



Wisconsin Land and Water
Conservation Association, Inc.



Wisconsin Association
of Land Conservation Employees

WLWCA-WALCE Ad Hoc Committee
Meeting Minutes

Date: Wednesday, September 7, 2011	
Start Time: 1:00pm	End Time: 4:00pm
Location:	Portage County Annex Building, Third Floor, Room 5 1462 Strong's Ave., Stevens Point, WI
Conference Phone:	(877) 826-6967
Conf ID:	2683619685 (dial when prompted)
Co-Chairs: Perry Lindquist (<i>Waukesha LCD, WALCE</i>), Charles Wagner (<i>Kewaunee LCC, WLWCA</i>)	In Attendance: Wagner, Schuster, Piechowski, Zelazny, Moore, Lindquist, Baneck, O'Connell, Robert Ashbeck (<i>Wood CEED</i>), Rudolph, Calkins
Committee Members: Greg Baneck (<i>Outagamie LCD</i>), David Hammer (<i>Lafayette LCC</i>), Kay McKenzie (<i>Douglas LCC</i>), Dan O'Connell (<i>Portage LCD</i>), Joe Piechowski (<i>Waushara LCC</i>), Tom Rudolph (<i>Oneida LCC</i>), Geoff Schramm (<i>Ozaukee LCD</i>), William Schuster (<i>Door LCD</i>).	
Advisors: Julian Zelazny (<i>WLWCA</i>), Kurt Calkins (<i>WALCE</i>)	Secretary: Kirsten Moore (<i>WLWCA</i>)
Via Conference Phone: Marc Bethke (<i>Dodge LCD</i>)	
Absent Committee Members: Hammer, McKenzie, Schramm	
Notes:	
<ul style="list-style-type: none"> • WLWCA-WALCE Ad Hoc Committee Meetings are open meetings. Individuals may attend in person or via conference call if desired. Please state your name when you use the conference calling service. • Order and time allowed for agenda items may be changed due to pace of meeting or at the discretion of the co-chairs. 	
Next Meeting Time: TBD	

1:07 Call to Order: Lindquist/Wagner

- Pledge of Allegiance
- **Roll Call:** Wagner, Rudolph, Schuster, Lindquist, Zelazny, Baneck, Ashbeck, Piechowski, Moore, Bethke.

1:09 Adopt Agenda: Lindquist/Wagner

- **Rudolph/Piechowski:** Agenda adopted as presented by voice vote, no opposition.

1:10 Approve 08-09-2011 Meeting Minutes: Lindquist/Wagner

- **Schuster/Rudolph:** Minutes approved as presented by voice vote, no opposition.

1:15 Continued Outreach Timeline, Plan of Action

- **Fall Area Meetings:** Wagner and Schuster will attend LM Area meeting. Wagner and Lindquist will attend the S Area meeting. Zelazny, Rudolph and O'Connell will attend NC Area, which the same day and time as the S Area meeting. Baneck, Zelazny, and McKenzie will attend NW Area. Zelazny, Baneck and Piechowski will attend LW Area. Schuster, Wagner, and Zelazny will attend WC Area. Lindquist will work with Dorothy Burwell re: SE Area. Discussed W Area, a fall meeting has not been scheduled.

Wisconsin Land and Water
Conservation Association, Inc.
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- **Talking Points/Outreach Agenda discussion:** Discussed taking hard copies of the PowerPoint presentation to the areas. Discussed how to present draft bylaws at area meetings. Discussed Webinar regarding bylaws. **Baneck** will facilitate scheduling bylaws Webinar. Webinar will tentatively take place October 18 in the afternoon.
- Calkins joined the meeting.
- **Moore** will send a request to all the areas that the merger receive 20 minutes on area meeting agendas and will include listings of which committee members will attend the meetings.
- Discussed publishing an additional special edition of the *Thursday Note* reporting on structures, bylaws, etc. Tentatively scheduled to publish the week of September 19, mail September 22.
- Discussed audience and outreach to technical/support staff. Discussion included reminding county conservationists to add merger discussions to staff meetings, and topics for the fall county conservationist meeting. Discussed WALCE Fall Tech Tour scheduled September 30, which O'Connell will be attending.

1:40 Draft Bylaws Update

- WLWCA staff will assist Lindquist with incorporating CWPB's edits to the bylaws. Lindquist anticipates draft will be ready for broad review late next week. **Chris Schlutt** will post bylaws on Web site when available. **Moore** will distribute via LCD list serve and WALCE list serve. Distribution will include language indicating 60 days notice for WLWCA bylaws changes. Deadline to distribute in order to comply with WLWCA current bylaws is October 9 (60 days prior to annual meeting of members).
- Discussed talking points for presenting bylaws including: bylaws are not set in stone, the new organization will be able to amend bylaws, and the organization will likely recreate itself over time.

2:00 Finance Update

- Zelazny presented revisions to the merged finance report as per the August 30 WLWCA-WALCE Joint BOD Meeting. Discussed detailed information provided regarding WLWCA reserves. There is generally \$80,000-\$90,000 for contingencies in the WLWCA checking account at most times. WLWCA's accountants recommend that there should be \$200,000 in contingencies to keep the organization safely operating. Ad Hoc Committee consensus was to include joint contingencies available in financial presentation.
- Discussed dues: consensus was that dues were to be set by a future board and that it was not the ad hoc committee's role to project for 2013, dues would likely remain as forecast for both organizations in 2012.
- **Moore** will make the requested formatting changes and submit to Ad Hoc Committee for review and approval.

2:28 WLWCA BOD and WALCE BOD Resolutions Discussion

- Lindquist presented draft resolutions, which have been sent to CWPB for legal review.
- Discussed supplemental documentation to be provided with the resolution for the annual meeting.
- Discussed whether areas might pass resolutions at the area meetings that mirror the resolution put forth by the WLWCA board or whether to present a draft at the area meetings. Consensus was to present a draft.
- **Piechowski/Rudolph:** Resolutions to proceed following legal review to appropriate board of directors for recommendation carried by voice vote, none opposing.

2:53 Other Business

- Ad Hoc Committee recapped WLWCA-WALCE Joint Meeting.
- Discussed business meetings. **Moore** will add resolution procedure and business meeting agenda to the WLWCA BOD Meeting agenda for September 29.
- Discussed passing/not passing the resolutions.
- Discussed future Ad Hoc meetings: consensus is as needed.

3:16 Adjournment

- **Rudolph/O'Connell:** Adjournment.