



Wisconsin Land and Water Conservation Association, Inc.

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Board of Directors

Meeting Minutes

Date: Tuesday, June 14, 2011				
Start Time: 10:00am		End Time: 2:00pm		
Location:	Portage County Annex Building, Conference Rooms 1&2 1462 Strongs Avenue Stevens Point WI 54481 715-346-1334			
Conference Phone:	(877) 826-6967			
Conf ID:	2683619685 (dial when prompted)			
Hotel Information:	Ramada Stevens Point 1501 North Point Drive Stevens Point, WI 54481 715-341-1340	Name/Confirmation	Check In	Check Out
		Burwell 111216	06/13	06/14
		Rudolph 111215	06/13	06/15
	Rooms will be \$70, direct bill to WLWCA.			
Minutes prepared by: Kirsten Moore, Office Manager, WLWCA Staff				
Board of Directors: Mr. Chuck Wagner (<i>President, LW Area</i>), Mr. Tom Rudolph (<i>Vice-President, NC Area</i>), Ms. Kay McKenzie (<i>Sec'y/Treasurer, NW Area</i>), Mr. Joe Piechowski (<i>LW Area</i>), Ms. Dorothy Burwell (<i>SE Area</i>), Mr. David Hammer (<i>S Area</i>), Mr. Herbert Cornell (<i>W Area</i>), Ms. Tami Schraufnagel (<i>WC Area</i>)			In Attendance: Wagner, Rudolph, Leavenworth, Zelazny, Moore, Burwell, Piechowski, Hammer (after lunch).	
Staff & Advisors: Mr. Julian Zelazny (<i>Executive Director</i>), Ms. Kirsten Moore (<i>Office Manger</i>), Mr. Greg Baneck (<i>LCD Advisor Area 2, LW</i>), Ms. Susan Butler (<i>FSA</i>), Mr. Kurt Calkins (<i>WALCE</i>), Mr. Richard Castelnuovo (<i>DATCP</i>), Mr. Ken Genskow (<i>UWEX</i>), Mr. Robert Heise (<i>LCD Advisor Area 6, WC</i>), Ms. Beth Mason (<i>NACD</i>), Ms. Patricia Leavenworth (<i>NRCS</i>), Ms. MaryAnne Lowndes (<i>DNR</i>), Mr. Jim McCaulley (<i>LCD Advisor Area 4, S</i>), Ms. Kathy Pielsticker (<i>DATCP</i>), Mr. John Reinemann (<i>WCA</i>), Ms. Carolyn Scholl (<i>LCD Advisor Area 8, NC</i>), Mr. Jim VandenBrook (<i>DATCP</i>)			Conference Phone: Heise	
			Board Members Absent: Cornell	
Notes:				
<ul style="list-style-type: none"> • WLWCA BOD Meetings are open meetings. Individuals may observe in person or via conference call if desired. Please state your name when you use the conference calling service. • Times indicated and order of agenda is subject to change for pace of meeting and at President's discretion. • The deadline to RSVP for meals at this meeting and/or submit a written report to be included in meeting packet materials is Friday, June 10 at noon. • Catering will be provided by Rockman's Catering. Lunch will be provided to those board members, staff, advisors, or others on the agenda that RSVP by the deadline. Others who wish to attend and RSVP on time may pay \$10 to WLWCA for lunch if desired. • Hard copies of meeting materials will be available at the meeting to those who RSVP by the deadline. Meeting materials in board and advisor meeting packets include: <ul style="list-style-type: none"> ○ 04-26-2011 Meeting Minutes ○ 2011 YTD Profit & Loss ○ 2011 YTD County Dues Report ○ Current Travel Policy ○ Any written reports submitted by the deadline (hard copy at meeting, will Email if available) ○ 11-05-2010 Closed Session Minutes (hard copy at meeting only) 				
Next Meeting Time: Thursday, September 29, 10am-2pm, Stevens Point, WI				

10:16 Call to order: Mr. Wagner, President

- Mr. Wagner reminded conference phone users to let attendees know if they are not speaking loud enough.
- Pledge of Allegiance
- **Roll call:** Mr. Wagner, Mr. Rudolph, Mr. Zelazny, Ms. Moore, Ms. Leavenworth, Ms. Burwell, Ms. McKenzie, Mr. Piechowski, and Mr. Heise via conference phone. Quorum present.

10:18 Adopt Agenda – Possible Action

- **Rudolph/McKenzie:** agenda adopted as amended to include items under “Other Business as Needed” by voice vote, none opposing.

10:19 Approve April 26, 2011 Meeting Minutes – Possible Action

- **Burwell/Rudolph:** minutes approved by voice vote, none opposing.

10:20 President’s Report, Mr. Wagner

- Mr. Wagner & Mr. Perry Lindquist (*Waukesha LCD*) attended the spring SAA meeting to discuss the workings of the WLWCA-WALCE Ad Hoc Merger Committee and distribute the *Thursday Note* Special Merger Edition. Mr. Wagner reported various comments made during the SAA meeting regarding the merger. Discussion.
- Mr. Wagner recapped yesterday’s Conservation Observance Day event at Fountain Prairie Farm in Fall River, Columbia County. Mr. Wagner, Mr. Rudolph, Ms. McKenzie and Ms. Burwell as well as WLWCA staff attended. Discussion.

10:37 WLWCA-WALCE Ad Hoc Committee Update – Possible Action

- Update on summer outreach plans, *Thursday Note* Special Merger Edition: WALCE plans to hold online seminars for WALCE membership to learn more about a potential merger. Neither board nor staff have yet to any formal comments regarding the *Thursday Note* Special Merger Edition issued May 20, 2011.
- Alternate for Mr. Hammer on Ad Hoc Committee: Mr. Wagner and Mr. Hammer have had discussions and due to scheduling, Mr. Hammer is not able to continue service on the Ad-Hoc Committee. Discussed potential replacements or staying with the current committee structure, due to the advanced stage of committee work. Discussed whether WLWCA would lose something in regards to an unbalanced participation in the Ad Hoc Committee process (WLWCA has four participating members, WALCE has five). **Action: Mr. Wagner will formally invite Ms. Burwell, Mr. Cornell and Ms. Schraufnagel to replace Mr. Hammer in the Ad Hoc Committee and see if a replacement for Mr. Hammer can be found.**
- Discussed what area associations have been saying about a potential merger. Consensus is that most WLWCA members are either waiting for more information; are relatively in favor of a potential merger; or are remaining quiet.
- Discussed the drafting of merged bylaws. Mr. Curt Pawlisch (Cullen, Weston, Pines & Bach) has been in contact with Mr. Lindquist regarding the draft process.

10:55 Executive Director’s Report, Mr. Zelazny

- NACD Executive Director’s Meeting Report: The ED meeting was in Maryland and focused on the conservation efforts in the Chesapeake Bay. Mr. Zelazny discussed the merger with EDs from other states and received both positive and negative feedback, in light of the difference between Wisconsin’s governmental conservation structure and other states’ governmental conservation structures. Farm Bill, the Federal budget, RC&Ds and various states’ budgets were discussed at the ED meeting.
- Legislative Update: Discussed LCD staffing grant cuts in the State budget, and lobbying efforts for a lapse in LCD staffing funds rather than a permanent cut. There will be another opportunity to request that this be inserted at committee of conference, if the assembly and the senate do not pass the exact same budget. Discussed PACE program changes and the lack of a conversion fee.
- Program Update: Discussed potential new training projects forming between DATCP and WLWCA. Provided SOC interim work update and plans regarding re-staffing the SOC coordinator position.

11:30 Finance Report, Mr. Zelazny, Ms. McKenzie – Possible Action

- 2010 Annual Audit: Distributed at 04/26 meeting to Mr. Wagner, Ms. Burwell, Ms. McKenzie, Mr. Piechowski. US Mail to Mr. Rudolph, Mr. Hammer, Mr. Cornell, and Ms. Schraufnagel. Consensus was that there were no surprises or deficiencies in the audit report.
- 2011 YTD Profit & Loss: As per May 27. **Ms. Moore will double check the Dues and Subscriptions expense line.**
- 2011 County Dues Update: Added since 05-27: Waupaca, Crawford, Eau Claire, Iowa. Area with full membership: Northwestern. Areas with payments from every county: Southern – Dane and Jefferson partially paid; West Central – Chippewa partially paid. Also received partial payments from La Crosse in the Western Area and Wood in the North Central Area. Counties who did not pay: Lake Michigan – Menominee; Lake Winnebago – Winnebago (intends to make partial payment at a later time);

Southeast – Waukesha (intends to make a partial payment at a later time), Milwaukee; Western – Trempealeau, Jackson; North Central – Forest, Lincoln (may pay at a later time). Any other checks that come in must be paid in full and dated 5/31 to retain membership in good standing. **Action: Ms. Moore** will electronically report the final 5/31 dues total. So far, 64 counties have paid, 60 have paid in full.

11:55 Travel Policy Review

- **Rudolph/Piechowski:** amend item 1 of the WLWCA Policy Governing Travel to state: “...Non-reimbursable expenses include registration and travel to the WLWCA Annual Conference and the included conference board meeting; as well as such items as personal expenses...” carried by voice vote, none opposing.
- **Action: Ms. Moore** will electronically distribute the amended policy.

12:00 Lunch

12:30 Area/Advisor Reports as Provided/Needed

- Review written reports submitted: None submitted.
- Optional reports from those present: Ms. Leavenworth provided a report on USDA-NRCS activity. Mr. Hammer joined the meeting via conference call.
- Ms. Leavenworth continued her report regarding USDA-NRCS activity. Discussion regarding RC&Ds.

1:06 Other Business as Needed

- Groundwater: Ms. McKenzie reported on studies conducted in the Northwestern Area regarding groundwater. The Northwestern Area has produced a white paper and invites WLWCA to join the cause. Discussed. **Action: Mr. Wagner and Mr. Rudolph** will discuss with LWCB.
- Mining: Ms. McKenzie reported that the Northwestern Area is investigating becoming involved in mining issues in Wisconsin.
- Mr. Heise and Ms. Leavenworth left the meeting.

1:40 Approve 11-05-2010 Closed Session Minutes, Update Regarding Changes to WLWCA Personnel – Possible Action

- *WI Statue 19.85(1)(c): Considering employment, promotion, compensation or performance evaluation data of any public employee over which the governmental body¹ has jurisdiction or exercises responsibility.* (Wisconsin Revisor of Statutes, 2008).
- The president shall accept a motion to convene in closed session for approving minutes from Mr. Zelazny’s performance evaluation and discussing WLWCA personnel changes under subsection of Wisconsin Statute 19.85 exemption (1) (c). **Rudolph/Piechowski:** to convene in closed session carried by roll call vote Wagner, Rudolph, Burwell, McKenzie, Piechowski, Hammer all ayes, none opposing.
- Closed session report via Ms. McKenzie: Mr. Wagner, Mr. Rudolph, Ms. McKenzie, Mr. Piechowski, Mr. Zelazny and Mr. Hammer (via conference phone) remained present for the closed session. Ms. Moore was excused from the session. Minutes from the 11/5/2011 Executive Committee and Board of Directors closed sessions were distributed to those physically present to review. **Burwell/Rudolph:** approved minutes taken during the 11/5/2011 Executive Committee and Board of Directors closed sessions as amended by voice vote, none opposing. Mr. Hammer left the meeting at 1:45. Mr. Zelazny reported to board regarding changes to SOC staff. **Burwell/McKenzie:** return to open session carried by voice vote, none opposing.
- Ms. Moore returned to the meeting. Minutes from 11/5/2011 Executive Committee and Board of Directors closed sessions were collected to be kept on file at the WLWCA office.
- Discussed NACD.

2:09 Adjournment

- **Rudolph/Burwell:** adjournment.

¹ WI Stat. 1982 (1) defines “Governmental Body” as a quasi-governmental corporation, which applies to WLWCA.