

**Wisconsin Waterfowl Association  
Board of Directors Virtual Meeting – Wednesday April 19, 2023**

**Board Members virtually present:** Kevin Banaszak, Ian Bartelmez, Mike Depies, Dave Elwing, Joe Gonyo, B.J. Grassmann, Todd Schaller, Kim Shady, and Pat Smith

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

**Unable to Attend:** George Ermert, Dennis Fleischer, Jim Freck, Shawn Gibbons, Russ Olson, and Bruce Urben

**Agenda:**

- **6:35 PM – Meeting Convened by Vice President Schaller**

- **6:35 PM – March Board of Directors (BoD) Minutes (Secretary Elwing)**

B.J. Grassmann motioned (Ian Bartelmez seconded) that both sets of March’s Board Minutes be accepted as published. The Board unanimously approved March’s regular and emergency Board meeting minutes.

- **6:36 PM – February Financials (Executive Director Ross & Director of Administration Boettcher)**

As per SOP, Kelcy Boettcher distributed and posted March’s financial spreadsheets, accompanied by an explanatory Word.doc summary. Directors asked no questions and accepted the March financial statement as delivered.

Bruce Ross announced that WWA’s 2022 financial compilation was completed and highlighted two points: 1) 79% of WWA’s total expenses go toward program activities, and 2) only 20% of contributions raised are used towards fundraising activities. The BBB standards are “not less than 65%” and “no more than 35%,” respectively. Such strong results enable WWA to sustain its BBB accreditation.

<b>BBB Standard</b>					
#8 "Program Expenses - spend at least 65% of its total expenses on program activities"	FY	Program exp	Total Expenses	%	GOAL %
	2017	\$233,125	\$381,185	61%	>65%
	2018	\$258,692	\$432,289	60%	>65%
	2019 (est)	\$241,021	\$379,324	64%	>65%
	2020	\$231,146	\$349,284	66%	>65%
	2021 compiled	\$377,620	\$484,663	78%	>65%
	2022 compiled	\$402,325	\$509,339	79%	>65%
#9 "Fundraising - spend no more than 35% of related contributions on fundraising [related contributions included donations, legacies, and other gifts received as a result of fundraising efforts]"		Total f/r expenses	Total Related Contributions	%	GOAL %
	2017	\$116,091	\$284,884	41%	< 35%
	2018	\$139,785	\$325,139	43%	< 35%
Related contributions for WWA:	2019	\$105,613	\$263,785	40%	< 35%
-	2020	\$95,628	\$349,284	27%	< 35%
	2021 compiled	\$81,359	\$379,496	21%	< 35%
	2022 compiled	\$79,091	\$390,136	20%	< 35%

- **6:42 PM – Executive Director’s Report (Executive Director Ross)**

Bruce Ross published and provided an ED Report via the WWA Board’s secure webpage prior to the meeting to expedite the discussion and took time to address the James E. Dutton Foundation grant (\$7,000). Following a brief discussion and clarification that the grant money can only be used to fund WWA’s Public Lands Ecologist positions, Bruce Ross asked for a vote for WWA to accept the terms of the grant. Ian Bartelmez motioned (B.J. Grassmann seconded) to accept the James E. Dutton Foundation grant. The Board voted unanimously in favor of accepting the grant.

- **6:50 PM – Office of Charitable Gaming’s (OCG) Challenge to WWA’s Online Raffle Ticket Sales Process (Executive Director Ross)**

Bruce Ross provided a recap of actions and positions between DoG and WWA. In short, no relief has yet been received, but WWA’s attorneys (Godfrey & Kahn) will continue to press DoG for a

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decision. Potential Courses of Action are to seek: 1) Agency Declaration; 2) Attorney General review; 3) Administrative Law Judge review; and 4) Legislative Action.

Bruce Ross asserted that neither option 1 nor option 2 are likely to result in a DoG/DoA ruling that is favorable to WWA because doing so would require the State to acknowledge WWA's legal foundation which would necessitate DoG/DoA to cede the possibility of online charitable gaming. That is not in their organizational interest, even if it is legally defensible.

Todd Schaller stated that prior to retiring from the DNR, he saw a number of matters across diverse subject matters come before administrative law judges, and that he was impressed by their preparation/legal breadth and stated that the decisions he witnessed were reached independent of political influence. Additionally, if WWA were ruled against in the administrative legal hearing, WWA is not precluded from seeking any of the other previously identified courses of action. Ian Bartelmez urged pursuing the legislative route previously identified. Dave Elwing explained that the Executive Committee discussed that option in fair detail when George Ermert was present but based upon the length of time required to prepare the field and achieve a favorable outcome most likely not until 2024, the Executive Committee agreed that pursuing an administrative legal review remained WWA's most likely-to-succeed option.

Ian Bartelmez expressed concern regarding spending money raised by volunteers for this purpose. Todd Schaller assured that the discussion and decision reached during the Executive Committee focused on frugality and fiduciary responsibility while weighing options for success (The Executive Committee authorized expending up to \$20,000 to pursue a favorable resolution).

Kim Shady asked what WWA's perceived chance of success was (i.e., what are WWA's odds of winning?). Bruce Ross explained the difficulty of ranking WWA's chances of winning by a percentage but highlighted multiple points where G&K demonstrated the weakness of the state's arguments, and strength of WWA's legal foundation. WWA has a very strong case, but the cost of proving that case could be considerable.

Ian Bartelmez asked how all of this will affect WWA's 2023 budget. Bruce Ross explained that, in recent years, online sales accounted for roughly \$25,000 of WWA's annual funding sources. However, Bruce Ross recommended the Board take no immediate action to change the Board-approved 2023 budget due to speculation. Events conducted to date are trending slightly above budget. Class A sales will see a decrease, but the 2023 budget was built very conservatively (case in point 2024 calendar raffle net is forecast at \$25,000, not the \$40,000 that 2023 calendar sales netted). Also, while WWA halted all online Class A ticket sales with electronic delivery, Class A tickets can still be purchased and hand delivered to the buyer at the event. Further, the Executive Committee agreed not to prematurely halt development of the calendar raffle because calendars will still have options for sales that do not conflict with the state's assertions. Additionally, the 2023 budget includes slightly over \$100,000 in reserve funding and a robust operating capital fund (\$120,000).

- **7:34 PM – Conflict of Interest (Col) Policy Review (Executive Director Ross)**

At President Urben's direction, and as a follow-through to George Ermert's question during March's BoD meeting about why Board Members, Officers, and Key Volunteers annually complete a multi-page Col disclosure acknowledgement, Bruce Ross reviewed the Association's Col policy for duplication, to add simplicity, and to research BBB specific requirements to determine what assurances WWA really needs to provide to maintain our BBB accreditation. President Urben asked Bruce Ross to attempt to streamline the procedures while ensuring WWA maintains transparency. Bruce Ross prepared a Col draft with proposed changes

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highlighted prior to the Board Meeting and posted it on the secure Board web page. In short, the changes require Board Members, Officers, and Key Volunteers to: 1) Annually review the Association's Col policy requirement; and 2) Complete the detailed Col statement only when a potential Col may occur.

A lengthy discussion regarding what constitutes a conflict of interest on behalf of a Board member and how it gets resolved occurred (i.e., Ian Bartelmez sought clarification about whether his employer could bid on transporting earth moving equipment that supports Association habitat projects). Ian Bartelmez also asked for clarification about what constitutes a "Key Volunteer." Bruce Ross exemplified Dr. Robert Jadin (UWSP) who serves as an Association Education Committee Member as being a Key Volunteer; Recently, Ross approached Dr. Jadin to conduct the R3 grant's evaluation effort as an independent contractor. Seen as a potential conflict, Ross sought and documented the Executive Committee and WDNR's review and both determined that no such conflicts would be incurred through Dr. Jadin's R3 evaluation effort. Dr Jadin had no hand in the decision for awarding the evaluation contract but was clearly the best candidate (of two) considered.

Important aspects of an effective Col policy include the concept of disclosure of any perceived conflict, and an arm's length decision process that excludes the conflicted individual from having any influence on the decision process.

Bruce Ross asked for a vote on the Col policy changes. B.J. Grassmann motioned (Mike Depies seconded) that the Association adopt the revised Conflict of Interest policy as presented. The Board voted 7:1 to accept the revised Col policy. Ian Bartelmez cast the dissenting vote.

- **7:45 PM – Committee Reports (Vice President Schaller)**

Vice President Schaller called for any Committee updates for which notes/minutes had not already been distributed.

**Habitat Committee (B.J. Grassmann):** Habitat Committee met today (19 April). Minutes will be forthcoming.

**Development Committee (Dave Elwing):** Habitat Committee did not meet this month due to hectic personal schedules. The committee continues to seek alternate Association funding streams as demonstrated by the grants Bruce Ross previously addressed (James E. Dutton Foundation: \$7,000, Fund for Lake Michigan: \$30,000, Tympanuchus/Greater Prairie Chick Fund: \$3,000, and 2023 waterfowl stamp funds for project work: \$200,000) and an ongoing outreach to Leinenkugel Brewing Company.

**Marketing Committee (Ian Bartelmez):** The committee is searching for a number of wood duck box kits to meet Boy Scout box requests as a means of community outreach. Also reported was a statement that the number of Facebook and other social media hits continues to increase.

**Policy Committee (Bruce Ross):** Bruce Ross reported that the legislature's Joint Finance Committee voted not to fund the Pelican River conservation initiative that provided sportsmen's access; votes went along party lines (i.e., Republicans voted against the funding). The Policy committee received no responses to its "hunting/fishing/outdoors background survey" intended to better understand "who" our state legislators and what their backgrounds are. Wisconsin Outdoor News reported that WWA testified regarding proposed waterfowl season dates and successfully lobbied for Canada Goose season along the Mississippi to start on 16 September (roughly 90% of WWA's respondents voiced support for this start date).

**Education Committee (Todd Schaller):** Nothing to add to already posted minutes.

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- **7:57 PM – Vice President’s Recap/Action Items (Vice President Schaller)**

Vice President Schaller’s recap of the Board’s agenda, action items, and decisions included:

- 1) The Board approved both sets of March’s Minutes.
- 2) The Board accepted the James E. Dutton Foundation grant.
- 3) The Board voted 7:1 to accept the revised Conflict of Interest policy.

- **7:59 PM – Meeting Adjourned**

**Next BoD meeting will be a virtual meeting at 6:30 PM on May 17<sup>th</sup>.**