



# Thursday Note

An Update on Wisconsin Land and Water Conservation Issues

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## Special Edition #2 - WLWCA/WALCE Merger Talks Move Ahead

A few months ago, a special edition of this newsletter described the merger talks underway between the Wisconsin Association of Land Conservation Employees (WALCE) and the WLWCA. The purpose of this Special Edition #2 is to update everyone on the progress of the WLWCA/WALCE merger talks and explain the draft bylaws that have been prepared. Since this document is also designed to be a one-stop summary of the merger process, let's first review the many benefits that both WALCE and WLWCA anticipate by merging the two associations:

### Why Should WLWCA and WALCE Merge?

- *Sustainable Future*. Merging the two associations would lead to one stronger, more efficient, and financially sustainable association, provide more staff support (WLWCA), and cause less volunteer (i.e. LCD) burnout while carrying out state association activities.
- *Focused Resources*. The on-going trend for downsizing County Boards and combining and downsizing departments is resulting in fewer people having less time for land and water conservation issues or to participate in state association activities. A merged association with a well-defined and empowered committee structure would better focus limited resources, provide more valuable services, and encourage more participation by LCCs and LCD staff.
- *Expanded Expertise*. Merging WLWCA and WALCE would combine the diverse technical, administrative and policy expertise, and talents of both organizations.
- *Better Cross-Training*. Combining workshops, tours, conferences, and other training opportunities would improve the quality, attendance, revenue, and ultimately the program understanding and support between LCCs and LCD staff – something we need to sustain local programs in the long-term.
- *Improved Policy Influence*. A joint Legislative Committee would help build a stronger and more unified voice for conservation issues and improve our effectiveness in influencing policy makers – thus having a greater impact than either organization could on their own in supporting county land and water conservation programs.
- *Faster Response Time*. A merged and empowered committee system would also help streamline the decision-making process, allowing members and staff to develop or review draft policies, craft a position and give the WLWCA staff and lobbyist direction in a much shorter time frame, which is critical in the fast-pace policy decision making that occurs these days, especially relating to budget processes.

### What is the History behind the Merger Talks?

The potential benefits of merging WLWCA and WALCE have been recognized for a long time, but merging was first formally proposed in 2001, when an ad-hoc WALCE committee recommended it. At the 2004 WLWCA Annual Meeting, the Western Area Association proposed a WLWCA bylaw revision to add County Conservationists to the WLWCA, but it failed to get the necessary 2/3 majority votes by a very small margin. The current merger talks began informally in summer of 2010, but moved beyond the talking stage at the beginning of 2011. Below is a brief review of the timeline involved in the current merger talks:

- Summer 2010: Both WALCE and WLWCA Boards of Directors begin discussions of a possible merger and asked their respective memberships for input.
- Fall 2010: Based on input received from their Members, the WALCE and WLWCA Boards of Directors each appointed 5 members to serve on an Ad-Hoc Merger Committee to make recommendations on how a merger

could be carried out. The two boards also adopted an open process and guiding principles for the committee to follow during their work. The guiding principles prescribed a partnership approach to the new organization and will be discussed more in the next section of this newsletter.

- January 2011: The Ad-Hoc Merger Committee began meeting monthly, being facilitated by a UWEX agent.
- April 2011: The Merger Committee completed their preliminary recommendations, as described in the May 2011 Special Edition of the Thursday Note ([www.wlwca.org/wlwca\\_walce.html](http://www.wlwca.org/wlwca_walce.html)). These recommendations were presented to the WLWCA and WALCE Boards of Directors. Both boards voted in favor of continuing the Merger Committee's work, including conducting outreach activities on the proposal and drafting bylaws for the merged organization.
- May-July 2011: The Merger Committee sponsored a number of outreach efforts to get the word out and gather input from both organizations, including three webinars/workshops across the state, several Area Association and other county meetings, and publishing a Special Edition of the Thursday Note. The Committee also continued drafting bylaws based on their recommendations and the earlier Board-approved guiding principles.
- August 2011: Draft post-merger bylaws were presented to the WLWCA and WALCE Boards of Directors during a joint meeting. Both Boards unanimously recommended adoption of the new bylaws at their membership's upcoming annual meetings and the continuation of outreach efforts this fall by the Merger Committee.

#### **What do the Proposed Bylaws Say? (Post WLWCA/WALCE Merger)**

The proposed bylaws are now available for review and download from the WLWCA web site ([www.wlwca.org/wlwca\\_walce.html](http://www.wlwca.org/wlwca_walce.html)). Before reading them, the ad-hoc committee recommends reading the summary below. By explaining some of the reasoning behind the bylaw language, this summary provides some context for the document:

Name: The Merger Committee recommends that the WLWCA name be maintained after the merger with WALCE because it already has good name recognition and the title is inclusive enough to include county conservation professional staff as well as Land Conservation Committee members. As an added bonus, keeping the WLWCA name would not require new Articles of Incorporation, which are currently on file with the State of Wisconsin.

Mission Statement: In keeping with the current missions of WLWCA and WALCE, and their powers and duties under state law, the following mission statement is proposed for the new WLWCA bylaws:

*"To protect, conserve and enhance Wisconsin's natural resources by serving and representing county Land Conservation Committees and conservation department staff operating under the authorities granted in Chapter 92 Wisconsin Statutes."*

Purposes: In keeping with *guiding principles* adopted by the WALCE and WLWCA Boards of Directors, the proposed bylaws prescribe multifaceted functions for the new nonprofit group. This list represents the combined purposes of WALCE and WLWCA. More specifically, the proposed purposes of the organization are to:

- *Further counties' common interests and statutory powers and duties relating to soil and water conservation, nonpoint source water pollution abatement and prevention, and other land use, natural resource management, cost-sharing, education and regulatory programs.*
- *Facilitate information exchange as well as technical and administrative program review to solve problems and improve services common to county governments in carrying out their duties.*
- *Provide Membership services such as newsletters, workshops, professional improvement training, conferences, environmental education, Member training, promotion of county conservation programs, and the coordination of various Member meetings.*
- *Provide information to state and federal agencies, the legislature, congress and executive branches, and advocate for sound program policies and legislation affecting county land and water conservation programs.*
- *Promote and assist in the development and dissemination of uniform conservation practice technical standards based on the latest research, technology and field experiences.*

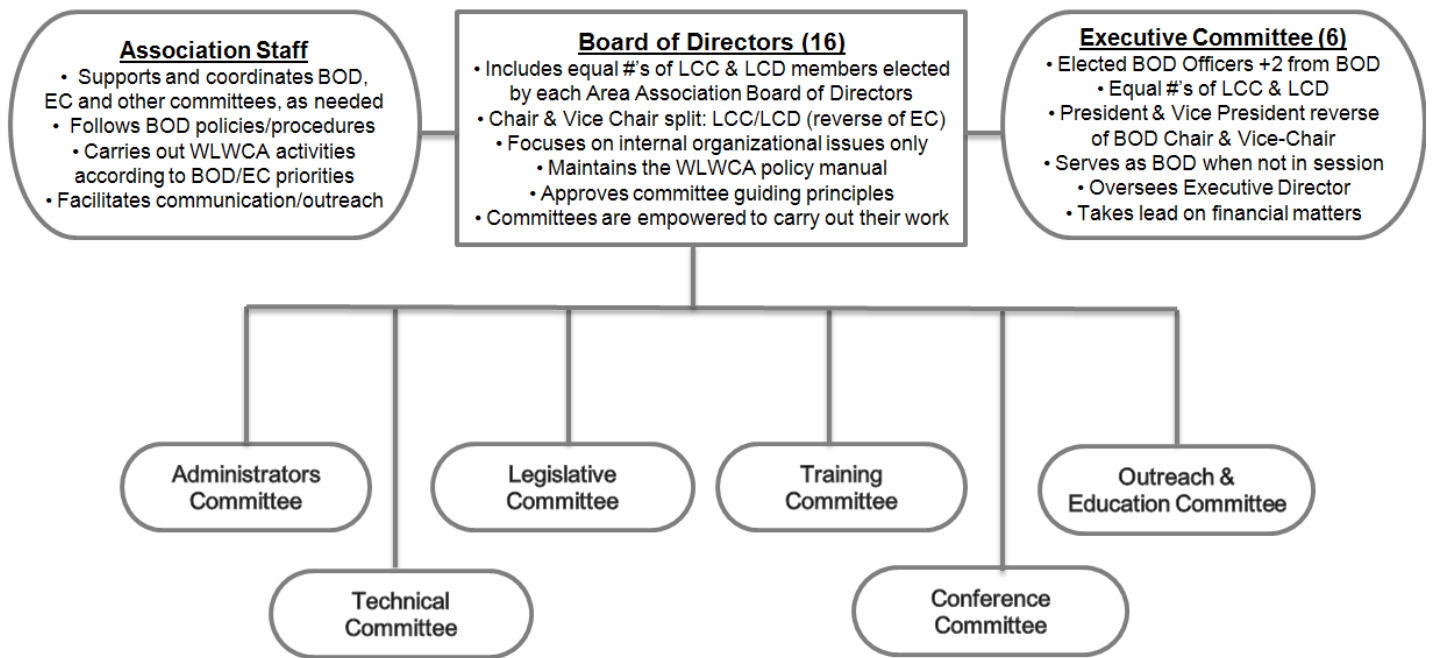
**Membership:** The proposed bylaws describe three types of annual membership dues in the new WLWCA:

1. County Member = all LCC members and conservation department staff are automatically Members.
2. Individual Member = only the person paying the fee is a member. No voting rights at annual meeting.
3. Associate Member = non-county individual or organization with a common mission. No voting rights.

It is hoped that every county will value the new merged organization enough to pay “County Membership” dues and that future dues structure will encourage this. However, if for some reason this does not happen, the Individual Membership option is available with limited voting rights. It is also hoped that the “Associate Member” option will help nurture partnerships with other conservation organizations. Annual dues amounts depend on future Boards of Directors and WLWCA financial needs, and are not part of this proposal.

**Board of Directors:** A key *guiding principle* of the merger process required the new Board of Directors to be made up of an equal number of representatives from County Land Conservation Committees (LCC) and Land Conservation Department (LCD) staff. In other words, the merged organization is to function as a partnership – recognizing the equally valued role of the local elected officials, as well as the professional conservationist in carrying out the above noted mission and purposes. The diagram below shows the proposed institutional structure, including basic membership and duties of the Board of Directors and the Executive Committee.

### Proposed WLWCA Organizational Structure



**Empowered Committees:** Another key *guiding principle* of the merger is to focus resources on a committee structure that is empowered to carry out their assigned duties. The six committees shown below the Board of Directors each have specific duties laid out in the bylaws. Their actual formation and level of activity will depend on the needs and priorities of the Association and the availability of volunteers. Diversity and cross-membership among the committees is encouraged. The true measure of success for the merged organization will be the accomplishments of the committees.

**Area Associations:** No changes are proposed to the Area Association boundaries. The new bylaws leave this up to the counties in the affected areas to work out any future proposed change. The Areas must elect their LCC and LCD representatives through an open nomination process to all Members in the Area and voting by the respective LCC/LCD representatives on the Area Association Board of Directors. All other Area Association activities are a local decision.

**Challenges of a WLWCA/WALCE Merger:**

- Leaving Titles at the Door. As a non-profit organization with a unified mission to support county land and water conservation programs, LCC members and LCD staff need to work effectively together as equals. We need to build on each other’s strengths and focus on consensus decisions.



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- ***Broad Participation.*** To be effective at the proposed multifaceted functions of the merged organization, broad membership participation is required on a variety of committees. Local downsizing of committees and department staff will continue to make this a challenge.
- ***Commitment/Diversity/Turnover.*** While conservation staff generally have a career commitment to the mission, LCC members come from a wide variety of backgrounds and have a higher turnover rate through biennial elections. Therefore, regular membership cross-training is critical to sustain momentum in the Association.

### **Risks of Not Merging:**

- ***Decline.*** If current merger and downsizing trends continue locally without merging WLWCA and WALCE, it may result in steadily declining opportunities for professional improvement, a loss of a unified conservation voice on land and water conservation policy issues, and reduced local program funding. As proposed in 2004, County Conservationists could be merged with WLWCA without the rest of WALCE since they work closely together anyway. In fact, while this is not the preferred merger path, it remains a valid option. However, WALCE would certainly lose support if this would happen, again leading to fewer opportunities for other conservation staff.

The Merger Committee is dedicated to an open process that encourages member input throughout the merger discussions. This will continue during fall Area Association meetings and a **statewide webinar scheduled for October 18<sup>th</sup>, 1:00 – 2:30 PM**: Web link: <http://tinyurl.com/walce-merger> . Conference call: #866-200-5786/ID #6082638. The WLWCA web site continues to be the clearing house for all information related to the Merger Committee, including the proposed bylaws ([www.wlwca.org](http://www.wlwca.org)). To complete a merger, both WLWCA and WALCE memberships would need to approve the proposed bylaw changes at their next annual meetings (WLWCA in December/WALCE in February). As co-chairs of the Merger Committee, we believe merging WLWCA and WALCE is a natural evolution whose time has come. We hope you agree and encourage your support for the proposal.

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