

Madison River Foundation

*Minutes for Board of Directors Meeting
March 15, 2017
First Madison Valley Bank Conference Room*

Board Members in Attendance:

J. Mathews
S. Shows

Via Phone:

Brian Barker
Jim Dawson

Others Present:

Liz Davis – ED
Pamela Kimmey – EA
Chelsea Pardo – BSWC Member

Guests:

Terry Quirk – MRF Member & Visitor

President's Report: J. Mathews opened the meeting, welcomed everyone for attending her first meeting as President and confirmed that we have a quorum.

Minutes: February 13, 2017 – B. Barker made a motion to accept, S. Shows seconded, motion carried.

Treasurer Report: B. Hageman was absent. Financials made available but not discussed at length. J. Mathews said she would like to have monthly board meetings from now until Sept so any questions you may have for the treasurer may be discussed at April's BOD meeting.

ED Report:

- **Willow & Birch Plantings** – It was recommended to fence all areas due to deer and elk. BLM has their own protocol for fencing. A call for volunteers will go out shortly to cut approx. 100 bare root willows. We will then compare the success rate between the willows we cut and the purchased willows to see if we can save money next year.
- **Science Day** - It has been renamed Madison Discovery Day. Liz attended a Town Council meeting to get permission to use the town's Gazebo Park. We are having an issue finding available speakers during this busy summer season and we may have to cancel it. The end of the day includes a whitefish speaker for the Wildlife Speaker Series but we are unable to secure someone for that too. Waiting to hear back from one last whitefish speaker. J. Mathews said to wait to cancel with the WCD until we hear one way or the other from our last option.
- **Fly Fishing Festival** - Speakers scheduled to date: Mike Cline, Dave Stagliano, Dave Moser, Jeff Currier (maybe), Skip Gibson, Wayne & Janelle Phillips, Mike Lawson, Ford Rollo, Richard Vincent and our own Jim Dawson with "mouse fishing." The Bug Guy would like to return this

year with the same package deal we gave him last year. We will decline the offer since we have a bug person, Dave Stagliano, and it is not in our budget to pay him again to attend.

- **Catch the Hatch** – Live Auction items: 5 Max. Silent Auction items: S. Shows has asked the Jeffers Inn to donate a carriage ride – waiting for reply. Drinking glasses: We have prices for 144 pint glasses and 144 stemless wine glasses with the MRF logo to sell. J. Mathews suggested dating them to create more interest in purchasing a limited edition MRF collectible. S. Shows recommended we get a quote from Discount Mugs as well for price comparison. Should we offer liquor? Running into issues trying to find a business with a liquor license that it's already booked on June 24th. S. Shows suggested we simplify matters by only offering beer and wine and that we can apply for a non-profit license to serve the donated beer/wine ourselves. Do not advertise we are offering free beer and wine either.

New Business

1. **Ballot for Board Election:** Much discussion followed. The current bylaws would need to be changed by the June meeting and that does not seem feasible to change from 9-11 Directors by that date. MT Non-Profit recommends 7-9 directors. The Guardians of the Madison group intends on petitioning the Board to add another one of their members to the ballot. J. Dawson feels a ByLaw change is in order and multi- year term limits are needed so we do not end up with a complete turnover of board members each year. B. Barker is open minded about 9 vs 11 directors but sees term limits as being essential. J. Mathews implied that there might be more than one GotMad member being nominated for the Board and while a nominating committee has the power to make recommendations for names to be put on the ballot the GotMad group or anyone else for that matter can override that by getting a petition signed to have their candidate added to the ballot. Why not avoid the controversy and bad feelings by simply adding them before it becomes a negative issue. See current Bylaws: page 14 Nominating Committee. We have no choice but to follow the current ByLaws. J. Dawson will try to locate a set of bylaws that might work for us. Send current Bio by May 1st to Liz if interested in a director position. Open BOD positions to the public. Liz holds one vote which leave 8 open positions.
2. **Board Responsibilities and Procedures:** J. Mathews addressed this topic.
 - **Responsibilities** – Identify financial resources, Build membership – board members to provide leads. Who do you know and how do you get more members?
 - **Procedures** – All communications should go through Liz at the MRF office. She will then share information with the Board as a whole.
3. **Meeting Dates:** Meetings should be monthly to Sept. Next two BOD meeting dates are as follows; April 10th and May 22nd. P. Kimmey will send out a schedule.
4. **Upwelling Diffuser for Hebgen Dam:** Bruce was absent. Installation takes a week. NWE does not want any more equipment on site. Cost: 120k – 150k.
5. **Macroinvertebrate study update:** Stagliano has not provided us with a report yet. C. Pardo will keep in contact with him.
6. **Bubble Curtain update:**
7. **Tom Parker at Geum Environmental Consulting:** Ask Parker to make a presentation at the April 10th meeting to sell his concept.

Old Business

- 1. 2016 Evaluation for I. Davis, ED** – B. Hageman has a form to use.
- 2. Friend of the Madison award** – L. Davis nominated Lawrence Anderson. Discussion followed with concern over singling out only one of our many volunteers. How could we go about recognizing all the volunteers. We give them free hats at the FFF and list their names in a large Thank You ad in the Madisonian every year. L.Davis hosted a bbq for all of the winter volunteers last year. They may not all attend the Catch the Hatch event. This will need to be decided at the April meeting.
- 3. Note:** The ExComm was dissolved according to the Bylaws. No longer needed as we have monthly Board meetings now.