board of Directors as a whole. The President shall preside at all meetings of the Board of Directors, and shall have the power to execute such contracts, deeds, bonds and other evidences of indebtedness, leases and other documents as shall be required by the Corporation when authorized by a resolution of the Board or by these Bylaws; and, in general, shall perform all such other duties incident to the office of President and Chief Executive Officer and such other duties as may from time to time be prescribed by the Board of Directors.
- C. Vice President. The Vice President shall act as Chief Executive Officer in the absence of the President and, when so acting, shall have all the power and authority of the President. Further, the Vice President shall have such other and further duties as may from time to time be assigned by the Board of Directors.
- D. Secretary. The Secretary shall record and preserve the minutes of the meetings of the Board of Directors, shall be responsible for authenticating records of the Corporation, shall cause notices of all meetings of the Board of Directors to be given to the members thereof, and shall perform all other duties incident to the office of Secretary or as from time to time directed by the Board of Directors or by the President.
- E. Treasurer. The Treasurer shall be responsible for all funds of the Corporation, shall direct that such funds be deposited in such bank or banks as the Board of Directors may from time to time determine, and shall make reports to the Board of Directors as requested by the Board. The Treasurer shall see that an accounting system is maintained in such a manner as to give a true and accurate accounting of the financial transactions of the Corporation, that reports of such transactions are presented promptly to the Board of Directors, that all expenditures are presented promptly to the Board of Directors, that all expenditures are made to the best possible advantage, and that all accounts payable are presented promptly for payment. The Treasurer shall further perform such other duties incident to his or her office and as the Board or the President may from time to time determine.
- F. Chief Operations Officer (COO). The Chief Operations Officer shall be considered a staff officer rather than an Officer of the Corporation. The COO shall participate in and facilitate the functions of all Operations Committees. The COO shall be responsible for tracking and reporting on key performance indicators, assisting the Committees with meeting their objectives in a timely manner, and seeing that all OTA programs are proceeding forward under the direction of the Executive

Committee. The COO is a key component of the Executive Committee. Additionally, the COO shall be responsible for overseeing property and vehicle maintenance. The COO may be assigned additional duties by the President or the Board of Directors.

- G. Operational Authority. The Officers of the Corporation, except as restricted by law or authorizing resolution, and when acting with unanimous written consent less 1, shall have and exercise the authority of the Board of Directors between meetings of the Board of Directors, save that the Officers shall have no power to alter or amend the Bylaws of the Corporation, nor to bind the Corporation by any contract or engagement, or to pledge its credit, or to render it liable pecuniarily for any purpose or in any amount in excess of \$5,000.
- H. Removal and Resignation. Any officer may be removed, with or without cause, by the vote of a majority of the entire Board of Directors at any meeting of the Board. Any officer may resign at any time by giving written notice to the Board of Directors, the President or the Secretary. Any such resignation or removal shall take effect at the time specified therein.

## **COMMITTEES**

- A. Board Committees. The Board of Directors, by a resolution adopted by a majority of the Directors in office, may designate one or more other Board Committees, each of which shall consist of at least one Director. Such committees may also have Delegates as members. Such Committees shall, to the extent provided in such resolution, have and exercise the authority of the Board of Directors to the extent designated by the Board. Such committees shall continue to exercise the powers given to them by the Board of Directors until the Board of Directors, by a resolution adopted by a majority of the Directors in office, determine that the foregoing committees shall no longer exist. The following are designated Standing Board Committees:
  - 1) Standing Board Committee: Rules, Governance and Finance (RGF). The Rules, Governance and Finance Committee shall be responsible for administrative oversight of the Corporation. The Rules, Governance and Finance Committee shall maintain, update and enforce the Bylaws and policies of the Corporation as needed, and shall govern and oversee all audit and compliance activities of the Corporation, including required filing requirements with government entities necessary to maintain the Corporations nonprofit status.
  - 2) Standing Board Committee: Recruiting and Nominating (RN). The Recruiting and Nominating Committee is responsible for the growth of the organization as a whole, particularly with regard to Officers and Directors, but without neglecting the growth of the membership as a whole. In addition to Officers and Directors, the Recruiting and Nominating Committee identifies opportunities for the

organization and recruits individuals with the appropriate and necessary skill sets to take advantage of those opportunities.

B. Operations Committees. The Board of Directors shall establish and empower an Executive Committee to form various Operations Committees as may be needed from time to time. Operations Committees will report to and be overseen by the Executive Committee, who shall also have authority to terminate any Operations Committee not designated as a Standing Operations Committee in the Bylaws. Each Standing Operations Committee shall have the power to nominate and elect a Chairperson of that committee by a majority vote, and shall consist of at least one Director. A Committee Chair of a Standing Operations Committee shall serve at the pleasure of said Committee, and may be removed by a majority vote at a duly called regular or special meeting of that Committee according to the process outlined in Article IV. A Committee Chair of a Standing Operations Committee may also be removed by the Executive Committee when acting with unanimous written consent, less 2. The duties of each Standing Operations Committee listed here shall be subject to amendment and alteration by the Executive Committee to reflect the needs of the Corporation.

1) Executive Committee. All Officers of the Corporation, plus the head of each Standing Operations Committee and the Chief Operations Officer, shall form an Executive Committee. Except as restricted by law or authorizing resolution, and when acting with unanimous written consent less 2, the Executive Committee shall have and exercise the authority of the Board of Directors between meetings of the Board of Directors, save that the Executive Committee shall have no power to alter or amend the Bylaws of the Corporation, nor to bind the Corporation by any contract or engagement, or to pledge its credit, or to render it liable pecuniarily for any purpose or in any amount in excess of \$10,000.

C. Standing Operations Committee.

1) Communications. The Communications Committee shall be responsible for all internal and external communications of the Corporation, shall provide and maintain all official communications channels, and shall be responsible for setting standards for participation within those channels, including authorizing persons to speak on behalf of the Corporation and establishing appropriate, professional standards for the design and editing of communications materials. The Communications Committee shall be tasked with maintaining and updating the Corporation's website and style guide.

2) Construction and Maintenance (CM). The Construction and Maintenance Committee shall be responsible for the physical Ozark Trail. The Construction and Maintenance Committee shall monitor and report on trail conditions, shall oversee the Adopt-a-Trail and Sawyer programs, and shall make sure the trail is blazed according to accepted policy. Furthermore, the Construction and Maintenance shall be responsible for establishing standards for training and certifying Crew Leaders and Event Leaders, and shall be responsible for recruiting



individuals to serve in that capacity. The Construction and Maintenance Committee shall oversee acquiring, maintaining and distributing all needed tools, including safety and First-Aid equipment, shall provide training in the use of such tools, including safety and First-Aid equipment, procedures and policies, and shall be tasked with initiating and supervising work outings for both construction and maintenance projects of all types, including Mega events.

- 3) Education and Outreach (EO). The Education and Outreach Committee shall be responsible for promoting the Corporation's mission to various user groups and interested parties, with a particular emphasis on outside groups. The Education and Outreach Committee shall encourage community involvement both inside and outside the organization, and shall seek out, design and run workshops and outreach events with the goal of getting the Corporation's brand and benefits in front of potential new members, new users and strategic partners. The Education and Outreach Committee shall be a prime component of all Special Events and shall be tasked with coordinating specific events branded by the Corporation and overseeing their successful outcome.
- 4) Fundraising. The Fundraising Committee shall oversee and be responsible for increasing the paid and volunteer membership of the Corporation, cultivating individual and corporate donors, and running membership drives, giving campaigns and other activities related to the Corporation's income. The Fundraising Committee shall also establish levels of membership with corresponding benefits as may seem appropriate from time to time. The Fundraising Committee shall be ultimately responsible for all grant applications and obligations, and shall seek to find and utilize sources of donated goods and services of all types as needed by the Corporation.
- 5) Planning and Trail Development (PTD). The Planning and Trail Development Committee shall be responsible for recommending to the Board the future course of the trail, including trail design, layout and general scope within the vision promulgated by the Corporation. The Planning and Trail Development Committee shall apply for and maintain appropriate Memorandums of Understanding, easements, usage and public access commitments, and other needed agreements with various land managers and owners, and shall maintain and update the status and designation of the Ozark Trail as a National Recreation Trail.

## **ARTICLE VII**

### **GENERAL PROVISIONS**

- A. Contracts, Etc., How Executed. Except as in these Bylaws otherwise provided or restricted, the Board of Directors may authorize any officer or officers, agent or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances; and, unless so authorized, no officer, agent or

employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable pecuniarily for any purpose or in any amount.

- B. Deposits. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation with such banks, bankers, trust companies or other depositories as the Board of Directors may select or as may be selected by any officer or officers, agent or agents of the Corporation to whom such power may be delegated from time to time by the Board of Directors.
- C. Checks, Drafts, etc. All checks, drafts or other orders for the payment of money, notes, acceptances or other evidence of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation, and in such manner as shall be determined from time to time by resolution of the Board of Directors in accordance with the provisions of these Bylaws. Endorsements for deposit to the credit of the Corporation in any of its duly authorized depositories may be made without countersignature, by the President, Vice President or Treasurer, or by any other officer or agent of the Corporation to whom the Board of Directors, by resolution, shall have delegated such power, or by hand-stamped impression in the name of the directors.

## **ARTICLE VIII**

### **CONFLICT OF INTEREST**

No contract or transaction between the Corporation and one or more of its directors or officers, or between the Corporation and any other corporation, partnerships, association, or organization in which one or more of its directors or officers are directors or officers, or have a financial interest, shall be void or voidable solely for that reason, or solely because the director or officer is present at or participates in the meeting of the Board or committee thereof which authorizes the contract or transaction, or solely because his or her or their votes are counted for such purposes, if the material facts as to his or her relationship or interest and as to the contract or transaction are disclosed or are known to the Board of Directors or the committee, and the Board or committee in good faith, taking into account the fairness of contract or transaction, authorizes the contract or transaction by the affirmative votes of a majority of the disinterested directors present.

**ARTICLE IX  
AMENDMENTS**

Amendment of Articles of Incorporation. The Articles of Incorporation of the Corporation may be amended by a majority vote of the Board of Directors. The Corporation shall provide notice to each member of the Board of Directors of any meeting at which an amendment is to be voted on. Such notice stating that the purpose, or one of the purposes, of such meeting is to consider a proposed amendment to the Articles of Incorporation and such notice contain or be accompanied by a copy or summary of the amendment or state the general nature of the amendment.

Amendment of Bylaws. These Bylaws, excepting the provisions of Article I hereof, may be amended by a majority vote of the Board of Directors.

**ARTICLE X**

**INDEMNIFICATION**

- A. Mandatory Indemnification. The Corporation shall indemnify any Director who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the Director was a party because he or she is or was a Director of the Corporation against reasonable expenses actually incurred by the Director in connection with the proceeding.
- B. Permissive Indemnification.
- 1) The Corporation may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative or investigative, other than an action by or in the right of the Corporation, by reason of the fact that he or she is or was a Director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation, or is or was serving at the request of the Corporation as a Director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise, against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit, or process if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had reasonable, cause to believe that his or her conduct was unlawful.
  - 2) The Corporation may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or

in the right of the Corporation to procure a judgment in its favor by reason of the fact that he or she is or was a Director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a Director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise against expenses, including attorneys' fees, and amounts paid in settlement actually and reasonably incurred by him or her in connection with the defense or settlement of the action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation; except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his or her duty to the Corporation unless and only to the extent that the court in which the action or suit was brought determines upon application that, despite the adjudication of liability and in view of all the circumstances of the case, the person is fairly and reasonably entitled to indemnification for such expenses which the court shall deem proper.

- 3) To the extent that a Director, officer, employee or agent of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in subsections (1) and (2) of this section, or in defense of any claim, issue or matter therein, he or she shall be indemnified against expenses, including attorneys' fees, actually and reasonably incurred by him or her in connection with the action, suit, or proceeding.
- 4) Any indemnification under subsections (1) and (2) of this section, unless ordered by a court, shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the Director, officer, employee or agent is proper in the circumstances because he or she has met the applicable standard of conduct set forth in this section. The determination shall be made by the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to the action, suit, or proceeding, or if such a quorum is not obtainable, or even if obtainable a quorum of disinterested Directors so directs, by independent legal counsel in a written opinion.
- 5) Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of the action, suit, or proceeding as authorized by the Board of Directors in the specific case upon receipt of an undertaking by or on behalf of the Director, officer, employee or agent to repay such amount unless it shall ultimately be determined that he or she is entitled to be indemnified by the Corporation as authorized in this section.
- 6) The indemnification provided by this section shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under Section 537.117, Mo. Rev. Stat. 1986, any other provision of law, the Articles of Incorporation of the Corporation or these Bylaws or any agreement, vote of disinterested Directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Director, officer, employee or agent and

shall inure to the benefit of the heirs, executors and administrators of such a person.

- 7) The Corporation shall have the power to give any further indemnity, in addition to the indemnity authorized or contemplated under other subsections of this section, including subsection (6), to any person who is or was a Director, officer, employee or agent, or to any person who is or was serving at the request of the Corporation as a Director, officer, employee or agent of any other Corporation, partnership, joint venture, trust or other enterprise, provided such further indemnity is either (i) authorized, directed, or provided for in the Articles of Incorporation of the Corporation or any duly adopted amendment thereof or (ii) is authorized, directed, or provided for in these Bylaw or agreement of the Corporation which has been adopted by a vote of the Board of Directors of the Corporation, and provided further that no such indemnity shall indemnify any person from or on account of such person's conduct which was finally adjudged to have been knowingly fraudulent, deliberately dishonest or willful misconduct.
  - 8) For the purpose of this section, references to the "the Corporation" include all constituent corporations absorbed in a consolidation or merger as well as the resulting or surviving corporation so that any person who is or was a Director, officer, employee or agent of such a constituent corporation or is or was serving at the request of such constituent corporation as a Director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise shall stand in the same position under the provisions of this section with respect to the resulting or surviving corporation as he or she would if he or she had served the resulting or surviving corporation in the same capacity.
  - 9) For purposes of this section, the term "other enterprise" shall include employee benefit plans; the term "fines" shall include any excise taxes assessed on a person with respect to an employee benefit plan; and the term "serving at the request of the Corporation" shall include any service as a Director, officer, employee or agent of the Corporation which imposes duties on, or involves services by, such Director, officer, employee, or agent with respect to an employee benefit plan, its participants, or beneficiaries; and a person who acted in good faith and in a manner he or she reasonably believed to be in the interest of the participants and beneficiaries of an employee benefit plan shall be deemed to have acted in a manner "not opposed to the best interests of the Corporation" as referred to in this section.
- C. Insurance. The Corporation may purchase and maintain insurance on behalf of an individual who is or was a Director, officer, employee, or agent of the Corporation, or who, while a Director, officer, employee, or agent of the Corporation, is or was serving at the request of the Corporation as a Director, officer, partner, trustee, employee, or agent of another foreign or domestic business or nonprofit Corporation, partnership, joint venture, trust, employee benefit plan, or other enterprise, against liability asserted against or incurred by him or her in that capacity or arising from his or her status as a Director, officer, employee, or agent,

whether or not the Corporation would have power to indemnify the person against the same liability under section (A) or (B) above.

**ARTICLE XI**

**AMENDMENTS TO ARTICLES AND BYLAWS**

Any amendments to the Articles of Incorporation or the Bylaws of the Corporation must be approved:

By the Board of Directors, if the amendments do not relate to the number of directors, the composition of the Board of Directors, the term of office of directors or the method or way in which directors are elected; and

By the Members by two-thirds (2/3) of the votes cast at a meeting, or by consent in writing, at which a quorum is present or a majority of the Members, whichever is less.

As adopted on the 29<sup>th</sup> day of April, 2017.

# INSERT 5-YEAR STRATEGIC PLAN

Additional informational documents are available upon request. If you are interested in receiving a copy of one of the following documents, please email [admin@ozarktrail.com](mailto:admin@ozarktrail.com).

- Articles of Incorporation
- IRS Determination Letter
- 2020 Q4 Financial Report
- 2018 Form 990
- Promotional Material

## Ozark Trail Association Board Member Agreement

As a member of the Board of Directors, I understand I serve a **one, two or three-year term** and I understand that I have a legal and ethical responsibility to ensure that the organization does the best work possible in pursuit of its goals. I support the purpose and mission of the organization and pledge my commitment to assist in carrying out its work. I understand that as a board member:

1. I will attend a minimum of **two board meetings per year** in person or be available to participate by electronic method, otherwise I may be removed from the board.
  - a. Meetings are held in January, April, August and November.
2. I will serve on at least **one board committee**.
3. I will keep my **membership** active while serving on the board.
4. I will actively participate in **one or more events**. This may include volunteering at a fundraising event, construction/maintenance event, individual and/or special event solicitation, silent auction donations, direct mail appeals or other means.
5. I have a legal, fiscal and moral responsibility, along with my fellow board members, for the well-being of this organization. As such, it is my responsibility to:
  - a. Be familiar with our budget and take an active part in the budget planning process.
  - b. Excuse myself from discussions, decisions and votes where I may have a conflict of interest. A member of any OTA decision-making body has a conflict of interest whenever that member:
    - (1) Is a principal, partner, or corporate officer of a business providing, or being considered as a provider of, products or services to OTA (“Business”); **or**
    - (2) Serves on the board of directors of the Business unless the individual’s only relationship to the Business is service as OTA’s representative on such board;Members with a conflict of interest must immediately disclose such conflict of interest prior to participating in any discussions or vote of an OTA decision-making body that pertains to the Business. Such members may not participate in any discussions related to that Business other than to respond to questions asked of them by other members of the body. A member may not vote on any matter in which the member has a conflict of interest.

**As a board member, I understand that the organization will be responsible to me in the following ways:**

1. I will be sent quarterly financial reports and updates of organizational activities that allow me to meet my responsibilities as a board member.
2. I will have information about programs, policies, goals and objectives as appropriate.
3. The staff and other board members will respond in a straightforward fashion to questions that I feel are necessary to carry out my fiscal, legal and moral responsibilities to the organization.
4. The organization will carry directors’ and officers’ liability insurance.

I acknowledge that I have received the board packet, and that I have read and understand the expectations of me as a member of the board of directors of the Ozark Trail Association.

Print Name: \_\_\_\_\_ Date: \_\_\_\_\_

Signature: \_\_\_\_\_