

Southeast Land Trust of New Hampshire
BRCF Management Committee Meeting

October 18, 2022

6:00 pm – 8:00 pm

New Durham Community Room

Join Zoom Meeting:

<https://us02web.zoom.us/j/84528533264?pwd=bTBMZFJPbi9DTFR3d2lzUnFod3I1UT09>

Meeting ID: 845 2853 3264 Passcode: 591637

- 1) September 2022 minutes (10 min)
 - a) Approve minutes
 - b) Update status to any actions needed (quick review)
- 2) Updates (10 min)
 - a) MMRG
 - b) Powder Mill Snowmobile Club
 - c) Trails Committee
 - d) Accessible Trail Funding
- 3) 2023 draft Budget Review (10 min)
- 4) Education & Outreach working group (15 min)
- 5) Cabin uses and recommended improvements (30 min)
- 6) Conflict of Interest determination - Russ Weldon's equestrian trail ride proposal (30 min)
- 7) Other business? (15 min)
- 8) Next meeting TBD March/April 2023

Birch Ridge Community Forest Management Committee (MC) – 6th Meeting

27 September 2022, 6:00 - 8:30pm,
Town of New Durham Community Room & Zoom video

Draft Minutes

Participants: Charlie Bridges (Chair), Debbie Goard (SELT), Yohann Hanley (SELT)
Lee Alexander, Mike Gelinas, Cathy Orlowicz, and Russ Weldon,
Via Zoom: Conner Breton (SELT), Lorrie Drake, Lew Shelly, and Emma Tutein.

1. Minutes of 28 April 2022 MC meeting

- a. Approved - no changes.
- b. Status of action items

Trail Maintenance Volunteers – Russ mentioned there is an enthusiastic local group of trail maintenance persons (called the “Exploradoras”). Russ will get back to Yohann as to the best POC. Yohann will work with Matt Murphy to identify other interested persons.

Proposed Sledding Hill – The proposed location is on the north side of the Birch Hill Road parking lot. It would include two different slopes: a beginner and advanced (see PP slide). Debbie prefers that more specifics be included in the next Management Plan. Yohann will explore possible permitting needs (e.g., for “pocket wetland” area). Construction would occur in summer 2023. Russ estimates about two days to construct.

Gravel for parking lots – Is needed for both lots. Connor is the SELT POC.

2. Introduction of new SELT staff and explanation of roles for BRCF

Debbie provided an update on new SELT staff and their responsibilities (see PP slide).

Connor Breton – Forest and Wildlife

Yohann Hanley – Trails and Community

3. Updates

a. Moose Mountain Regional Greenway (MMRG) – There was a sponsored a Hawk Watch” last Saturday (24 Sep 2022). Approximately 15 pers attended; many hawks observed. Russ mentioned recent snowmobile trail work in the Ellis Hatch Wildlife Area that connects MMRG to BRCF. Charlie and Lee also met Veronica Bodge (new Land Agent for MMRG) and provided a brief tour of MU 1.

b. Powder Mill Snowmobile Club (PMSC) – Mike mentioned the following trails have been completed:

Camp Pride – In addition to BRCF, the trail goes around the Camp Pride cabin area before connecting to Corridor 22.

Blueberry Barrens/Birch Ridge Trail – This new trail goes up from Corridor 22 thru the recently reclaimed blueberry barrens area to a *cul de sac* that provides expansive views of MM Lake and the surrounding areas. According to Rebecca DiGirolomo (NH Coop Extn Forester) USFS may have funding to conduct a prescribed burn using a contractor from NJ. Connor will follow up. Most likely it will not be possible to accomplish a controlled burn in spring 2023. Perhaps in the fall 2023. Conner will be the SELT lead on this effort.

Mowing trails and new clearings were performed. Mike mentioned that scenic loop was mowed three times. Mike has submitted a tentative budget to SELT for planned mowing in 2023.

c. Trails Working Group – Did not meet since last MC meeting. But most of what was planned has been accomplished. Creating a X-country ski trail has been agreed, but the route should not be mowed until later this fall.

Mike mentioned there may be an opportunity for a RTP (Rec Trail Program) grant (max \$80K).

Debbie will provide an update on “Accessible Trail” planning and fund raising at Oct 2022 MC meeting.

Charlie mentioned that there concern about a camp site in the large clearing below the Cabin. Debbie said that “No camping” will be put on maps and a sign on the Cabin.

The current gates are quite long, and sometimes dysfunctional. Yohann will investigate.

d. Update to Management Plan – Debbie, Charlie, and Lee are working on this. Target date for next draft is Spring 2023.

e. 2022 Budget Update – Debbie reviewed what was funded and accomplished (see her 23 Sep 2022 Memo).

- Property & kiosk signage
- Minimum cabin needs for safety
- Mowing – if needed

4. Work Plan for 2022

a. Work done to date - see Debbie's e-mail Update sent on 23 Sep 2022 (included in the meeting packet.

b. Work remaining for 2022

- Updated trail maps
- Design trail intersection signs
- trail signs/blazes installed where needed
- Minimum cabin needs for safety (will be further discussion at Oct meeting)
- Kiosk for Brianne Rd.

5. Planning for 2023

a. Trails with known locations

- “All access trail” is the best term to use.
- South Shore Rd. connectors
- MU 5 & MU 6 (Stell/Young acquisition)
 - + new hiking trail (thru “beech sapling hell”)
 - + year-round re-route of Corridor 22
- Trails discussed – X-country ski trail
- Trail Maintenance
- “Yohann mentioned he likes a “trail adopters” (e.g., trail stewards) approach.

b. NRCS - EQIP funded work

Corridor 22 access road – Some improvements were made to enable better management access.

Forest Stand Improvement – Conner mentioned that he and Jon Martin recently met with Matt Larkin (NRCS) who was receptive to TSI work being performed in MU 4.

Lee mentioned the challenge performing TSI work in the designated Early Successional Forest Habitat located in MU 4. For the necessary equipment to be brought in (e.g., a bronto), a box culvert/bridge needs to be constructed across the major stream from the beaver impoundment. An ARM grant or one from NRCS may be needed to fund this construction. Conner will investigate.

c. Cabin needs

The New Durham Building Inspector visited the Cabin and made several safety recommendations. (e.g., need to remove the stove and stairs). Need to determine what are the basic needs for safety/code vs. long-term vision. In particular, need some understanding of what the cabin will be used for. Russ briefly described several potential uses.

Matt Murphy has contacted an architect who has offered (pro bono) to come up with a report/plan. This should be available before the next MC meeting.

Debbie pointed out that a decision should be made as to what should be the primary uses and how used. Ideally, it should meet the needs of both SELT and the community. This includes considerations for accessibility.

Conner also mentioned that the open cellar hole in front of the cabin needs to be addressed. Lew advised that fill materials will be available after the construction of the all access trail work.

Charlie said that a more in-depth discussion should take place at the October MC meeting regarding cabin use and improvements.

d. Events

There are various events that are sponsored and conducted by MMRG and SELT field trip/event. There are also some were/could be conducted Town of New Durham and Cooperative Extension. Potentially, this should be addressed by the Educational and Outreach WG. This will be discussed further at the October 2022 meeting.

Russ provided an overview of what took place during the 2022 MM Lake Marina Fireworks Show where the Cabin site was opened to the public to view the fireworks on MM Lake. In terms of parking and attendance, it was a success. But, more consideration needs to be made for enabling selected organized events to use a designated parking area that would be close to the Cabin (e.g., located within the "Exclusion Area"). Russ and Yohann will investigate. Russ also mentioned the possibility of fireworks being located on BRCF and viewed from MM Lake.

e. Other business – none

6. BRCF 2022 Field Trips for Management Committee (MC)

A MC field trip will be scheduled in early Oct 2022. SELT Land Stewardship Committee members to be invited as well.

Locations to visit: the sledding hill locations and the cellar hole site on MU 6. Debbie will send Doodle Poll for scheduling (e.g., weekdays in the morning and/or weekends)

7. Other business?

None brought up or discussed

8. Next meeting – 18 October 2022 (6-8pm)

May be held SELT HQ rather than New Durham Community Room

Meeting adjourned at 8:15pm.

Note: Grey highlights indicated action items.

Birch Ridge Community Forest 2023 Budget

Activity/Code	Expense	Comments	Source of		NRCS-EQIP	Other Grants / Funds	Notes
			SELT	Short-term Capitol Funds			
5210 · Printing & copying	\$30	2 pages @ \$0.30/ page - 100 trail guides	\$30				
8600 · Property Taxes	\$1,800	based on assumed cost of \$1,756 in 2022	\$1,800				
5531 · Building Maintenance	TBD	Work to cabin				TBD	Cost and funding TBD
5532 · Mowing & Brush Hogging	\$450	1.5 hrs/month May-Oct around cabin = 9 hrs @ \$50/hr	\$450				
	\$1,000	trails \$50 per/hour for 50 hours	\$1,000				
	\$250	large landing by cabin if doing while mowing trail 5 hours	\$250				
	\$350	mow cabin 7 hours both side of stone wall \$350;	\$350				
5533 · Snowplowing	\$0	assume 5 storms @ \$75 each for Merrymeeting Road parking lot					Volunteered time est. \$350
5538 · Road Maintenance	\$21,120	EQIP access road contract item 1a;			\$21,120		
	\$11,255	EQIP erosion control contract items 12a, 13a, 14a			\$11,255		
	\$3,000	Maintenance of Birch Hill Road	\$3,000				
9416 - Trail Consultant	\$500	Route for year-round access; <i>Possible costs for All Access Trail</i>	\$500				
9418 - Graphic Designer	\$175	Cathy - map design	\$175				
9445 - Printing	\$320	4 temporary trail maps for kiosks @ \$80 each	\$240	\$80			
9612 · Timber Stand Improvement	\$11,247	NRCS contract item 11a			\$11,247		
9618 · Early Succession Habitat	\$55,757	NRCS contract item 7a			\$55,757		
9652 · Parking, Grading and Earthwork	\$0	<i>Possible costs for All Access Trail.</i> Sledding Hill					Sledding hill estimated \$10,000 donated time
9654 · Trail Construction	\$125,000	<i>Possible costs for All Access Trail. All costs for trail captured here.</i> <i>Installation of year-round access on BRCF addition</i> <i>Hiking/possible bike trail on BRCF addition</i> <i>Mid lake trail</i>	\$125,000			TBD	Fundraising or RTP grant for All Access Trail; \$20,000 for year-round and \$5,000 for Mid Lake Trail donated time
9658 · Signs, Kiosk Panels	\$799	Assumes 1 a panel (225), 1 b panel (250) and shipping (\$24) for the Brienne Rd entrance.; estimate of 10 signs for trail intersections @ \$30 each includes shipping on BRCF addition		\$799			
	\$1,642	estimate of 45 signs for trail intersections @ \$30 each includes shipping on original BRCF	\$1,642				
9659 · Land Management Services	\$800	gate installation at Brienne Rd		\$800			
	\$0	<i>Possible costs for All Access Trail</i>					Cost captured in 9654
	TBD	Controlled burn				TBD	
9660 · Lumber and Hardware	\$360	18 sign posts @ \$20 each on original BRCF	\$360				
	\$1,580	Kiosk materials for Brienne Rd; 4 sign posts @ \$20 each on BRCF addition		\$1,580			
	\$0	<i>possible costs for All Access Trail</i>					
9662 · Gravel, Rock and Other Material	\$0	<i>possible costs for All Access Trail</i>					
9664 · Gates, Bridges etc	\$1,200	Gate at Brienne Rd or other location needed on BRCF addition		\$1,200			
Total expenses	\$238,635		\$134,797	\$4,459	\$99,379	TBD	

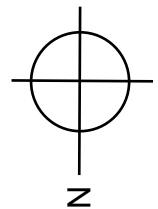
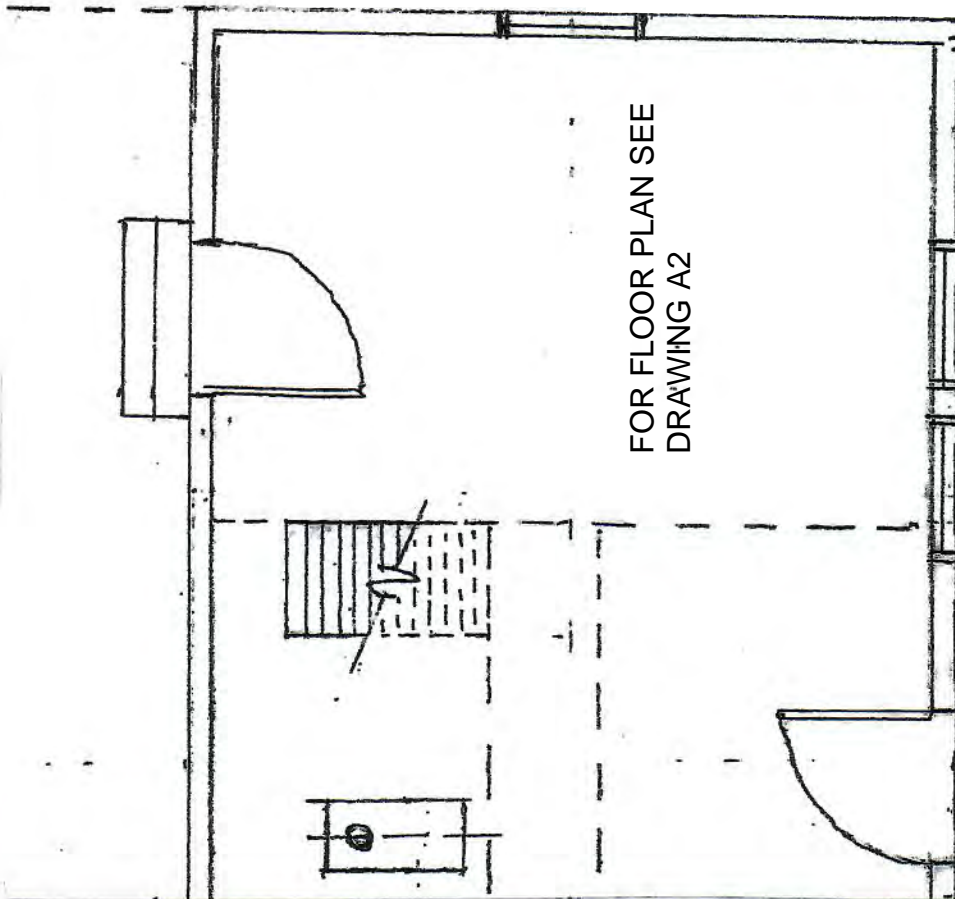
* Note: Budget expenses do not include staff time

EXISTING
PARTIAL SITE PLAN

THE CABIN ON BRKF

DATE: 9.23.22
SCALE: 1/4"=1'-0"

A-1

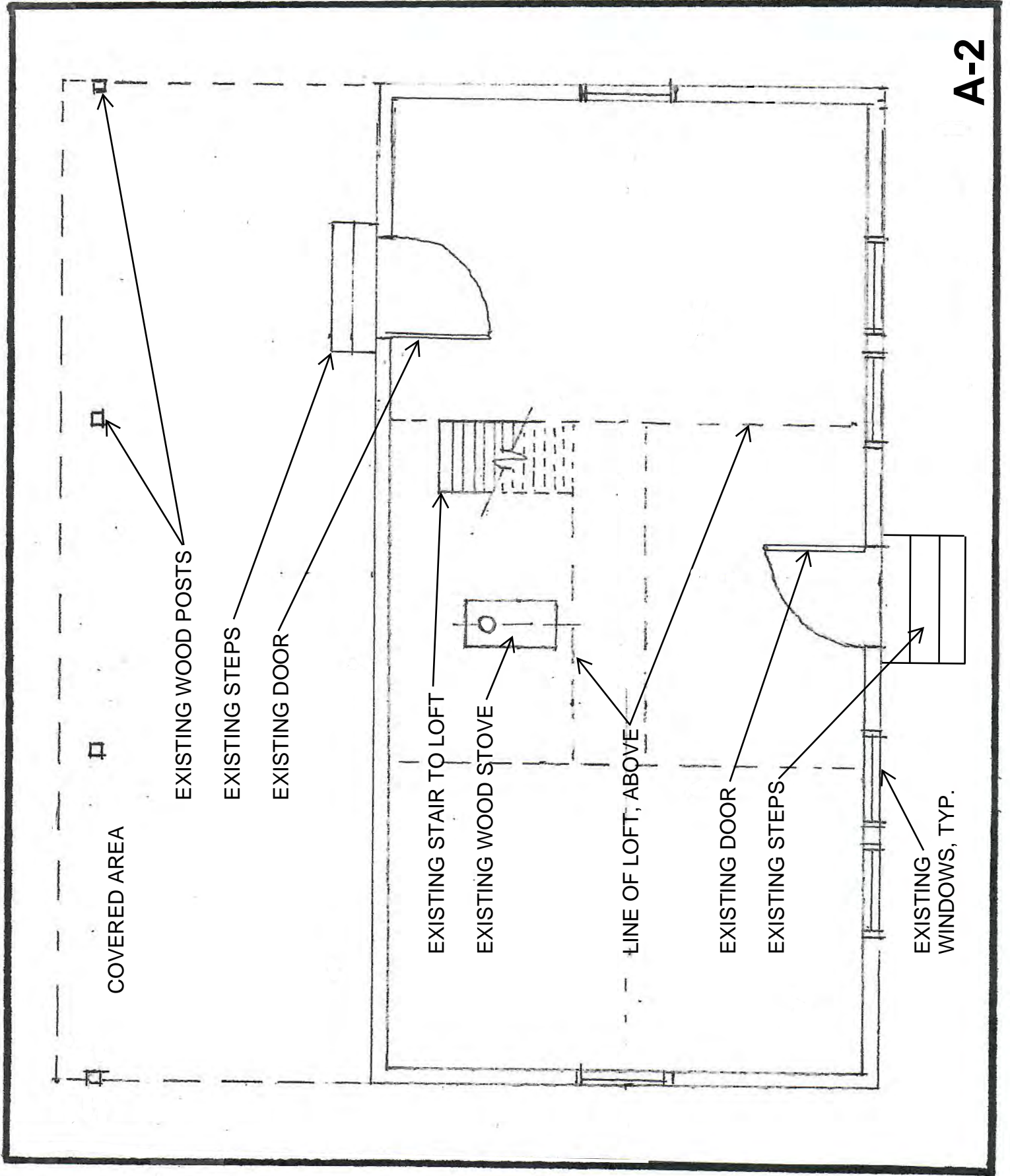


THE CABIN ON BRKF

DATE: 9.23.22
SCALE: 1/4"=1'-0"

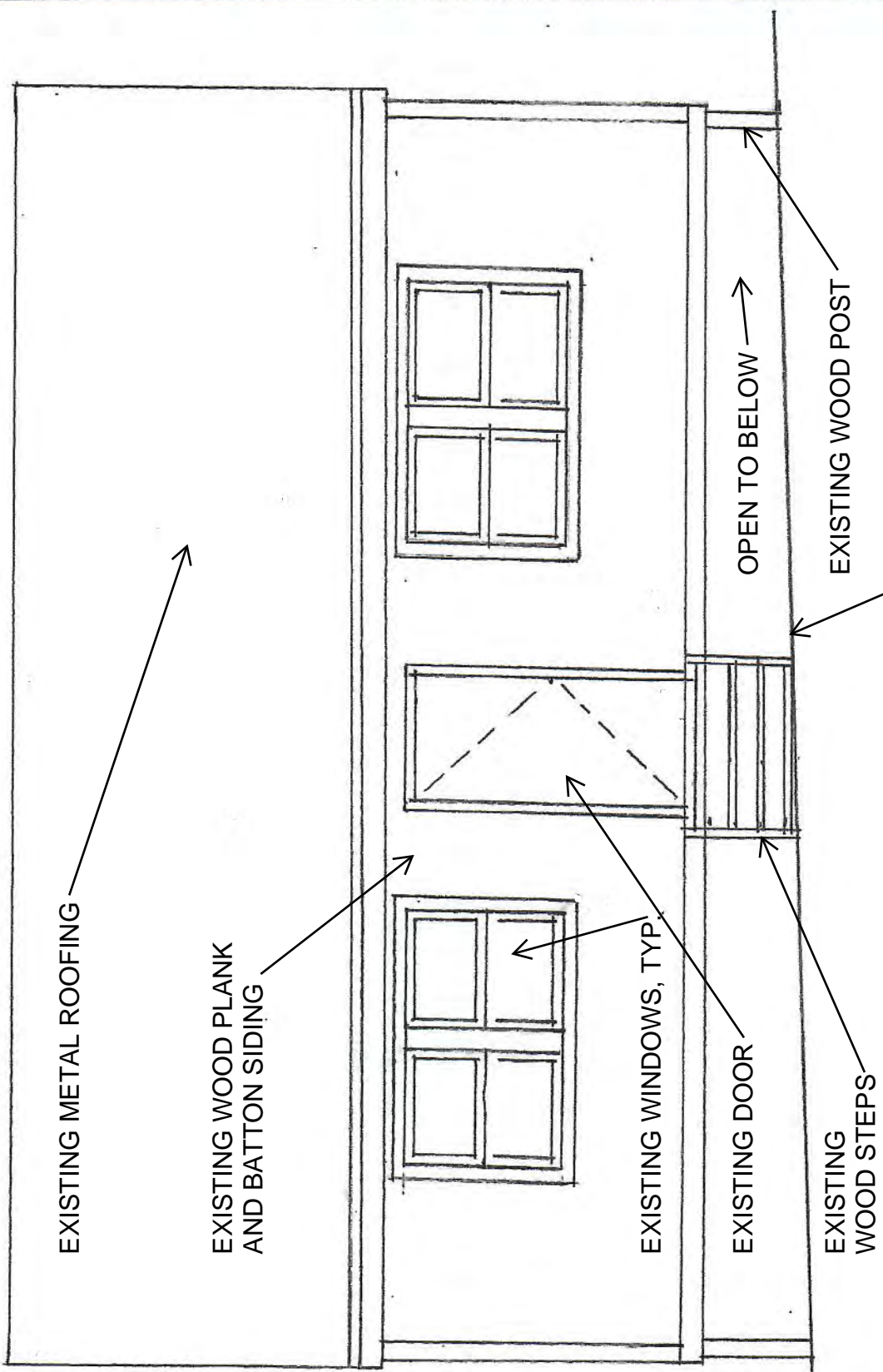
EXISTING FLOOR PLAN

A-2



EXISTING
FRONT ELEVATION

A-3



EXISTING METAL ROOFING

EXISTING WOOD PLANK
AND BATTON SIDING

EXISTING WINDOWS, TYP.

EXISTING DOOR

EXISTING
WOOD STEPS

OPEN TO BELOW

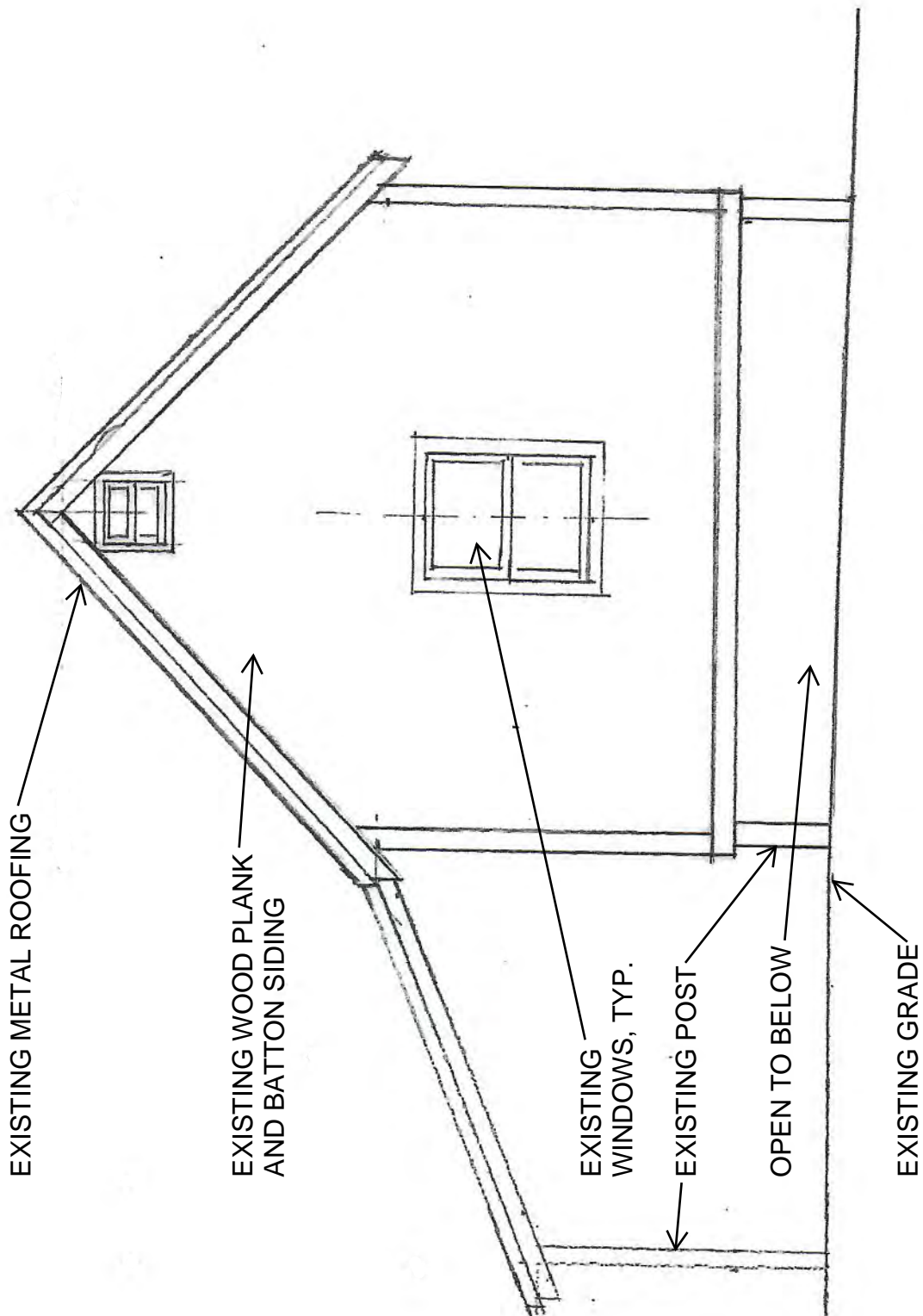
EXISTING WOOD POST

EXISTING GRADE

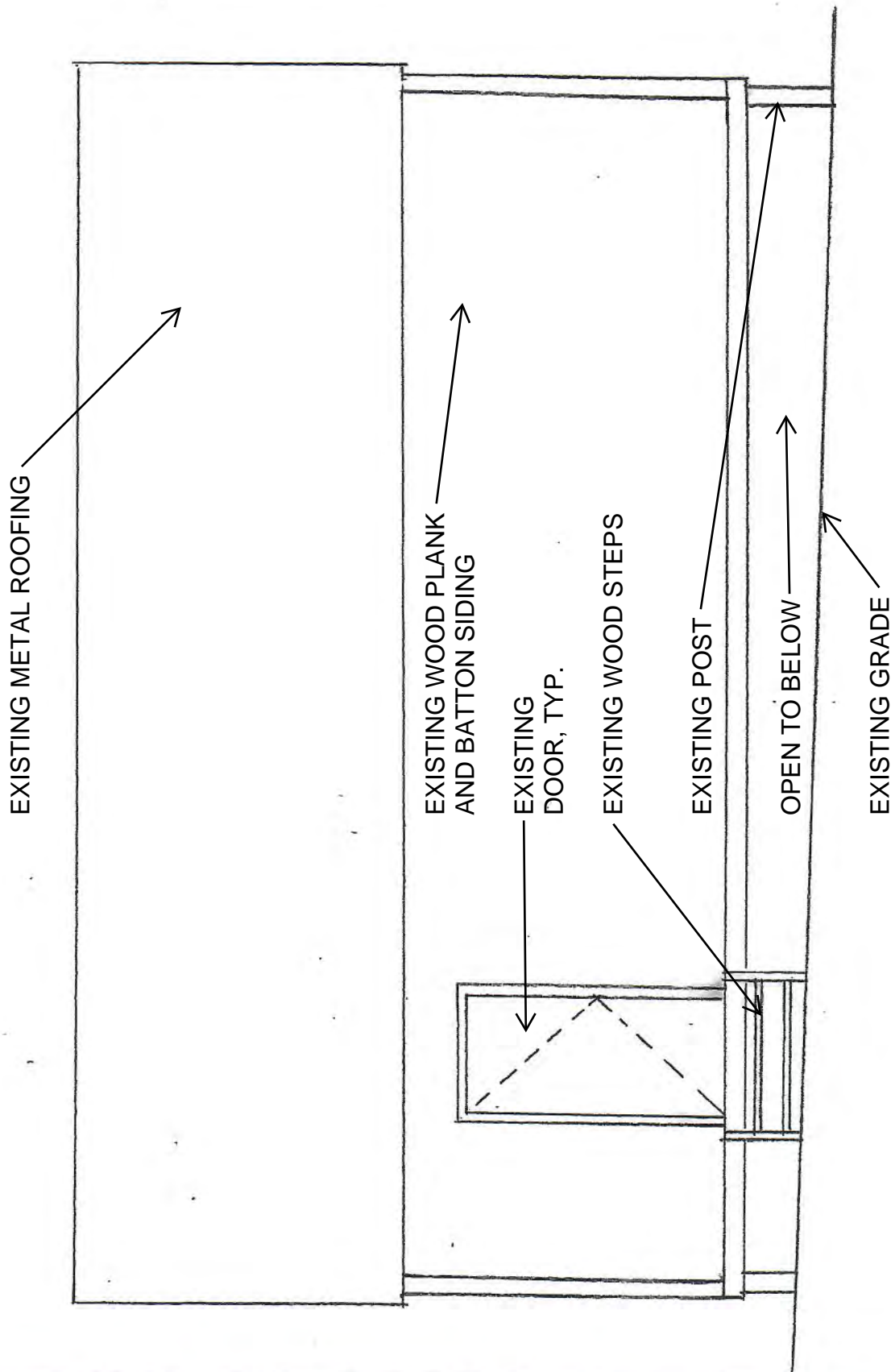
EXISTING
NORTH ELEVATION

THE CABIN ON BRKF
DATE: 9.23.22
SCALE: 1/4"=1'-0"

A-4



A-5



THE CABIN ON BRKF

DATE: 9.23.22

SCALE: 1/4"=1'-0"

EXISTING

EAST ELEVATION

THE CABIN ON BRKF
EXISTING
EAST FULL ELEVATION

DATE: 9.23.22
SCALE: 1/4"=1'-0"

A-5.1

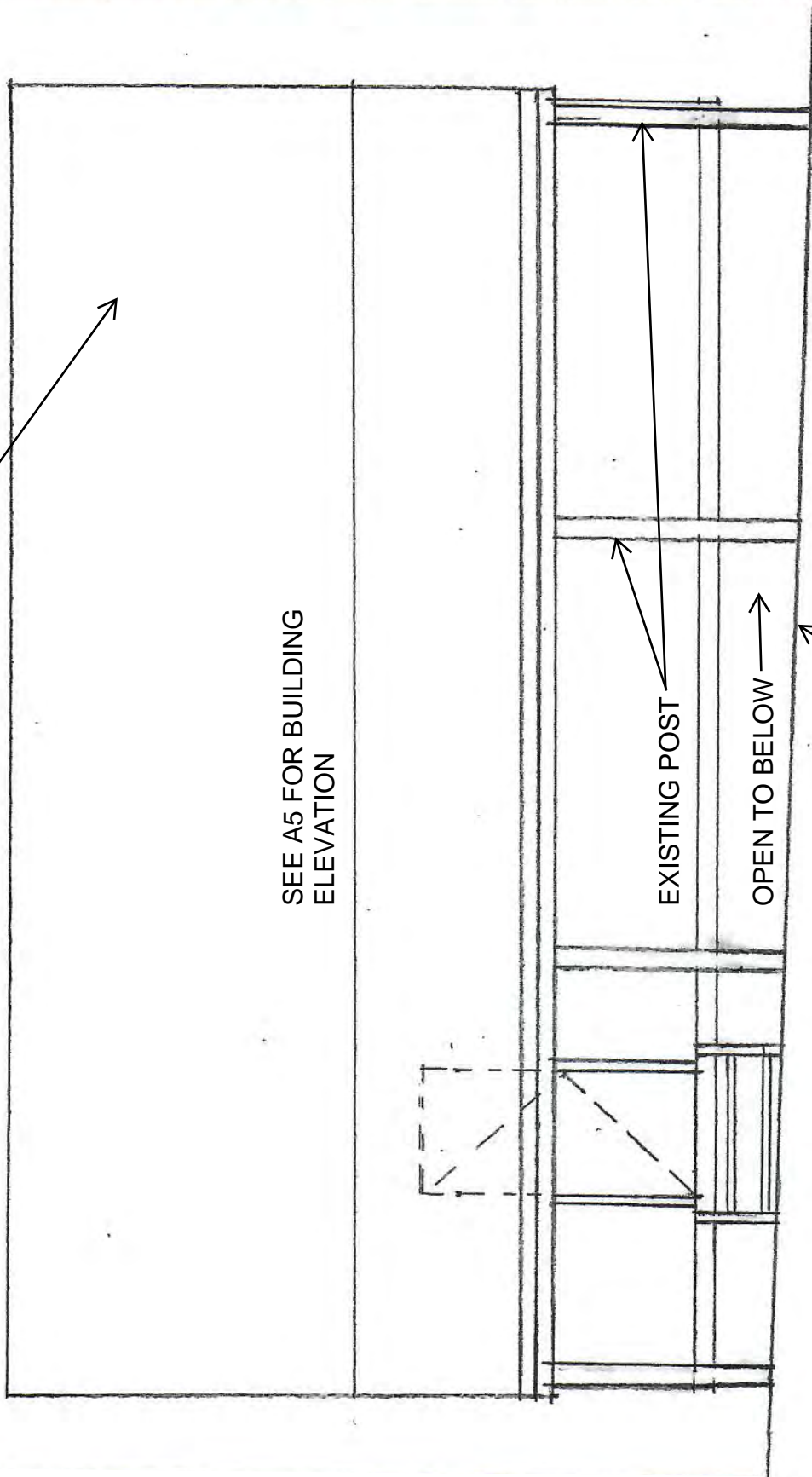
EXISTING METAL ROOFING

SEE A5 FOR BUILDING
ELEVATION

EXISTING POST

OPEN TO BELOW

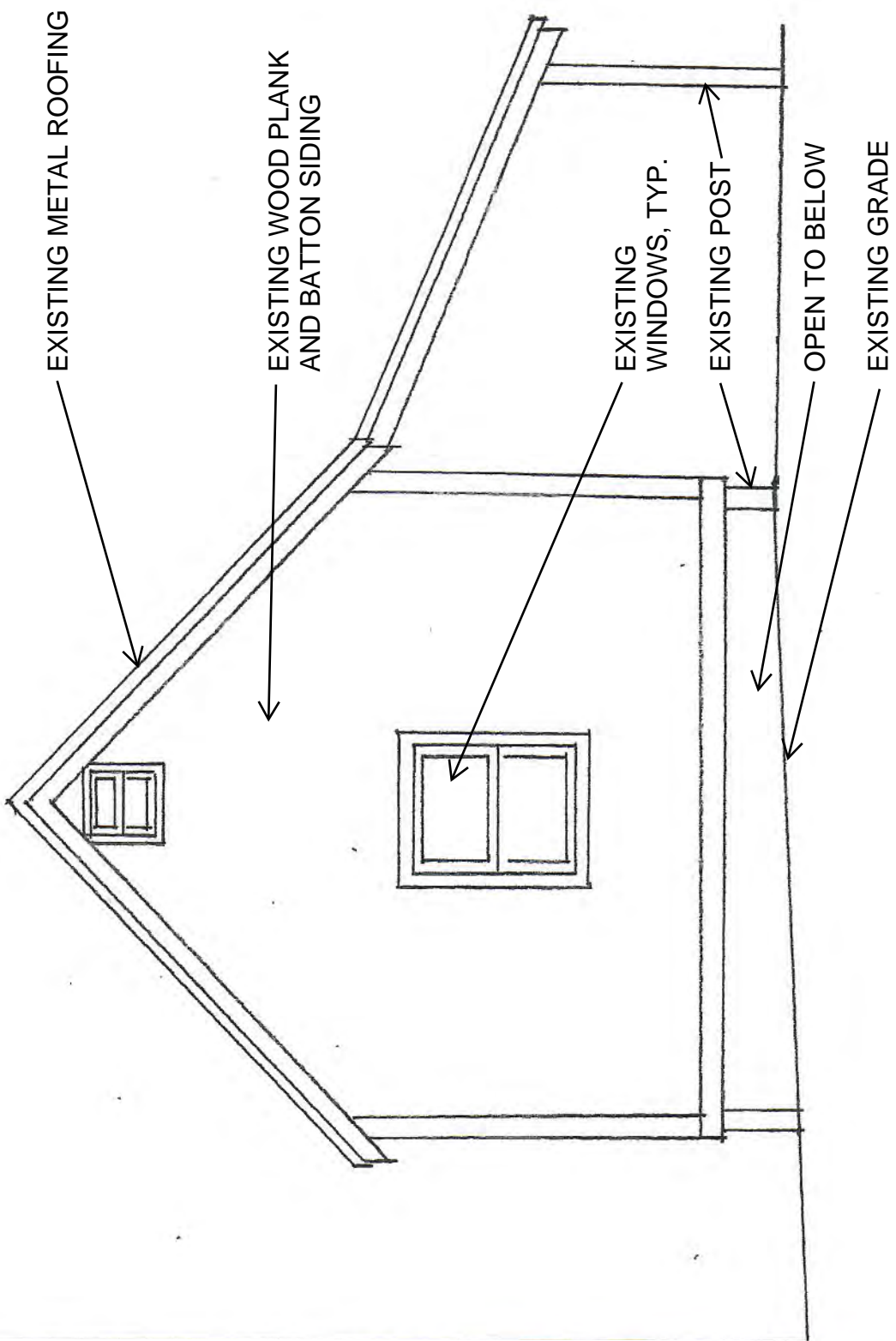
EXISTING GRADE



EXISTING SOUTH ELEVATION

THE CABIN ON BRKF
DATE: 9.23.22
SCALE: 1/4"=1'-0"

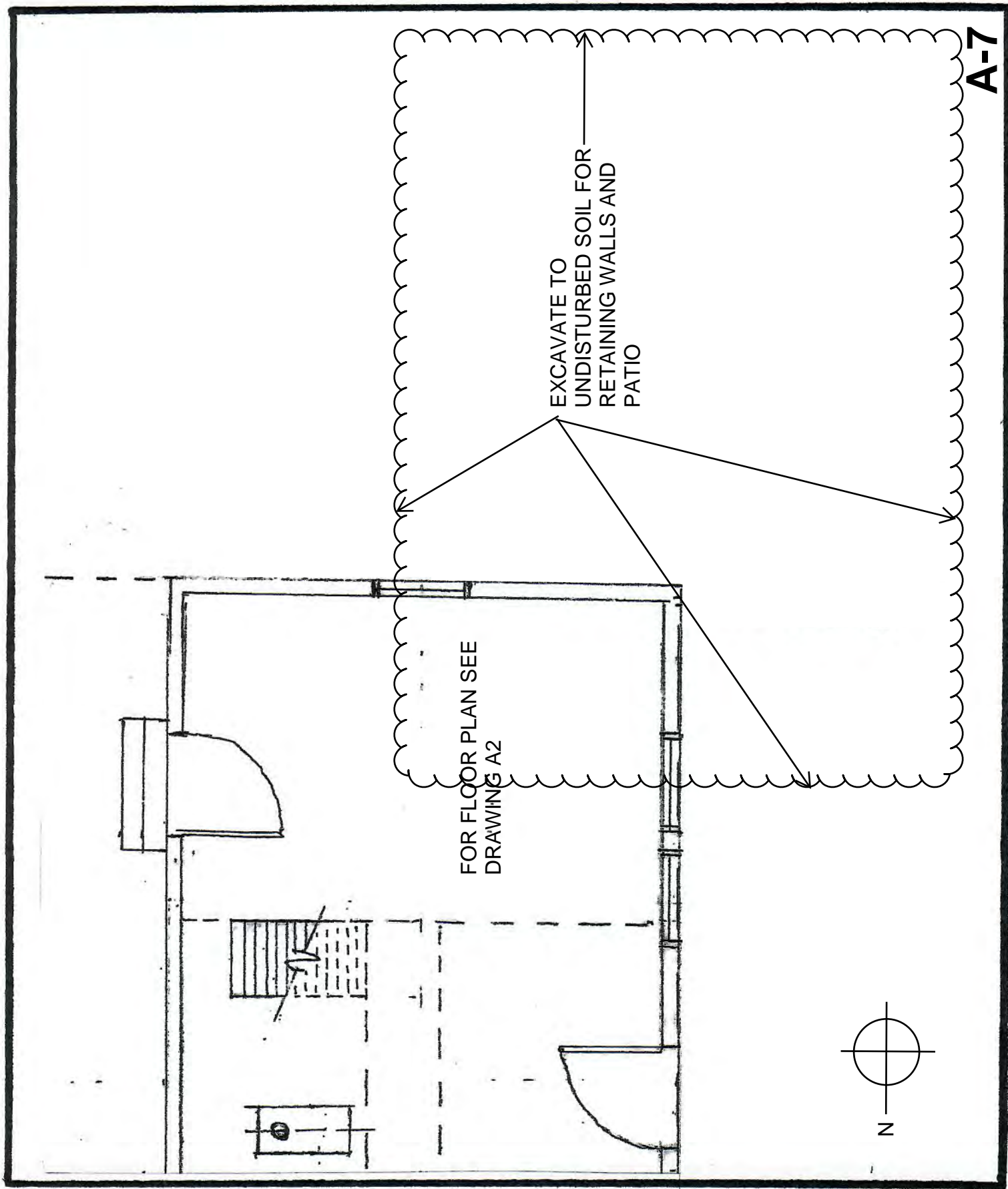
A-6



DEMOLITION
PARTIAL SITE PLAN

THE CABIN ON BRKF

DATE: 9.23.22
SCALE: 1/4" = 1'-0"

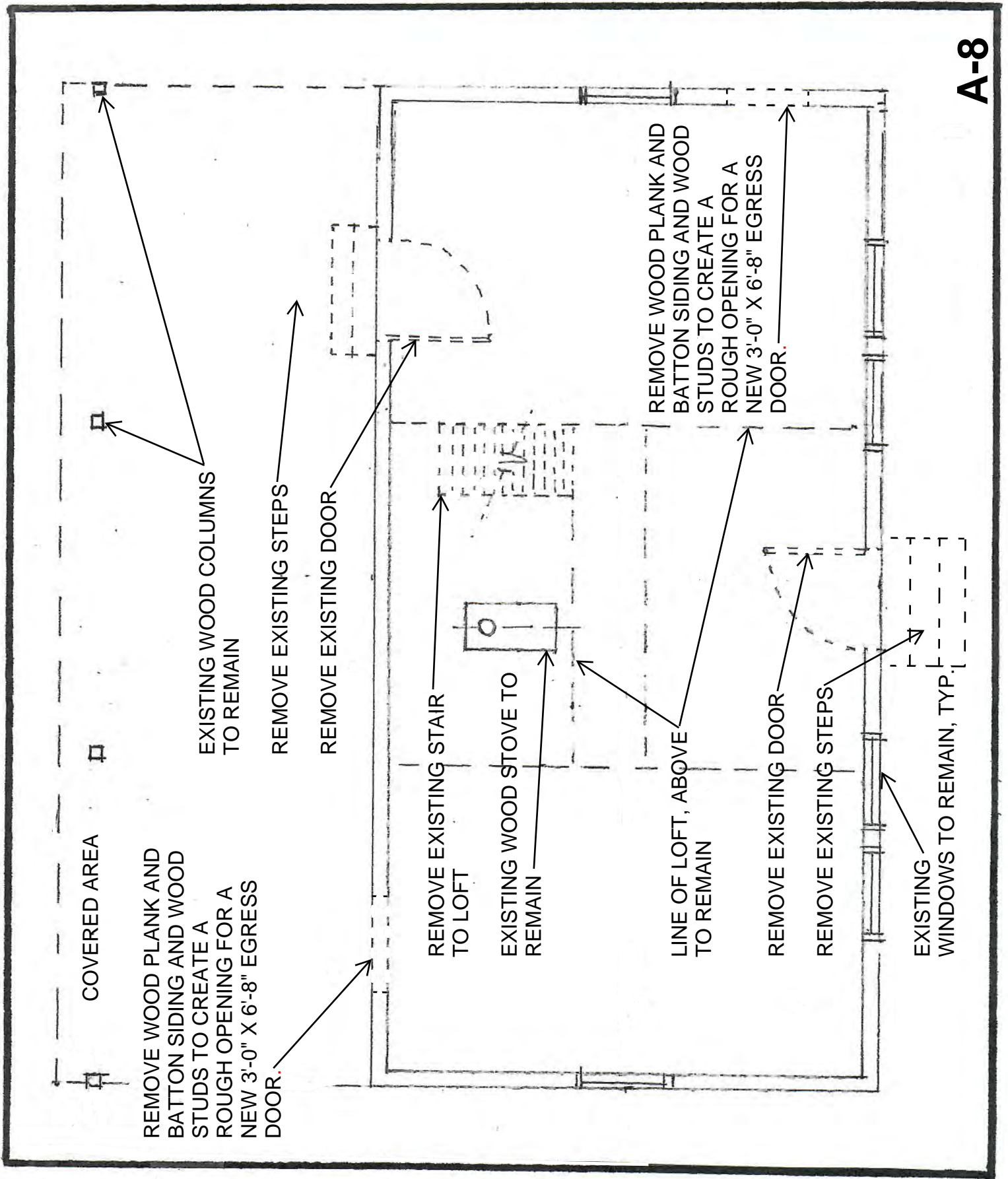


DEMOLITION
FLOOR PLAN

THE CABIN ON BRKF

DATE: 9.23.22
SCALE: 1/4"=1'-0"

A-8



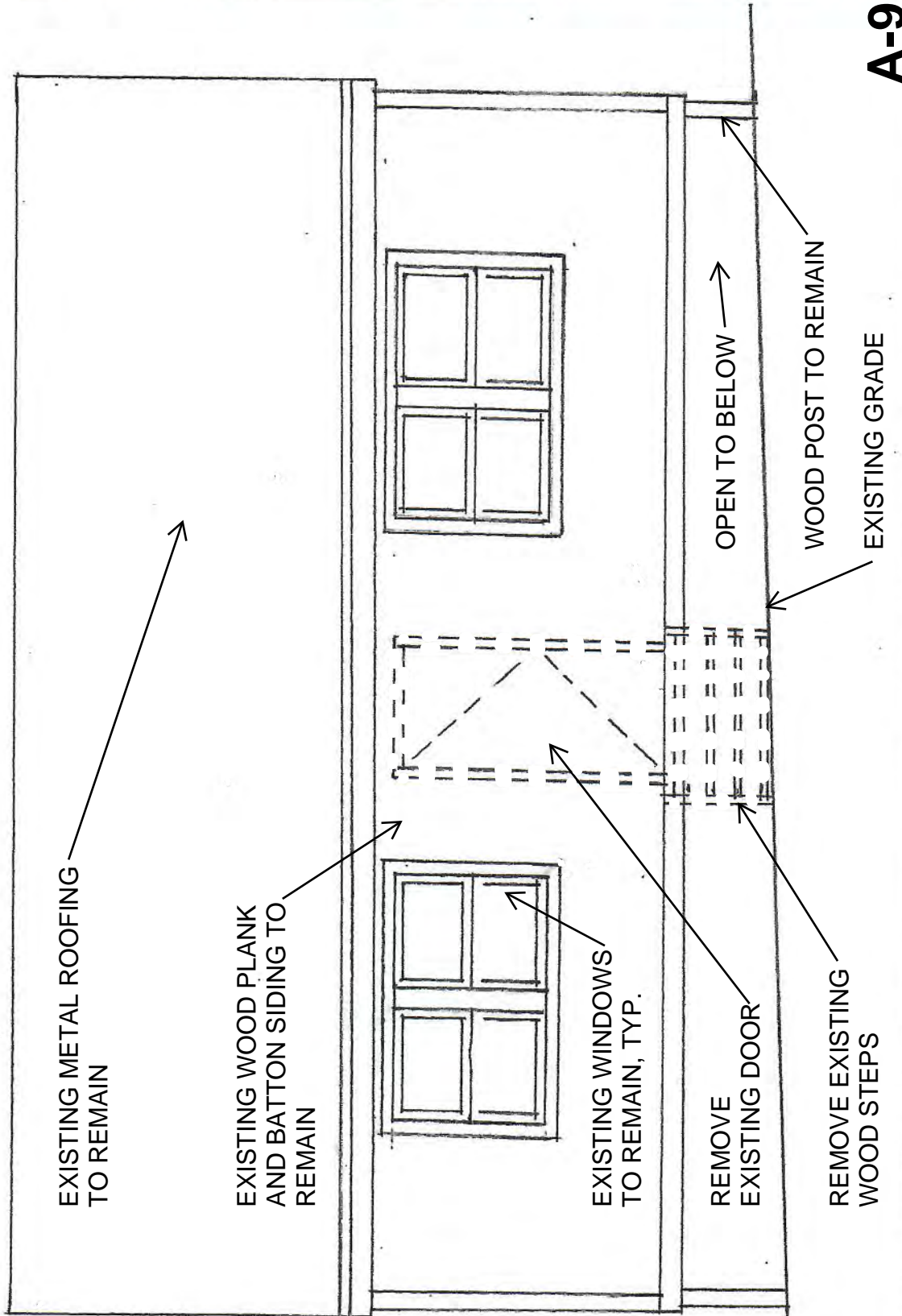
DEMOLITION
FRONT ELEVATION

THE CABIN ON BRKF

DATE: 9.23.22

SCALE: 1/4"=1'-0"

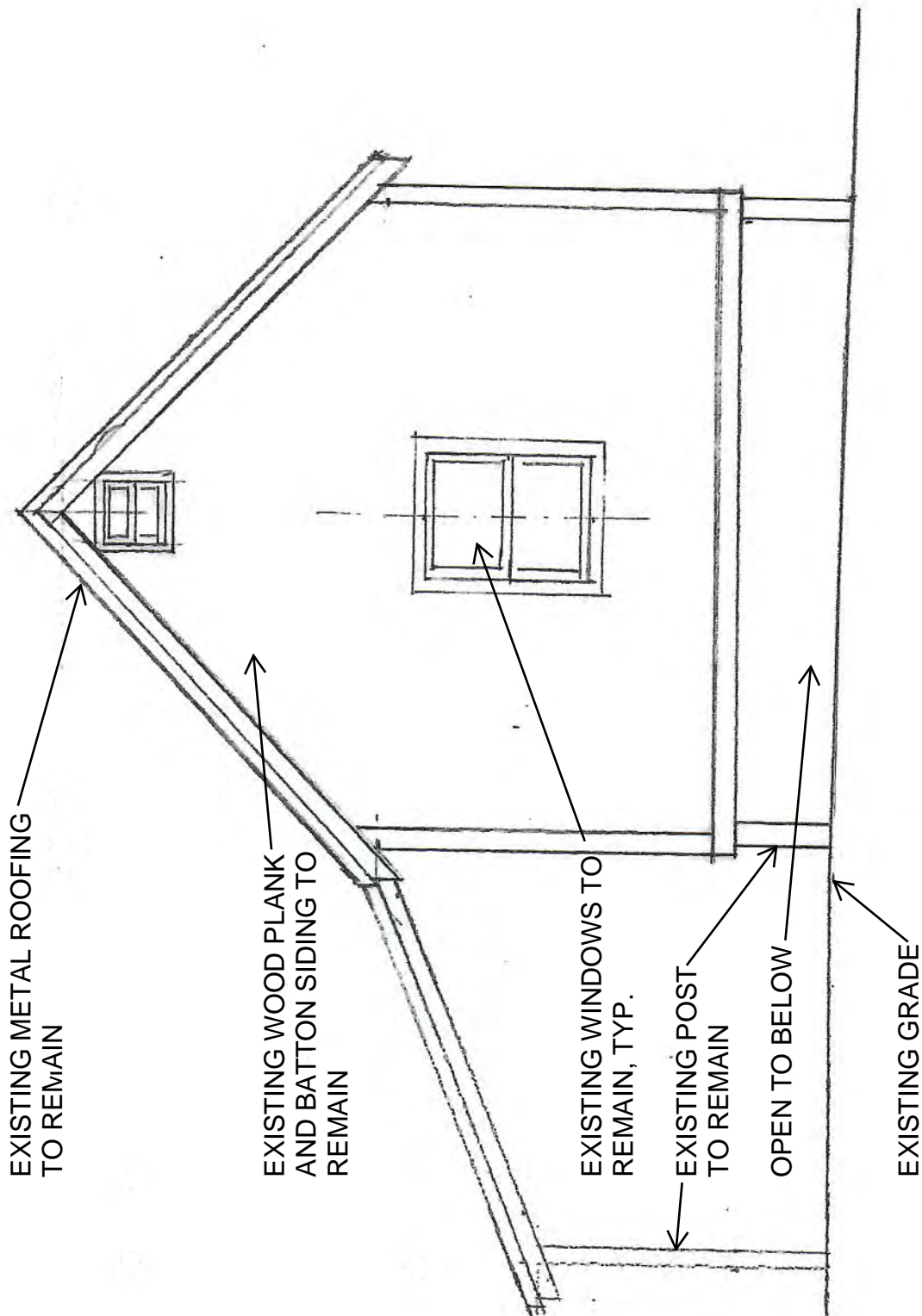
A-9



DEMOLITION
NORTH ELEVATION

THE CABIN ON BRKF
DATE: 9.23.22
SCALE: 1/4"=1'-0"

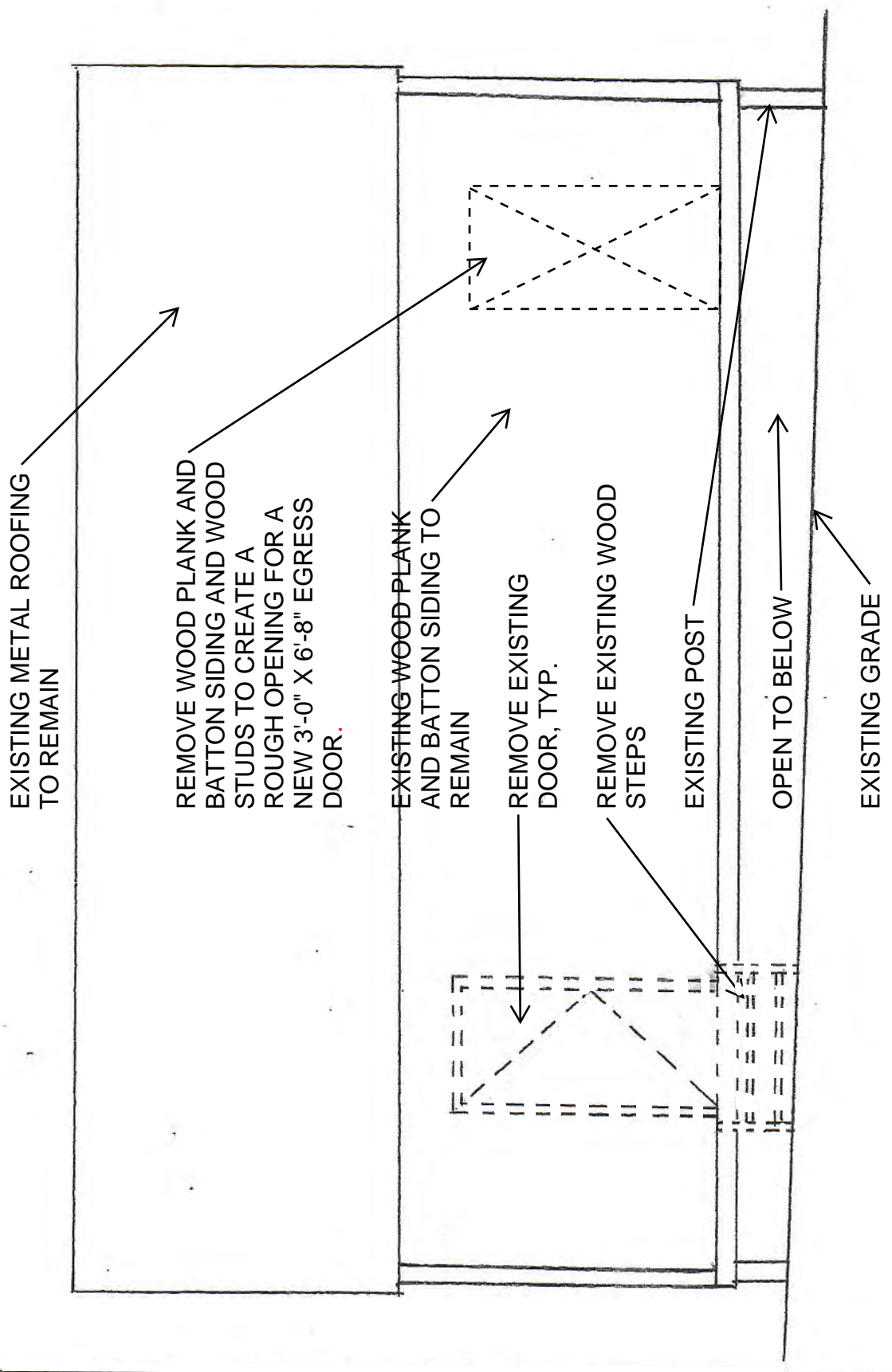
A-10



DEMOLITION EAST ELEVATION

THE CABIN ON BRKF
DATE: 9.23.22
SCALE: 1/4"=1'-0"

A-11



EXISTING EAST FULL ELEVATION

THE CABIN ON BRKF

DATE: 9.23.22
SCALE: 1/4"=1'-0"

A-11.1

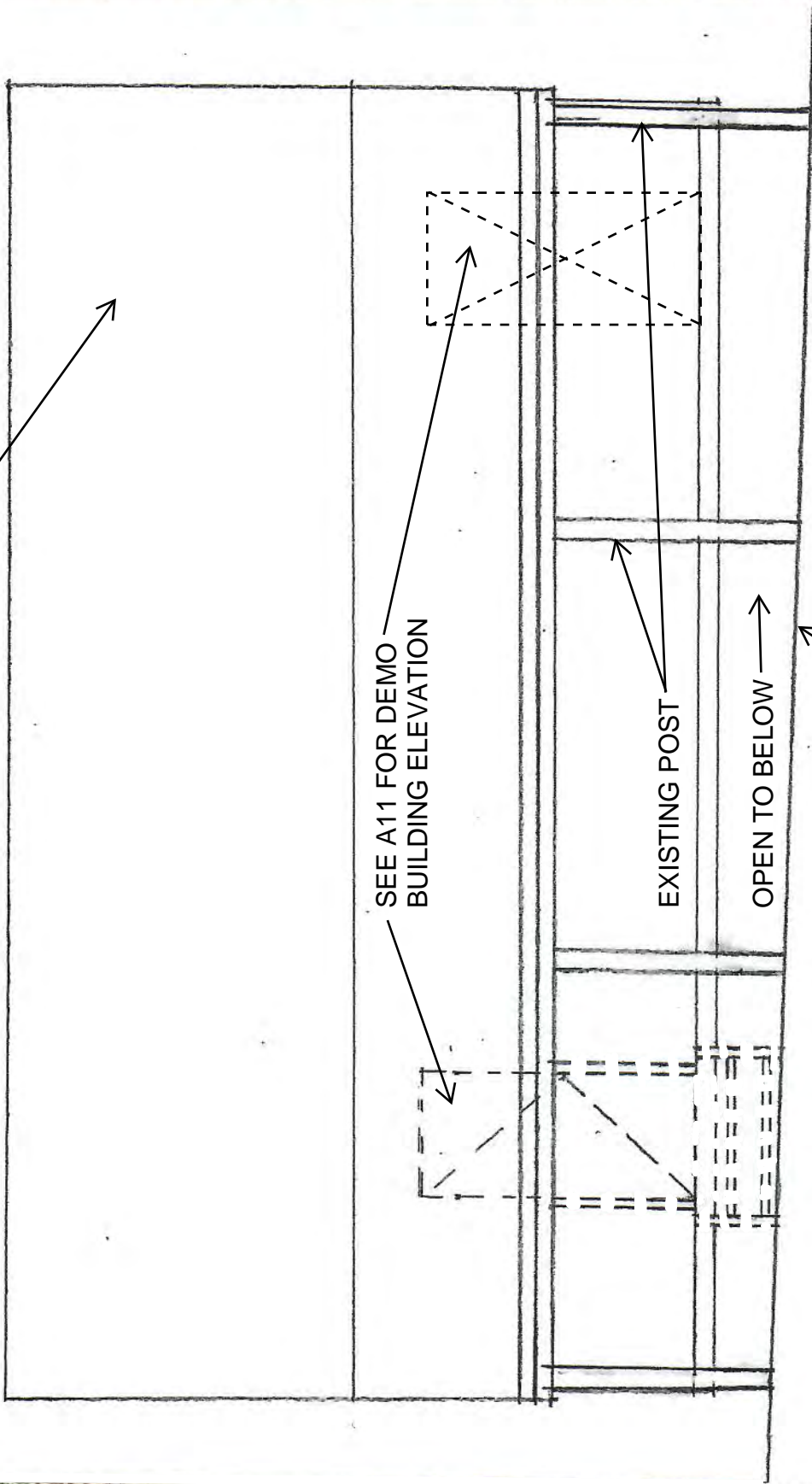
EXISTING METAL ROOFING
TO REMAIN

SEE A11 FOR DEMO
BUILDING ELEVATION

EXISTING POST

OPEN TO BELOW

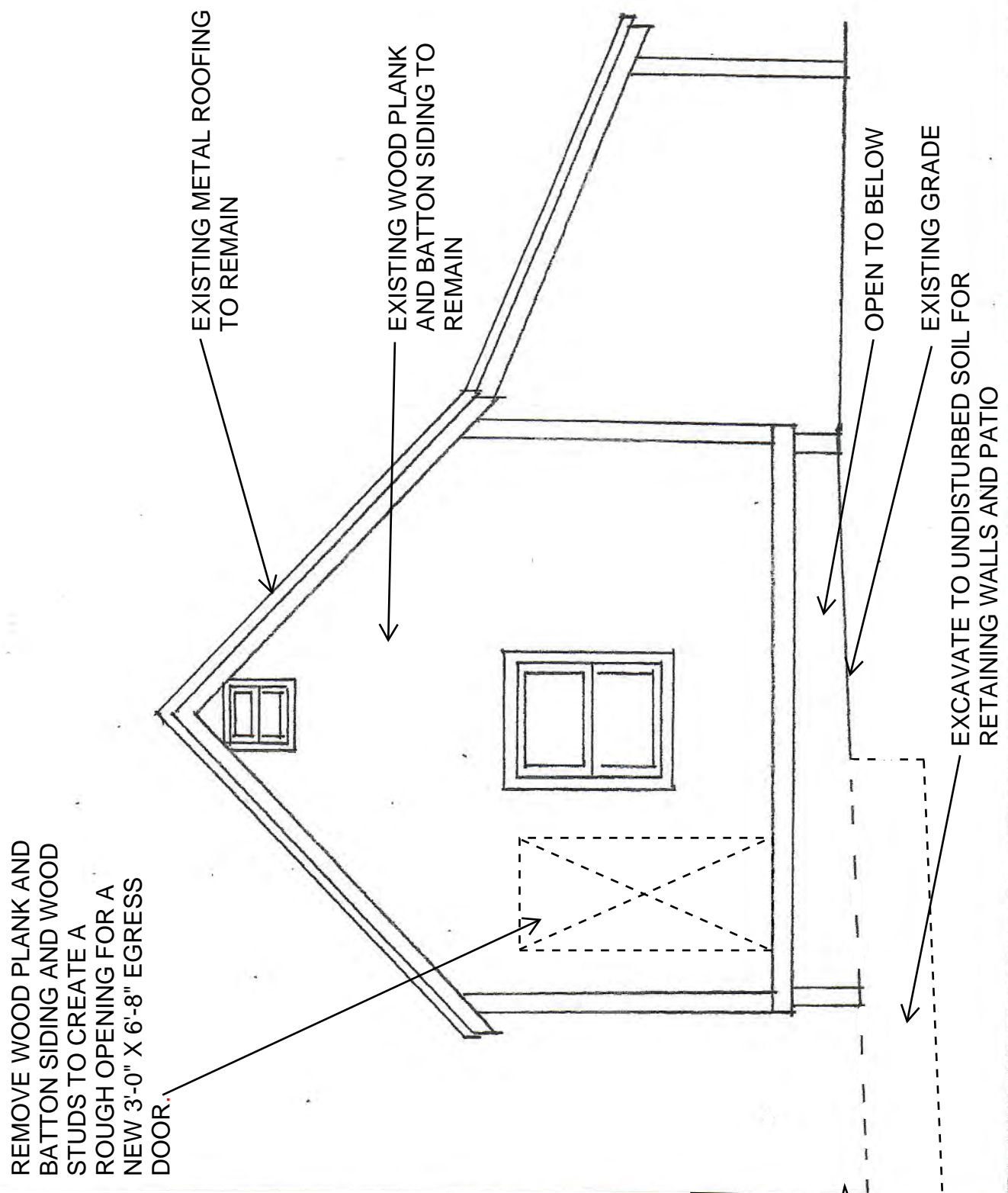
EXISTING GRADE



DEMOLITION
SOUTH ELEVATION

THE CABIN ON BRKF
DATE: 9.23.22
SCALE: 1/4"=1'-0"

A-12



PROPOSED
PARTIAL SITE PLAN

THE CABIN ON BRKF

DATE: 9.23.22
SCALE: 1/4"=1'-0"

A-13

STONE RETAINING WALLS

BLEND SLOPE INTO
EXISTING, BOTH SIDES

ACCESSIBLE WALKWAY
1:20 MAX SLOPE

8'-0"

FOR FLOOR PLAN SEE
DRAWING A2

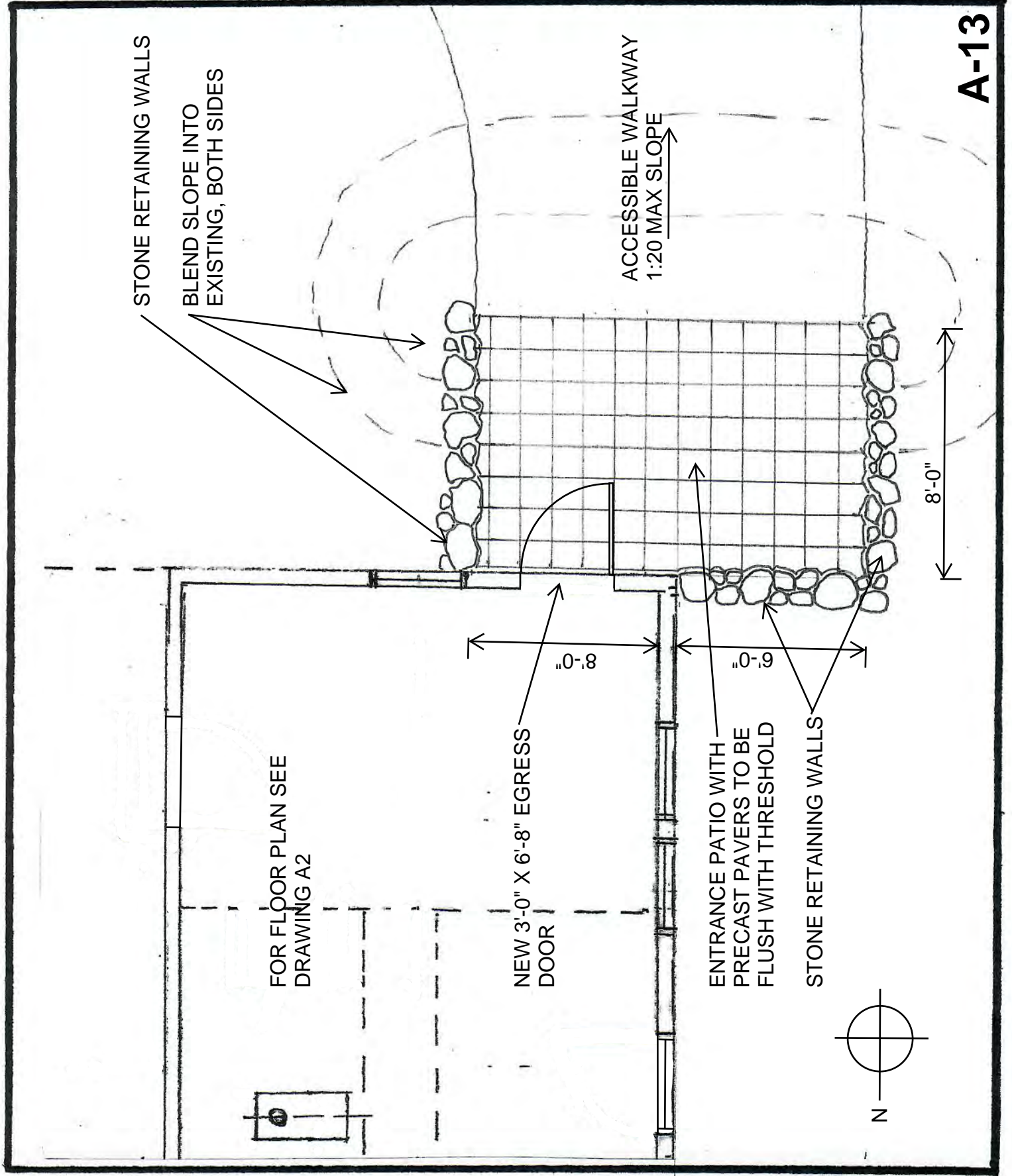
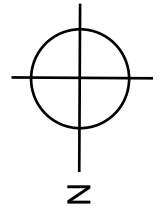
NEW 3'-0" X 6'-8" EGRESS
DOOR

8'-0"

ENTRANCE PATIO WITH
PRECAST PAVERS TO BE
FLUSH WITH THRESHOLD

STONE RETAINING WALLS

8'-0"

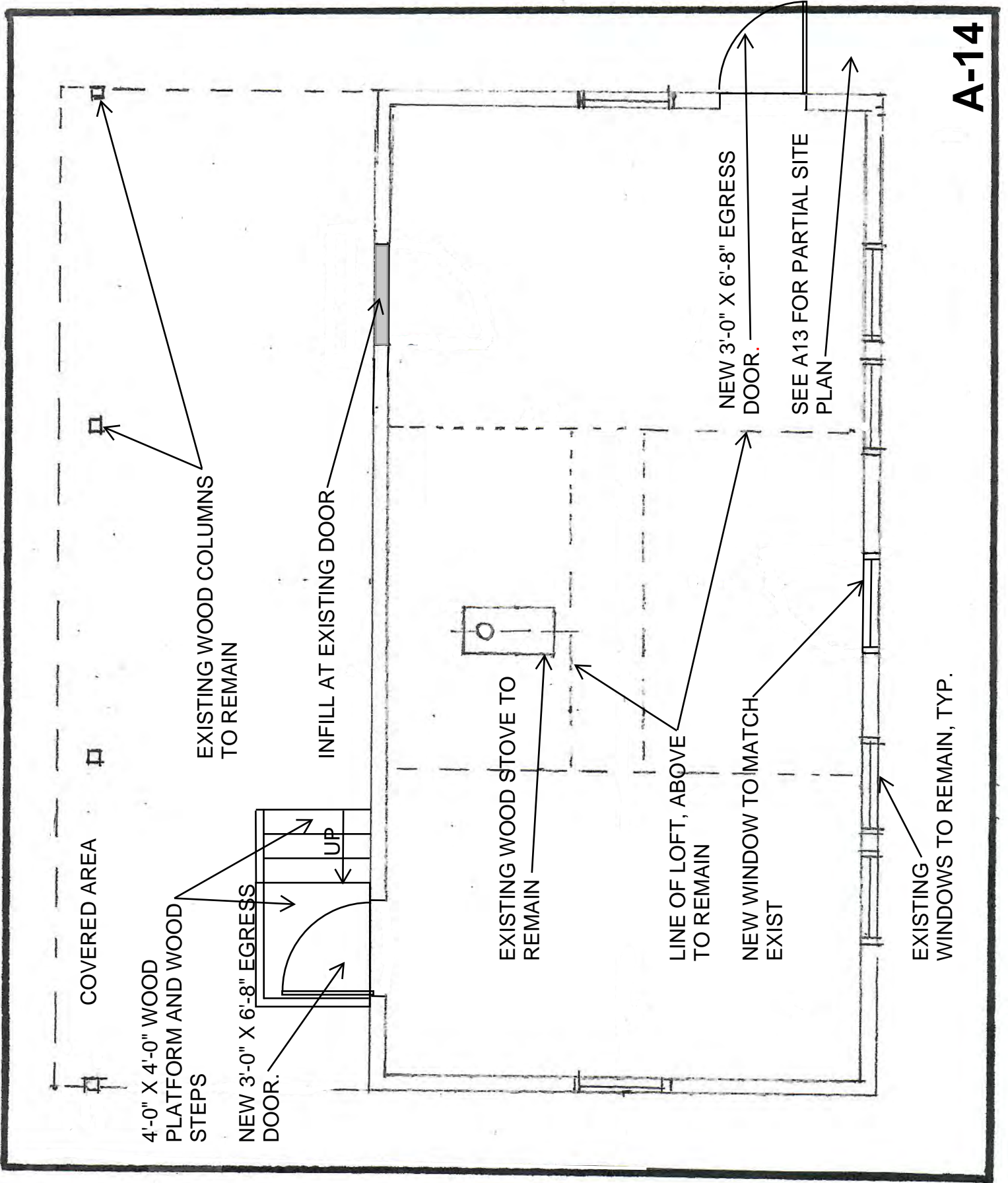


PROPOSED
FLOOR PLAN

THE CABIN ON BRKF

DATE: 9.23.22
SCALE: 1/4"=1'-0"

A-14

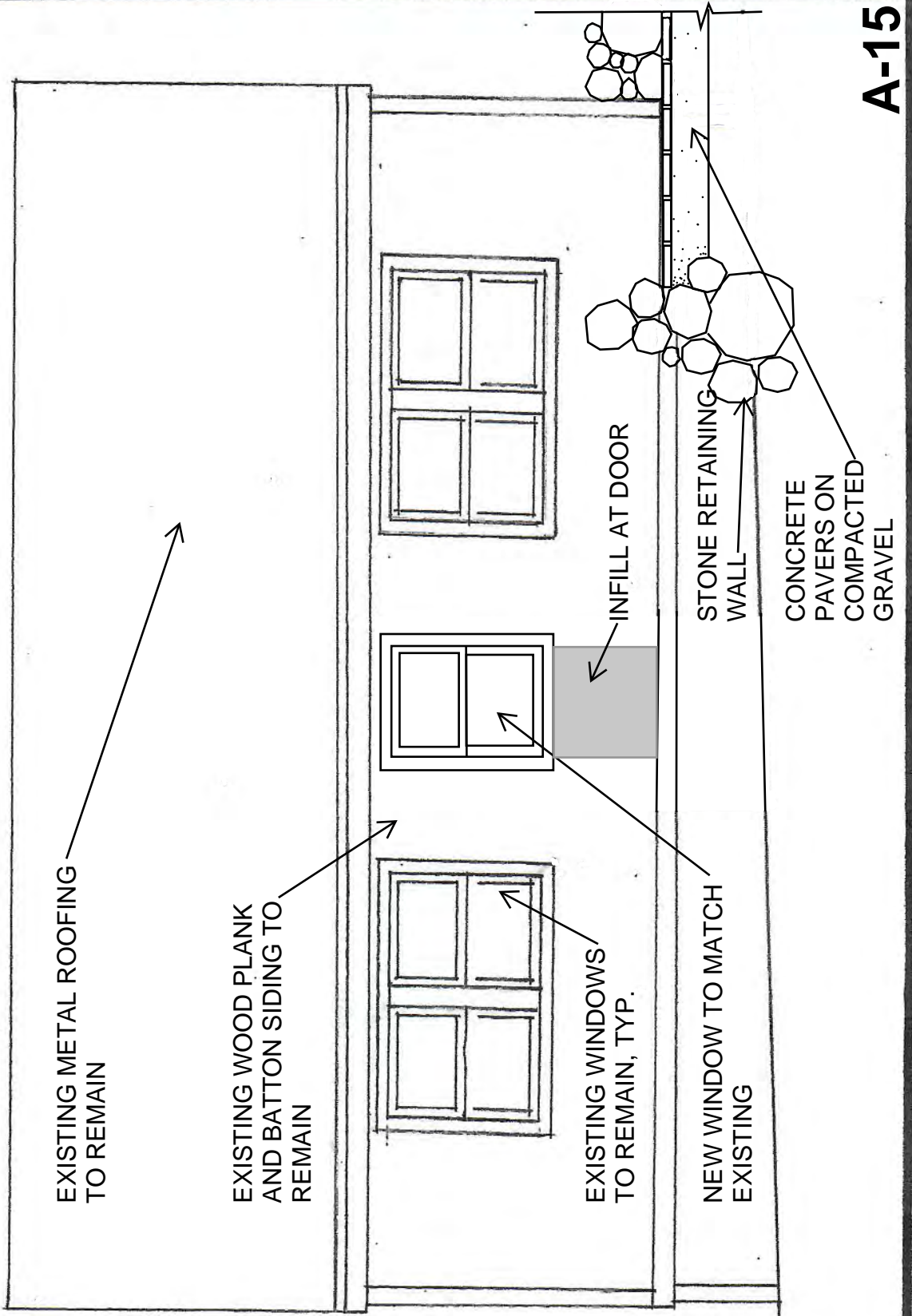


THE CABIN ON BRKF

DATE: 9.23.22
SCALE: 1/4"=1'-0"

PROPOSAL
FRONT ELEVATION

A-15



EXISTING METAL ROOFING
TO REMAIN

EXISTING WOOD PLANK
AND BATTON SIDING TO
REMAIN

EXISTING WINDOWS
TO REMAIN, TYP.

NEW WINDOW TO MATCH
EXISTING

INFILL AT DOOR

STONE RETAINING
WALL

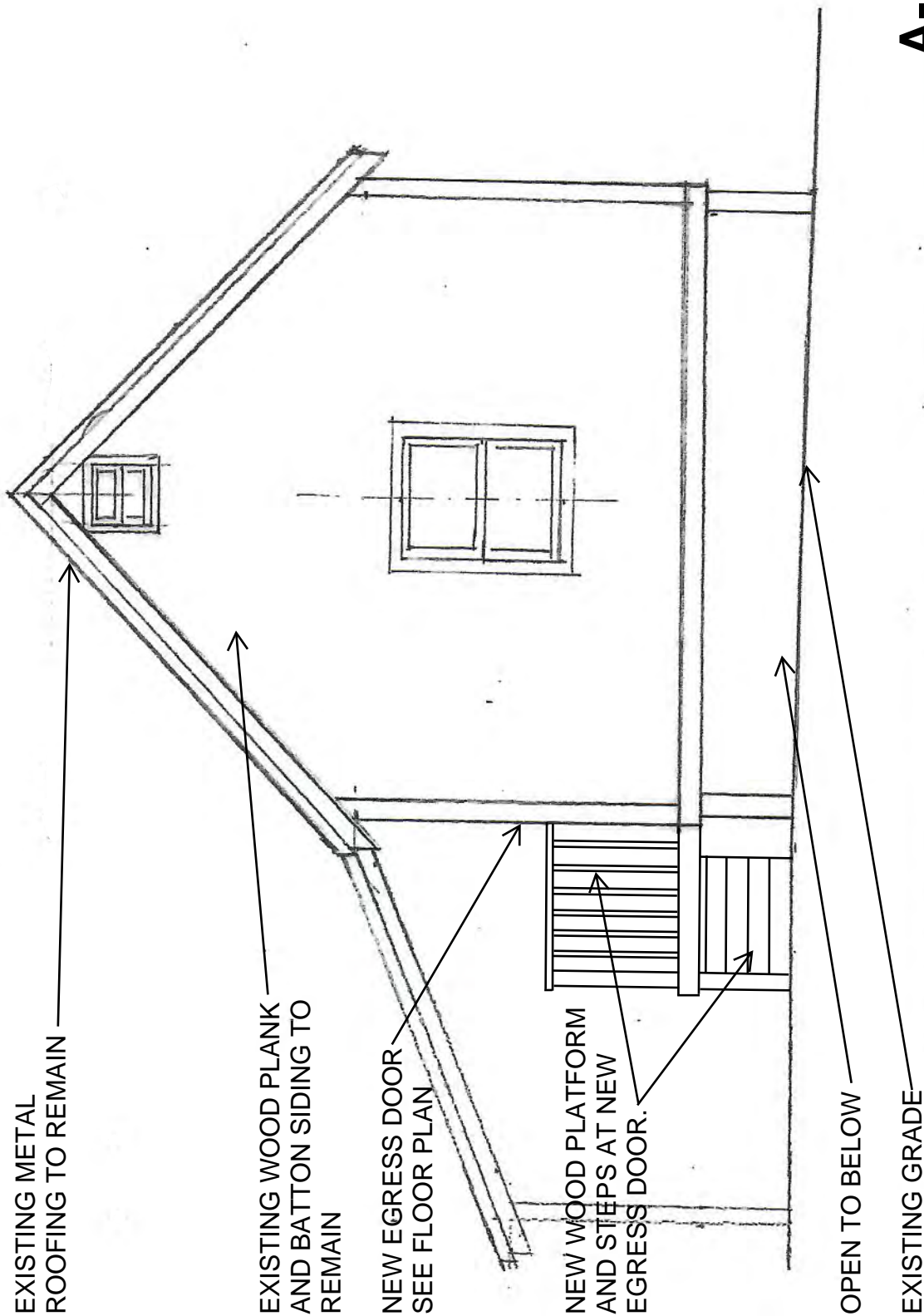
CONCRETE
PAVERS ON
COMPACTED
GRAVEL

PROPOSED
NORTH ELEVATION

THE CABIN ON BRKF

DATE: 9.23.22
SCALE: 1/4"=1'-0"

A-16



PROPOSED
EAST ELEVATION

THE CABIN ON BRKF
DATE: 9.23.22
SCALE: 1/4"=1'-0"

A-17

EXISTING METAL ROOFING
TO REMAIN

NEW 3'-0" X 6'-8" EGRESS
DOOR.

EXISTING WOOD PLANK
AND BATTON SIDING TO
REMAIN

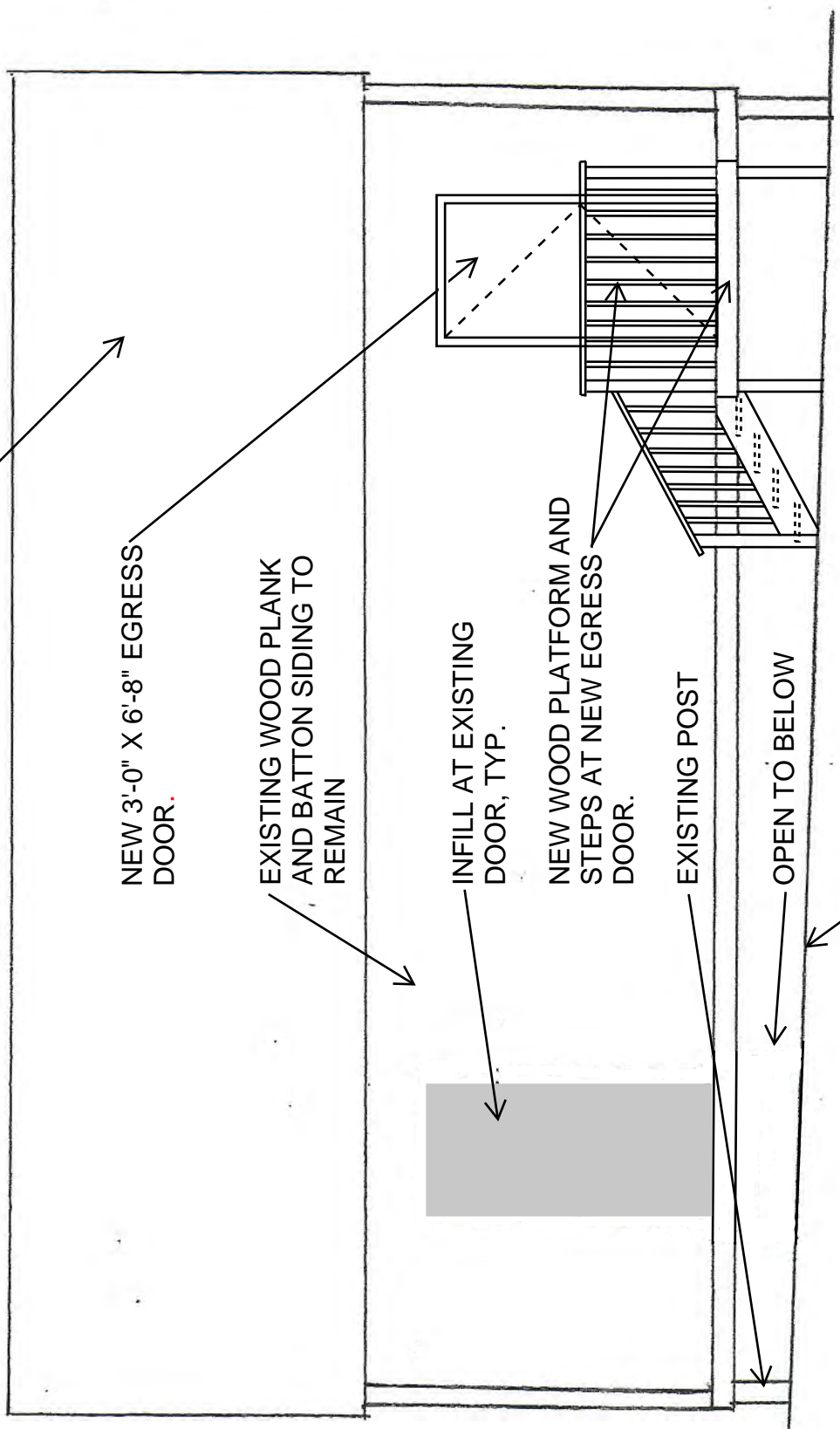
INFILL AT EXISTING
DOOR, TYP.

NEW WOOD PLATFORM AND
STEPS AT NEW EGRESS
DOOR.

EXISTING POST

OPEN TO BELOW

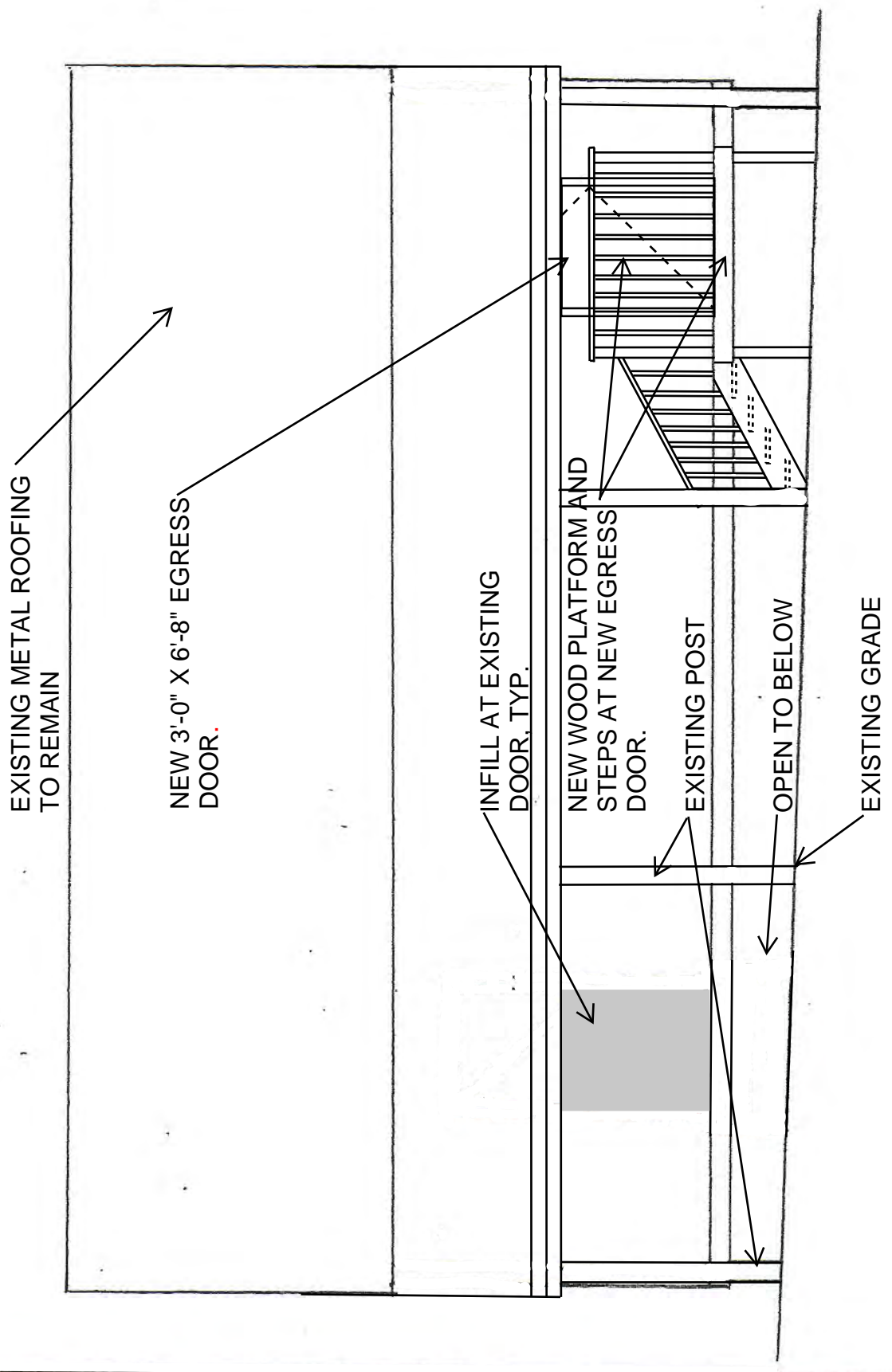
EXISTING GRADE



PROPOSED
EAST ELEVATION

THE CABIN ON BRKF
DATE: 9.23.22
SCALE: 1/4"=1'-0"

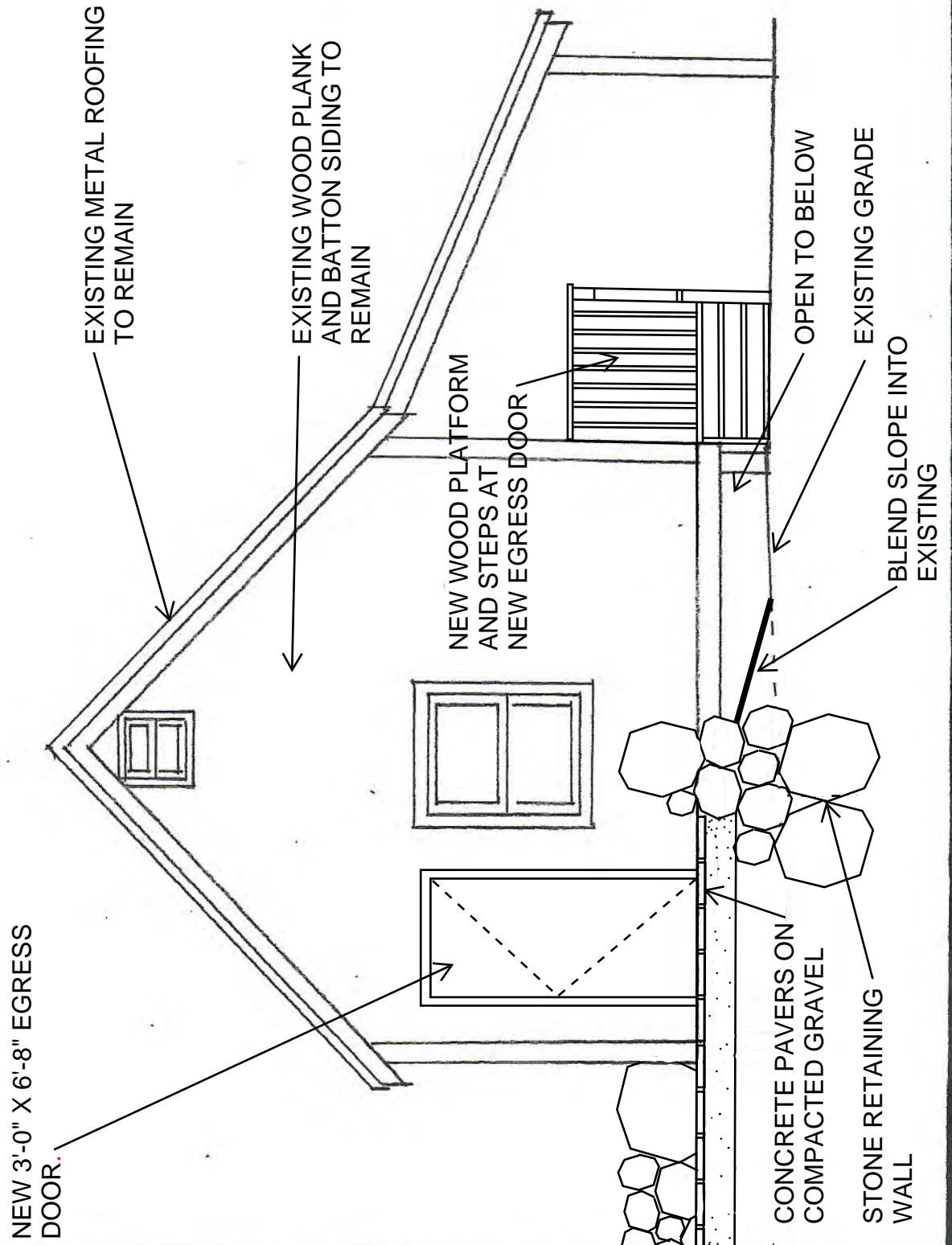
A-17.1



PROPOSED
SOUTH ELEVATION

THE CABIN ON BRKF
DATE: 9.23.22
SCALE: 1/4"=1'-0"

A-18



To: Birch Ridge Community Forest Land Management Committee

From: Deborah Goard, Stewardship & Land Engagement Director

Date: October 14, 2022

Re: Review and Determination of Conflict of Interest regarding Russ Weldon's, as the owner of Birch Ridge Ranch, proposal to provide commercial trail rides on the Birch Ridge Community Forest

At this meeting, the BRCF Management Committee will be asked to evaluate whether a conflict-of-interest exists given the owner relationship of Committee member, Russ Weldon with Birch Ridge Ranch. The Committee will also be asked to evaluate the proposed trail rides and recommend whether or not SELT should enter into an agreement with Birch Ridge Ranch to allow commercial trail rides on the BRCF.

The following documents should be reviewed as part of your preparation for this discussion:

- (1) Memo from Attorney Bob Eaton regarding conflict-of-interest policy and New Hampshire law
- (2) SELT's Conflict-of-Interest policy
- (3) Description of the Equestrian Business currently expected to function in spring 2023 on land, owned by Russ Weldon, adjacent to the BRCF and the proposal for commercial trail rides to occur on the BRCF.
- (4) Letter from Russ Weldon disclosing his financial interest (to be provided separately)

As part of this process, SELT requested that attorney and former SELT Board Member, Bob Eaton, perform a conflict-of-interest analysis regarding Russ Weldon, as owner of Birch Ridge Ranch, to use trails on the BRCF for commercial equestrian trail rides. Attorney Eaton finds that Mr. Weldon is an "Interested Person" with a "financial interest" within the meaning of SELT's conflict of interest policy. It is up to the Committee to determine:

1. if a conflict of interest exists
2. if the guided trail rides are an appropriate use on the BRCF
3. if entering into an agreement with Birch Ridge Ranch is in the best interest of SELT
4. parameters under which the guided tours would need to occur to protect the natural resources on the BRCF

After disclosure of the financial interest and all material facts, and after any discussion with Mr. Weldon, he is required to leave the Committee meeting. The remaining Committee members must then follow the steps outlined in Article III of the policy to determine whether or not a conflict of interest exists and to discuss and vote on the proposal for use of the trails on the BRCF for commercial equestrian trail rides led by Birch Ridge Ranch.

After the Committee has made their determination regarding if a conflict of interest exists and whether to allow Birch Ridge Ranch to use the BRCF trails for commercial trail rides, the SELT Board of Directors will be notified of their decision.

MEMORANDUM

To: Deborah Goard
Stewardship and Land Engagement Director, SELT

From: Robert G. Eaton

Re: Conflict of Interest Analysis – Russ Weldon

Date: September 27, 2022

You have asked me to perform a conflict of interest analysis regarding a request by Birch Ridge Ranch, which is owned by Russ Weldon, to use trails in the Birch Ridge Community Forest for commercial equestrian trail rides. Mr. Weldon is a member of the Birch Ridge Community Forest Management Committee (BRCFMC, an SELT committee) and a “major donor” to SELT. I have reviewed Article X of SELT’s By-Laws relating to conflicts of interest, NHRSA 7:19-a regarding “pecuniary benefit transactions,” and SELT’s conflict of interest policy. Both SELT’s conflict of interest By-Law and RSA 7:19-a bar certain transactions involving officers or directors. Because Mr. Weldon is neither an officer nor a director of SELT, those prohibitions do not apply here. On the other hand, SELT’s Conflict of Interest Policy does apply here. However, for the reasons stated below, whether there is actually a prohibited conflict of interest will ultimately have to be decided by the BRCFMC and/or SELT’s Board of Directors.

Article I.1 of SELT’s Conflict of Interest Policy provides that SELT “shall not enter into a transaction or arrangement that might benefit the private interest of any Interested Person.” An “Interested Person” is defined as, among other things, any “member of a committee with governing board delegated powers . . . [or a] substantial contributor . . . who have a direct or indirect financial interest.” A person has a “financial interest” if he or she has (a) an ownership or investment interest in any entity with which SELT has a transaction or arrangement, (b) a compensation arrangement with SELT or with any entity or individual with which SELT has a transaction or arrangement, or (c) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which SELT is negotiating. “Compensation includes . . . favors that are not insubstantial.” Because Mr. Weldon is both an SELT committee member and substantial contributor and, as owner of Birch Ridge Ranch, has a direct financial interest in using the Birch Ridge Community Forest for his equestrian business, he is an “Interested Person” within the meaning of SELT’s Conflict of Interest Policy. However, that does not the end the analysis.

The Policy further provides that a “financial interest is not necessarily a conflict of interest” (Article II.2). A “person who has a financial interest may have a conflict of

interest only if the appropriate governing board or committee decides that a conflict of interest exists.” (Emphasis added.) Before the board or committee makes that decision, the Interested Person must disclose, in writing, the existence of the financial interest and all material facts related thereto. The board or committee may meet with the Interested Person to discuss his or her financial interest. After that person is dismissed from the meeting, “the remaining board or committee members shall decide whether a conflict of interest exists.” The policy does not define when such a “conflict of interest” exists, but outlines the procedures that the board or committee must follow if it wants to proceed with the transaction even if it determines that there is a conflict of interest.

As noted above, Russ Weldon is clearly an “Interested Person” with a “financial interest” in using the Birch Ridge Community Forest for equestrian trail rides. The question for the BRCFMC or the SELT Board to decide is whether that financial interest is also a “conflict of interest.” Although the Policy does not define the term “conflict of interest,” it seems that such a conflict would exist if the use of the forest for equestrian trail rides was inconsistent with or potentially damaging to SELT’s purposes in conserving of the Forest. In answering that question, the BRCFMC or the Board should consider whether the Forest may be used for horseback riding by others who are not “Interested Persons.” Finally, even if the BRCFMC or the Board decides that a conflict of interest exists, the Conflict of Interest Policy, at Article III.3, sets forth procedures which must be followed if the Board or Committee is interested in going forward with the transaction or arrangement notwithstanding the existence of a conflict of interest.

In summary, whether Mr. Weldon’s proposal to use the Birch Ridge Community Forest for his equestrian trail riding business is permissible depends on the interpretation of SELT’s Conflict of Interest Policy. Mr. Weldon is clearly an “Interested Person” with a “financial interest” within the meaning of the policy. However, that does not necessarily mean that a prohibited conflict of interest exists. The BRCFMC or the SELT Board must still decide whether the equestrian trail use by Birch Ridge Ranch is inconsistent with the purpose with respect to which SELT is conserving the Forest. Finally, even if there is a conflict of interest, the BRCFMC or the Board could still consider whether it is permissible to enter into the arrangement with Mr. Weldon following the procedures set forth in Article III.3 of the Conflict of Interest Policy.

Conflict of Interest Policy

Policy adopted by August 14, 2008

ARTICLE I **PURPOSE**

1. Charitable Organization

The Directors and Officers of Southeast Land Trust of New Hampshire (hereinafter "Organization") may only serve for the charitable purposes of this organization. It is contemplated that the Organization shall not enter into a transaction or arrangement that might benefit the private interest of any Interested Person, as defined below, or might result in an excess benefit transaction or a prohibited pecuniary benefit transaction, as defined by New Hampshire RSA 7:19-a. .

2. Protect the Organization

The purpose of this Conflict of Interest Policy is to protect the Organization's interest in the event it should consider such a transaction or arrangement. This policy is intended to supplement but not replace the Organization's bylaws or any applicable New Hampshire and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

ARTICLE II **DEFINITIONS**

1. Interested Person

Any director, principal officer, member of a committee with governing board delegated powers, staff member or employee, substantial contributor, or related parties thereto, which includes but is not limited to such a person and his or her spouse, brothers and sisters, spouses of brothers and sisters, ancestors, children, grandchildren, great grandchildren and the spouses of children, grandchildren and great grandchildren who have a direct or indirect financial interest, as defined below, is an Interested Person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,

- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement,
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

3. Excess Benefit Transaction

As defined by the Internal Revenue Service, IRC § 4958(c)(1)(A); Regs. § 53.4958-4(a)(1), an excess benefit transaction is transaction in which an economic benefit is provided by an applicable tax-exempt organization, directly or indirectly, to or for the use of any disqualified person, and the value of the economic benefit provided by the organization exceeds the value of the consideration (including the performance of services) received from the disqualified person for providing such benefit.

4. Pecuniary Benefit Transaction

As defined in New Hampshire Revised Statutes Annotated 7:19-a, I(c), a “pecuniary benefit transaction” means a transaction with a charitable trust in which a director, officer, or trustee of the charitable trust has a financial interest, direct or indirect.

ARTICLE III **PROCEDURES**

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an Interested Person must disclose in writing the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the

determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

If the Board or Committee decides that a conflict of interest exists, it shall follow these procedures:

- a. An Interested Person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest. If it can do so with reasonable efforts, the governing board or committee shall choose a more advantageous transaction or arrangement that does not give rise to a conflict of interest over one that does.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a vote of the disinterested directors (1) whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and (2) whether it is fair and reasonable, notwithstanding the conflict of interest.

In conformity with the above determinations, the governing board or committee shall make its decision as to whether to enter into the transaction or arrangement, notwithstanding the conflict of interest, by the following procedures:

- (i) For a transaction less than \$500 in a fiscal year, a simple majority vote of the disinterested directors or committee members is needed.
- (ii) For a transaction involving more than \$500, but less than \$5,000 in a fiscal year, a two-thirds vote of the disinterested directors or committee members is needed.
- (iii) For a transaction involving more than \$5,000 in a fiscal year, a two-thirds vote of the disinterested directors or committee members is needed, and

if there is a two-thirds majority vote of the disinterested directors or committee members to proceed with a transaction or arrangement involving more than \$5,000 in a fiscal year, then publication in a newspaper in general circulation in the community in which Organization's principal New Hampshire office is located, and written notice to the Office of the Attorney General, Charitable Trusts Unit, before consummating the transaction or arrangement is also required.

- e. In general, it is not considered a prohibited pecuniary benefit transaction or arrangement if an Interested Person receives:
 - (1) Reasonable compensation for services as an executive director or expenses incurred in connection with official duties as a director or officer,
 - (2) A benefit provided by the Organization if:
 - (i) The benefits are provided or paid as part of programs, benefits, or payments to members of the general public; and
 - (ii) The Organization has adopted written eligibility criteria for such benefit in accordance with its bylaws or applicable laws; and
 - (iii) The interested person meets all of the eligibility criteria for receiving such benefit;
 - (3) A benefit pursuant to a continuing transaction entered into by the Organization, merely because a person with a financial interest therein subsequently become an officer, or director of the Organization, but the votes (and notifications, if necessary) specified in Article III,3(d)(i-iii) must still be conducted.

4. Violations of the Conflicts of Interest Policy

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines

the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

ARTICLE IV

PROHIBITED TRANSACTIONS

1. Loans

The Organization shall not lend money or property to any Interested Person.

2. Real Estate Transactions

The Organization shall not give to, sell to, or lease (for a term greater than five (5) years) any real estate or any interest in real estate from, any Interested Person.

ARTICLE V

RECORDS OF PROCEEDINGS

1. Minutes

The minutes of the meetings of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

2. Reports

The Organization shall maintain a list disclosing each and every transaction or arrangement with an Interested Person in which a conflict of interest was found, including the names of those to whom the benefit accrued and the amount of the benefit. Such list shall be available for inspection by members of the Board of Directors and by contributors to the Organization. The Organization shall report this list to the Director of Charitable Trusts each year as part of the Organization's annual report, required by N.H. RSA 7:28. In addition, all those who received such benefits shall provide copies of all contracts, payment records, vouchers, other financial

records or other financial documents at the request of the Director of Charitable Trusts in accordance with N.H. RSA 7:24. All documents so provided may be disclosed to the public for inspection and copying, subject to applicable confidentiality laws.

ARTICLE VI **COMPENSATION**

1. Board Member Cannot Vote on Own Compensation

A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services, is precluded from voting on matters pertaining to that member's compensation.

2. Committee Member Cannot Vote on Own Compensation

A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services, is precluded from voting on matters pertaining to that member's compensation.

3. No Prohibition on Disclosure of Compensation

No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

ARTICLE VII **ANNUAL STATEMENTS**

1. Receipt and Understanding of Policy

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of this Conflict of Interest Policy;
- b. Has read and understands this Policy,
- c. Has agreed to comply with this Policy, and

- d. Understands that the Organization is charitable and, in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

ARTICLE VIII

PERIODIC REVIEWS

1. Biannual Reviews by Board

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its charitable status, periodic reviews shall be conducted at least biannually by the Audit Committee. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and are the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further the Organization's charitable purposes and do not result in private inurement, impermissible private benefit or in an excess benefit transaction.

ARTICLE IX

USE OF OUTSIDE EXPERTS

1. Assistance

When conducting the periodic reviews as provided for in Article VIII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

Summary of proposed Guided Horse Rides at Birch Ridge Community Forest conducted by Birch Ridge Ranch/Russ Weldon

September 26, 2022

Overview:

The guided horse rides are a small portion of the overall equestrian operation Russ Weldon is currently establishing that has an anticipated start time of spring/summer 2023. The ownership is Birch Ridge Ranch of which Mr. Weldon is the sole owner and his daughter-in-law would be involved in the running of the operation. The bigger picture for the operation, none of which is proposed to occur on BRCF, will include an indoor riding arena with year-round boarding, stables for seasonal boarding, weddings, fainting goats, and winter training for horse riding. Also planned is handicap accessibility, therapeutic riding and lessons at a sliding scale for the New Durham community. This would allow greater access to horses, build community and confidence for kids as well as provide a stream for future staff resulting from more kids accessing horses that may otherwise not be able to afford it.

The horses used for guided rides may be leased from people who board their horses. Estimated costs to lease a horse is \$5 – 6,000 per horse/yr. Mr. Weldon anticipates he will start with 5-7 horses planned for 2023. Mr. Weldon also anticipates he may lose money on this the trail rides.

Details of the proposed guided rides:

- Cost per guided ride estimated at \$100 per person although probably will charge less than that.
- Overall goal is for five separate tours. These include:
 - o A ride to Coldrain Pond and the New Durham General Store
 - o A ride to the Town Beach parking lot
 - o A ride up to the cabin
 - o A ride to the blueberry field
 - o A ride through the BRCF to Mt. Jesse, although this is contingent on what ends up happening to that property.
- Each tour would have a max of four horses and a guide (5 horses/people total). Smaller numbers reduce liability, and this is also in line with SELT's current policy of small groups being ok without checking prior to riding.
- There would only be one ride per day offered as horses can only go on one ride a day
- Trail rides would be seasonal in line with time horses are allowed on trails (currently May 15 – November 15)
- Mr. Weldon is willing to clean up manure if required to do so and could purchase a machine to do it. At this time with the most horse traffic likely to occur on Corridor 22 between access road from off SELT land (management ROW) and the Lake Trail, that may be where it is needed most, at least to start
- Trails can be evaluated to see what, if any, damage guided rides are causing, and agreement made in how to fix it.

Access to trails:

- Mr. Weldon anticipates not using the access through his land, to the woods road on the BRCF, that connects to Corridor 22. This access would be closed off and no longer used.
- Access would be relocated to SELT's existing ROW for management through David Bickford's land.

- Mr. Weldon has had conversations with David Bickford who has indicated he is ok with this. To gain access, a separate license to use the woods road would be created between Mr. Weldon and Mr. Bickford.

Other notes:

- Mr. Weldon is ok with a portion of the cost for the trail ride going to SELT. The way this would be structured would need to be worked out later. Mr. Weldon has suggested working it so that this was done when they registered for the ride so the money and contact information goes directly to SELT.
- Mr. Weldon is open to providing parking for trailers, including those wishing to ride horses on BRCF trails, even that don't board horses there, in order to access the trails. He has also indicated he is open for others to park there as well to access trails, including hikers and snowmobiles.
- The guided rides can be a benefit to SELT as the guides will give information about SELT and the BRCF during the guided rides. This could promote more public awareness of SELT's mission.
- If the agreement for trail rides is renewable, Mr. Weldon has indicated a need to consider advanced notice for ending. He noted they would have commitments in place for this to occur and suggested two years notice. Details of how to best do this will need to be discussed further.