

Part IV

Squannacook Greenways' goal is to build, maintain, and promote the Squannacook River Rail Trail (SRRT) as a source of recreation and safe non-motorized transportation. The Squannacook River Rail Trail is a proposed conversion of approximately 3.7 miles of abandoned railroad in Townsend and Groton Massachusetts into a recreational trail based on the successful model of the Wachusett Greenways. The stone dust trail will provide a safe alternative to bike-unfriendly Route 119 and an enjoyable route for human-powered travel between important natural, historic, and cultural landmarks. The SRRT has potential to become a long-distance trail extending to the Nashua River Rail Trail in Ayer, Massachusetts and to the Mason-Greenville Railroad Trail in New Hampshire. This rail trail would be used by the public without fees, as specified in Article II of our articles of incorporation.

At the moment the rail bed is owned by the Massachusetts Bay Transit Authority (MBTA). The MBTA is willing to lease the rail bed to the municipalities of Townsend and Groton, but both towns are hesitant to proceed because of fears of cost and environmental liability. Both towns formed official town committees to study the issue, and both committees came to the same conclusion – that the best way to build and maintain this rail trail is by following the Wachusett Greenways model. Wachusett Greenways is another non-profit in Massachusetts that has build large sections of the Mass Central Rail Trail. The cost of their stone dust rail trail has typically been about 1/10 of the cost of a state-built trail. They also have a well established tradition of using volunteer efforts to maintain their rail trail.

Our plan is to request the Massachusetts Department of Conservation and Recreation (DCR) to sign the MBTA lease, and then sign a memorandum of agreement with Squannacook Greenways, giving Squannacook Greenways sole responsibility for the construction and maintenance of this rail trail. In this way this trail would not put an economic burden on the already cash-strapped DCR.

Once this agreement is signed, our activities will focus on building and maintaining this rail trail.

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Part V - 1a

All offices and directors are unpaid

Bruce Easom	President	435 Martins Pond Rd, Groton, MA 01450-1429
Peter Cunningham	Vice-president	44 Smith Street, Groton, MA 01450-1812
Joan Wotkowicz	Clerk	20 School Street, Townsend, MA 01469-1061
William Rideout	Treasurer	88 South Harbor Road, Townsend, MA 01469-1306
Peter Carson	Director	177 Crosswinds Drive, Groton, MA 01450-1135
Mark Cram	Director	114 Turner Road, Townsend, MA 01469-1311
Alfred Gadway	Director	351 Main Street, Ashby, MA 01431-2306
Robert Hargraves	Director	21 Temple Drive, Groton, MA 01450-1807
Raynold Jackson	Director	14 Blood Road, Townsend, MA 01469-1238
Steve Meehan	Director	7 Fox Run, Townsend, MA, 01474-1041
Rollin Willis	Director	26 Broad Meadow Road, Groton, MA 01450-1268

Part V - 3a

Bruce H. Easom – President – unpaid ~5 hours/week - is environmental technology development consultant for U.S. electric power generating industry. He manages pilot-scale test programs for emerging environmental technologies. He holds a doctor of science degree in Mechanical Engineering from the Massachusetts Institute of Technology. He has lived in Groton, MA since 1995 and has been a member of the Groton Conservation Commission since 2003. He was a member of the Groton Trails Committee for 13 years ending in 2011. Bruce is currently a member of Groton's Community Preservation Committee promoting and funding historic preservation, community housing, open space acquisition and active recreation projects. His involvement in developing the Squannacook River Rail Trail (SRRT) began in 2002 and he has written a successful Community Preservation Act application for funding Groton's portion of the SRRT's Environmental and Engineering Assessment study. Bruce has more than a decade of experience in marking, mapping and maintaining the trails network in the Town of Groton.

Peter Cunningham – Vice-president – unpaid ~5 hours/week - has been active in town affairs since moving to Groton in 1979, Mr. Cunningham is presently completing his fifth term on the Board of Selectman. He has been a member of the Groton/Dunstable Regional School Committee, serving as Chairman of that committee for two years, and has served on the Town's Personnel Board. His background also includes activity in land use advocacy issues and historic preservation. He is recently retired from the Department of Children & Families where he had worked as a Supervisor out of that agency's North Central Area Office in Leominster. As Selectman, Mr. Cunningham has been involved in many of the policy decisions which have shaped town government over the past decade, however the one he takes greatest pride in was his work on the Blue Ribbon Governance Committee which led to the acceptance of Groton's Town Charter at the October, 2007 Special Town Meeting. Under the Charter, Groton has adopted the Town Manager form of government which has led to improved efficiencies in the way services are provided to townspeople. An avid cyclist, Peter has been active in the on-going efforts to construct the Squannacook River Rail Trail since 2005. Peter and his wife Jean have been residents Groton since 1979 and have raised two wonderful daughters here during this time; Jenny and Laura.

Joan Wotkowicz – Clerk – unpaid ~5 hours/week - Growing up in the Berkshires, Joan developed a love for the outdoors along the trails of Mt. Greylock and Savoy Mountain State Forest. In 1979 she worked as summer staff at Windsor State Forest. Now a Townsend resident, her daily outings bring her to Pearl Hill State Park and Townsend State Forest. She still visits Savoy, and recently enrolled 40 acres of property in the Forest Stewardship Program. A technical writer by profession, she actively contributes her writing and project management skills to many non-profit organizations. In addition to the Squannacook River Rail Trail, she is a member of the Nashua River Watershed Association, Friends of Willard Brook, Hoosac River Watershed Association, and the Friends of Greylock Glen. Her level of commitment can be seen in some of her volunteer contributions. For several years, she served as chairperson of a Society for Technical Communication committee that organized a professional competition for technical writers across New England. She developed an extensive web site for the Nashua River Watershed Association in 2001 and has continually provided technical assistance. Since the opening of Townsend's new Library/Senior Center/Meeting Hall complex in 2009, she has helped to manage the Townsend Meeting Hall Gallery, hosting many successful exhibitions of local artwork.

Bill Rideout – Treasurer – unpaid ~15 hours/week - is a Townsend resident, and has been involved with the proposed Squannacook River Rail Trail since 2003. His rail trail activities include community and abutter outreach, running the web site since 2005, and serving as secretary to the Townsend committee charged with investigating the rail trail. In addition he is serving on Townsend's Open Space and Recreation committee. He has been an avid hiker and

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bicyclist his whole life, and is a member of many outdoor organizations such as the Appalachian Mountain Club, Friends of Willard Brook, and the Nashua River Watershed Association. He is presently employed as a software engineer at the MIT Haystack Observatory, working with a group that uses radar to study the earth's ionosphere.

Peter Carson – Director – unpaid ~5 hours/week - has been a Software Engineer for 30 years. He has served as an elected official on the Groton-Dunstable School Committee for two 3 year terms. He has served as a volunteer as Coordinator of the Groton Greenway River Festival and appointed to be on the High School Building Committee and Squannacook Rail Trail Funding Committee. He and his wife own Nashoba Paddler, LLC, a small business renting canoes and kayaks and operating summer and school programs. He has a Bachelors of Science in Mathematics.

Mark Cram – Director – unpaid ~5 hours/week is a Townsend resident and a current member of the Townsend Squannacook River Rail Trail Funding Exploration Committee. He has been an active member of the SRRT advocacy group since 2005 and has participated in many of the group's activities including site inspections and public events. Current organization memberships include the following groups: Rails-to-Trails Conservancy, Mass Audubon, The Trustees of Reservations and The Friends of Willard Brook. Mark is the Senior Mechanical Engineer for a local manufacturer of Electron Beam equipment and has been employed there for over 25 years. He is also a licensed Massachusetts Construction Supervisor. Mark is an avid hiker, biker and canoeist and has experience developing and maintaining local trails.

Alfred Gadway – Director – unpaid ~5 hours/week is a freelance photographer working in North Central Massachusetts. He was educated at Hallmark Institute of Photography and Mount Wachusett Community College. As an avid outdoorsman Alfred has become an active bicycling advocate. He is active in the bike community as a volunteer at MASSBIKE and Hub on Wheels. Additionally, he organizes a Ride of Silence for Leominster, MA. He belongs to an assortment of bike groups including MASSBIKE, NEMBA, NEMBA racing and the New England Mt. Bike Patrol. Alfred commutes by bicycle all year and is working hard to get the word out there that biking and complete streets should be part of every community's future.

Bob Hargraves – Director – unpaid ~5 hours/week served eight terms as a member of the Massachusetts House of Representatives. He resides in Groton with his wife of over four and a half decades. They have raised three grown children and are the proud grandparents of nine grandchildren. In the House, Hargraves served as the Ranking Republican to the Joint Committee on Healthcare Finance and was the Assistant Ranking Republican Member to the House Ways and Means Committee. Prior to becoming a state representative, Hargraves dedicated his life to the youth as he served as an educator. He started off as a math teacher for eight years, then for the next 25 years served as an assistant principal and principal at the middle school and high school levels. He also served as town moderator, a member of the town's Commission for the Handicapped for 18 years and a member of the Groton Board of Selectmen for 16 years. For seven years, he supported Nashoba Community Hospital by serving on their fundraising committee. Bob has been a long time advocate for rail trails, and as an abutter to the Nashua River Rail Trail, has a unique understanding of abutters' concerns.

Raynold Jackson – Director – unpaid ~5 hours/week has been a resident of Townsend for 42 years. He has been active in trail development and maintenance for many years. With the Friends of Willard Brook, he laid out and worked with other volunteers to cut and blaze a four mile trail from Damon Pond to Pearl Hill State Forest, in addition to two other smaller trails. He worked

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with the town of Townsend to lay out and build a trail from the Townsend Senior Center to the Howard Park trail head. Ray has been with Trailwrights of New Hampshire, an educational and trail building and maintenance organization, for 22 years, and is currently serving as president. Ray is active with many other organizations, including Friends of the Wapack, The Society for the Protection of New Hampshire Forests, Chatham Trails Association, and The Audubon Society of New Hampshire.

Steve Meehan – Director – unpaid ~5 hours/week has been a Townsend resident since 1970. He a rail line abutter and has been involved with the proposed Squannacook River Rail Trail (SRRT) since 2003. His rail trail activities include chairing both a SSRT advocate's committee and Townsend's ad hoc SRRT Funding Exploration committee as well as community and abutter outreach. He is active as a local youth ice hockey coach, serves on the Boy Scout Troop 10 – Townsend oversight committee and is a life-long fresh water fisherman. He is employed as a procurement analyst with the office of the Deputy Undersecretary of Defense – Contracting and is stationed at Hanscom Air Force Base, Massachusetts.

Rollin Willis – Director – unpaid ~5 hours/week is a Groton resident and has been involved with the proposed Squannacook River Rail Trail since 2010. While currently a Development team volunteer at the Nashua River Watershed Association, he has held positions with a number of other environmental advocacy organizations including: Board of Directors of the Friends of Willard Brook, former member Groton Greenway committee and Docent at Broadmoor Audubon Sanctuary. A life long "birder," outdoor enthusiast and former category 2 competitive cyclist, he now enjoys sharing his passions with his two sons and wife. He is currently employed as an Account Executive at IST Energy Solutions in Waltham, MA.

Part V – 4a

Although we presently do not plan to pay any salaries to anyone, this organization has adopted a conflict of interest policy that controls the approval of salaries to directors, officers, and other "disqualified persons" as defined in Section 4958 of the Internal Revenue Code. See Article 11 of the bylaws attached.

Part V – 4b

Although we presently do not plan to pay any salaries to anyone, Article 11, Section 3 of our bylaws requires the approval of compensation of director, officers, and any disqualified persons" as defined in Section 4958 of the Internal Revenue Code in advance after full disclosure of the surrounding facts and approval by disinterested members of the governing board or committee and prior to entering into the compensation agreement or arrangement. Further, Article 11, Section 5(a) of our bylaws requires specific approval of compensation arrangements prior to the first payment of compensation under such arrangements.

Part V – 4c

Although we presently do not plan to pay any salaries to anyone, Article 11, Section 4, of the organization's bylaws, which are attached to this application, require the taking of written minutes of meetings at which compensation paid to any director, officer, or other "disqualified person" as defined in Section 4958 of the Internal Revenue Code, are approved. The minutes must include the date and the terms of the approved compensation arrangements. Further, and specifically with respect to the approval by the board or compensation committee of compensation arrangements, Article 11, Section 5(d), of the organization's bylaws requires the recordation of the date and terms of compensation arrangements as well as other specific information concerning the basis for the approval of compensation arrangements.

Part V – 4d

Although we presently do not plan to pay any salaries to anyone, Article 11, Section 4, of the organization's bylaws requires the written recordation of the approval of compensation and other financial arrangements between this organization and a director, officer, employee, contractor, and any other "disqualified person" as defined in Section 4958 of the Internal Revenue Code, including the names of the persons who vote on the arrangement and their votes. Further, and specifically with respect to the approval by the board or compensation committee of compensation arrangements, Article 11, Section 5(d), of the organization's bylaws requires the recordation of the board or committee who were present during discussion of the approval of compensation arrangements, those who voted on it, and the votes cast by each board or committee member.

Part V – 4e

Although we presently do not plan to pay any salaries to anyone, Article 11, Section 5(c), of the organization's bylaws requires that the board or compensation committee considering the approval of a compensation arrangement obtain compensation levels paid by similarly situated organizations, both taxable and tax-exempt, for functionally comparable positions; the availability of similar services in the geographic area of this organization; current compensation surveys compiled by independent firms; and actual written offers from similar institutions competing for the services of the person who is the subject of the compensation arrangement. This article also provides that it is sufficient for these purposes to rely on compensation data obtained from three comparable organizations in the same or similar communities for similar services if this organization's three-years' average gross receipts are less than \$1 million (as allowed by IRS

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Regulation 53.4958-6).

Part V – 4f

Although we presently do not plan to pay any salaries to anyone, Article 11, Section 5(d), of the organization's bylaws requires that the written minutes of the board or compensation committee meeting at which a compensation arrangement was discussed and approved include the terms of compensation and the basis for its approval. This bylaw provision includes a list of specific information that must be included in the required written minutes.

Part V – 5a

The board of directors of this organization has adopted bylaws that contain a conflicts of interest policy. The policy is set out in Article 11 of the attached bylaws. This policy is based on the sample conflict of interest policy contained in Appendix A of the official instructions to IRS Form 1023. The organization has added additional requirements in Article 11, Section 5, of its bylaws for the approval of compensation arrangements that are based on the additional requirements contained in IRS Regulation Section 53.4958-6 to help ensure that all compensation arrangements are made by disinterested members of the organization's board or a duly constituted compensation committee of the board and are fair, reasonable, and in furtherance of the tax-exempt purposes of this organization.

Part VIII – 4a

Our organization plans to use volunteers to maintain our rail trail, but the construction of the rail trail and maintenance supplies will require funding. In addition, we will have operational expenses such as director's insurance. We do not yet have definite plans for fundraising, but the following are being considered:

- 1) Mail solicitations for the expenses listed above.
- 2) Email solicitations for the expenses listed above.
- 3) Personal solicitations from individuals who have expressed support for this trail in the past for the expenses listed above.
- 4) Foundations grants applications for the expenses listed above.
- 5) Donations through our website (www.SquannacookGreenways.org) for the expenses listed above.
- 6) Government grant applications for the expenses listed above.
- 7) Other – membership yearly fees.

Part VIII – 4d

The first section of the Squannacook Rail Trail to be built will be in the towns of Groton and Townsend, Massachusetts, so that is where we will be fund raising. The trail may continue into Ayer, Massachusetts, so fund raising may be done there. Since users from towns that border these towns may also use this trail on a regular basis, we may choose to fund raise in the following Massachusetts towns: Ashby, Fitchburg, Lunenburg, Shirley, and Pepperell.

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Part IX – 23

Other expenses:

2012-2013: \$50,000 – design and permitting costs

2013-2014: \$90,000 – construction of rail trail cost