

**Minutes of Board of Directors Annual Meeting
BLPOA Community Center
6996 South State Road 10
Knox (Bass Lake), Indiana**

Prairie Trails Club Inc.

February 9, 2023

Board Members

Diane Blais
Kathy Lucas (nonvoting)
Steve Lucas
Sharon Smead
Larry Wickert

Call to Order and Quorum

Steve Lucas, Chair of the Board of Directors (“Board”) of the Prairie Trails Club Inc. (“PTC”) called to order a meeting of the Board on February 9, 2023 at 5:15 p.m., CST (6:15 p.m., EST). Board members Diane Blais, Steve Lucas, Sharon Smead and Larry Wickert were present, as well as Kathy Lucas, Treasurer. Steve recognized the presence of a quorum.

Organizational Meeting for 2022

A stated purpose of the meeting was to organize for calendar year 2023.

Election of Board Chair, Vice Chair, and Secretary

Steve Lucas expressed his willingness to continue serving the Board as Chair. No other person was nominated. He was then elected unanimously.

Peg Stalbrink was nominated to continue service the Board as Vice Chair. No other person was nominated. She was then elected unanimously.

Diane Blais expressed her willingness to serve the Board as secretary. No other person was nominated. She was then elected unanimously.

Summary Review of Status and Any Appropriate Action on Northwest Trail Extension

Larry Wickert and Kirt Verhagen helped develop a proposal for an MOU to outline relationships among the Northern Indiana Railroad, Hoosier Valley Railroad Museum, Town of North Judson, and PTC for a trail extension through the North Judson town limits. The MOU was forwarded to the Board members previously by email upon the suggestion it would be reviewed during the meeting with a view toward approval. The substantive text of the MOU follows:

MEMORANDUM OF UNDERSTANDING, LETTER OF INTENT, AND TRAIL EASEMENT ROUTE IN WAYNE TOWNSHIP, STARKE COUNTY, INDIANA

The Town of North Judson, Indiana ("Town"), the Northern Indiana Railroad Company LLC ("Northern RR"), the Hoosier Valley Railroad Museum, Inc., a not-for-profit organization ("HVRM") and the Prairie Trails Club Inc., a not-for-profit organization ("PTC") enter this memorandum of understanding ("MOU") for the development of a trail easement ("Trail Easement") on lands located in Wayne Township, Indiana, including within the municipal boundaries of the Town. The Town, Northern RR, HVRM, and PTC are collectively the "Parties" to the MOU. In implementing the MOU, the Parties agree to exercise good faith to maximize the utility of all of their respective enterprises.

The HVRM and the Northern RR are owners of lands which are the subject of this MOU. These are identified by the Starke County Recorder as parcels 75-09-17-402-017.100-014 owned by HVRM and parcels 75-09-16-301-065.100-014, 75-09-16-302-065.000-014, 75-09-17-500-014.000-014 and 75-09-17-500-015.000-014 owned by Northern RR. A transfer of ownership among or between Parties shall not terminate this MOU. As an illustration, Northern RR and the Town are considering a transfer of ownership of 75-09-16-303-065.000-014 from Northern RR to the Town.

The Town and Starke County maintain streets and roads that would be crossed by the proposed trail. These crossings would be addressed in conformance with government laws.

This MOU constitutes a letter of intent by Northern RR, HVRM, and the Town to donate the Trail Easement to help the PTC qualify for an Indiana Trails Program (ITP) grant from the Indiana Department of Natural Resources (DNR). The Parties understand that for acquisition of the Trail Easement, the PTC shall obtain an estimate of value of the Trail Easement from a certified real estate agent. The Parties will be offered the opportunity to meet with the appraiser during the appraisal process and to accompany the appraiser on the appraiser's inspection of any property on which the Trail Easement would be placed. The appraiser may re-enter upon the Property to complete the appraisal inspection. The owner of land will be notified prior to the appraiser being on its property. The Parties agree that PTC and its agents may enter upon a property to inspect, map, and design the anticipated trail and any bump-outs from the anticipated trail.

The Parties understand that a survey or surveys may be required to receive an ITP grant. The Parties shall be offered the opportunity to meet with the surveyor during the survey process and to accompany the surveyor on any inspection of property that could be governed by the grant. The Parties grant permission to the surveyor to enter upon the property to perform and complete the survey. The PTC will notify the Parties prior to the surveyor being on the property.

The Parties understand that if an ITP grant is obtained and a trail constructed on the Trail Easement, the PTC will sign a Grant Agreement with the DNR for the use, operation and maintenance of the facilities developed with State funds. The Grant Agreement will state that these facilities must remain open for public trail use for a minimum of 25 years. After the expiration of 25 years, the public trail may be closed if, after consultation among the Parties and the DNR, they make a determination that the facilities are obsolete or for other good cause.

The Board of the Hoosier Valley Railroad Museum has approved the MOU. Northern Indiana Railroad LLC's attorney and railroad manager have endorsed and forwarded the MOU to the company President for signature. Steve said that he spoke earlier in the week with the NJ Town

attorney about the document, and his hope is the Town will give approval at its February 20 meeting.

Larry reminded members that during the Annual Meeting of the Board for 2022, pursuit of the northwest extension was identified as its first priority. He moved to endorse the MOU and for the Chair to sign it on behalf of the PTC. Sharon seconded the motion, and the motion carried.

The Chair asked the members if there was additional business to come before the Board. All members in attendance indicated there was none.

Adjournment

The meeting was adjourned at 5:22 p.m., CST (6:22 p.m., EST).