**Board Members virtually present:** Mike Depies, Dave Elwing, Joe Gonyo, Todd Schaller, and Bruce Urben

**Also virtually present:** Bruce Ross and Kelcy Boettcher

**Unable to Attend:** Kevin Banaszak (vacation), Ian Bartelmez (work conflict)**,** George Ermert (work conflict), Dennis Fleischer (undetermined), B.J. Grassmann (leave of absence), Russ Olson (medical), and Pat Smith (medical)

**Agenda:**

* **6:33 PM – Meeting Convened**
* **6:34 PM – Agenda Repair**

Bruce Urben requested that time to introduce the need for a WWA Bylaw review and to allow time to provide an update on the 2023 WWA Raffle Calendar.

* **6:35 PM – Financial Report**

Bruce Ross and Kelcy Boettcher reported that financials show a year-to-date loss of $10,450 which is $27,802 better than the budgeted loss of $38,252. The current month revenues indicate WWA is significantly behind budget in chapter event revenue because several events reconciled during March. The year-to-date columns averaged this out and, overall, the finances are running ahead of budget. The same is true for the EXPO as sponsorships were invoiced earlier than budgeted. Of note, WWA received a $3,818 donation from Thrivent (a Lutheran-based organization) which is significantly greater that previous donations. The endowment fund lost just over $2,100 due to poor market performance, causing a year-to-date loss to be over $3,000 higher than budget. Lastly, the Duck Stamp invoice was reimbursed by DNR.

Bruce Ross reported that both upcoming golf outings appear to be slightly lighter in attendance and received revenues (pre-registrations and online purchases) than seen in 2021. He cautioned that this could be the first signs of a trend toward lower event attendance and smaller revenues as a result of the economy and impacts upon the current cost of living.

During this month’s Executive Committee meeting Todd Schaller asked if EXPO funding could be separated from the remainder of WWA’s financials to avoid confusion as to which funds are WWA proper and which funds are EXPO funds managed through WWA. To this end Kelcy Boettcher will continue to use the Excel comment feature to highlight EXPO funds and will also include EXPO comments in the monthly Financial Notes distributed to Board Members. Additionally, to ensure visibility of each budget comment, she will post Excel spreadsheet versions, vice PDF versions, of the monthly financial on the BoD secure webpage.

* **6:50 – Executive Director’s Report**

Bruce Ross presented an verbal Executive Director’s Report due to a very hectic schedule leading up to the BoD.

***Dale Arenz’s Passing.*** Dale Arenz, WWA Life Sponsor, passed away on May 13. Dale was a long time WWA member and past Director. Dale was 86 years old. The family asked that in lieu of flowers, memorials be made to WWA.

***Grants.*** A volunteer professional grant writer identified several potential grants that WWA might be able to apply for. Prior to doing so, internal work needs to be done to better define programs that WWA may wish to fund using those grants. Initial candidates include an ecologist (see details below), expansion of our AWA program, and WWA’s wild rice program. Bruce Ross will take is matter for action.

***WWA Volunteers.*** Board members were asked to review the volunteer newsletter article, “Finding the Right Fit” to see if other volunteer positions needed to be added to benefit committee efforts. The intent is to marry volunteer interests and energies to maximize WWA’s effectiveness.

***New Life Member.*** Mike Depies became WWA’s newest Life Member. The Board thanked Mike on behalf of the Association.

***Aliant Energy Power Plant Initiative.*** *During a previous meeting, the Board was made aware that* Alliant Energy will close its last coal-fired plant in Wisconsin (near Portage in Columbia County) and that an informal coalition of conservation-based partners interested in restoring wetland acreage for recreational use had formed. Bruce Ross was assisting the coalition while also representing WWA’s interests. There has been little movement with recent months. There is unconfirmed speculation by one of Bruce Ross’ counterparts that Ducks Unlimited may be moving into a power seat and squeezing WWA out based upon an ability to bring NAWCA funds to bear. Bruce will re-engage the coalition chair for an update and report his findings to the Board. In light of Alliant’s planned 2024 closure, Todd Schaller asked for clarification as to the maturity of the closing process and speculated that planned courses of action should already be in place. If that is the case meetings should be routinely occurring.

***HRP Invoicing.***Bruce Ross and Kelcy Boettcher are developing a revised invoice to better capture HRP’s activities.

***Internal Grant Requests.***The deadline for FY 2022 internal grant requests is 1 June; to date, no chapters submitted grant requests. Requests are anticipated from Ozaukee (Jackson Marsh handicap blind and approach), Waukesha County, Midland Wings, and the Green Bay chapters. Bruce Urben asked that the Board publish a statement informing chapters that requests will be accepted after the 1 June deadline. The Board concurred; Bruce Ross will inform all chapters.

* **6:58 PM – DNR Collaboration Update**Bruce Ross, Todd Schaller, and Peter Ziegler met with the DNR’s Wildlife Director, Eric Lobner, on March 18th to discuss Wildlife’s internal re-organization and the potential for WWA to assist the Wildlife Bureau by hiring a limited Term Employee (LTE) ecologist to assist WDNR identify, assess, and manage wetland restoration projects. Bruce Ross and Peter Ziegler had a virtual follow-up with Eric Lobner and several other WDNR officials on May 18th. WDNR is moving forward with the initiative and is dedicating funds within the FY 2023 budget (potentially available as early as 1 July 2022). It is unlikely that an ecologist will be hired prior to late fall or early winter. Peter Ziegler indicated his availability to assist should projects need attention prior to an LTE’s hiring.

Bruce Ross received Board approval to move forward in co-developing a governing Memorandum of Understanding (MOU) between WWA and WDNR to specify terms, expectations, and funding sources. Additionally, areas such as general workflow, approval processes, WWA’s responsibilities regarding grant applications, project selection and management, and contractor selection and oversight need discussion and agreement by both parties. If successful, WWA will establish the first full-time presence, WWA-employed ecologist’s position with WDNR funding assistance . Funding details need to be fully developed, but for 25% of the salary, WWA will gain a full-time employee dedicated to furthering our habitat mission on public lands. Benefits beyond habitat restoration potentially include marketing WWA’s successes to outside organizations to gain additional funding streams (similar to WWA’s arrangements with Vortex) and additional grant match opportunities.

Moving forward the BoD will need to commit to funding a portion (or all) of the non-WDNR salary, as well as portions of travel and per diem when the ecologist travels to assess or oversee projects. If annual costs are $60-70K per year, WWA’s annual responsibility could be as high as $15-17.5K. A possibility exists for the EXPO to offset a portion of the non-WDNR salary and there is further potential for corporate sponsors and private donors to further assist.

Based upon the number of potential projects that will need assessment and their geographic dispersion across the state, with the WDNR’s consent, WWA could hire two part-time ecologists who could divide the state into sections and focus on their assigned areas rather than hire a single person that will need to travel statewide. The Executive Director and the Director of Administration will dedicate portions of their time to manage the LTE position(s). Increasing the number of LTEs also increases time draws upon them.

Of note, Eric Lobner also asked if WWA would be interested in playing a significant role in the WDNR’s wild rice program. It is unclear if the wild rice program will fall within the ecologist’s scope of work or if Eric was alluding to a second billet.

* **7:22 PM – EXPO 22 Update**

Bruce Ross reported that EXPO 22’s vendor list is “underwhelming,” but he anticipates it growing on par with last year’s. A common shortfall expressed by major vendors is the show’s one-day duration. Major vendors indicate a greater interest in 2-3 day shows, while 2021 vendor indicated their preference to keep a single-day format. Scheels previously expressed interest in becoming a “title role sponsor” by contributing $10-15K, however that donation comes with a stipulation that certain other vendors not be invited/allowed to display. Compounding this, Scheels will not provide a retail booth for a single-day show. Bruce Ross will continue to engage Scheels to resolve the disconnects. A regional sponsor like Fleet Farm, is highly desirable.

Benefits from Vortex’s teaming with WWA and the EXPO continue to grow. Vortex will provide high quality button down shirts for EXPO 22 volunteers. The shirts come with Vortex embroidery; the EXPO Steering Committee will have EXPO embroidery added.

George Ermert asked BoD members to commit their availability to support EXPO 22. EXPO 22 will be held on 27 August; assistance for set-up on 26 August is also required.

* **7:29 Chapter Reorganization Update**Bruce Ross presented the current charter reorganization plan to the Board. Discussion regarding whether or not a mission-focused event (habitat or education) should be a requirement to assess chapter success was introduced as the result of feedback from the chapter-level review process. In an attempt to address this concern Bruce Ross removed the mission activity requirement from Tier 1 chapter qualifications prior to this Board meeting. A lengthy discussion regarding the merits of mission-focused activities versus the requirement to perform then ensued, including, “What happens if a chapter is balancing between Tiers 2 and 1. Are they required to host a mission activity one year and not the next…and what are the requirements if they slip back to a Tier 2 status the third year? Do they again have to generate a mission activity?” Ultimately, the discussion came down to, “Is the Board willing to close a chapter, like Baraboo, that is not in a major population area, but consistently strives to develop revenue for WWA, if does not have the capacity to also host a mission activity?”

Todd Schaller asked if, as indicated by our discussions, whether the Board had not lost sight of the original purpose of this restructuring initiative. The original intent was to tighten up on activities like those occurring in the Wausau area or Prairie du Chien where past chapter committee members had taken on WWA’s name while performing somewhat related WWA-like mission activities. Re-structuring seems to be taking a turn away from that purpose and is becoming clouded by bureaucracy.

In light of this revelation and the previous discussions, Todd Schaller motioned (Bruce Urben seconded) that, “The Tier qualification criteria only reflect financial aspects and that mission activities be reflected as incentives for chapters to receive additional benefits/rewards.” The Board voted unanimously in favor of the motion. Bruce Ross will reengage the ad hoc committee to make the appropriate adjustments within the document.

* **7:55 PM – BoD Retreat**During April’s Board meeting the Board discussed having a physical meeting during September. Based upon club availability, Bruce Ross tentatively reserved Nee-Pee-Nauk on 23-24 September (Friday/Saturday) for a September Board meeting. Board members are encouraged to stay both days, but attendance is not mandatory. The date and time of the BoD meeting will be determined based upon availability of each Director. In addition to a Board meeting Bruce Ross offered cocktails and a meal on Friday and some type of shooting event on Saturday (or maybe Friday). Board members are asked to check their calendars and to respond with their availability and preferences during June’s Board meeting.
* **8:00 – Committee Reports
*Policy Committee*** (Bruce Ross presented): With the State Legislature out of session the Policy Committee has not met recently. The committee will meet in the near future to introduce a few new members.

***Membership/Marketing*** (Bruce Ross presented on behalf of George Ermert): The committee will incentivize new memberships by offering a random $100 Nomad gift certificate each month though the end of the year.

***Development Committee*** (Dave Elwing presented): Planned Giving in a Box postcards will go out by 1 June to WWA’s targeted “Top 200” donors encouraging them to remember WWA in their estate planning. Bruce Ross continues to work with Scheels to become a WWA multi-year statewide sponsor. Dave Elwing will approach Drexel Building Supply of Campbellsport to become the statewide wood duck box material donor for 2023 and beyond. Drexel is supporting the Jackson Marsh Handicap Blind project in 2022. In support of chapter reorganization, the committee developed talking points and a plan to contact inactive chapters over the course of the next 30 days to determine if chapters will reactivate or recommend the Board to revoke their charter. The committee will target Wausau, Prairie du Chien, Madison/Dane County, and Fond du Lac as potential “comeback chapters.” Additionally, an Armstrong Creek resident and WWA member, recently asked about how he can start a chapter in NE Wisconsin. Bruce Ross and Dave Elwing virtually met with him on 18 May; they along with Bruce Urben will meet with him (Bo Klescewski) and any interested parties during June.

***Habitat Committee*** (Bruce Ross presented on behalf of B.J. Grassmann): The committee remains engaged with the LTE ecologist initiative, as well as identifying material sources to replenish the wood duck box inventory. B.J. Grassmann created a spreadsheet that captures chapter participation in the state wood duck box effort. The committee is gathering chapter input on their wood duck box locations, success.

***Education Committee*** (Todd Schaller presented): The committee did not meet in May, but continues to work on the LTH communication to encourage chapters to host LTH opportunities. It is unclear at this time if avian flu will impact WDNR bird banding this summer, but there are high hopes for wood duck banding to occur in the Brillion area in a joint WDNR and Johnson family effort.

* **8:12 PM New Business**

***WWA Bylaws.*** Based upon feedback received, the Executive Committee discussed and agreed that the Association Bylaws require review and modification to reflect WWA’s actual operating procedures. WWA’s Bylaws were updated in 2016. The President (Bruce Urben) and the Secretary (Dave Elwing) initiated a review. A Bylaws Working Draft will be distributed to the Board for further review and suggested changes. As the Secretary, Dave Elwing will manage the review process. Directors are asked to provide their feedback per the instructions that will accompany the working draft. A copy of WWA’s current Bylaws (2016) will be distributed with the working draft to facilitate an easier review. Directors are asked to respond within 14 days of receiving the Bylaws. Bruce Ross also urged that WWA’s Mission Statement be reviewed.

***2023 WWA Raffle Calendar Update.*** Bruce Urben reported that the photographer contracted to support EXPO 22 (Gritt, LLC) provided pro bono support to the 2023 WWA Raffle Calendar. His artwork (antique Wisconsin decoys with vintage background items) looks outstanding. WWA has a 30 May deadline to get all layout materials, including these photos, to the publisher to meet our 1 July calendar release date. Ongoing actions seem to support each deadline.

Bruce Urben stated that each carver will have a short biography included within the calendar in recognition of their work and donation. The decoys will be auctioned monthly with all proceeds going to WWA. In exchange for his artwork, Grit LLC is afforded pro bono advertising on the calendar’s last page. Rob Monette expressed concern to Bruce Ross that Gritt LLC’s logo (a wolf silhouette) might create consternation and potentially impact calendar sales in light of the ongoing wolf debate. The Board saw limited chance of that happening, but agreed that based upon the limited space allocated to the photographer, if able to be used at all, the logo will be small and thus even less likely to be noticed and to cause any conflicts.

* **8:25 PM – President’s Recap/Action Items**

Bruce Urben’s recap of the evening’s agenda, action items, and decisions includes:

1. Regarding HRP invoicing procedures, Bruce Ross and Kelcy Boettcher are developing a revised invoice to better capture HRP’s activities.
2. The BoD granted Bruce Ross authority to move forward in developing a MOU between WDNR and WWA to capture details relating to the LTE ecologist position, qualifications, responsibilities, and salary.
3. The BoD unanimously agreed to remove mission-related activity requirements from the “Tier Qualification” so the Chapter Restructuring tier criteria only reflects financial aspects. Mission activities are to be reflected as incentives for chapters to receive additional benefits/rewards.
4. The BoD agreed upon a physical Board meeting in September at the Nee-Pee-Nauk Hunt Club on 23 and 24 September. BoD members are requests check their availability and at the June Board meeting provide their preferences for which day the Board meeting should be conducted.
5. Board members are to review a working draft version of proposed WWA Bylaw changes and provide written comments to the Secretary NLT 14 days following receipt.
* **8:30 PM – Meeting Adjourned**

**Next BoD meeting will be a virtual meeting via Zoom at 6:30-8:30 PM on June 15th.**